

B1 (Official Form 1) (4/13)

United States Bankruptcy Court WESTERN DISTRICT OF OKLAHOMA		Voluntary Petition			
Name of Debtor (if individual, enter Last, First, Middle): Gates Oil & Gas, Ltd, a corporation		Name of Joint Debtor (Spouse)(Last, First, Middle):			
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): NONE		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):			
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 46-0796499		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):			
Street Address of Debtor (No. & Street, City, and State): 1102 W. Maple Duncan, OK		Street Address of Joint Debtor (No. & Street, City, and State):			
ZIPCODE 73533		ZIPCODE			
County of Residence or of the Principal Place of Business: Stephens		County of Residence or of the Principal Place of Business:			
Mailing Address of Debtor (if different from street address): P. O. Box 1103 Duncan, OK		Mailing Address of Joint Debtor (if different from street address):			
ZIPCODE 73534		ZIPCODE			
Location of Principal Assets of Business Debtor (if different from street address above): SAME		ZIPCODE			
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:30%; vertical-align: top;"> Type of Debtor (Form of organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (if debtor is not one of the above entities, check this box and state type of entity below . </td> <td style="width:30%; vertical-align: top;"> Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Oil & Gas </td> <td style="width:40%; vertical-align: top;"> Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose" <input checked="" type="checkbox"/> Debts are primarily business debts. </td> </tr> </table>			Type of Debtor (Form of organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (if debtor is not one of the above entities, check this box and state type of entity below .	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Oil & Gas	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose" <input checked="" type="checkbox"/> Debts are primarily business debts.
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<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Gates Oil & Gas, Ltd, a corporation</p>	
<p>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</p>		
<p>Location Where Filed: NONE</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>Location Where Filed:</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)</p>		
<p>Name of Debtor: NONE</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>District:</p>	<p>Relationship:</p>	<p>Judge:</p>
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under Chapter 11)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ 11/26/2013 Signature of Attorney for Debtor(s) Date</p>	
<p>Exhibit C</p>		
<p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No</p>		
<p>Exhibit D</p>		
<p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p>		
<p>Information Regarding the Debtor - Venue (Check any applicable box)</p>		
<p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>		
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p>		
<p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p>		
<p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>		

B1 (Official Form 1) (4/13)

FORM B1, Page 3

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Gates Oil & Gas, Ltd, a corporation</p>
Signatures	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b)</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed name of Foreign Representative)</p> <p>_____ (Date)</p>
<p>X _____ Signature of Attorney*</p> <p>_____ Printed Name of Attorney for Debtor(s)</p> <p>Beauchamp M. Patterson 19188 Printed Name of Attorney for Debtor(s)</p> <p>McAfee & Taft A Professional Corporation Firm Name</p> <p>211 N. Robinson, 10th Floor Address</p> <p>Two Leadership Square</p> <p>Oklahoma City, OK 73102</p> <p>(405) 235-9621 Telephone Number</p> <p>11/26/2013 Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p>Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>_____ Date</p> <p>X _____ Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual</p> <p>Michael Kent Grey Printed Name of Authorized Individual</p> <p>President Title of Authorized Individual</p> <p>11/26/2013 Date</p>	<p>_____ Date</p> <p>_____ Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

In re *Gates Oil & Gas, Ltd,*
a corporation

Case No.
Chapter 11

_____ / Debtor

Exhibit "A" to Voluntary Petition

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

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is _____.			
2. The following financial data is the latest available information and refers to the debtor's condition on _____.			
a. Total assets	\$	250,000.00	
b. Total debts (including debts listed in 2.c., below)	\$	3,609,252.74	
c. Debt securities held by more than 500 holders.			
Debt Issue	Type	Total \$ Amount Outstanding	Approximate Number of Holders
		\$	
		\$	
		\$	
		\$	
		\$	
d. Number of shares of preferred stock		100	NONE
e. Number of shares of common stock		NONE	NONE
Comments, if any: NONE			
3. Brief description of debtor's business: <i>Debtor is engaged in oil and gas exploration and development.</i>			
4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of the debtor: <i>Jamie Gray</i>			

**GATES OIL & GAS, LTD.
MAJORITY SHAREHOLDER CONSENT
IN LIEU OF MEETING**

November 26, 2013

The undersigned majority shareholder of GATES OIL & GAS, LTD., an Oklahoma corporation (hereinafter the "Corporation"), in accordance with Section 1073 of the Oklahoma General Corporation Act and Section 2.10 of the Bylaws of the Corporation, does hereby take the actions set forth as follows:

RESOLVED, that the Corporation shall be reorganized under a plan of reorganization to be carried out under chapter 11 of the United States Bankruptcy Code and that the officers and directors of the Corporation shall take such actions and execute such documents as are necessary to effect a reorganization of the Corporation under chapter 11 of the United States Bankruptcy Code;

RESOLVED FURTHER, that the Corporation, in its capacity as the Manager and owner of all of the Common Units of Harrisburg 2 Lease Prospect Fund, LLC, an Oklahoma limited liability company, authorizes the reorganization of Harrisburg 2 Lease Prospect Fund, LLC under a plan of reorganization to be carried out under chapter 11 of the United States Bankruptcy Code;

RESOLVED FURTHER, that the President of the Corporation, acting as the Manager of Harrisburg 2 Lease Prospect Fund, LLC, shall take such actions and execute such documents as are necessary to effect a reorganization of Harrisburg 2 Lease Prospect Fund, LLC under chapter 11 of the United States Bankruptcy Code.

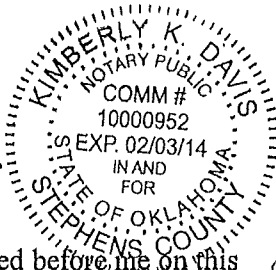
WITNESS the execution hereof as of the date first written above.

MAJORITY SHAREHOLDER:

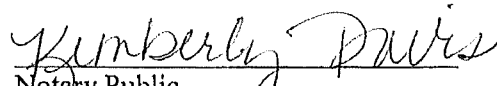


JAMIE GRAY

STATE OF OKLAHOMA)
) SS.
COUNTY OF STEPHENS)



The foregoing was executed before me on this 26 day of November, 2013 by Jamie Gray, known by me as the individual named above and executed of his own free will.



Notary Public

My Commission Expires: 02/03/14

Rule 2016(b) (8/91)

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA

In re *Gates Oil & Gas, Ltd, a corporation*

Case No.
Chapter 11

_____/ Debtor
Attorney for Debtor: *Beauchamp M. Patterson*

STATEMENT PURSUANT TO RULE 2016(B)

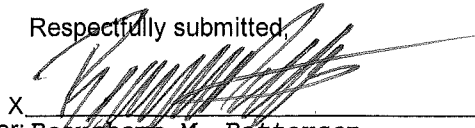
The undersigned, pursuant to Rule 2016(b), Bankruptcy Rules, states that:

1. The undersigned is the attorney for the debtor(s) in this case.
2. The compensation paid or agreed to be paid by the debtor(s), to the undersigned is:

a) For legal services rendered or to be rendered in contemplation of and in connection with this case	\$ <u>20,500.00</u>
b) Prior to the filing of this statement, debtor(s) have paid	\$ <u>17,500.00</u>
c) The unpaid balance due and payable is	\$ <u>3,000.00</u>
3. \$ 1,213.00 of the filing fee in this case has been paid.
4. The Services rendered or to be rendered include the following:
 - a) Analysis of the financial situation, and rendering advice and assistance to the debtor(s) in determining whether to file a petition under title 11 of the United States Code;
 - b) Preparation and filing of the petition, schedules, statement of financial affairs and other documents required by the court.
 - c) Representation of the debtor(s) at the meeting of creditors.
5. The source of payments made by the debtor(s) to the undersigned was from earnings, wages and compensation for services performed, and
None other
6. The source of payments to be made by the debtor(s) to the undersigned for the unpaid balance remaining, if any, will be from earnings, wages and compensation for services performed, and
None other
7. The undersigned has received no transfer, assignment or pledge of property from debtor(s) except the following for the value stated:
None
8. The undersigned has not shared or agreed to share with any other entity, other than with members of undersigned's law firm, any compensation paid or to be paid except as follows:
None

Dated: 11/27/2013

Respectfully submitted,



X _____
Attorney for Petitioner: *Beauchamp M. Patterson*
McAfee & Taft A Professional Corporation
211 N. Robinson, 10th Floor
Two Leadership Square
Oklahoma City OK 73102
(405) 235-9621

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

In re *Gates Oil & Gas, Ltd*
a Corporation

Case No.
Chapter 7

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 <i>Harrisburg 2 Prospect Lease Fund, LLC</i> 8110 E Hwy 7 Duncan OK 73533	Phone: <i>Harrisburg 2 Prospect Lease Fund, LLC</i> 8110 E Hwy 7 Duncan OK 73533	<i>Trade Debt</i>		\$ 1,372,900.00
2 <i>Jason Garner</i> 6433 Ripley Lane North Renton WA 98056	Phone: <i>Jason Garner</i> 6433 Ripley Lane North Renton WA 98056	<i>Working Interest Owner</i>		\$ 201,630.00
3 <i>Wade Odom</i> 3800 Highway 45 N Deer Park AL 36529	Phone: <i>Wade Odom</i> 3800 Highway 45 N Deer Park AL 36529	<i>Working Interest Owner</i>		\$ 200,000.00
4 <i>Dechant Farms LTD</i> Box 636 Manning AB	Phone: <i>Dechant Farms LTD</i> Box 636 Manning AB	<i>Investor Claim</i>		\$ 172,267.50
5 <i>Lynne McCarren</i> 27 Puritan Park Swampscott MA 01907	Phone: <i>Lynne McCarren</i> 27 Puritan Park Swampscott MA 01907	<i>Investor Claim</i>		\$ 116,056.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 Adam Lobert 631 Cherrywood Drive Elizabethtown KY 42701	Phone: Adam Lobert 631 Cherrywood Drive Elizabethtown KY 42701	Working Interest Owner		\$ 88,200.00
7 DWJS Construction P O Box 156 Paoli OK 73074	Phone: DWJS Construction P O Box 156 Paoli OK 73074	Trade Debt		\$ 85,570.00
8 Blaine Wright 4315 Marathon Blvd Austin TX 78756	Phone: Blaine Wright 4315 Marathon Blvd Austin TX 78756	Working Interest Owner		\$ 84,990.00
9 William Hofgard 1510 28th Street #75 Boulder CO 80303	Phone: William Hofgard 1510 28th Street #75 Boulder CO 80303	Working Interest Owner		\$ 81,600.00
10 Dave Dickerson 1512 Road 12 York NE 68467	Phone: Dave Dickerson 1512 Road 12 York NE 68467	Working Interest Owner		\$ 75,825.00
11 Alef H. and Judith Deanda Lugo 6845 Rock Canyon Dr El Paso TX 79912	Phone: Alef H. and Judith Deanda Lugo 6845 Rock Canyon Dr El Paso TX 79912	Investor Claim		\$ 73,320.00
12 Eugene (Bud) Horner 307 N Union Ave Margate City NJ 08402	Phone: Eugene (Bud) Horner 307 N Union Ave Margate City NJ 08402	Investor Claim		\$ 73,320.00
13 Robert Taylor 6606 Oxford Ave Lubbock TX 79413	Phone: Robert Taylor 6606 Oxford Ave Lubbock TX 79413	Investor Claim		\$ 66,660.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
14 L. Vance Brown	Phone: L. Vance Brown	Receiver Fees		\$ 50,000.00
15 Robert & Beverly Burkhart 45341 Barlow Macomb MI 48042	Phone: Robert & Beverly Burkhart 45341 Barlow Macomb MI 48042	Working Interest Owner		\$ 45,000.00
16 Richard Kibler 604 Dunmore PL Drive Saint Charles MO 63304	Phone: Richard Kibler 604 Dunmore PL Drive Saint Charles MO 63304	Investor Claim		\$ 40,621.50
17 Bunch Trucking P O Box 127 Lindsay OK 73052	Phone: Bunch Trucking P O Box 127 Lindsay OK 73052	Trade Debt		\$ 39,380.00
18 Richard DiLorenzo 12003 S. Highway 1 Elk CA 95432	Phone: Richard DiLorenzo 12003 S. Highway 1 Elk CA 95432	Investor Claim		\$ 36,660.00
19 Hector Acton 1309 Doral Rd San Angelo TX 76904	Phone: Hector Acton 1309 Doral Rd San Angelo TX 76904	Investor Claim		\$ 36,660.00
20 ISOG Whitebead, LLC 6708 South Robb St Littleton CO 80127	Phone: ISOG Whitebead, LLC 6708 South Robb St Littleton CO 80127	Investor Claim		\$ 36,660.00

B4 (Official Form 4) (12/07)


Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Michael Kent Grey, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: 11/26/13

Signature: 
Name: Michael Kent Grey
Title: President

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA

In re *Gates Oil & Gas, Ltd*, a corporation

Case No.
Chapter 11

/ Debtor

Attorney for Debtor: *Beauchamp M. Patterson*

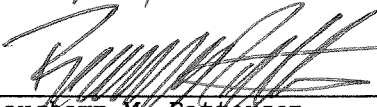
COVER SHEET FOR LIST OF CREDITORS

I hereby certify under penalty of perjury that the attached list of creditors, which consists of 27 pages,
is true, correct and complete to the best of my knowledge.

Date:

11/26/13

Debtor



Beauchamp M. Patterson
Attorney for the debtor(s)
211 N. Robinson, 10th Floor
Two Leadership Square
Oklahoma City, OK 73102

A&E TANK TRUCK

ADAM LOBERT
631 CHERRYWOOD DRIVE
ELIZABETHTOWN KY 42701

AFEIG LLC
580 GOLFOVIEW DRIVE

ALBART BROUHAND
610 ASH
KINGMAN KS 67068

ALEF H AND JUDITH DEANDA LUGO
6845 ROCK CANYON DR
EL PASO TX 79912

ALEX SANFILIPPO
145 VALLEYVIEW DR
VENETIA PA 15367

ALTIN LEKA
116 PINEHURST AVE APT S-33
NEW YORK NY 10033

ANC INTERNATIONAL LLC
874 AZ POMPTON AVENUE
CEDAR GROVE NJ 07009

ANDREW ODIA
1214 BAINBRIDGE DRIVE
SUGAR LAND TX 77479

ANDY RUEGG
15663 MARSHALLVILLE ST
CANAL FULTON OH 44614

AT&T

B&R PUMP

BEN JOHNSON
1540 ACR 489
MONTALBA TX 75853

BERNARD RYAN
1112 VIA LATINA DRIVE
CAMARILLO CA 93012

BLAINE WRIGHT
4315 MARATHON BLVD
AUSTIN TX 78756

BLUE MOOSE

BRAD AND LAUREN TORRES
333 POTTER RD
WEST PALM BEACH FL 33405

BRAD TORRES
333 POTTER RD
WEST PALM BEACH FL 33405

BRIAN & LYNNE MCCARREN
27 PURITAN PARK
SWAMPSCOTT MA 01907

BRUCE DICKERSON

BRYAN ZILKEY
154 COLBORNE STREET N
SIMCOE ON CANADA

BUNCH TRUCKING
P O BOX 127
LINDSAY OK 73052

C&H BIT

CARL G HIGH
865 ROCKRIDGE RD
BETHPAGE TN 37022

CARLOS OR EUMARELY WADE
139 COUNTRY VISTA CIRCLE
BURLESON TX 76028

CAROLE THORNTON
8380 KEN-LOVE CT
BRIGHTON MI 48116

CHARANJIT SINGH
1404 KINROSS CT
WALNUT CREEK CA 94598

CHARLES & NAOMI YETT
18619 LOWER LAKE ROAD
MONUMENT CO 80132

CHARLES BENEVENTO
64 WARREN AVE
PLYMOUTH MA 02360

CHARLES MARTIN
22711 HEDGE PATH LANE
KIRKSVILLE MO 63501

CHARLES R (BOB) DUNN
3139 PRESCOTT
HOUSTON TX 77025

CHARLES RIGGS
15 THOMAS POINTE DRIVE
FORT THOMAS KY 41075

CHARLIE VAUGHN
1707 E 56TH STREET
ODESSA TX 79762

CHRISTOPHER J CHURCH

CLIFFORD W FRASER
5855 BOYOSTON RD
GROOM TX 79039

CREDIT ONE

CURTIS BEYER
69903 VAN GOGH RD
CATHEDRAL CITY CA 92234

CUSTOIDAN
1717 PARK ROW SUITE 100
HOUSTON TX 77084

DALE FREDERICK COOK REVOCABLE TRUST
7009 FRANKLIN AVE
WINDSOR HEIGHTS IA 50324

DAN MAEYERS
6848 SOUTH US HWY 287
RHOME TX 76078

DANIEL SCRODIN
19240 OAKRIDGE DR
AROMAS CA 95004

DANNY C PERRY
129 POLIHALE PLACE
HONOLULU HI 96825

DARRELL H BOYD
6816 CHEYENNE CIRCLE
MINNEAPOLIS MN 55439

DARREN DICKOUT
5003 BRAZOS AVENUE
MIDLAND TX 79707

DARRYL & ERLINDA STONE
DARRYL & ERLINDA STONE LIV TR
1101 RANCHWOOD PLACE
DIAMOND BAR CA 91765

DAVE DICKERSON
1512 ROAD 12
YORK NE 68467

DAVID BRITO
2975 BROWN ROAD
POTEET TX 78065

DAVID G CHRISTIANSEN
12403 E 19 AVE
SPOKANE WA 99216

DAVID HERTENSTEIN
2336 ASPERMONT WAY
LEWISVILLE TX 75067

DAVID HEWITT
4510 CR92
GRAHAM AL 36263

DAVID HOORFAR
960 E GREEN STREET #208
PASADENA CA 91106

DAVID M FERGUSON
P O BOX 162
FLORENCE TX 76527

DAVID PARADOWSKI
11380 HIGH RANCH RD
LAKESIDE CA 92040

DAVID RATLEY
207 CORNELL DR
NORMAL IL 61761

DECHANT FARMS LTD
BOX 636
MANNING AB CANADA

DECHANT FARMS LTD
BOX 636
MANNING AB

DOMINICK DESIMONE
57 MACE STREET
STATEN ISLAND NY 10306

DONALD F JENSEN

DONALD F JENSEN
8209 PACIFIC COAST HWY E
TACOMA WA 98422

DOUGLAS DOCKRAY
1301 EAVES SPRING CT
MALVERN PA 19355

DUANE DAUTEL
20307 W 92ND STREET
LENEXA KS 66220

DUANE PFEFFER

DWJS CONSTRUCTION
P O BOX 156
PAOLI OK 73074

EDMOND PESCHO
18015 FAIRTOMOS LANE
WAYZATA MN 55391

EDWARD AND ELIZABETH BETTNER
307 GLEN OAKS DRIVE
CINCINNATI OH 45238

EDWARD STROHMAIER
113 EDMORE ROAD
CHESTERTOWN MD 21620

EDWARD TIENSVOLD
3050 650 RD
RUSHVILLE NE 69360

ELLEN PETROKIEWICZ
11604 PEACHSTONE LANE
ORLANDO FL 32821

EMERY CORDELL
2581 BOBLITTLE RD
ELIZABETHTON TN 37643

EMERY CORDELL
581 BOB LITTLE ROAD
ELIZABETHTON TN 37643

ENRGY SOLUTIONS PLUS LLC
LARRY WOODIN
3225 MCLEOD DR #100
LAS VEGAS NV 98121

EUGENE (BUD) HORNER
307 N UNION AVE
MARGATE CITY NJ 08402

EVELYN AND RAYMOND FITTRO
400 WESLEY DRIVE APT 256
ASHEVILLE NC 28803

EXPRESS CUSTOIDAN
P O BOX 9
CEDAR CITY UT 84721

FARZAD RABBANY
206 S ROBERTSON BLVD
BEVERLY HILLS CA 90211

FRANK GAJAR
P O BOX 1309
KILL DEVIL HILLS NC 27948

FRANK J HILL
298 ELLENTON RUN
THE VILLAGES FL 32162

FRED NASON
443 SOUTH CAMDEN DR
BEVERLY HILLS CA 90212

FREDERICK AND DR JOYCE BRADSHAW
5607 CD 145
GREENWOOD MS 38930

FREDERICK D COOK QUEST IRA INC

FREDERICK J BRADSHAW
P O BOX 675
GREENWOOD MS 38935

FREDS RAT HOLE SERVICE INC

GARDEN STATE REALTY GROUP LLC
C/O ROBERT KOHRS
50 HARRISON STREET #206
HOBOKEN NJ 07030

GEORGE AND ANNA MARY FISHER
18222 CHAMPIONS DR
ARLINGTON WA 98223

GEORGE P FISCHER
18222 CHAMPIONS AVE
ARLINGTON WA 98223

GLOBAL PRODUCTION SOLUTIONS

GRANT FREEMAN
10 LIMOGES
NEWPORT COAST CA 92657

GREENS MUD SERVICE

GREGORY & JOLENE INT-HOUT
235 EVANS RD
LABELLE FL 33935

GREGORY CSERNICA
9 WILDFIRE LANE
TRUMBULL CT 06611

GREGORY CSERNICA
9 WILDFIRE LANE

GREGORY T PIRKL
4077 BANDERA HWY
KERRVILLE TX 78028

GYAN & VENDANA SHANKER
708 LINDHOLM COURT
NAPERVILLE IL 60565

HARRISBURG 2 PROSPECT LEASE FUND LLC
8110 E HWY 7
DUNCAN OK 73533

HASMUKH AND MAYURT PATEL
201 CHELTENHAM AVE
LINWOOD NJ 08221

HECTOR ACTON
1309 DORAL RD
SAN ANGELO TX 76904

HENDERSON SUPPLY

HENDRICK FREUND
1031 46TH ST
BROOKLYN NY 11219

HERBERT OR PAMELA SMITH
934 BLACKWELLS WHARF RD
BURGESS VA 22432

HIGH TECH

HILDEGARD TRAUTMANN
P O BOX 38564
COLORADO SPRINGS CO. 80937

HINES GARAGE

HOY OR IRENE WILEY
195 CR 4415
POPLAR BLUFF MO 63901

ISOG WHITEBEAD LLC
6708 SOUTH ROBB ST
LITTLETON CO 80127

JAMES E WALTHER
3862 S FM 51
DECATUR TX 76234

JAMES EDWIN WALTHER
3862 S FN 51
DECATUR TX 76234

JAMES KENNETH STICKER JR
4940 KAWANEE AVE
METAIRIE LA 70006

JAMES R WHITE JR
2521 SPRING VALLEY DR
SAINT PETERS MO 63376

JANICE EVANS
P O BOX 1082
GRAHAM TX 76450

JASON GARNER
6433 RIPLEY LANE NORTH
RENTON WA 98056

JEFFREY L BARNES
3102 FLAVIN LANE
PEBBLE BEACH CA 93953

JENKINS OILFIELD

JERRY (QUEST) HILL
4409 31ST STREET APT A
LUBBOCK TX 79410

JERRY PAPENFUSS
276 PLEASANT HILL DR
WINONA MN 55987

JERRY V PAPENFUSS
276 PLEASANT HILL DRIVE
WINONA MN 55987

JIANGUO ZHANG
1245 PEACH CT
SAN JOSE CA 95116

JOHANNES HURST
4720 DEERFIELD DRIVE
STILLWATER OK 74074

JOHN FULTON COSTELLO
6243 BUISSON ST
SAN DIEGO CA 92122

JOHN NASH CAMPBELL
11280 S INDIAN RIVER DR
SEBASTIAN FL 32958

JOHN SIMOUSEK OR BARBARA HAWKINS
307 W ELIZA STREET
SAN PIERRE IN 46374

JON EDWARDS
26 WILD TURKEY CIRCLE
HIGH ROLLS MOUNT NM 88325

JON HEGRE
10197 NICKOLAS AVE
LITTLETON CO 80130

JONATHAN C CHENG
2418 WOODHEAD ST
HOUSTON TX 77019

JOSEPH BRINEY
1124 290 RD
BELOIT KS 67420

JOSEPH MARTIN BRINEY
1124 290 RD
BELOIT KS 67420

KATHLEEN DELEAGUIRRE
EL PASO TX 79912

KATHLEEN DELEAGUIRRE
6845 ROCK CANYON DR
EL PASO TX 79912

KEE & ARCHER

KEITH D GORDON
10 LAURIE CT
SCOTCH PLAINS NJ 07076

KEITH GORDON
10 LAURIE COURT
SCOTCH PLAINS NJ 07076

KENNETH R ALBERT
556 SCRABBLE ROAD
MARTINSBURG WV 25404

KENNETH VENHUIZEN
3700 E PEONY PLACE #308
SIOUX FALLS SD 57103

KENT A TRUCKENBROD
12124 W EAGLE RIDGE LANE
PEORIA AZ 85383

KRUGER ENERGY LLC
C/O MARVIN KRUGER
10707 E 76TH STREET
TULSA OK 74133

KS3 ENTERPRISES INC
KEVIN DIEGEL
27384 N MOCKINGBIRD DR
FLAT ROCK MI 48134

L VANCE BROWN

LAMONT FABER (3CG LLC)
9139 JULIE ANN WAY
WEST JORDAN UT 84088

LARRY & EILEEN PARKER
13540 SVL BOX
VICTORVILLE CA 92395

LATIGO DRILLING

LEE BIVENS
2761 REECER CR RD
ELLENSBURG WA 98926

LEE ERIKSSON
44047 N 23RD AVE #76025
NEW RIVER AZ 85087

LEONARDO ESPINO
7963 GARDEN RD
HOLLAND OH 43528

LESTER & JOANNE HEIN
429 LAKE VICTORIA CIRCLE
MELBOURNE FL 32940

LORENZO GANZALES
7815 S 20TH STREET DR
PHOENIX AZ 85041

LORENZO GONZALES
7815 S 20TH ST DR
PHOENIX AZ 85041

LOWELL HATCH
6373 AUTUMN CREST COURT
WESTERVILLE OH 43082

LYLE JAY VANDYKE
16534 EMERSON CIRCLE
CONROE TX 77306

LYNN BOWER INC

LYNNE MCCARREN
27 PURITAN PARK
SWAMPSCOTT MA 01907

MANUEL PERRY
2724 24TH STREET SUITE 150
SACRAMENTO CA 95818

MARK HALLINAN
131 LEDGWOOD DR
GLASTONBURY CT 06033

MARKER INVESTMENTS LLC
JAMES PATTERSON
12331 BROKEN ARROW ST
HOUSTON TX 77024

MARY MAXINE BOWMAN
6462 FRANWOOD TERR
FORT WORTH TX 76112

MARY MAXINE BOWMAN
6462 FRANWOOD TERRACE
FORT WORTH TX 76112

MASON C RADKE
1248 SANTA MARIE AVENUE
LOS OSOS CA 93402

MCDONALD SURVEYING

MICHAEL A CARTON
8722 ROYAL LYTHAM CT
PEYTON CO 80831

MICHAEL DALLAM
1320 N LACOSTA LN
FLAGSTAFF AZ 86004

MICHAEL JOHN BECK
5646 SUNSET DRIVE
RANCHO PALOS VER CA 90275

MICHAEL RATLEY
28820 LIMESTONE CIRCLE
COARSEGOLD CA 93614

MJR INVESTMENTS

NANCY CURTIS
19 MAPLEWOOD AVE
ALBANY NY 12203

NANCY HOLMAN
P O BOX 733
PENSACOLA FL 32591

NOREDIAAC MANAGEMENT LTD
218 QUINLAN PMB 3713
KERRVILLE TX 78028

OILWELL CEMENTERS

ONSITE TOOLS

ORLANDO ALANIZ
6805 PETERS PATH
COLLEYVILLE TX 76034

P&C SERVICES

PATRIOT CHEMICALS

PAUL PIPES GEOLOGIST

PAUL RESTELLI
11242 CORTE PLAYA CORONA
SAN DIEGO CA 92124

PEDRO ORTIZ
2512 OSUNA RD NE
ALBUQUERQUE NM 87109

PHILLIP SCHWOB
95 HARBOR MASTER RD SLIP 31
SOUTH SAN FRANCI CA 94080

RANDALL A DAVIS
1022 N CO RD 30E
FRANKFORT IN 46041

RANDALL A DAVIS
1022 N COUNTY RD 30 EAST
FRANKFORT IN 46041

RAY MAIER SPORTING

REBECCA N WARBURTON
1370 OLIVER STREET
VICTORIA BC CANADA

RECON

REUBEN E CABRAL
540 OCEAN AVE
BROOKLYN NY 11226

RICHARD & EDNA KIBLER
604 DUNMORE PL DRIVE
COTTLEVILLE MO 63338

RICHARD B JUENEMANN
32768 220TH STREET
SANBORN MN 56083

RICHARD BRUGGEMAN
351 LONGVIEW DR
MOUNTAINSIDE NJ 07092

RICHARD DILORENZO
12003 S HIGHWAY 1
ELK CA 95432

RICHARD JOENEMANN
32768 220TH ST
SANBORN MN 56083

RICHARD JOHNSON
4516 W DONNER DR
LAVEEN AZ 85339

RICHARD KIBLER
604 DUNMORE PL DRIVE
SAINT CHARLES MO 63304

RICHARD RICE
80726 CRAIG RD
HERMISTON OR 97838

ROBERT & BEVERLY BURKHART
45341 BARLOW
MACOMB MI 48042

ROBERT BLANCHARD
310 RAFAEL DR
ELVERTA CA 95626

ROBERT D BARNES
1047 POINTE PLACE BLVD
ROCHESTER MI 48307

ROBERT E HOWARD
1230 KORTE LANE
FORT WAYNE IN 46807

ROBERT MUNDT
16194 SUMMIT DRIVE
UTICA MN 55979

ROBERT POLLARD
3520 BESSIE ST
NORFOLK VA 23513

ROBERT SCHAER
6918 GRAND DRIVE
RICHMOND TX 77469

ROBERT TAYLOR
6606 OXFORD AVE
LUBBOCK TX 79413

RODNEY & ELIZABETH EBACH
20712 SE 104TH STREET
NEWALLA OK 74857

RODNEY AND ELIZABETH EBACH
20712 SE 104TH ST
NEWALLA OK 74857

RYAN CAMP
1057 S 900E #2
SALT LAKE CITY UT 84105

RYAN HUBERT
615 STONEHENGE DR
TUCSON AZ 85748

RYAN ROSENMEYER
1070 W CENTURY DR SUITE 101
LOUISVILLE CO 80027

S&M PUMPING

S&W POWER

SCOTT COATES

SIDNEY SCHMIDT
3850 CENTENNIAL DR NW
GARFIELD MN 56332

SIEGMAR & ELIZABETH SEIDA
4344-28A STREET
EDMONTON AB CANADA

SOLEDAD GATMAITAN
C/O INEZ FABELLA
1691 WINDSONG DRIVE
TULARE CA 93274

SOONER COMPLETIONS

STAR PIPE

STARLIGHT WELDING

STEVEN AND DORIS HALL
660 LEANNA DRIVE
ARROYO GRANDE CA 93420

STEVEN HALL
660 LEANNA DR
ARROYO GRANDE CA 93420

SUVAD PERVIZ
12445 N 42ND DR
PHOENIX AZ 85029

TERRY LAVORINI
66630 CLARK RD
SAINT CLAIRSVILL OH 43950

TERRY MEINERS
26580 FULFS RD
STERLING IL 61081

THE FUGE FAMILY TRUST
RALPH E AND SYBIL P FUGE
108 SPELLBEROOK LANE
AUSTIN TX 78734

THOMAS ACID

THOMAS JENSEN
1000 EAST 100 NORTH
LOGAN UT 84321

THOMAS MILLER
220 KINGSWOOD DR
ADA OH 45810

TILAK DHIR
22 VERBENA WAY
SAN RAMON CA 94582

TIMOTHY WEBER
1674 RIDGEVIEW DR
CLARKSTON WA 99403

TOM WALLACE
555 WALLACE ROAD
TRADE TN 37691

TRI COUNTRY CONSTRUCTION
RICHARD & CINDY SAUNDERS
220 AMARRON DR
RIDGWAY CO 81432

TY & YVONNE JENSEN
P O BOX 295
900 HWY 155
CLEVELAND UT 84518

URGENT MED

US CELLULAR

WADE ODOM
3800 HIGHWAY 45 N
DEER PARK AL 36529

WAHEED AKBAR
1070 W CENTURY DR SUITE 101
LOUISVILLE CO 80027

WASTE CONNECTIONS

WAYNE R KLAHN
P O BOX 243
DE BEQUE CO 81630

WENDELL & NELA CHILD
960 BROKEN FENCE LN
KAYSVILLE UT 84037

WILLARD COLVIN
2450 BEDFORD STREET
JOHNSTOWN PA 15904

WILLIAM HOFGARD
1510 28TH STREET #75
BOULDER CO 80303

WILLIAM K NEAL
206 LUCKY LANE
ESTILL SPRINGS TN 37330

WILLIAM M MCGINNIS
1712 SOUTH 5TH AVE
TYLER TX 757105

WILLIAM MILLER
658 MARINA DRIVE
SLIDELL LA 70458

YOGINDRA ARAND
308 LONGFORD DRIVE
ROCHESTER MI 48309

ZACHARY QUEEN
4147 LIBRARY LANE NW
CONOVER NC 28613

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

IN RE:)
)
Gates Oil & Gas, Ltd.)
) Case No.
) Chapter 11
Debtor.)

CORPORATE OWNERSHIP STATEMENT

Pursuant to Bankruptcy Rule 1007(a) and Bankruptcy Rule 7007.1, Gates Oil & Gas, Ltd. a

(check one):	
<input checked="" type="checkbox"/>	Corporate Debtor
<input type="checkbox"/>	Party to an adversary proceeding
<input type="checkbox"/>	Party to a contested matter
<input type="checkbox"/>	Member of committee of creditors

makes the following disclosure(s):

All publicly held entities, other than a governmental unit, that directly or indirectly owns ten percent (10%) or more of any class of the corporation's equity interests, are listed below:

OR

X That there are no publicly held entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Dated this 26th day of November, 2013.

s/ Beauchamp M. Patterson
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McAfee & Taft, A Professional Corporation
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211 North Robinson
Oklahoma City, OK 73102
Telephone: (405) 235-9621
Fax: (405) 235-0439
Email: beau.patterson@mcafeetaft.com