

B 5 (Official Form 5) (12/07)

UNITED STATES BANKRUPTCY COURT Eastern District of Texas		INVOLUNTARY PETITION
IN RE (Name of Debtor – If Individual: Last, First, Middle) Emission Solutions, Inc.		ALL OTHER NAMES used by debtor in the last 8 years (Include married, maiden, and trade names.)
Last four digits of Social-Security or other Individual's Tax-I.D. No./Complete EIN (If more than one, state all.): 15624393219		
STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) 2001 Central Circle, Suite 106 McKinney, Texas 75069		MAILING ADDRESS OF DEBTOR (If different from street address)
COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS Collin		ZIP CODE ZIP CODE
LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different from previously listed addresses)		
CHAPTER OF BANKRUPTCY CODE UNDER WHICH PETITION IS FILED <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11		
INFORMATION REGARDING DEBTOR (Check applicable boxes)		
Nature of Debts (Check one box.) Petitioners believe: <input type="checkbox"/> Debts are primarily consumer debts <input checked="" type="checkbox"/> Debts are primarily business debts	Type of Debtor (Form of Organization) <input type="checkbox"/> Individual (Includes Joint Debtor) <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(51)(B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other
VENUE	FILING FEE (Check one box)	
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in the 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. <input type="checkbox"/> A bankruptcy case concerning debtor's affiliate, general partner or partnership is pending in this District.	<input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Petitioner is a child support creditor or its representative, and the form specified in § 304(g) of the Bankruptcy Reform Act of 1994 is attached. <i>[If a child support creditor or its representative is a petitioner, and if the petitioner files the form specified in § 304(g) of the Bankruptcy Reform Act of 1994, no fee is required.]</i>	
PENDING BANKRUPTCY CASE FILED BY OR AGAINST ANY PARTNER OR AFFILIATE OF THIS DEBTOR (Report information for any additional cases on attached sheets.)		
Name of Debtor	Case Number	Date
Relationship	District	Judge
ALLEGATIONS (Check applicable boxes)		COURT USE ONLY
1. <input checked="" type="checkbox"/> Petitioner (s) are eligible to file this petition pursuant to 11 U.S.C. § 303 (b). 2. <input checked="" type="checkbox"/> The debtor is a person against whom an order for relief may be entered under title 11 of the United States Code. 3.a. <input checked="" type="checkbox"/> The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount; or b. <input type="checkbox"/> Within 120 days preceding the filing of this petition, a custodian, other than a trustee receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.		

B 5 (Official Form 5) (12/07) - Page 2

Name of Debtor Emission Solutions, Inc.

Case No. _____

TRANSFER OF CLAIM

Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

REQUEST FOR RELIEF

Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

x _____
 Signature of Petitioner or Representative (State title) VICE PRESIDENT
Agility Fuel Systems Inc. 9/14/12

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity
Agility Fuel Systems Inc.
1815 Carnegie Avenue
Santa Ana, CA 92705
Joe Pike, Vice-President Truck OEM and Western Region Sales

x _____ 9/14/12
 Signature of Attorney Deborah L. Schrier-Rape Date _____

Name of Attorney Firm (If any) Goodwin Procter LLP
 Address 4365 Executive Drive, 3rd Floor
San Diego, CA 92121
 Telephone No. 858-202-2700

x _____
 Signature of Petitioner or Representative (State title)

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity _____

x _____
 Signature of Attorney _____ Date _____

Name of Attorney Firm (If any) _____
 Address _____
 Telephone No. _____

x _____
 Signature of Petitioner or Representative (State title)

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity _____

x _____
 Signature of Attorney _____ Date _____

Name of Attorney Firm (If any) _____
 Address _____
 Telephone No. _____

PETITIONING CREDITORS

Name and Address of Petitioner	Nature of Claim	Amount of Claim
<u>Agility Fuel Systems</u> <u>1815 Carnegie Avenue, Santa Ana, CA 92705</u>	<u>Purchase Contract</u>	<u>\$304,091.75 plus 18% interest per annum</u>
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim

Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above. Total Amount of Petitioners' Claims

_____ continuation sheets attached

B 5 (Official Form 5) (12/07) -- Page 2

Name of Debtor Emission Solutions, Inc.

Case No. _____

TRANSFER OF CLAIM

Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

REQUEST FOR RELIEF

Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

x [Signature]
 Signature of Petitioner or Representative (State title) 9-14-12
Joe Cooper Ford of Tulsa, LLC

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity _____
3400 South Sheridan Road
Tulsa, OK 74145
CW Evans, as corporate representative
of Joe Cooper Ford of Tulsa, LLC

x [Signature] 9/14/12
 Signature of Attorney _____ Date _____
Andrew R. Chilson

Name of Attorney Firm (If any) Phillips Murrah P.C.
Corporate Tower, 13th Floor
 Address 101 North Robinson Avenue
Oklahoma City, OK 73102
 Telephone No. 405-235-4100

x _____
 Signature of Petitioner or Representative (State title)

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity _____

x _____
 Signature of Attorney _____ Date _____

Name of Attorney Firm (If any) _____
 Address _____
 Telephone No. _____

x _____
 Signature of Petitioner or Representative (State title)

Name of Petitioner _____ Date Signed _____
 Name & Mailing Address of Individual Signing in Representative Capacity _____

x _____
 Signature of Attorney _____ Date _____

Name of Attorney Firm (If any) _____
 Address _____
 Telephone No. _____

PETITIONING CREDITORS

Name and Address of Petitioner	Nature of Claim	Amount of Claim
Joe Cooper Ford of Tulsa, LLC 3400 South Sheridan Road, Tulsa, OK 74145	Services Contract	\$39,262.98
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims

_____ continuation sheets attached

B 5 (Official Form 5) (12/07) - Page 2

Name of Debtor Emission Solutions, Inc.

Case No. _____

TRANSFER OF CLAIM		
<input type="checkbox"/> Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).		
REQUEST FOR RELIEF		
Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.		
Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.		
<input checked="" type="checkbox"/> <u>Stewart Kennedy</u> Signature of Petitioner or Representative (State title)	<u>9/14/12</u> Date Signed	<input checked="" type="checkbox"/> <u>J. Christian Guzy</u> Signature of Attorney
Name of Petitioner Name & Mailing Address of Individual Signing in Representative Capacity	Date Signed 201 W. Oklahoma Ave., Suite 208 Guthrie, OK 73044	Date <u>9-14-12</u> Name of Attorney Firm (If any) Hartzog Conger Gason & Neville Address 201 Robert S. Kerr Avenue 1600 Bank of Oklahoma Plaza Oklahoma City, OK 73102 Telephone No. 405-896-3403
<input type="checkbox"/> _____ Signature of Petitioner or Representative (State title)	Date Signed	<input type="checkbox"/> _____ Signature of Attorney
Name of Petitioner Name & Mailing Address of Individual Signing in Representative Capacity	Date Signed	Date Name of Attorney Firm (If any) Address Telephone No.
<input type="checkbox"/> _____ Signature of Petitioner or Representative (State title)	Date Signed	<input type="checkbox"/> _____ Signature of Attorney
Name of Petitioner Name & Mailing Address of Individual Signing in Representative Capacity	Date Signed	Date Name of Attorney Firm (If any) Address Telephone No.
PETITIONING CREDITORS		
Name and Address of Petitioner Stewart Kennedy 201 W. Oklahoma Ave., Suite 208, Guthrie, OK 73044	Nature of Claim Factoring of receivables	Amount of Claim Principal \$250,000 Interest: \$268,641 as of 9/13/2012
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims

_____ continuation sheets attached

CORPORATE OWNERSHIP STATEMENT


Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Agility Fuel Systems, Inc. (the "Petitioning Creditor") hereby submits that no corporation directly or indirectly owns 10% or more of any class of the Petitioning Creditor's equity interests.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: September 14, 2012

Respectfully submitted,

AGILITY FUEL SYSTEMS, INC.

By:  _____
Name: Joe Pike
Title: Vice-President Truck OEM and
Western Region Sales

CORPORATE OWNERSHIP STATEMENT


Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Joe Cooper Ford of Tulsa, LLC (the "Petitioning Creditor") hereby submits that Bar-Co Investments, LLC directly or indirectly owns 10% or more of any class of the Petitioning Creditor's equity interests.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: September 14, 2012

Respectfully submitted,

Joe Cooper Ford of Tulsa, LLC

By: 
Name: CW Evans
Title: Corporate Representative of Joe Cooper Ford of Tulsa, LLC