

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

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 XtraLight Manufacturing, Ltd.

2. All other names debtor used in the last 8 years  
 Include any assumed names, trade names and doing business as names  
FDBA Xtra Light Manufacturing Partnership Ltd.  
FDBA X-tra Light Manufacturing, Inc.  
DBA Utility Metering Solutions

3. Debtor's federal Employer Identification Number (EIN) 76-0358892

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>8812 Frey Road</u>	
	<u>Houston, TX 77034</u>	
	Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
	<u>Harris</u>	Location of principal assets, if different from principal place of business
	County	
		Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.xtralight.com

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

Debtor XtraLight Manufacturing, Ltd.  
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>.

3353

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 XtraLight Manufacturing, Ltd.  
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 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 XtraLight Manufacturing, Ltd.  
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**

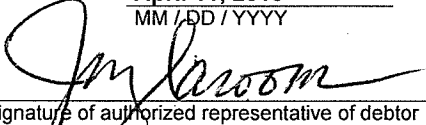
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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.

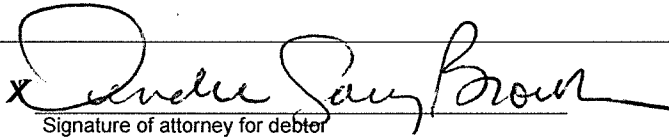
Executed on April 11, 2018  
MM/DD/YYYY

X   
Signature of authorized representative of debtor

Jerry Caroom  
Printed name

Title President and Manager of XLM Management, LLC, Debtor's General Partner

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date April 11, 2018  
MM/DD/YYYY

Deirdre Carey Brown  
Printed name

Hoover Slovacek LLP  
Firm name

5051 Westheimer  
Suite 1200  
Houston, TX 77056  
Number, Street, City, State & ZIP Code

Contact phone 713.977.8686 Email address brown@hooverslovacek.com

24049116 TX  
Bar number and State

**WRITTEN CONSENT OF THE SOLE DIRECTOR OF THE GENERAL PARTNER  
OF XTRALIGHT MANUFACTURING, LTD.**

The undersigned, being the Sole Director and Manager of XLM Management, LLC, a Texas limited liability company, the General Partner of XtraLight Manufacturing, Ltd., a Texas limited partnership (the "Partnership"), and pursuant to the provisions of the Texas statutes, hereby consents to the adoption by the General Partner of the Partnership of the following resolutions and to the action authorized in such resolutions being taken by the General Partner in lieu of a meeting thereof:

**RESOLVED**, that the Partnership should reorganize by filing for bankruptcy protection under Chapter 11 of the Bankruptcy Code with an appropriate federal bankruptcy court sitting in Harris County, Texas;

**RESOLVED**, that Jerry Caroom, Director and Manager of XLM Management, LLC, the General Partner of the Partnership, is hereby authorized and directed to prepare or cause to be prepared the voluntary petition and to cause the initiation and prosecution of a case under the Bankruptcy Code (the "Bankruptcy Case"), and to prepare or cause to be prepared all other documents, pleadings and other others instruments necessary to prosecute the Bankruptcy Case;

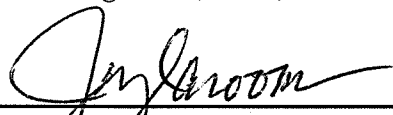
**RESOLVED**, that the Partnership is authorized and directed to employ and retain the firm of Hoover Slovacek LLP, Attorneys at Law, to represent the Partnership in its case under the Bankruptcy Code upon such retainer and compensation agreement as may seem in the sole discretion of the General Partner to be appropriate; and

**RESOLVED FURTHER**, that any and all actions taken by the General Partner of this Partnership, for and on behalf and in the name of this Partnership, prior to the adoption of the foregoing resolutions, in connection with any of the foregoing matters, be and they are hereby, ratified, confirmed and approved in all respects for all purposes.

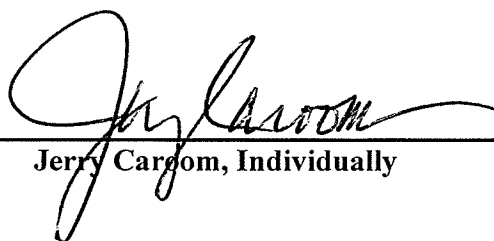
The undersigned, being the General Partner of the Partnership hereby consents to the foregoing effective the 11th day of April, 2018.

**XTRALIGHT MANUFACTURING, LTD**

**By: XLM Management, LLC, its General Partner**

By:   
\_\_\_\_\_  
Jerry Caroom  
Manager and President

**Limited Partner:**

By:   
Jerry Caroom, Individually

**Fill in this information to identify the case:**

Debtor name XtraLight Manufacturing, Ltd.  
 United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS  
 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**

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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 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 *
ALMECO USA 1610 SPECTRUM DR. LAWRENCEVILLE, GA 30043	MELINDA HUGUET accounting@almeco.com 770-449-3454 x105					\$42,448.70
ARROW ELECTRONICS 2901 WILCREST, SUITE 120 HOUSTON, TX 77042	CHERI LUJAN cheri.lujan@arrow.com					\$14,920.00
BRIOS MEDIA 715 WILDFLOWER RIDGE RD WAKE FOREST, NC 27587	info@briosmedia.com 919-295-3443					\$10,000.00
CASNER & EDWARDS 303 CONGRESS STREET BOSTON, MA 02210	info@casneredwards.com 617-426-5900					\$59,143.02
CORPORATE UNICORN LIMITED EDF. COMERCIAL SI TOI J8 AVENIDA DA PRAIA GRANDE NO.619 MACAU	BELLA bella@thrivevalue.com					\$89,828.80
CUSTOM ALUMINUM PRODUCTS, INC. 500 DIVISION STREET SOUTH ELGIN, IL 60177	NANCY MCGOWAN nmcgowan@custom-aluminum.com 847-717-5000					\$8,699.87

\*Amounts as of February 28, 2018

Debtor XtraLight Manufacturing, Ltd.  
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
EXCERGY 3773 CHERRY CREEK NORTH DRIVE SUITE 575 DENVER, CO 80209	info@excergy.com 720-316-7006					\$8,750.00
FUTURE ELECTRONICS 11451 KATY FRWY SUITE 201 HOUSTON, TX 77079	GEORGE LIVINGSTONE  George.Livingstone@FutureElectronics.com 978-779-3989					\$229,064.97
GE LIGHTING P O BOX 846298 DALLAS, TX 75284-6298	MONIKA DELOS SANTOS  monikairisdelos.santos@ge.com 904-362-9118					\$10,306.90
GI CIRCUITS, INC. 10850 S. WILCREST DRIVE SUITE 100 HOUSTON, TX 77099	JANE XU  jane1129@gicircuits.com 832-886-4997					\$46,727.30
INTEGRITY PLUMBING 12018 REATA RICHMOND, TX 77469	713-828-9028					\$18,620.00
INVENTRONICS USA, INC. 2825 S. TULSA AVENUE OKLAHOMA CITY, OK 73108	MADISON JORDAN  accounting@inventronics.com 405-600-7480					\$8,346.87
KEELING COMPANY 6615 THEALL RD HOUSTON, TX 77066	832-446-6277					\$93,285.12
PEXCO, LLC - PHILADELPHIA P O BOX 532180 ATLANTA, GA 30353-2180	TONEY BURGAN  Toney.Burgan@pexco.com 770-777-8546					\$15,419.52
PHILIPS LIGHTING P O BOX 100194 ATLANTA, GA 30384						\$7,606.28



Debtor XtraLight Manufacturing, Ltd.  
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
PHILIPS LIGHTING ELECTRONICS PO BOX 100332 ATLANTA, GA 30384-0978	MICHELLE CAMPOS  michelle.campos@lighting.com 844-763-5799 x 47118					\$35,600.00
SANDEE MANUFACTURING 10520 WAVELAND AVENUE FRANKLIN PARK, IL 60131	ERIN MCLEOD  emcleod@sandeep lastics.com 847-671-1335 x 223					\$9,242.00
STRICTLY ELECTRICAL SOLUTIONS, LLC 3603 COFFEE PASADENA, TX 77505	KARL MCCLELLAN  281-705-2179					\$15,000.00
SUPER ROOTER INC. 302 SE WALLACE TERR PORT ST LUCIE, FL 34983	772-370-4280					\$15,000.00
WATER ENERGY ACCOUNTS PAYABLE 9741 TAPPENBECK DRIVE HOUSTON, TX 77055	713-464-2580					\$18,187.00

**United States Bankruptcy Court  
Southern District of Texas**

In re XtraLight Manufacturing, Ltd.

Debtor(s)

Case No.

Chapter

11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

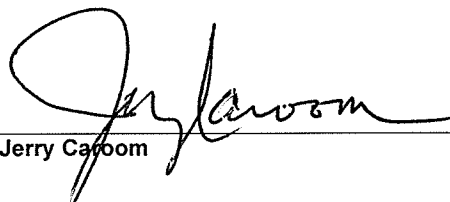
Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>JERRY CAROOM</b> 8812 FREY ROAD HOUSTON, TX 77034		99%	<b>Limited Partner</b>
<b>XLM MANAGEMENT, LLC</b> 8812 FREY ROAD HOUSTON, TX 77034		1%	<b>General Partner</b>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the **President and Manager of XLM Management, LLC, Debtor's GP** of the partnership named as the 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 April 11, 2018

Signature



Jerry Caroom

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*