United States Bankruptcy Court Western District of Texas							Voluntary	y Petition				
	Debtor (if ind				:		Name	of Joint De	ebtor (Spouse	e) (Last, First	t, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):						used by the maiden, and		in the last 8 years s):				
Last four di (if more than 26-2927	igits of Soc.	Sec. or Indi	vidual-Tax	payer I.D.	(ITIN) No./	Complete E		our digits o		r Individual-	Taxpayer I.D. (ITIN) I	No./Complete EIN
Street Addr	ress of Debto				):	ZIP Code		Address of	Joint Debtor	r (No. and St	reet, City, and State):	ZIP Code
Ctf.1	D : d	f d D-i-	-:1 Dl	- f. Di		78737	Cour	r of Dooids	unas an af tha	Duin aim al Di	ace of Business:	
Hays	Residence or	of the Princ	cipai Piace	of Busines	s:		Coun	y of Reside	ence or or the	Principai Pi	ace of Business:	
Mailing Ad	ddress of Deb	otor (if diffe	rent from s	treet addres	ss):		Maili	ng Address	of Joint Debt	tor (if differe	ent from street address)	):
					г	ZIP Code	:					ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):  6601 Trunk Street Odessa, TX 79161												
	(Form of C	f Debtor Organization)			(Check	of Business one box)	3				ptcy Code Under Whiled (Check one box)	ich
See Exh	(Check one box)  ☐ Individual (includes Joint Debtors)  See Exhibit D on page 2 of this form.  ☐ Corporation (includes LLC and LLP)  ☐ Compared by Broker.			s defined	☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt	er 9 er 11 er 12	of □ C	Chapter 15 Petition for f a Foreign Main Proce Chapter 15 Petition for f a Foreign Nonmain F	eeding Recognition			
	If debtor is not is box and stat			Oth Deb	er Tax-Exe	of the Unite	e) ganization ed States	defined "incurr	are primarily co 1 in 11 U.S.C. ared by an indivi onal, family, or	(Checonsumer debts § 101(8) as idual primarily	busi y for	ts are primarily mess debts.
		Ü	ee (Check	one box)				one box:		Chapter 11		0.404(#470)
<ul> <li>Full Filing Fee attached</li> <li>Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.</li> <li>Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</li> </ul>				Check	Debtor is  c if:  Debtor's ato insiders  c all applica  A plan is  Acceptance	aggregate not a sor affiliates; ble boxes: being filed wees of the pla	ncontingent later are less that with this petition were solicited	s defined in 11 U.S.C. or as defined in 11 U.S.C. or as defined in 11 U.S. liquidated debts (exclun \$2,190,000.  ion. ited prepetition from owith 11 U.S.C. § 1126	S.C. § 101(51D).  ding debts owed  one or more			
Statistical/Administrative Information  ■ Debtor estimates that funds will be available for distribution to unsecured credite  □ Debtor estimates that, after any exempt property is excluded and administrative of there will be no funds available for distribution to unsecured creditors.					es paid,		THIS	S SPACE IS FOR COUR	Γ USE ONLY			
	Number of C 50- 99		200- 999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000			
Estimated A  \$0 to \$50,000	Assets \$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,000 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion			
Estimated I	Liabilities	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,000 to \$500 million	\$500,000,001 to \$1 billion				

09-70093-cag Doc#1 Filed 05/01/09 Entered 05/01/09 13:56:40 Main Document Pg 2 of 9

BI (Official For	III 1)(1/08)		rage 2		
Voluntar	y Petition	Name of Debtor(s):  Reel Revolution Manufacturing LLC			
(This page mu	st be completed and filed in every case)				
Location	All Prior Bankruptcy Cases Filed Within Last	Case Number:	dditional sheet)  Date Filed:		
Where Filed:	- None -				
Location Where Filed:		Case Number:	Date Filed:		
	nding Bankruptcy Case Filed by any Spouse, Partner, or	Affiliate of this Debtor (If more than	n one, attach additional sheet)		
Name of Debt	or:	Case Number:	Date Filed:		
District:		Relationship:	Judge:		
forms 10K a pursuant to S and is reques	Exhibit A  letted if debtor is required to file periodic reports (e.g., and 10Q) with the Securities and Exchange Commission Section 13 or 15(d) of the Securities Exchange Act of 1934 sting relief under chapter 11.)  A is attached and made a part of this petition.	Exhibit B  (To be completed if debtor is an individual whose debts are primarily consumer debts.)  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 delivered to the debtor the notice required by 11 U.S.C. §342(b).  X  Signature of Attorney for Debtor(s) (Date)			
	Exhor own or have possession of any property that poses or is alleged to Exhibit C is attached and made a part of this petition.	ibit C pose a threat of imminent and identifiable	e harm to public health or safety?		
☐ Exhibit  If this is a joi	leted by every individual debtor. If a joint petition is filed, ea D completed and signed by the debtor is attached and made	a part of this petition.	a separate Exhibit D.)		
	Information Regardin	g the Debtor - Venue			
- - -	<ul> <li>(Check any applicable box)</li> <li>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.</li> <li>□ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</li> </ul>				
	Certification by a Debtor Who Reside		rty		
	(Check all app Landlord has a judgment against the debtor for possession		complete the following.)		
	(Name of landlord that obtained judgment)  (Address of landlord)				
_	Debtor claims that under applicable nonbankruptcy law, the entire monetary default that gave rise to the judgment is				
	Debtor has included in this petition the deposit with the coafter the filing of the petition.		•		

B1 (Official Form 1)(1/08)

# **Voluntary Petition**

(This page must be completed and filed in every case)

## Signature(s) of Debtor(s) (Individual/Joint)

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. [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).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

 $\mathbf{X}$ 

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

#### Signature of Attorney\*

### X /s/ R. Byrn Bass, Jr.

Signature of Attorney for Debtor(s)

#### R. Byrn Bass, Jr. State Bar No. 01889500

Printed Name of Attorney for Debtor(s)

#### R. Byrn Bass, Jr.

Firm Name

Compass Bank Building 4716 4th Street, Suite 100 Lubbock, TX 79416

Address

Email: bbass@bbasslaw.com

(806) 785-1250 Fax: (806) 771-1260

Telephone Number

#### May 1, 2009

Date

\*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.

#### Signature of Debtor (Corporation/Partnership)

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.

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

# $\mathbf{X}$ /s/ Terence Borst

Signature of Authorized Individual

#### **Terence Borst**

Printed Name of Authorized Individual

#### Manager

Title of Authorized Individual

#### May 1, 2009

Date

Name of Debtor(s):

Reel Revolution Manufacturing LLC

#### **Signatures**

#### Signature of a Foreign Representative

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.

(Check only one box.)

- ☐ 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.
- ☐ 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.

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7	

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

#### Signature of Non-Attorney Bankruptcy Petition Preparer

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 chargeable by 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.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankrutpcy 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.)

	_	

Date

Address

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

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.

**B4** (Official Form 4) (12/07)

# **United States Bankruptcy Court**Western District of Texas

In re	Reel Revolution Manufacturing LLC	Case No.		
		Debtor(s)	Chapter	11

## 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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
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]
American Crane & Equipment P.O. Box 13293 Odessa, TX 79768-3293	American Crane & Equipment P.O. Box 13293 Odessa, TX 79768-3293 432-367-3820	Trade debt		5,996.38
AT&T P.O. Box 6463 Carol Stream, IL 60197-6463	AT&T P.O. Box 6463 Carol Stream, IL 60197-6463			1,156.34
Calhoun, Thomson & Matza, LLP 9500 Aboretum, Suite 120 Austin, TX 78759	Calhoun, Thomson & Matza, LLP 9500 Aboretum, Suite 120 Austin, TX 78759 512-439-8400	Trade debt	Disputed	18,119.50
Dalton Bearing & Hydraulic, LLC P.O. Box 393 Blaine, TN 37709	Dalton Bearing & Hydraulic, LLC P.O. Box 393 Blaine, TN 37709 865-933-5031	Trade debt		27,659.87
David Lindemann, CPA 2414 Exposition Blvd., Suite BC-230 Austin, TX 78703	David Lindermann, CPA 2414 Exposition Blvd., Suite BC-230 Austin, TX 78703 512-775-4184	Accounting fees		8,700.00
Dudley Perio 3613 Apache Forest Dr. Austin, TX 78739-4436	Dudley Perio 3613 Apache Forest Dr. Austin, TX 78739-4436	Trade debt		81,187.50
Ed and Sharon Larabee 12036 Battle Bridge Drive Austin, TX 78748	Ed and Sharon Larabee 12036 Battle Bridge Drive Austin, TX 78748	Trade Debt		11,833.33
Eric Meissner 1600 Pease Road, Apt. #2 Austin, TX 78703	Eric Meissner 1600 Pease Road, Apt. #2 Austin, TX 78703 512-695-2867	Services		58,333.35
Hose Products, Inc. P.O. Box 69670 Odessa, TX 79769-9670	Hose Products, Inc. P.O. Box 69670 Odessa, TX 79769-9670 800-583-4673	Trade debt		20,072.10
Kaman Industrial Technologies P.O. Box 74566 Chicago, IL 60696-4566	Kaman Industrial Technologies P.O. Box 74566 Chicago, IL 60696-4566 713-678-8500	Trade debt		19,006.20

B4 (	(Official	Form 4	(12/07)	) - Cont.
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In re	Reel Revolution Manufacturing LLC	Case No.	

Debtor(s)

# LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(2)	(4)	(5)
(1)	(2)	(3)	(4)	(5)
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]
L&L Trucking	L&L Trucking	Trade debt		3,140.00
P.O. Box 69437 Odessa, TX 79764	P.O. Box 69437 Odessa, TX 79764 432-559-1102			
Locke, Lord, Bissell & Liddell, LLP Attn: James Howard 600 Travis Street, Suite 3400 Houston, TX 77002	James Howard Locke, Lord, Bissell & Liddell, LLP Attn: James Howard 600 Travis Street, Suite 3400 Houston, TX 77002 713-226-1424	Legal Services		227,652.37
Micheal Stephenson 1111 Terrace Drive Andrews, TX 79714	Micheal Stephenson 1111 Terrace Drive Andrews, TX 79714 432-349-9729	Trade debt		145,063.51
Mohr Engineering Division P.O. Box 201997 Houston, TX 77216-1997	Mohr Engineering Division P.O. Box 201997 Houston, TX 77216-1997 281-955-2900	Trade debt		8,050.00
S.O.S. Rentals P.O. Box 14463 Odessa, TX 79768	S.O.S. Rentals P.O. Box 14463 Odessa, TX 79768 432-557-4729	Trade debt		7,140.00
Sentry Pumping Unites International, Inc 1001 West Interstate 20, Building "C" Midland, TX 79706	Sentry Pumping Unites International, Inc 1001 West Interstate 20, Building "C" Midland, TX 79706 432-563-5566	Trade debt		15,596.21
Shafer, Davis, O'Leary & Stoker Attorneys at Law 700 N. Grant, Suite 201 P.O. Drawer 1552 Odessa, TX 79760	Shafer, Davis, O'Leary & Stoker Attorneys at Law 700 N. Grant, Suite 201 Odessa, TX 79760	Legal Services		20,303.32
Stuarts Corporate Services P.O. Box 2510,36A Dr. Roy's Drive George Town, Cayman Islands KY1-1104	Stuarts Corporate Services P.O. Box 2510,36A Dr. Roy's Drive George Town, Cayman Islands	Trade debt		12,849.76
Stuarts, Walker & Hersant P.O. Box 2510, 36A Dr. Roy's Drive George Town, Cayman Islands KY1-1104	Stuarts, Walker & Hersant P.O. Box 2510, 36A Dr. Roy's Drive George Town, Cayman Islands	Trade debt		7,248.87

B4 (Official Form 4) (12/07) - Cont.						
In re	Reel Revolution Manufacturing LLC	Case No.				
	Debtor(s)	_				

# LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
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]
Travelers Insurance Network of TX 143 E. Austin Giddings, TX 78942	Travelers Insurance Network of TX 143 E. Austin Giddings, TX 78942			2,454.45

# DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date	May 1, 2009	Signature	/s/ Terence Borst
			Terence Borst
			Manager

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

Allied Investment Partners PJSC P.O. Box 109248
Abu Dajbi
United Arab Emirates

Allied Investment Partners PJSC c/o Scott D. Powers
Baker Botts, LLP
1500 San Jacinto Cen, 98 San Jacinto Blv
Austin, TX 78701-4039

American Crane & Equipment P.O. Box 13293 Odessa, TX 79768-3293

Answer 360 Telecommunications 2625 8th Avenue, Suite 100 Fort Worth, TX 76110

AT&T P.O. Box 6463 Carol Stream, IL 60197-6463

Calhoun, Thomson & Matza, LLP 9500 Aboretum, Suite 120 Austin, TX 78759

Cherokee Rental, Inc. P.O. Box 13524 Odessa, TX 79768-3524

Cox Communications, Inc. P.O. Box 268870 Oklahoma City, OK 73126-8870

Dalton Bearing & Hydraulic, LLC P.O. Box 393 Blaine, TN 37709

David Lindemann, CPA 2414 Exposition Blvd., Suite BC-230 Austin, TX 78703 Dudley Perio 3613 Apache Forest Dr. Austin, TX 78739-4436

Ed and Sharon Larabee 12036 Battle Bridge Drive Austin, TX 78748

Eric Meissner 1600 Pease Road, Apt. #2 Austin, TX 78703

Fastenal Company P.O. Box 1286 Winona, MN 55987-1286

Hose Products, Inc. P.O. Box 69670 Odessa, TX 79769-9670

Kaman Industrial Technologies P.O. Box 74566 Chicago, IL 60696-4566

L&L Trucking P.O. Box 69437 Odessa, TX 79764

Locke, Lord, Bissell & Liddell, LLP Attn: James Howard 600 Travis Street, Suite 3400 Houston, TX 77002

Locke, Lord, Bissell & Liddell, LLP Attn: Barbara Ellis 600 Travis Street, Suite 3400 Houston, TX 77002

Marvins Gardens Apartments 4307 Wendover Odessa, TX 79762

Micheal Stephenson 1111 Terrace Drive Andrews, TX 79714 Mohr Engineering Division P.O. Box 201997 Houston, TX 77216-1997

S.O.S. Rentals P.O. Box 14463 Odessa, TX 79768

Sentry Pumping Unites International, Inc 1001 West Interstate 20, Building "C" Midland, TX 79706

Shafer, Davis, O'Leary & Stoker Attorneys at Law 700 N. Grant, Suite 201 P.O. Drawer 1552 Odessa, TX 79760

Stuarts Corporate Services P.O. Box 2510,36A Dr. Roy's Drive George Town, Cayman Islands KY1-1104

Stuarts, Walker & Hersant P.O. Box 2510, 36A Dr. Roy's Drive George Town, Cayman Islands KY1-1104

Travelers Insurance Network of TX 143 E. Austin Giddings, TX 78942