

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF UTAH

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 Black Iron, LLC

2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 47-2882997

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 6249 West Gilbert Industrial Court Hurricane, UT 84737 Washington County Location of principal assets, if different from principal place of business

5. Debtor's website (URL)

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

Debtor Black Iron, LLC  
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>.
- 2122

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 Black Iron, LLC  
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 checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

15. Estimated Assets
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000          | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input 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 checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input 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 Black Iron, LLC  
Name

Case number (if known) \_\_\_\_\_

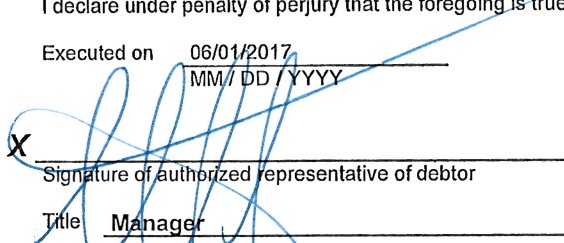
**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

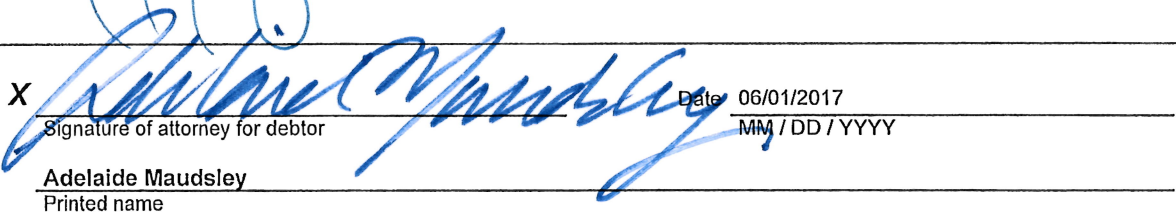
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.  
I have been authorized to file this petition on behalf of the debtor.  
I have examined the information in this petition and have a reasonable belief that the information is true and correct.  
I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/01/2017  
MM / DD / YYYY

  
Signature of authorized representative of debtor  
Title Manager

Steve L. Gilbert  
Printed name

**18. Signature of attorney**

  
Signature of attorney for debtor  
Date 06/01/2017  
MM / DD / YYYY

Adelaide Maudsley  
Printed name

Kirton McConkie P.C.  
Firm name

50 East South Temple #400  
Salt Lake City, UT 84111  
Number, Street, City, State & ZIP Code

Contact phone 801-328-3600 Email address amaudsley@kmclaw.com

8791  
Bar number and State

**CONSENT OF THE VOTING MEMBERS  
OF  
BLACK IRON, LLC**

Effective this 31st day of May, 2017, the undersigned, being the voting members (the "Voting Members") of Black Iron, LLC, a Utah limited liability company (the "Company"), do hereby approve, consent to, confirm, ratify and adopt the following actions undertaken on behalf of the Company.

**RECITALS**

Whereas, pursuant to the Operating Agreement of the Company, as amended, the business of the Company is under the exclusive control and management of the Managers (as defined in the Operating Agreement); and

Whereas, as of the date hereof, Steve L. Gilbert is the sole Manager of the Company ("Manager"); and

Whereas, Manager has determined it is in the best interest of the Company to evaluate restructuring options, including, without limitation, filing a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code (a "Chapter 11 Petition"); and

Whereas, Manager has determined it is in the best interest of the Company to engage certain restructuring professionals as are necessary and appropriate to assist in the restructuring of the Company, including, without limitation, filing a Chapter 11 Petition, and to approve and ratify engagement of Adelaide Maudsley and Ralph R. Mabey and the law firm of Kirton McConkie P.C. (collectively, "Kirton McConkie") as general bankruptcy counsel and Dana T. Farmer and the law firm of Smith Knowles P.C. (collectively, "Smith Knowles") as special litigation counsel; and

Whereas, Manager, for the avoidance of doubt, has requested that the Voting Members execute and deliver this Consent of the Voting Members to confirm the authority of Manager with respect to the matters set forth herein; and

Whereas, the Voting Members determine it is in the best interest of the Company to confirm that Manager has all rights, powers and authority necessary and appropriate for causing the restructuring of the Company, including, but not limited to filing a Chapter 11 Petition.

**RESOLUTIONS**

Be It Therefore Resolved, that the Voting Members authorize and direct Manager to execute and deliver all documents necessary to effect the filing of a Chapter 11 Petition on behalf of the Company (the "Chapter 11 Case"); and

Be It Further Resolved, that the Voting Members authorize and direct Manager to appear at the First Meeting of Creditors on behalf of the Company and to otherwise do and perform acts and deeds and to execute and deliver necessary documents on behalf of the Company in connection with such Chapter 11 Petition and the Chapter 11 Case; and

Be It Further Resolved, that the Voting Members authorize and direct Manager to employ Kirton McConkie to assist and represent the Company in preparing the requisite documents with the Chapter 11 Petition, to effect such filing, and to represent the Company in the Chapter 11 Case; and

Be It Further Resolved, that the Voting Members authorize and direct Manager to employ Smith Knowles to assist and represent the Company as special litigation counsel in connection with litigation relating to the Company in the Chapter 11 Case.

This Resolution may be executed in counterparts.

**VOTING MEMBERS:**



\_\_\_\_\_  
Steve L. Gilbert, sole Voting Member