Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware (State)

Case number (*If known*): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/19

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 the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** MTE Holdings 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) 47-1017894

4. **Debtor's address**

Principal place of business

200 N. Loraine Street
Number Street

Suite 610

Midland TX 79701
City State ZIP Code

Midland County
County

Mailing address, if different from principal place of business

280 East 96th Street
Number Street

Suite 210
P.O. Box

Indianapolis IN 46240
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://www.midlandtxedc.com/

6. **Type of debtor**

☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor MTE Holdings 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 .

2 1 1 1

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 $2,725,625 (amount subject to adjustment on 4/01/22 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?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

- ☑ No
- ☐ Yes. Debtor _____ Relationship _____
  District _____ When _____ (MM / DD / YYYY)
  Case number, if known _____

Debtor MTE Holdings 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 for distribution to unsecured creditors.

14. Estimated number of creditors

- ☑ 1-49
- ☐ 50-99
- ☐ 100-199
- ☐ 200-999
- ☐ 1,000-5,000
- ☐ 5,001-10,000
- ☐ 10,001-25,000
- ☐ 25,001-50,000
- ☐ 50,001-100,000
- ☐ More than 100,000

15. Estimated assets

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☑ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Debtor MTE Holdings LLC (Name) Case number (if known)

16. Estimated liabilities

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☑ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

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 10/22/2019 (MM / DD / YYYY)

✕ _____ Mark A. Siffin

Signature of authorized representative of debtor — Printed name

Title Authorized Representative

18. Signature of attorney

✕ /s/ Robert J. Dehney — Date 10/22/2019 (MM / DD / YYYY)

Signature of attorney for debtor

Robert J. Dehney
Printed name

Morris, Nichols, Arsht & Tunnell LLP
Firm name

1201 N. Market Street
Number Street

Wilmington — DE — 19899-1347
City — State — ZIP Code

302-658-9200 — Contact phone

rdehney@mnat.com — Email address

3578 — Bar number

DE — State

RESOLUTIONS OF
THE MANAGING MEMBER OF
MTE HOLDINGS LLC

October 22, 2019

On October 22, 2019, Olam Energy Resources I LLC (the "***Managing Member***"), the managing member of MTE Holdings LLC (the "***Company***"), took the following actions and adopted the following resolutions in accordance with (i) the applicable governing law of Delaware, (ii) the limited liability company operating agreement of the Company, and (iii) the certificate of formation of the Company.

Authorization to Commence Chapter 11 Proceedings;
Authorization to Employ and Retain Requisite Professionals

WHEREAS, the Managing Member of the Company has reviewed and analyzed the materials presented by the Company's management and the Company's legal advisors and has held vigorous discussions (including with management and such advisors) regarding such materials and the liabilities of the Company, the short- and long-term prospects of the Company, the restructuring and strategic alternatives available to the Company, and the impact of the foregoing on the Company's business and operations and has consulted with management and the Company's legal advisors regarding the above; and

WHEREAS, the Managing Member of the Company has determined that it is necessary, advisable and in the best interests of the Company, its creditors, members and other interested parties, and necessary and convenient to the purpose, conduct, promotion, or attainment of the business and affairs of the Company, that a petition be filed by the Company seeking relief under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and that the Company undertake related actions.

NOW THEREFORE BE IT:

RESOLVED, that the Managing Member of the Company, in its best judgment, and after consultation with management and the Company's legal advisors, has determined that it is desirable and in the best interests of the Company, its creditors, members and other interested parties that a voluntary petition for relief under chapter 11 of the Bankruptcy Code be filed and directs that the Company file or cause to be filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code;

RESOLVED FURTHER, that the "***Authorized Officer***" referenced in these resolutions shall be Mark A. Siffin;

RESOLVED FURTHER, that the Authorized Officer of the Company, be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time as such officer shall determine;

RESOLVED FURTHER, that the Authorized Officer of the Company be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and file all pleadings, schedules, lists, and other papers, and to take any and all actions that such officer may deem necessary or proper in connection with the foregoing resolutions;

RESOLVED FURTHER, that the Authorized Officer be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to engage the law firm of Kasowitz Benson Torres LLP ("***Kasowitz***") as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Company's rights and interests, including filing any pleadings and making any filings with regulatory agencies or other governmental authorities; and, in connection therewith, the Authorized Officer be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and after the filing of the Company's chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of Kasowitz;

RESOLVED FURTHER, that the Authorized Officer of the Company be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to engage the law firm of Morris, Nichols, Arsht & Tunnell LLP ("***MNAT***") as Delaware counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Company's rights and interests, including filing any pleadings and making any filings with regulatory agencies or other governmental authorities; and, in connection therewith, the Authorized Officer of the Company be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and after the filing of the Company's chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of MNAT; and

RESOLVED FURTHER, that the Authorized Officer of the Company be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to engage any other professionals as deemed necessary or appropriate in his sole discretion to assist the Company in carrying out its duties under the Bankruptcy Code, including executing appropriate retention agreements, paying appropriate retainers prior to or after the filing of the Company's chapter 11 case, and filing appropriate applications for authority to retain the services of any other professionals as the Authorized Officer shall in his sole discretion deem necessary or desirable.

General

RESOLVED FURTHER, that the Authorized Officer of the Company be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to (i) take or cause to be taken any and all such further actions and to prepare, execute and deliver or cause to be prepared, executed and delivered and, where necessary or appropriate, file or cause to be filed with the appropriate governmental authorities, all such necessary or appropriate instruments and documents, (ii) incur and pay or cause to be paid all fees and expenses associated with or arising out of the actions authorized herein, and (iii) engage such persons as the Authorized Officer shall in his sole discretion deem necessary or desirable to carry out fully the intent and purposes of the foregoing resolutions and each of the transactions contemplated thereby, such determination to be conclusively established by the taking or causing of any such further action;

RESOLVED FURTHER, that all lawful actions of any kind taken prior to the date hereof by the Authorized Officer, or any person or persons designated or subsequently authorized to act by the Authorized Officer, which acts would have been authorized by the foregoing resolutions, except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as acts of the Company;

RESOLVED FURTHER**,** that the signature of the Authorized Officer of the Company on any document, instrument, certificate, agreement or other writing shall constitute conclusive evidence that such officer deemed such act or thing to be necessary, advisable or appropriate; and

RESOLVED FURTHER, that the Authorized Officer of the Company be, and hereby is, authorized and empowered to certify and to furnish such copies of these resolutions as may be necessary and such statements of incumbency of the corporate officers of the Company as may be requested.

* * * * * * * * *

Fill in this information to identify the case:

Debtor name MTE Holdings LLC

United States Bankruptcy Court for the: _____ District of Delaware (State)

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

12/15

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 the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured 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
1	Vinson & Elkins LLP	T 214-220-7700					$500,000
2	Weaver and Tidwell, LLP	T 800-332-7952					$105,000
3	[Intercompany claims asserted by MDC]	T 432-686-3579					[TBD]
4	[Due to the expedited nature of this filing, Debtor reserves right to amend/supplement creditor list.]						
5							
6							
7							
8							

Fill in this information to identify the case and this filing:

Debtor Name MTE Holdings LLC

United States Bankruptcy Court for the: _____ District of Delaware (State)

Case number (*If known*): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud 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.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/22/2019
MM / DD / YYYY

× _____
Signature of individual signing on behalf of debtor

Mark A. Siffin
Printed name

Authorized Representative
Position or relationship to debtor