

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

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 BL Santa Fe, LLC

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

3. Debtor's federal Employer Identification Number (EIN) 47-1174586

| | | |
|---------------------|---|--|
| 4. Debtor's address | Principal place of business | Mailing address, if different from principal place of business |
| | <u>1297 Bishops Lodge Rd., Santa Fe, NM 87501</u> Number, Street, City, State & ZIP Code | _____ P.O. Box, Number, Street, City, State & ZIP Code |
| | <u>Santa Fe</u> County | _____ Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code |

5. Debtor's website (URL) https://aubergeresorts.com/bishopslodge/

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor **BL Santa Fe, 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>.

7211

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any 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 | Affiliates |
|--------------------------|-----------------------------|-----------------------------|
| See Schedule 1 | | |
| District Delaware | When August 30, 2021 | Case number, if known _____ |

Debtor **BL Santa Fe, 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 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"/> 5,001-10,000 | <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 checked="" 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 type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input checked="" 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 type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input checked="" 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 BL Santa Fe, 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.

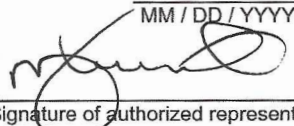
I have been authorized to file this petition on behalf of the debtor.

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 8/30/2021

MM / DD / YYYY

X 
Signature of authorized representative of debtor

Michael Norvet
Printed name

Title Authorized Person

18. Signature of attorney X _____
Signature of attorney for debtor

Date _____
MM / DD / YYYY

Matthew B. Lunn
Printed name

Young Conaway Stargatt & Taylor, LLP
Firm name

1000 North King Street
Wilmington, DE 19801
Number, Street, City, State & ZIP Code

Contact phone 302-571-6600 Email address mlunn@ycst.com

4119 (DE)
Bar number and State

Debtor BL Santa Fe, 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.

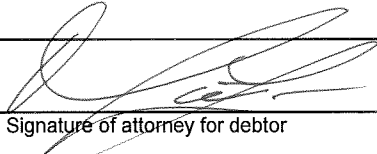
Executed on _____
MM / DD / YYYY

X _____
Signature of authorized representative of debtor

Michael Norvet
Printed name

Title Authorized Person

18. Signature of attorney

X 
Signature of attorney for debtor

Date 8/30/21
MM / DD / YYYY

Matthew B. Lunn
Printed name

Young Conaway Stargatt & Taylor, LLP
Firm name

1000 North King Street
Wilmington, DE 19801
Number, Street, City, State & ZIP Code

Contact phone 302-571-6600 Email address mlunn@ycst.com

4119 (DE)
Bar number and State

SCHEDULE 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below, including the Debtor in this chapter 11 case, filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware.

| Company | Tax ID# |
|-------------------------|----------------|
| BL Santa Fe, LLC | 47-1174586 |
| BL Santa Fe (Mezz), LLC | 82-3771098 |

WRITTEN CONSENT

OF

THE SOLE MEMBER

OF

BL SANTA FE, LLC

August 30, 2021

The undersigned, constituting the sole member (the “**Member**”) of BL Santa Fe, LLC, a Delaware limited liability company (the “**LLC**”), hereby takes the following actions and adopts, approves, and consents to the following resolutions by written consent as of the date hereof:

WHEREAS, BL Santa Fe (Mezz), LLC, a Delaware limited liability company, is the sole member of the LLC (the “**Company**”), and has the authority to bind the LLC;

WHEREAS, the Member has reviewed and considered the financial and operational condition of the Company, and the Company’s business on the date hereof, including the assets of the Company, and current and long-term liabilities of the Company, and the recommendations of the Company’s legal and other advisors as to the relative risks and benefits of pursuing a bankruptcy proceeding for the Company under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”);

WHEREAS, the Member has determined that it is in the best interests of the Company and the Company’s stakeholders, creditors, and other interested parties to commence a case under the provisions of chapter 11 of the Bankruptcy Code, and the independent managers of the Company have consented to the filing of a voluntary petition under the provisions of chapter 11 and the Bankruptcy Code;

WHEREAS, in connection with the foregoing, the Member has determined that it is in the best interests of the Company and the Company’s stakeholders, creditors, and other interested parties for the Company to execute that certain *Chapter 11 Plan of BL Santa Fe, LLC and BL Santa Fe (Mezz), LLC* (the “**Plan**”); and

WHEREAS, the Member has determined that prior to the commencement of the Company’s chapter 11 case, it is in the best interests of the Company for the Company to commence solicitation of votes on the Plan from those parties, pursuant to the terms of the Plan, entitled to vote thereon by causing that certain *Disclosure Statement Dated August 30, 2021 for Joint Prepackaged Chapter 11 Plan of BL Santa Fe (Mezz), LLC and BL Santa Fe, LLC* (together with the Plan, the “**Plan Documents**”), to be distributed to the parties entitled to vote on the Plan;

Approval of the Plan Documents

NOW, THEREFORE, BE IT RESOLVED, that, in the judgment of the Member, it is desirable and in the best interests of the Company, the creditors of the Company, and other

stakeholders and interested parties of the Company, that the Company enter into and perform the Company's obligations under the Plan Documents; and it is further

RESOLVED, that the form, terms and provisions of, the execution and delivery of, and the performance of the transactions and obligations contemplated by the Plan Documents, be, and they hereby are, authorized, approved and adopted in all respects and that each of the individuals listed on Schedule A hereto (each, an "**Authorized Person**" and collectively, the "**Authorized Persons**") be, and each of them, acting alone or in any combination, hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company (i) to execute and perform the Company's obligations under the Plan Documents, and (ii) to execute, verify, and file or cause to be filed all other petitions, schedules, lists, motions, applications, declarations, affidavits, and other papers or documents necessary, appropriate, or desirable in connection with the Plan Documents, with such changes, additions, and modifications thereto as an Authorized Person executing the same shall approve, such approval to be conclusively evidenced by an Authorized Person's execution and delivery thereof; and it is further

Commencement and Prosecution of Bankruptcy Case

RESOLVED, that, in the judgment of the Member, it is desirable and in the best interests of the Company, the creditors of the Company, and other stakeholders and interested parties of the Company, that a voluntary petition (the "**Petition**") be filed by the Company with the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**") under the provisions of chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that the form, terms and provisions of, the execution, delivery and filing of, and the performance of the transactions and obligations contemplated by the Petition be, and they hereby are, authorized, approved and adopted in all respects and that each Authorized Person be, and each of them, acting alone or in any combination hereby is, authorized, directed, and empowered on behalf of and in the name of each Company (i) to execute and verify the Petition and all documents ancillary thereto, and to cause such Petition to be filed with the Bankruptcy Court commencing a chapter 11 case (the "**Bankruptcy Case**"), and to make or cause to be made prior to the execution thereof any modifications to such Petition or ancillary documents, including the Plan Documents, and (ii) to execute, verify, and file or cause to be filed all other petitions, schedules, lists, motions, applications, declarations, affidavits, and other papers or documents necessary, appropriate, or desirable in connection with the foregoing, with such changes, additions, and modifications thereto as an Authorized Person executing the same shall approve, such approval to be conclusively evidenced by an Authorized Person's execution and delivery thereof; and it is further;

Retention of Professionals

RESOLVED, that the law firms of Young Conaway Stargatt & Taylor, LLP and the Law Offices of Frank J. Wright, PLLC, shall be, and hereby are, authorized, empowered, and directed to represent the Company, as a debtor and debtor-in-possession, in connection with the Bankruptcy Case on the terms set forth in their engagement letters with the Company on behalf of the Company, which are hereby ratified and approved, and 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 obligations, including to (a) execute, acknowledge, deliver, and verify the Petition and all other ancillary documents, and to cause the Petition to be filed with the Bankruptcy Court and make or cause to be made, prior to execution thereof, any modifications to the Petition or any ancillary document as an Authorized Person deems necessary, desirable, or appropriate to carry out the intent and accomplish the purpose of these resolutions, (b) execute, acknowledge, deliver, verify, and file or cause to be filed all petitions, schedules, statements, lists, motions, applications and other papers or documents necessary or proper in connection with the foregoing, and (c) execute, acknowledge, deliver, and verify any and all other documents necessary or proper in connection therewith and to administer the Bankruptcy Case in form or forms as any Authorized Person may deem necessary or proper in order to effectuate the purpose of the intent of the foregoing resolution; and in connection therewith, each of the Authorized Persons, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Young Conaway Stargatt & Taylor, LLP and the Law Offices of Frank J. Wright, PLLC in the Bankruptcy Case; and it is further

RESOLVED, that Bankruptcy Management Solutions, Inc. (d/b/a Stretto) ("**Stretto**"), be and hereby is, authorized and empowered to represent and assist the Company as claims, noticing, and solicitation agent to represent and assist the Company in connection with solicitation of votes on the Plan and the restructuring of the Company's assets and in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, each of the Authorized Persons, with powers of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Stretto in the Bankruptcy Case; and it is further

RESOLVED, that each Authorized Person be, and hereby is, authorized and directed to employ any other professionals to assist the Company in carrying out the Company's duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, each of the Authorized Persons, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of any other professionals as necessary; and it is further

RESOLVED, that each Authorized Person be, and hereby is, with power of delegation, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel and other professionals and to take and perform any and all further acts and deeds that each of the Authorized Persons deems necessary, proper or desirable in connection with the Bankruptcy Case, with a view to the successful prosecution of such case; and it is further

RESOLVED, that each of the aforementioned retained advisors of the Company is hereby authorized to take any and all actions necessary or desirable to advance the Company's rights and obligations and facilitate the commencement of the Bankruptcy Case; and it is further

Postpetition Financing

RESOLVED, that, in the judgment of the Member, it is desirable and in the best interests of the Company, the creditors of the Company, and other stakeholders and interested parties of the Company, that the Company enter into, execute, deliver and perform the transactions, and any and all other agreements, instruments and documents deemed necessary or desirable to evidence and secure the obligations under the Company's contemplated post-petition financing facility (as the same may be amended, restated, supplemented, or otherwise modified from time to time, the "**DIP Facility**"), with the Company's current secured lenders (the "**DIP Lenders**"), including, without limitation, a debtor-in-possession loan facility (the "**DIP Loan**") to be provided by the DIP Lenders and any orders of the Bankruptcy Court approving the DIP Facility, loan or credit agreements, promissory notes, deeds of trust, mortgages, deeds to secure debt, security agreements, pledge agreements, assignments of leases and rents, assignments, guaranties, subordination agreements, intercreditor agreements, agreements with third parties (including, without limitation, lockbox agreements, cash management agreements and deposit account control agreements) relating to the collateral, indemnity agreements, certificates, affidavits, financing statements, applications, notices and other agreements of any kind or nature whatsoever (the "**DIP Loan Documents**"), with such changes, additions, and modifications thereto as an Authorized Person executing the same shall approve, such approval to be conclusively evidenced by an Authorized Person's execution and delivery thereof; and it is further

RESOLVED, that the form, terms and provisions of, the execution and delivery of, and the performance of the transactions and obligations contemplated by the DIP Loan Documents to which the Company is a party, be, and they hereby are, authorized, approved and adopted in all respects and that each Authorized Person be, and each of them, acting alone or in any combination, hereby is, authorized, directed, empowered, on behalf of and in the name of the Company, to execute, deliver, verify and/or file, or cause to be executed, delivered, verified and/or filed (or direct others to do so on their behalf as provided herein) the DIP Loan Documents and any other instrument or agreement securing, evidencing, or relating to the obligations under the DIP Facility and all other necessary documents (including, without limitation, all petitions, affidavits, statements, schedules, motions, lists, applications, pleadings and other papers) with such changes therein and additions thereto as any such Authorized Person, in his or her sole discretion, may deem necessary, convenient, appropriate, advisable or desirable, the execution and delivery of such document with any changes thereto by the relevant Authorized Person, to be conclusive evidence that such Authorized Person deemed such changes or additions to meet such standard, and in connection with the Petition; and it is further

General

RESOLVED, that the Authorized Persons be, and each of them, acting alone or in any combination, hereby is, authorized, directed, empowered, on behalf of and in the name of the Company, to perform the obligations of such Company under the Bankruptcy Code, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices, and documents to be executed and delivered in such form, as the Authorized Person performing or executing the same shall approve, and the performance or execution thereof by such Authorized Person shall be conclusive evidence of the approval thereof by such Authorized Person and by the Company; and it is further

RESOLVED, that the Authorized Persons be, and each of them, acting alone or in any combination is, hereby authorized, directed, and empowered, in the name of and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file, record and perform under such agreements, including the Plan Documents, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, to pay all expenses, including filing fees, and to take such other actions as in the judgment of such Authorized Person, shall be necessary, proper, and desirable to prosecute a successful completion of the Company's Bankruptcy Case and to effectuate the restructuring or liquidation of the Company's debts, other obligations, organizational form and structure and ownership of the Company, all consistent with the foregoing resolutions and to carry out and put into effect the purposes of which the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and it is further

RESOLVED, that the Authorized Persons be, and each of them, acting alone or in any combination, hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to take such actions and execute and deliver such documents as may be required or as the Authorized Person may determine to be necessary, appropriate, or desirable to carry out the intent and purpose of the foregoing resolutions or to obtain the relief sought thereby, including, without limitation, the execution and delivery of any consents, resolutions, petitions, schedules, lists, declarations, affidavits, and other papers or documents, with all such actions to be taken in such manner, and all such petitions, schedules, lists, declarations, affidavits, and other papers or documents to be executed and delivered in such form as the Authorized Person shall approve, the taking or execution thereof by any Authorized Person being conclusive evidence of the approval thereof by the Authorized Person and the Company; and it is further

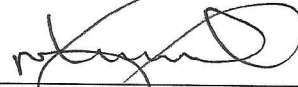
RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions, which acts and transactions would have been authorized and approved by the foregoing resolutions except that such acts and transactions were taken prior to the adoption of these resolutions, be, and they hereby are, in all respects confirmed, approved, and ratified; and it is further

RESOLVED, that facsimile or photostatic copies of signatures to this consent shall be deemed to be originals and may be relied on to the same extent as the originals.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned, constituting the sole member of the LLC, hereby executes this written consent effective as of the date first written above.

BL SANTA FE (MEZZ), LLC,



By: Michael Norvet
Title: Authorized Person

SCHEDULE A

- Michael Norvet

Fill in this information to identify the case:

Debtor name BL Santa Fe, LLC, et al.

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) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim | | |
|---|--|--|---|--|-----------------------------------|---|---------------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 1 | Carrillo's Construction, LLC PO Box 9844 Santa Fe, NM 87504 | Arnold Carrillo P: 505-690-4374 | Sub Contractor | | | | \$366,221.34 |
| 2 | Century Bank 100 South Federal Place Santa Fe, NM 87501 | Attn Director or Officer P: 505-995-1200 | PPP Loan | C | | | \$312,270.00 |
| 3 | Zelham, Inc 5257 W. Fairview Ave Boise, ID 83706 | Amy Schelling P: 208-658-1700 x 203 amy.schelling@zelham.com | Sub Contractor | | | | \$136,640.73 |
| 4 | Deployed Technologies 14150 Chaparral Lane Roanoke, TX 76262 | Darrin Hubbard P: 817-502-1900 dhubbard@deployedtech.com | Sub Contractor | | | | \$100,000.00 |
| 5 | Johnson-Lancaster and Associates, Inc. 13031 US 19 N Clearwater, FL 33764 | Bradford Lancaster P: 727-796-5622 bradl@johnson-lancaster.com | Vendor | | | | \$99,817.98 |
| 6 | Lujan Heating & Cooling Inc 1937 Lakeview Rd SW Albuquerque, NM 87105 | Attn Director or Officer P: 505-459-5740 info@lujanheatingandcooling.com | Sub Contractor | | | | \$75,000.00 |
| 7 | Ellison Advisors, LLC 1717 E 9th Ave Tampa, FL 33605 | Sam Ellison P: 813-760-7263 samellison@ellisonadv.com | Construction Manager | | | | \$57,417.52 |
| 8 | LRCC-INC. Comm. and Construction 2418 Miles SE Albuquerque, NM 87106 | Attn Director or Officer P: 505-831-1100 | Sub Contractor | | | | \$51,049.00 |

Debtor BL Santa Fe, LLC, et al.
 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 the claim (for example, trade debts, bank loans, professional services, and | 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 |
| 9 | Oscar Lara Electric, LLC 109 Seneca Dr., ste 6 El Paso, TX 79915 | Oscar Lara P: 915-778-4418 o.lara@sbcglobal.net | Sub Contractor | | | | \$50,000.00 |
| 10 | Santa fe Door Store PO Box 27643 Albuquerque, NM 87125 | Ed White P: 505-345-3160 EW@santafedor.com | Sub Contractor | | | | \$50,000.00 |
| 11 | Select Electrical Systems 3314 Vassar Dr NE Albuquerque, NM 87107 | Attn Director or Officer P: 505-232-0337 scott@selectelectricalsystems.com | Building Fire Alarms | | | | \$41,297.27 |
| 12 | Construction Services Southwest, LLC PO Box 5219 Santa Fe, NM 87502 | Bruce Duran P: 505-986-3875 thelumbingassociates@gmail.com | Sub Contractor | | | | \$40,000.00 |
| 13 | Guero Concrete Co., LLC 103 Camino Espejo Sante Fe, NM 87507 | Jorge Marquez P: 505-490-3242 gueroconcretesf@gmail.com | Sub Contractor | | | | \$37,672.29 |
| 14 | HKS, Inc. 350 N Saint Paul St. Ste 100 Dallas, TX 75201 | Natalie Smith P: 214-969-5599 nsmith@hksinc.com | Interior Design Services | | | | \$34,000.00 |
| 15 | Assa Abloy Global Solutions Inc PO Box 676947 Dallas, TX 75267 | Attn Director or Officer P: 972-907-2273 accountsreceivable@assaabloy.com | Sub Contractor | | | | \$29,765.76 |
| 16 | Bel Air Conditioning & Heating Systems, LLC PO Box 4386 Sante Fe, NM 87502 | Rocky quintana P: 505-231-0731 belairsystems@gmail.com | Sub Contractor | | | | \$28,818.29 |
| 17 | EnviroWorks, LLC PO Box 340 Edgewood, NM 87015 | Melissa P: 505-586-4891 melissa@enviroworksforyou.com | Sub Contractor | | | | \$27,055.71 |
| 18 | High Pines R&R, LLC 3837 Aqua Fria Rd. Santa Fe, NM 87502 | Luis Ibarra P: 505-780-8602 | Sub Contractor | | | | \$20,000.00 |
| 19 | Lang Lighting Design, Inc. 120 Knox Place 4645 N. Central Expressway Dallas, TX 75205 | Andy Lang P: 214-780-0700 andy@langlighting.com | Sub Contractor | | | | \$15,183.86 |
| 20 | Equipment Share 8301 Broadway Blvd SE Albuquerque, NM 87015 | Attn Director or Officer P: 505 379-0913 | Equipment Rent | | | | \$14,730.24 |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BL SANTA FE, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 21-____ (____)

(Joint Administration Requested)

**COMBINED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY INTEREST HOLDERS
PURSUANT TO FED. R. BANKR. P. 1007(a)(1), 1007(a)(3), and 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors and debtors in possession, hereby state as follows:

1. BL Santa Fe (Mezz), LLC is 100% owned by non-debtor BL Santa Fe (Holding), LLC.
2. BL Santa Fe, LLC is 100% owned by Debtor BL Santa Fe (Mezz), LLC.

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective federal tax identification numbers, are: BL Santa Fe, LLC (4586) and BL Santa Fe (Mezz), LLC (1098). The Debtors' mailing address is 1297 Bishops Lodge Rd., Santa Fe, NM 87501.

Fill in this information to identify the case:

Debtor name BL Santa Fe, LLC

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

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

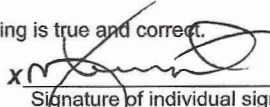
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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: Combined Corporate Ownership Statement and List of Equity Interest Holders

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

Executed on 8/30/2021

 _____
Signature of individual signing on behalf of debtor

Michael Norvet
Printed name

Authorized Person
Position or relationship to debtor