

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

04/16

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

1. Debtor's Name 1515-GEEnergy Holding Co. LLC

2. All other names debtor used in the last 8 years BBPC LLC

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 11-3530428

4. Debtor's address

	Principal place of business	Mailing address, if different from principal place of business
	<u>1515 Sheepshead Bay Road</u>	
	Number Street	Number Street
		P.O. Box
	<u>Brooklyn, NY 11235</u>	
	City State Zip Code	City State Zip Code
		Location of principal assets, if different from principal place of business
	<u>Kings County, NY</u>	
	County	Number Street
		City State Zip Code

5. Debtor's website (URL) http://www.greateasternenergy.com

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: _____

Debtor 1515-GEEnergy Holding Co. LLC Case number (if known) _____
 Name _____

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>.
2212 Natural Gas Distribution

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. District _____ When _____ Case number _____
 District _____ When _____ Case number _____

If more than 2 cases, attach a separate list.

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

- No
- Yes. Debtor See Rider 1 Relationship Affiliate
 District District of Delaware When 2/14/2019
 Case number, if known _____ MM / DD / YYYY

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

Debtor 1515-GEEnergy Holding Co. LLC Case number (if known) _____
 Name

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 (on a consolidated basis)

<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 (on a consolidated basis)

<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 1515-GEEnergy Holding Co. LLC Case number (if known) _____
Name

16. Estimated liabilities (on a consolidated basis)
- | | | |
|--|--|--|
| <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 |

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 02/14/2019
MM/ DD / YYYY

X /s/ Allan Brenner Allan Brenner
 Signature of authorized representative of debtor Printed name

Title Authorized Person

18. Signature of attorney **X** /s/ Domenic E. Pacitti Date 02/14/2019
 Signature of attorney for debtor MM/ DD/YYYY

Domenic E. Pacitti
 Printed name

Klehr Harrison Harvey Branzburg LLP
 Firm name

919 North Market Street, Suite 1000
 Number Street

Wilmington DE 19801-3062
 City State ZIP Code

302-426-1189 dpacitti@klehr.com
 Contact phone Email address

3989 DE
 Bar number State

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

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code.

1. 1515-GEEnergy Holding Co. LLC
2. BBPC, LLC d/b/a Great Eastern Energy

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

In re:)	
)	Chapter 11
1515-GEENERGY HOLDING CO. LLC, <i>et al.</i> , ¹)	Case No. 19-____ (____)
)	
Debtors.)	
)	

**LIST OF EQUITY SECURITY HOLDERS OF
1515-GEEnergy Holding Co. LLC²**

Debtor	Equity Holders	Units Held	Percentage of Equity Held
1515-GEEnergy Holding Co. LLC	Allan Brenner	managing member	57.47%
1515-GEEnergy Holding Co. LLC	Matthew L. Lanfear	member	30.92%
1515-GEEnergy Holding Co. LLC	Jeff Cohn	member	11.61%

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: 1515 GEEnergy Holding Co. LLC (0428); BBPC, LLC (0428). The location of the Debtors’ service address is: 1515 Sheepshead Bay Road, Brooklyn, NY 11235.

² This list serves as the disclosure required to be made by the debtor pursuant to rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of this chapter 11 case.

Fill in this information to identify the case and this filing:	
Debtor Name	1515-GEEnergy Holding Co. 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 List of Equity Security Holders

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

Executed on

02/14/2019
MM/ DD/YYYY

/s/ Allan Brenner

Signature of individual signing on behalf of debtor

Allan Brenner

Printed name

Authorized Person

Position or relationship to debtor

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

In re:)	
)	Chapter 11
1515-GEENERGY HOLDING CO. LLC, <i>et al.</i> , ¹)	Case No. 19-____ (____)
)	
Debtors.)	
)	

**CORPORATE OWNERSHIP STATEMENT OF
1515-GEENERGY HOLDING CO. LLC**

In accordance with Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned Debtor in this case submits the following information:

Corporate Equity Holder	Address of Corporate Equity Owner	Interest
none		

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: 1515 GEEnergy Holding Co. LLC (0428); BBPC, LLC (0428). The location of the Debtors' service address is: 1515 Sheepshead Bay Road, Brooklyn NY 11235.

Fill in this information to identify the case and this filing:	
Debtor Name	1515-GEEnergy Holding Co. 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 Corporate Ownership Statement

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

Executed on

02/14/2019
MM/ DD/YYYY

/s/ Allan Brenner

Signature of individual signing on behalf of debtor

Allan Brenner

Printed name

Authorized Person

Position or relationship to debtor

Debtor name 1515 GEEnergy Holdings, LLC

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

Case No. (If known) _____

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 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 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 30 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 Fima Podvisoky 130 Oceana Drive West, Apt 6B Brooklyn, NY 11235	Fima Podvisoky Attn: Fima Podvisoky Tel: 718-946-2561					\$583,333.33
2 National Grid 300 Erie Blvd. West Syracuse, NY 13202	National Grid Attn: Monique Holligan Tel: 315-428-3110					\$571,305.44
3 Keyspan Energy 175 East Old Country Rd Hicksville, NY 11801-9975	Keyspan Energy Attn: Arlene Portalatin Tel: 718-403-3136					\$498,325.21
4 Transcontinental Gas Pipeline P.O. Box 301209 Dallas, TX 75303-1209	Transcontinental Gas Pipeline Attn: David Kotch Tel: 713-215-3089 Email: david.kotch@williams.com					\$444,440.60
5 Approved Boro Energy 6717 4th Ave Brooklyn, NY 10022	Approved Boro Energy Attn: Jeff Cohn Tel: 718-854-7500 Email: jeffc@approvedoil.com					\$212,978.16

Debtor name 1515 GEEnergy Holdings, LLC

Case No. (If known) _____

(Continuation Sheet)

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
6 Iroquois Gas Transmission System One Corporate Dr, Ste 600 Shelton, CT 06484	Iroquois Gas Transmission System Attn: Dana Glazier Tel: 203-925-7282 Email: dana_glazier@iroquois.com					\$209,826.06
7 Texas Eastern Transmission, LP 5400 Westheimer Court Houston, TX 77056	Texas Eastern Transmission, LP Attn: Bill Freeland Tel: 713-627-6064 Email: bill.freeland@enbridge.com					\$209,641.08
8 Algonquin Gas Transmission, LLC 5400 Westheimer Court Houston, TX 77056	Algonquin Gas Transmission, LLC Attn: Stuart Rodriguez Tel: 713-627-4772 Email: stuart.rodriguez@enbridge.com					\$202,921.89
9 Eversource P.O. Box 660369 Dallas, TX 75266-0369	Eversource Attn: Adelio Ferreira Tel: 800-592-2000 Email: adelio.ferreira@eversource.com					\$136,356.78
10 Tennessee Gas Pipeline Company, LLC P.O. Box 734034 Dallas, TX 75373-4034	Tennessee Gas Pipeline Company, LLC Attn: Ruth Hem Tel: 713-240-3881					\$129,304.84
11 Patriot Energy Group 1 Rounder Way, Ste 200 Burlington, MA 01803	Patriot Energy Group Attn: Stephen Dietz Tel: 718-376-1888 ext. 243 Email: sdietz@patriotenergygroup.com					\$125,754.18

Debtor name 1515 GEEnergy Holdings, LLC

Case No. (If known) _____

(Continuation Sheet)

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
12 NYSERDA 17 Columbia Circle Albany, NY 12203	NYSERDA Attn: Eric Yatto Tel: 518-862-1090 ext 3557					\$100,183.71
13 SunLight General Capital 135 E 57th St New York, NY 10022	SunLight General Capital Attn: Joseph Shipley Tel: 212-286-1801 ext. 4 Email: jshipley@sunlightgeneral.com					\$76,750.00
14 Knollwood Energy P.O. Box 30 Chester, NJ 07930	Knollwood Energy Attn: Gary Lakritz Tel: 862-432-0260 Email: gary@knollwoodenergy.com					\$72,000.00
15 Central Hudson Gas & Electric 284 South Ave Poughkeepsie, NY 12601	Central Hudson Gas & Electric Attn: Thui Ngo Tel: 845-486-5368 Email: tngo@cenhud.com					\$64,737.72
16 EMEX LLC 11011 Richmond Avee, Ste 500 Houston, TX 77042	EMEX LLC Attn: Kurt Keller Tel: 713-521-9797 Email: commissions@energymarketexchange.com					\$62,676.67
17 Pinchas Rubinfeld 4504 17th Ave Brooklyn, NY 11204	Pinchas Rubinfeld Tel: 718-633-4423 Email: pinirub@yahoo.com					\$57,245.36

Debtor name 1515 GEEnergy Holdings, LLC

Case No. (if known) _____

(Continuation Sheet)

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
18 Taylor Consulting 625 Main St Pittson, PA 18641	Taylor Consulting Attn: Karen Tomaine Tel: 570-414-0880 Email: commissions@taylorcc.com					\$66,746.76
19 DTE Energy Trading Inc. 414 S. Main St, Ste 200 Ann Arbor, MI 48104	DTE Energy Trading Inc. Attn: Boyd Smith Tel: 734-887-2023 Email: dte_env_stlmts@dteenergy.com					\$50,000.00
20 Covanta Energy, LLC P.O. Box 28893 New York, NY 10087-8893	Covanta Energy, LLC Tel: 800-950-8749					\$49,443.39
21 Tradition Energy 9 West Broad St, 9th Fl Stamford, CT 06902	Tradition Energy Attn: Brian McDemott Tel: 202-205-9656 Email: brian.mcdemott@traditionenergy.com					\$48,614.13
22 Sau Yeung 2546 East 19th St Brooklyn, NY 11235	Sau Yeung Tel: 718-648-0900 Email: chau864@yahoo.com					\$48,036.59
23 Oxford Health Plans, P.O Box 1697 Newark, NY 07101-1697	Oxford Health Plans, Attn: Group No.: BD17502 Tel: 888-201-4216					\$40,643.99
24 Dominion Energy 707 E Main St Richmond, VA 23261	Dominion Energy Attn: Kimberly Stanley Tel: 804-775-3328 Email: kimberly.a.stanley@dominionenergy.com					\$40,013.51

Debtor name 1515 GEEnergy Holdings, LLC

Case No. (If known) _____

(Continuation Sheet)

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				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
25 Transparent Energy 695 Route 46 West, Ste 408 Fairfield, NJ 07004	Transparent Energy Attn: Dustin Scarpa Tel: 973-472-3942					\$39,695.35
26 Sprague Energy Solutions 185 International Dr Portsmouth, NH 03801	Sprague Energy Solutions Attn: Marilyn Sweeney Tel: 732-440-0017 Email: mssweeney@spragueenergy.com					\$37,645.01
27 Solar House 111 Midtown Bridge Approach Hackensack, NJ 07601	Solar House Attn: Robert Bakos Tel: 201-487-8444 ext. 236 Email: rbakos@icehousenewjersey.com					\$36,805.00
28 SOL SREC II, LLC 114 State Road, Building B Sagamore Beach, MA 02562	SOL SREC II, LLC Attn: Richelle Brady Tel: 508-888-6034					\$34,410.00
29 World Energy 466 Main St Worcester, MA 01608	World Energy Attn: Susie Shannon Tel: 860-768-1931 Email: enrollments@worldenergy.com					\$33,542.42
30 Macquarie Group c/o Morris, Nichols, Arsht & Tunnell LLP 1201 North Market St P.O. Box 1347 Wilmington, DE 19899-1347	Macquarie Group Attn: Derek C. Abbot Tel: 302-351-9357; 302-593-4729					Unknown

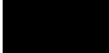
Fill in this information to identify the case and this filing:	
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United States Bankruptcy Court for the:	District of Delaware (State)
Case number (if known):	

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.

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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 Certification of Creditor Matrix

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

Executed on

02/14/2019
MM/ DD/YYYY

/s/ Allan Brenner

Signature of individual signing on behalf of debtor

Allan Brenner

Printed name

Authorized Person

Position or relationship to debtor

**CONSENT OF THE SOLE MANAGING MEMBER
1515-GEENERGY HOLDING CO. LLC**

February 14, 2019

The undersigned, being the sole managing member (the "Managing Member") of 1515-GEENERGY HOLDING CO. LLC, a Delaware limited liability company (the "Company") hereby takes the following actions and adopts the following resolutions by written consent pursuant to the Amended and Restated Operating Agreement of the Company (the "LLC Agreement") and Section 18-404 of the Delaware Limited Liability Company Act (the "Act"):

WHEREAS, the Managing Member considered presentations by the management and the financial and legal advisors of the Company regarding the financial situation of the Company, the strategic alternatives available to them, and the effect of the foregoing on the Company's businesses.

WHEREAS, the Managing Member has had the opportunity to consult with the management and the financial and legal advisors of the Company and fully consider each of the strategic alternatives available to the Company.

NOW, THEREFORE, BE IT:

CHAPTER 11 FILING

RESOLVED, that in the judgment of the Managing Member, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company shall be, and hereby is, authorized to file or cause to be filed a voluntary petition for relief (such voluntary petition, and the voluntary petitions to be filed by the Company's affiliates, collectively, the "Chapter 11 Cases") under the provisions of chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in a court of proper jurisdiction (the "Bankruptcy Court").

RESOLVED, that any duly appointed officer of the Company or the Managing Member (collectively, the "Authorized Persons"), acting alone or with one or more other Authorized Persons be, and each of them hereby is, authorized, empowered, and directed to execute and file on behalf of the Company all petitions, schedules, lists, and other motions, pleadings, objections, replies, applications, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary or proper to maintain the ordinary course operation of the Company's businesses or to assist the

Company in the Chapter 11 Cases and in carrying out its duties under the provisions of the Bankruptcy Code.

CASH COLLATERAL AND ADEQUATE PROTECTION

RESOLVED, that the Company will obtain benefits from the use of collateral, including cash collateral, as that term is defined in section 363(a) of the Bankruptcy Code (the "Cash Collateral"), which is security for certain prepetition secured lenders (collectively, the "Secured Lenders") party to (x) that certain Borrowing Base Facility Agreement, dated as of September 2, 2015, as amended, amended and restated, supplemented, or otherwise modified, refinanced, or replaced from time to time prior to the date hereof, between BBPC, LLC and Macquarie Investments US Inc. and (y) that certain Pledge and Security Agreement, dated as of September 2, 2015, as amended, amended and restated, supplemented, or otherwise modified, refinanced, or replaced from time to time prior to the date hereof, among the Company, BBPC, LLC, and Macquarie Energy LLC, as Collateral Agent;

RESOLVED, that to use and obtain the benefits of the Cash Collateral, and in accordance with section 363 of the Bankruptcy Code, the Company will provide certain requested adequate protection to the Secured Lenders (the "Adequate Protection Obligations"), as documented in a proposed interim order (the "Interim Cash Collateral Order") and submitted for approval to the Bankruptcy Court.

RESOLVED, that the form, terms, and provisions of the Interim Cash Collateral Order to which the Company is or will be subject, and the actions and transactions contemplated thereby be, and hereby are, authorized, adopted, and approved, and each of the Authorized Persons of the Company be, and hereby are, authorized and empowered, in the name of and on behalf of the Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of, the Interim Cash Collateral Order, and such other agreements, certificates, instruments, receipts, petitions, motions, objections, replies, or other papers or documents to which the Company is or will be a party in connection therewith, and incur and pay or cause to be paid all fees and expenses and engage such persons, in each case, in the form or substantially in the form thereof submitted to the Managing Member, with such changes, additions, and modifications thereto as the Authorized Persons of the Company executing the same shall approve, such approval to be conclusively evidenced by such Authorized Persons' execution and delivery thereof.

RETENTION OF PROFESSIONALS

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized and directed to employ the law firm of Klehr Harrison Harvey Branzburg LLP, as bankruptcy counsel, to represent and assist the Company in carrying out its duties under the Bankruptcy Code in conjunction with the McLaughlin & Stern firm, and to take any and all actions to advance the Company's rights and obligations, including filing any motions, objections, replies, applications, or pleadings; 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 Klehr Harrison Harvey Branzburg LLP.

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized and directed to employ the law firm of McLaughlin & Stern, LLP, as bankruptcy co-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 obligations, including filing any motions, objections, replies, applications, or pleadings; 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 McLaughlin & Stern, LLP.

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized and directed to employ the firm of GlassRatner Advisory & Capital Group, LLC, as financial advisor, 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; and in connection therewith, each of the Authorized Persons is, with power of delegation, 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 GlassRatner Advisory & Capital Group, LLC.

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized and directed to employ the firm of Omni Management Group, Inc., as notice, claims, and balloting agent, 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; 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 Omni Management Group, Inc.

RESOLVED, that each of the Authorized Persons be, and hereby is, authorized and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; 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 any other professionals as necessary.

RESOLVED, that each of the Authorized Persons be, and hereby is, with power of delegation, authorized, empowered, and directed to execute and file all petitions, schedules, motions, objections, replies, applications, pleadings, lists, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, investment bankers, financial advisors, restructuring advisors, and other professionals and to take and perform any and all further acts and deeds that each of the Authorized Persons deem necessary, proper, or desirable in connection with the Company's Chapter 11 case, with a view to the successful prosecution of the case.

GENERAL

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Persons, each of the Authorized Persons (and their designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in the case as in such officer's or officers' judgment, shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.


RESOLVED, that the Managing Member has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

RESOLVED, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Managing Member.

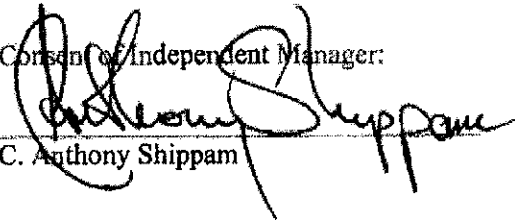
RESOLVED, that each of the Authorized Persons (and their designees and delegates) be, and hereby is, authorized and empowered to take all actions or to not take any action in the name of the Company with respect to the transactions contemplated by these resolutions hereunder as the sole shareholder, partner, member, managing member, or manager of each direct subsidiary of the Company, in each case, as such Authorized Persons shall deem necessary or desirable in such Authorized Persons' reasonable business judgment as may be necessary or convenient to effectuate the purposes of the transactions contemplated herein.

* * * * *

IN WITNESS WHEREOF, the undersigned has executed this Consent as of the date above first written.



Allan Brenner

Consent of Independent Manager:


C. Anthony Shippam