

United States Bankruptcy Court Southern District of New York		Pg 1 of 29	Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>Falcon Gas Storage Company, Inc.</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):	
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>76-0656572</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):	
Street Address of Debtor (No. and Street, City, and State): <b>75 14<sup>th</sup> Street 24<sup>th</sup> Floor Atlanta, Georgia</b>		Street Address of Joint Debtor (No. and Street, City, and State):	
County of Residence or of the Principal Place of Business: <b>Fulton</b>		County of Residence or of the Principal Place of Business:	
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):	
ZIP CODE		ZIP CODE	

Location of Principal Assets of Business Debtor (if different from street address above):

ZIP CODE

<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP)* <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)  	<b>Nature of Business</b> (Check <b>one</b> box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Chapter 9      Recognition of a Foreign <input checked="" type="checkbox"/> Chapter 11      Main Proceeding <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 15 Petition for <input type="checkbox"/> Chapter 13      Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box.) <input type="checkbox"/> Debts are primarily consumer, debts defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house-hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts
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**Filing Fee** (Check one box.)

- ☒ Full Filing Fee attached.
- ☐ Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.
- ☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

**Chapter 11 Debtors****Check one box:**

- ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☒ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

**Check if:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$ 2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).

**Check all applicable boxes:**

- ☐ 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).

**Statistical/Administrative Information**

- ☒ Debtor estimates that funds will be available for distribution to unsecured creditors.
- ☐ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

**Estimated Number of Creditors**

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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	Over 100,000

**Estimated Assets**

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$10,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

**Estimated Liabilities**

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$10,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

**THIS SPACE IS FOR  
COURT USE ONLY**

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>Falcon Gas Storage Company, Inc.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed: <b>None</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor: <b>See attached Schedule 1</b>	Case Number: <b>12-11076 (SHL)</b>	Date Filed: <b>March 19, 2012</b>	
District: <b>Southern District of New York</b>	Relationship: <b>Affiliate</b>	Judge: <b>Sean H. Lane</b>	
<b>Exhibit A</b> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). <b>X</b> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b> Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b> (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.  If this is a joint petition:  <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)  <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)  <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="text-align: right; margin-right: 100px;">         _____          (Name of landlord that obtained judgment)       </div> <div style="text-align: right; margin-right: 100px;">         _____          (Address of landlord)       </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

**Voluntary Petition**

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

Name of Debtor(s):

Falcon Gas Storage Company, Inc.

**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

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

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (if not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X /s/ Michael A. Rosenthal

Signature of Attorney for Debtor(s)

Michael A. Rosenthal

Printed Name of Attorney for Debtor(s)

Gibson, Dunn & Crutcher LLP

Firm Name

\_\_\_\_\_  
Address

200 Park Avenue

New York, NY 10166-0193

(212) 351-4000

\_\_\_\_\_  
Telephone Number

April 30, 2012

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

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

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X /s/ Brian McCabe

Signature of Authorized Individual

Brian McCabe

Printed Name of Authorized Individual

Secretary

Title of Authorized Individual

April 30, 2012

\_\_\_\_\_  
Date

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

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

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

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

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

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

## **SCHEDULE 1**

### **Pending Bankruptcy Cases Filed By the Debtor and Affiliates of the Debtor**

On March 19, 2012 or April 30, 2012, 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 Southern District of New York (the “**Court**”). Shortly hereafter, the debtor in this chapter 11 case (the “**Debtor**”) will file a Motion for an Order Pursuant to Section 105(a) of the Bankruptcy Code Directing that Certain Orders in the Chapter 11 Cases of Arcapita Bank B.S.C.(c) et al. Be Made Applicable to Subsequent Debtor (the “**Subsequent Debtor Motion**”). Pursuant to the Subsequent Debtor Motion, the Debtor seeks or will seek, *inter alia*, to have the Order Directing Joint Administration of Chapter 11 Cases Pursuant to rule 1015(b) of the Federal Rules of Bankruptcy [Docket No. 16] made applicable to the debtor filed on April 30, 2012.

	<b><u>Affiliated Debtors:</u></b>	<b><u>Date Filed</u></b>	<b><u>Case No.</u></b>
1.	Arcapita Bank B.S.C.(c)	March 19, 2012	12-11076
2.	Arcapita Investment Holdings Limited	March 19, 2012	12-11077
3.	Arcapita LT Holdings Limited	March 19, 2012	12-11078
4.	WindTurbine Holdings Limited	March 19, 2012	12-11079
5.	AEID II Holdings Limited	March 19, 2012	12-11080
6.	RailInvest Holdings Limited	March 19, 2012	12-11081
7.	Falcon Gas Storage Company, Inc.	April 30, 2012	TBD

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
IN RE:	:	<b>Chapter 11</b>
ARCAPITA BANK B.S.C.(C), <i>et al.</i> ,	:	
	:	<b>Case No. 12-11076 (SHL)</b>
<b>Debtors.</b>	:	
	:	<b>Joint Administration Requested</b>
-----X	:	

**CONSOLIDATED LIST OF CREDITORS HOLDING  
THE 50 LARGEST UNSECURED CLAIMS**

The above-captioned debtors (collectively, the “***Debtors***”) each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1532. The following is the consolidated list of the Debtors’ creditors holding the 50 largest unsecured claims (the “***Consolidated List***”) based on the Debtors’ books and records as of approximately April 27, 2012. The Consolidated List is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure and Rule 1007-2(4) of the Local Rules of Bankruptcy Procedure for filing in these chapter 11 cases. The Consolidated List does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 50 largest unsecured claims on a consolidated basis. None of these creditors are minor children. The information contained herein shall neither constitute an admission of liability by, nor is it binding on, the Debtors. The information herein, including the failure of the Debtors to list any claim as contingent, unliquidated or disputed, does not constitute a waiver of the Debtors’ right to contest the validity, priority or amount of any claim.

(1) Name of creditor and complete mailing address, including zip code		(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
1.	Central Bank of Bahrain	Mr. Ashley Freeman P.O. Box 27 Diplomatic Area Manama Kingdom of Bahrain Tel: +973 17547531 <a href="mailto:ashley@cbb.gov.bh">ashley@cbb.gov.bh</a>	Bank Loan		\$255,099,182.78
2.	Commerzbank	Commerzbank Aktiengesellschaft Corporates & Markets, Leveraged Finance, Maizner Landstr. 153, DLZ-Geb. 2, Handlerhaus, 60327 Frankfurt am Main, Germany. Telephone: +49 69 136 429 01 , Christoph Reinhard, Christoph Neff, Christian Rodde.	Bank Loan		\$164,687,500.00
3.	National Bank of Bahrain	National Bank of Bahrain PO Box 106 Manama Kingdom of Bahrain 17205501 544 508	Bank Loan		\$132,251,777.15
4.	Bahrain Bay Development B.S.C.(c)	PO Box 5092 Manama, Kingdom of Bahrain	Bank Loan		\$116,637,743.53
5.	District Cooling Capital Limited	c/o Paget-Brown Trust Company Ltd. Boundary Hall Cricket Square P.O. Box 1111, Grand Cayman KY1-1102 Cayman Islands Tel: +13459495122	Bank Loan		\$110,673,520.60
6.	Arcsukuk (2011 - 1) Limited	c/o MaplesFS Limited P.O. Box 1093 GT Queensgate House South Church Street George Town Grand Cayman Cayman Islands Facsimile No: +1345 9457100 Attention: Directors	Bank Loan		\$100,152,777.77

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
7. Euroville Sarl (formally Satinland Finance Sarl)	Fortelus Attn: Antoine Cadart Attn: Andy Low 125 London Wall London EC2Y 5AJ Tel: 020 77772000 <a href="mailto:Antoine.Cadart@fortelus.com">Antoine.Cadart@fortelus.com</a> <a href="mailto:Andy.Low@fortelus.com">Andy.Low@fortelus.com</a>	Bank Loan		\$88,750,000.00
8. Riyad Bank	Timothy Pope Financial Institutions Department P.O. Box 22622, Riyadh 11416, Saudi Arabia Tel: +966-1-4052477 <a href="mailto:timothy.pope@riyadbank.com">timothy.pope@riyadbank.com</a>	Bank Loan		\$75,000,000.00
9. VR Global Partners LP.	400 Madison Avenue 15th Floor New York, NY 10017 United States of America Tel: +1 646 571 1870 <a href="mailto:backoffice@vr-capital.com">backoffice@vr-capital.com</a>	Bank Loan		\$74,900,000.00
10. Midtown Acquisitions LP	Davidson Kempner c65 East 55th Street, 19th Floor New York, New York 10022 Tel: +1 212-446-4000 <a href="mailto:bdasari@dkpartners.com">bdasari@dkpartners.com</a> <a href="mailto:ckrishanthan@dkpartners.com">ckrishanthan@dkpartners.com</a> <a href="mailto:jdonovan@dkpartners.com">jdonovan@dkpartners.com</a> <a href="mailto:bdasari@dkpartners.com">bdasari@dkpartners.com</a>	Bank Loan		\$50,050,000.00
11. Thornbeam Limited	#10F1, Ministry of Finance Building, Commonwealth Drive Jalan Kebangsan BB3910 Negara Brunei Darussalam Att: Mr. Junaidi Masri	Bank Loan		\$50,118,502.00
12. Perbadanan Tabung Amanah Islam Brunei	Perbadanan Tabung Amanah Islam Brunei Jalan Sultan, Bandar Seri Begawan BS8811, Brunei Darussalam Attention: Tuan Yusof bin Haji Abd Rahman (Managing Director) and Hjh Fatimah Masri (CIO) Tel.: 673 223 2222 Fax: +673 224 0316	Bank Loan		\$48,053,695.12

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
13. Fortis Bank NA/NV	Warandeborg 3 1000 Brussels Belgium Tel: +32 2 565 11 11 <a href="mailto:liane.a.santenero@bnpparibasfortis.com">liane.a.santenero@bnpparibasfortis.com</a> <a href="mailto:regine.ouyang@bnpparibasfortis.com">regine.ouyang@bnpparibasfortis.com</a> <a href="mailto:jules.van.rie@bnpparibasfortis.com">jules.van.rie@bnpparibasfortis.com</a>	Bank Loan		\$40,094,801.60
14. Overseas Fund Co. S.P.C.	PO.Box 836 Sheraton Commercial Complex Manama, Kingdom of Bahrain, Attn: Mr. Mobin Chowdhury	Bank Loan		\$40,000,000.00
15. Devonshire Limited	Abu Dhabi Investment Council Sheikh Hamdan Building - Silver Tower Abu Dhabi, United Arab Emirates P.O.Box 61999 Tel: +971 2 611 5915 / +971 50 617 5917 <a href="mailto:dbeau@adcouncil.ae">dbeau@adcouncil.ae</a> <a href="mailto:cgriffin@adcouncil.ae">cgriffin@adcouncil.ae</a> <a href="mailto:pweber@adcouncil.ae">pweber@adcouncil.ae</a> <a href="mailto:mpfeffer@adcouncil.ae">mpfeffer@adcouncil.ae</a> <a href="mailto:kbadawi@adcouncil.ae">kbadawi@adcouncil.ae</a>	Bank Loan		\$35,000,000.00
16. Standard Bank plc	20 Gresham Street London EC2V 7JE England United Kingdom Tel: +44 (0)20 3145 5000 <a href="mailto:peter.kennedy@standardbank.com">peter.kennedy@standardbank.com</a> <a href="mailto:Simon.Reeves@standardbank.com">Simon.Reeves@standardbank.com</a> <a href="mailto:justyna.hubert@standardbank.com">justyna.hubert@standardbank.com</a>	Bank Loan		\$31,000,000.00
17. BBB Holding Company II Limited	c/o Paget-Brown Trust Company Ltd. Boundary Hall Cricket Square P.O. Box 1111, Grand Cayman KY1-1102 Cayman Islands Tel: +13459495122	Bank Loan		\$30,025,128.44



(1) Name of creditor and complete mailing address, including zip code		(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
18.	Goldman Sachs Lending Partners	Goldman Sachs International Daniel House 133 Fleet Street London EC4A 2BB Tel: 44 207 051 8091 <a href="mailto:julien.farre@gs.com">julien.farre@gs.com</a> <a href="mailto:loandocumentation@ln.email.gs.com">loandocumentation@ln.email.gs.com</a>	Bank Loan		\$30,000,000.00
19.	Barclays Bank plc	5 The North Colonnade Canary Wharf London E14 4BB United Kingdom <a href="mailto:allan.power@barcap.com">allan.power@barcap.com</a> <a href="mailto:liam.wiltshire@barcap.com">liam.wiltshire@barcap.com</a> <a href="mailto:Simon.Lindow@barclayscapital.com">Simon.Lindow@barclayscapital.com</a>	Bank Loan		\$30,000,000.00
20.	Bank of America N.A.	Bank of America Merrill Lynch Financial Centre 2 King Edward St. London EC1A 1HQ United Kingdom Tel.: +44 0 20 7628 1000 <a href="mailto:nick.j.reidy@baml.com">nick.j.reidy@baml.com</a> <a href="mailto:randheer.sahota@baml.com">randheer.sahota@baml.com</a> <a href="mailto:bruce.mccormick@baml.com">bruce.mccormick@baml.com</a>	Bank Loan		\$30,000,000.00
21.	CIMB Bank Berhad	10th Floor Bangunan CIMB Jalan Semantan Damansara Heights 50490 Kuala Lumpur Malaysia <a href="mailto:john.ng@cimb.com">john.ng@cimb.com</a> <a href="mailto:graham.tench@cimb.com">graham.tench@cimb.com</a> Ground Floor 27 Knightsbridge London SW1X 7YB United Kingdom P: 00 44(0) 20 7201 3150 Tel: +603-2084-6458	Bank Loan		\$30,000,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
22. Credit Suisse, London	One Cabot Square London E14 4QJ United Kingdom Tel: +44 207 888 0729 <a href="mailto:loan.tradingdocs@credit-suisse.com">loan.tradingdocs@credit-suisse.com</a> <a href="mailto:siobhan.mcgrady@credit-suisse.com">siobhan.mcgrady@credit-suisse.com</a> <a href="mailto:george.miloszewski@credit-suisse.com">george.miloszewski@credit-suisse.com</a> <a href="mailto:sarah.j.ward@credit-suisse.com">sarah.j.ward@credit-suisse.com</a> <a href="mailto:karim.blasetti@credit-suisse.com">karim.blasetti@credit-suisse.com</a> <a href="mailto:markus.niemeier@credit-suisse.com">markus.niemeier@credit-suisse.com</a> <a href="mailto:joseph.cresce@credit-suisse.com">joseph.cresce@credit-suisse.com</a> <a href="mailto:shamalee.vanderpoorten@credit-suisse.com">shamalee.vanderpoorten@credit-suisse.com</a> <a href="mailto:ayaz.asaf@credi-suisse.com">ayaz.asaf@credi-suisse.com</a> <a href="mailto:chingiz.mammadov@credit-suisse.com">chingiz.mammadov@credit-suisse.com</a>	Bank Loan		\$30,000,000.00
23. Deutsche Bank Luxembourg S.A.	2, Boulevard Konrad Adenauer L-1115 Luxemburg Luxemburg Tel: +971 (4) 428-3218 <a href="mailto:Banu.ozkutan@db.com">Banu.ozkutan@db.com</a> <a href="mailto:anke.budzisch@db.com">anke.budzisch@db.com</a> <a href="mailto:nabeel.abdulaal@db.com">nabeel.abdulaal@db.com</a> <a href="mailto:peter.tracy@db.com">peter.tracy@db.com</a>	Bank Loan		\$30,000,000.00
24. European Islamic Investment Bank Plc	60 Chiswell Street London, EC1Y 4SA England Tel: +44 20 7847 9916 / +44 7854 354 515 <a href="mailto:doug.bitcon@eiib.co.uk">doug.bitcon@eiib.co.uk</a> <a href="mailto:danie.marx@eiib.co.uk">danie.marx@eiib.co.uk</a> <a href="mailto:chris.engel@eiib.co.uk">chris.engel@eiib.co.uk</a> <a href="mailto:chandimal.Ekanayake@EIIB.co.uk">chandimal.Ekanayake@EIIB.co.uk</a>	Bank Loan		\$30,000,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
25. Malayan Banking Berhad, London Branch	Bahrain branch Mr.Nor Rashidi Maybank Bahrain Branch 8th Floor, Al-Jasrah Tower P.O. Box 10470, Diplomatic Area Manama Kingdom of Bahrain  Maybank London 74 Coleman Street, London EC2R 5BN United Kingdom Tel: Bahrain: +973 17 535 733 Tel: London:+44 20 76380561 <a href="mailto:raelah@maybank.uk.com">raelah@maybank.uk.com</a> <a href="mailto:shahrul@maybank.uk.com">shahrul@maybank.uk.com</a> <a href="mailto:saleem@maybank.uk.com">saleem@maybank.uk.com</a> <a href="mailto:credit@maybank.com.bh">credit@maybank.com.bh</a> <a href="mailto:mbbobu@maybank.com.bh">mbbobu@maybank.com.bh</a>	Bank Loan		\$30,000,000.00
26. Mashreqbank psc	P.O. Box 1250, Dubai Near Al Ghurair City, Deira Tel: +9714 424 4444 <a href="mailto:NaumanF@Mashreqbank.com">NaumanF@Mashreqbank.com</a> <a href="mailto:FaisalL@mashreqbank.com">FaisalL@mashreqbank.com</a> <a href="mailto:Sarwatt@mashreqbank.com">Sarwatt@mashreqbank.com</a> <a href="mailto:DalalM@mashreqbank.com">DalalM@mashreqbank.com</a> <a href="mailto:AsmaH@mashreqbank.com">AsmaH@mashreqbank.com</a> <a href="mailto:godrej@Mashreqbank.com">godrej@Mashreqbank.com</a>	Bank Loan		\$30,000,000.00
27. Royal Bank of Scotland N.V.	RBS NV 280 Bishopsgate London EC2M 4RB United Kingdom Tel: +44 (0)131 556 8555 /+44 (0)20 7833 2121 <a href="mailto:steve.field@rbs.com">steve.field@rbs.com</a> <a href="mailto:amar.gill@rbs.com">amar.gill@rbs.com</a> <a href="mailto:ruth.traugott@rbs.com">ruth.traugott@rbs.com</a> <a href="mailto:david.pierce@rbs.com">david.pierce@rbs.com</a> <a href="mailto:graham.cowe@rbs.com">graham.cowe@rbs.com</a>	Bank Loan		\$30,000,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
28. The Royal Bank of Scotland plc	RBS NV 280 Bishopsgate London EC2M 4RB United Kingdom Tel: +44 (0)131 556 8555 /+44 (0)20 7833 2121 <a href="mailto:steve.field@rbs.com">steve.field@rbs.com</a> <a href="mailto:amar.gill@rbs.com">amar.gill@rbs.com</a> <a href="mailto:ruth.traugott@rbs.com">ruth.traugott@rbs.com</a> <a href="mailto:david.pierce@rbs.com">david.pierce@rbs.com</a> <a href="mailto:graham.cowe@rbs.com">graham.cowe@rbs.com</a>	Bank Loan		\$30,000,000.00
29. The Arab Investment Company S.A.A.	Sharq - Ahmed Al-Jaber Street - Emad Commercial Center - 4th & 5th Floor P.O.Box: 26630 Safat 13127 Kuwait Tel: +965 - 2224 9999 Fax: 17-588983	Bank Loan		\$30,000,000.00
30. ING Bank N.V.	ING Commercial Banking Amsterdamse Poort Building Bijlmerplein 888 1102 MG, Amsterdam, The Netherlands Attn: Richard Kirby Reinoud Le Coultre <a href="mailto:chris.van.den.berge@ingbank.com">chris.van.den.berge@ingbank.com</a> <a href="mailto:reinoud.le.coultre@ingbank.com">reinoud.le.coultre@ingbank.com</a> <a href="mailto:richard.kirby@ingbank.com">richard.kirby@ingbank.com</a> Fax: '+31 20 563 9111	Bank Loan		\$29,000,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
31. HSH Nordbank AG, Luxembourg Branch	2 Rue Jean Monnet 2180 Luxembourg Luxembourg Tel: +352 424141-1 Mr. Bo Kolbe Nielsen Madsen Mrs. Kerstin Tensfeldt-Biell  <a href="mailto:holger.claessen@hsh-nordbank.com">holger.claessen@hsh-nordbank.com</a> <a href="mailto:oliver.schreiber@hsh-nordbank.com">oliver.schreiber@hsh-nordbank.com</a> <a href="mailto:bettina.schilz@hsh-nordbank.lu">bettina.schilz@hsh-nordbank.lu</a> <a href="mailto:bernd.nolte@hsh-nordbank.com">bernd.nolte@hsh-nordbank.com</a> <a href="mailto:Kerstin.Tensfeldt-Biell@hsh-nordbank.com">Kerstin.Tensfeldt-Biell@hsh-nordbank.com</a> <a href="mailto:sabine.glover@hsh-nordbank.lu">sabine.glover@hsh-nordbank.lu</a> <a href="mailto:michael.wulf@hsh-nordbank.de">michael.wulf@hsh-nordbank.de</a> <a href="mailto:jutta.gerber@hshn-securities.com">jutta.gerber@hshn-securities.com</a> <a href="mailto:bo.kolbe.nielsen.madsen@hshra.dk">bo.kolbe.nielsen.madsen@hshra.dk</a> <a href="mailto:Kerstin.Tensfeldt-Biell@hsh-nordbank.com">Kerstin.Tensfeldt-Biell@hsh-nordbank.com</a>	Bank Loan		\$29,000,000.00
32. Yayasan Sultan Haji Hassanal Bolkiah	Peti Surat 1166, Bandar Seri Begawan BS8672 Negara Brunei Darussalam Attn: Dk Norazimah Pg Hj Muhammad Tel.: 6732234080 Fax: 6732234082	Bank Loan		\$24,029,199.78
33. Bandtree SDN BHD	c/o Brunei Investment Agency Level 12, Ministry of Finance Building Commonwealth Drive Jalan Kebangsaan, BSB BB3910, Brunei Darussalam Tel.: 673 2383535 Fax: 673 2383518	Bank Loan		\$24,029,181.49
34. Saudi Industrial Capital I Limited	c/o Paget-Brown Trust Company Ltd. Boundary Hall Cricket Square P.O. Box 1111, Grand Cayman KY1-1102 Cayman Islands Tel: +13459495122	Bank Loan		\$21,314,388.94
35. Fuad Al Ghanim & Sons General Trading and Contracting	PO Box 2118 Safat 13022, Kuwait Fax: +96524827555	Bank Loan		\$21,147,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
36. BAWAG P.S.K. Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse Aktiengesellschaft	BAWAG P.S.K. Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse, Aktiengesellschaft, Seitzergasse 2-4, A-1010 Vienna Tel: +43 5 99 05 22518 / +43 664 80998 22518 Attn: Martin Leppin Attn: Darren Capon  <a href="mailto:martin.leppin@bawagpsk.com">martin.leppin@bawagpsk.com</a> <a href="mailto:darren.capon@bawagpsk.com">darren.capon@bawagpsk.com</a>	Bank Loan		\$20,000,000.00
37. BBK B.S.C.	43 Government Avenue Manama , Kingdom of Bahrain PO Box 597 Tel: +973 17 207 420 <a href="mailto:ankur.lalaji@bbkonline.com">ankur.lalaji@bbkonline.com</a> <a href="mailto:amardeep.singh@bbkonline.com">amardeep.singh@bbkonline.com</a> <a href="mailto:prasenjit.mandal@bbkonline.com">prasenjit.mandal@bbkonline.com</a>	Bank Loan		\$20,000,000.00
38. Boubyan Bank K.S.C.	Mubarak tower Kuwait City, Abdullah Al Salem St., Block 5 Building 15 Central Commercial Area, Kuwait Tel: +965 232 5000 <a href="mailto:maljaser@bankboubyan.com">maljaser@bankboubyan.com</a> <a href="mailto:akhursheed@bankboubyan.com">akhursheed@bankboubyan.com</a>	Bank Loan		\$20,000,000.00
39. Doha Bank	P.O. Box 3818 Grand Hamad St. Doha, Qatar Tel: (974) 4015 4843 Mobile: (974) 6685 9755 Attn: Mr Narayanan Kattuserry Pisharath <a href="mailto:knarayanan@dohabank.com.qa">knarayanan@dohabank.com.qa</a>	Bank Loan		\$20,000,000.00
40. Natixis	30, avenue Pierre Mendès-France 75013 Paris Tel: +33 (0) 1 58 32 30 00 <a href="mailto:francois.lemeur@natixis.com">francois.lemeur@natixis.com</a> <a href="mailto:lucinda.collins@uk.natixis.com">lucinda.collins@uk.natixis.com</a> <a href="mailto:stephane.robinet@natixis.com">stephane.robinet@natixis.com</a> <a href="mailto:alexandre.baguet@natixis.com">alexandre.baguet@natixis.com</a>	Bank Loan		\$20,000,000.00

(1) Name of creditor and complete mailing address, including zip code		(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
41.	Perbadanan Tabung Amanah Islam Brunei	Perbadanan Tabung Amanah Islam Brunei Jalan Sultan, Bandar Seri Begawan BS8811, Brunei Darussalam Tel.: +673 223 2222 Fax: 673 224 0316  Attention: Tuan Yusof bin Haji Abd Rahman (Managing Director) and Hjh Fatimah Masri (CIO)	Bank Loan		\$19,696,797.80
42.	Tadhamon Capital B.S.C.	Tadhamon Capital B.S.C.(c) P.O. Box 75511 GBCorp Tower 12th Flr. Bahrain Financial Harbour Manama, Kingdom of Bahrain Tel.: +973 17 103444 Fax: +973 17 104840	Bank Loan		\$18,497,734.48
43.	Kuwait Finance House KSC	Aras 18, Tower Two Etika Twins, 11 Jalan Pinang, 50450 Kuala Lumpur, Malaysia Tel: +603 2054 7414 Attn: (Malaysia) Berhad Nurulhelmy Bin Norman Fayaz Ahmed Mohammed Javid Mr. Yeow Tiang Hui  KSC Attn: Mathew Thomas Attn: Sabah Ismael Thakoor  <a href="mailto:raja.arni@kfh.com.my">raja.arni@kfh.com.my</a> <a href="mailto:nurulhelmy.norman@kfh.com.my">nurulhelmy.norman@kfh.com.my</a> <a href="mailto:iqbal@kfh.com">iqbal@kfh.com</a> <a href="mailto:Abdullah.alhadad@kfh.com">Abdullah.alhadad@kfh.com</a>	Bank Loan		\$18,000,000.00

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim
44. NavIndia Holding Company Limited	c/o Paget-Brown Trust Company Ltd. Boundary Hall Cricket Square P.O. Box 1111, Grand Cayman KY1-1102 Cayman Islands Tel: +13459495122	Bank Loan		\$17,605,878.21
45. Commerzbank (beneficiary PVC (Lux) Lux Holding Company S.a. r.l.)	Commerzbank Aktiengesellschaft, Corporates & Markets Leveraged Finance Maizner Landstr. 153 DLZ-Geb. 2, Handlerhaus, 60327 Frankfurt am Main, Germany. Telephone: +49 69 136 429 01 , Attn: Christoph Reinhard, Christoph Neff, Christian Rodde	Bank Loan		\$17,127,500.00
46. The Governor and Company of the Bank of Ireland	Bank of Ireland Corporate Banking Lower Baggot Street, Dublin 2 Tel: +353 1 604 4713 <a href="mailto:adrian.behan@boi.com">adrian.behan@boi.com</a> <a href="mailto:jennifer.lyons@boimail.com">jennifer.lyons@boimail.com</a> <a href="mailto:frank.schmitt@boimail.com">frank.schmitt@boimail.com</a> <a href="mailto:russell.williamson@boi.com">russell.williamson@boi.com</a> <a href="mailto:elaine.crowley@boi.com">elaine.crowley@boi.com</a> <a href="mailto:carla.ryon@boi.com">carla.ryon@boi.com</a>	Bank Loan		\$15,000,000.00
47. Bank of Taiwan, Singapore Branch	80 Raffles Place #28-20 UOB Plaza 2 Singapore 048624 <a href="mailto:jasonlee@botsg.com">jasonlee@botsg.com</a> <a href="mailto:carol@botsg.com.sg">carol@botsg.com.sg</a>	Bank Loan		\$15,000,000.00
48. G.P. Zachariades Overseas Ltd.	PO Box 5632 Manama, Kingdom of Bahrain	Bank Loan		\$13,250,000.00
49. Tabung Amanah Pekerja	Island Block Level 1 Commonwealth Drive Jln Kebangsaan Bandar Seri Begawan BB3910 Negara Brunei Darussalam Ms. Clarice Lim Boon Chi Fax: 673-2381218	Bank Loan		\$12,424,878.47
50. Islamic Development Bank	Attn: Mr. Mohamed Tariq P.O. Box 5925 Jeddah 21432 Kingdom Of Saudi Arabia	Bank Loan		\$12,000,000.00



**DECLARATION UNDER PENALTY OF PERJURY**

Pursuant to 28 U.S.C. § 1746, I, Brian McCabe, the duly authorized signatory of Falcon Gas Storage Company, Inc., declare under penalty of perjury that I have read the forgoing Consolidated List of Creditors Holding the 50 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Dated: New York, New York  
April 30, 2012

\_\_\_\_\_/s/ Brian McCabe  
By: Brian McCabe  
Title: Secretary



**DECLARATION UNDER PENALTY OF PERJURY**

Pursuant to 28 U.S.C. § 1746, I, Brian McCabe, the duly authorized signatory of Falcon Gas Storage Company, Inc., declare under penalty of perjury that I have read the forgoing Corporate Ownership Statement and that it is true and correct to the best of my information and belief.

Dated: New York, New York  
April 30, 2012

\_\_\_\_\_/s/ Brian McCabe  
By: Brian McCabe  
Title: Secretary

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**IN RE:**

**ARCAPITA BANK B.S.C.(C), *et al.*,**

### Debtors.

## Chapter 11

**Case No. 12-11076 (SHL)**

## Joint Administration Requested

**DISCLOSURE PURSUANT TO LOCAL RULE 1007-2**

Information required by Local Rule 1007-2 is set forth in the Declaration of Henry A. Thompson in Support of the Debtors' Chapter 11 Petitions and First Day Motion and in Accordance with Local Rule 1007-2 [Docket No. 6], filed in the main case Arcapita Bank B.S.C. (c) Case No. 12-11076 (SHL).

**DECLARATION UNDER PENALTY OF PERJURY**

Pursuant to 28 U.S.C. § 1746, I, Brian McCabe, the duly authorized signatory of Falcon Gas Storage Company, Inc., declare under penalty of perjury that I have read the forgoing Disclosure Pursuant to Local Rule 1007-2, and that it is true and correct to the best of my information and belief.

Dated: New York, New York  
April 30, 2012

\_\_\_\_\_/s/ Brian McCabe  
By: Brian McCabe  
Title: Secretary

MINUTES OF A MEETING  
OF THE BOARD OF DIRECTORS OF  
**FALCON GAS STORAGE COMPANY, INC. (THE "COMPANY")**  
HELD BY CONFERENCE TELEPHONE  
ON 27 APRIL 2012 AT 2:30 PM EDT

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Present by  
conference telephone: Brian McCabe  
Tore Nelson  
Kevin Keough  
Chuck Griffith

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It was agreed that Brian McCabe would act as the Chairman of the meeting. Brian McCabe took the chair of the meeting and also kept the the minutes of the meeting.

**1. NOTICE**

The Chairman confirmed that all of the Directors of the Company being present by telephone conference call had agreed to waive formal notice of the meeting. There being a quorum present, he declared the meeting duly constituted.

**2. DIRECTORS' INTERESTS**

The Chairman noted that each of the Directors, to the extent, if any, that such Directors had an interest in the matters which are the subject of this Board meeting, had declared his interest in such matters. The Chairman further noted that, in accordance with the Bylaws of the Company, the Directors are, notwithstanding any interest declared, entitled to vote as Directors in the matters which are the subject of this Board meeting.

**3. VOLUNTARY PETITION UNDER THE PROVISIONS OF CHAPTER 11 OF TITLE 11 OF THE UNITED STATES CODE**

The Board discussed the materials presented by the management and the financial and legal advisors of the Company regarding the liabilities and liquidity of the Company, the strategic

alternatives available to it, and the impact of the foregoing on the Company's businesses. The Board also discussed its consultation with the management and the financial and legal advisors of the Company and fully considered each of the strategic alternatives available to the Company.

Finally, the Board discussed that the Company was proposing to file a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the Southern District of New York.

After full and complete discussion and upon motion carried and duly made it was unanimously:

"**RESOLVED**, that in the judgment of the Board of Directors, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York."

"**FURTHER RESOLVED**, that the directors, officers and authorized representatives of the Company be, and each of them acting alone hereby is, authorized and directed, with power of delegation, 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 on behalf of the Company all petitions, schedules, lists, and other motions, papers, or documents, to be filed in connection with the chapter 11 case under the Bankruptcy Code, and to take any and all actions that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's businesses."

#### 4. RETENTION OF PROFESSIONALS

The Board discussed the need to retain various professional in order to represent and assist the Company in carrying out its duties under the Bankruptcy Code.

After full and complete discussion and upon motion carried and duly made it was unanimously:

**“RESOLVED**, that the Company retain the law firm of Gibson, Dunn & Crutcher LLP as 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 obligations, including filing any pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Gibson, Dunn & Crutcher LLP.”

**“FURTHER RESOLVED**, that the Company retain the law firm of Linklaters LLP as corporate 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 pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Linklaters LLP.”

**“FURTHER RESOLVED**, that the Company retain the law firm of Trowers & Hamlins LLP as international counsel on Bahrain matters 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 pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Trowers & Hamlins LLP.”

**“FURTHER RESOLVED**, that the Company retain the law firm of Hatim S Zu’bi & Partners as Bahrain 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 pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Hatim S Zu'bi & Partners."

**"FURTHER RESOLVED**, that the Company retain the firm of KPMG LLP as accountants 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 pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of KPMG LLP."

**"FURTHER RESOLVED**, that the Company retain the firm of Rothschild Inc. 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, including filing any pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Rothschild Inc."

**"FURTHER RESOLVED**, that the Company retain the firm of GCG, Inc. as notice, claims, solicitation, balloting, and tabulation 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, including filing any pleadings; and in connection therewith, the directors, officers and authorized representatives of the Company be, and they hereby are, authorized and directed to

execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of GCG, Inc.”

## **5. GENERAL AUTHORIZATION RESOLUTIONS**

In furtherance of the foregoing, after full and complete discussion and upon motion carried and duly made it was unanimously:

“**RESOLVED**, that the directors, officers and authorized representatives of the Company be, and each of them acting alone hereby is, authorized and directed, with power of delegation, 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 instruments, notices, instructions, applications, authorizations, orders, certificates, receipts, reports or other documents or agreements as any such person, in their discretion, may approve as necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions, such approval to be conclusively evidenced by the taking of any such action.”

“**FURTHER RESOLVED**, that any specific resolutions that may be required to have been adopted by the Board of Directors to effectuate the matters and transactions contemplated by the foregoing resolutions be, and they hereby are, adopted, and the directors, officers and authorized representatives of the Company be, and each of them acting alone hereby is, authorized in the name and on behalf of the Company to certify as to the adoption of any and all such resolutions.”

“**FURTHER 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 these resolutions were certified, are hereby in all respects approved, ratified, adopted and confirmed.”

“**FURTHER RESOLVED**, that the directors, officers and authorized representatives of the Company be, and each of them acting alone hereby is, authorized and directed for and on behalf of the Company to deliver all or any of the foregoing resolutions,

duly certified by the appropriate officer of the Company, to such persons as any such person may deem advisable.”

**6. TERMINATION OF MEETING**

There being no further business to discuss, the meeting then terminated.

*[Signature page follows.]*

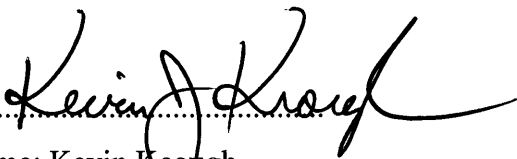


.....  
Name: Brian McCabe

Dated: 4-27-2012

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Name: Tore Nelson

Dated:



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Name: Kevin Keough

Dated: 4-27-2012



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Name: Chuck Griffith

Dated: 4-27-2012

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Name: Brian McCabe

Dated:

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Name: Tore Nelson

Dated: 4/27/12

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Name: Kevin Keough

Dated:

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Name: Chuck Griffith

Dated: