B1 (Official Form 1) (04/13)

Case 15-10585 Doc 1 Filed 03/17/15 Page 1 of 21

Name of Folder (if distriction, nor Last, First, Middle):         Name of four Debrer (Base 14, 10, 10, 10, 10, 10, 10, 10, 10, 10, 10	United States Bankrup District of Delawa			VOLUNTARY PE	TITION	
All Other Names used by the Debter in the last 5 years (include married, mainting, married, m		tor (Spouse) (Last, First, Middle):				
(include married, maidein, and trade names): (include married, ma						
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(ff more than one, state all):         72:256163         Street Address of Debtor (No. and Street, City, and State):         Of Otherry Street, Sufte 3700, Unit 19         Fort Meridanes of Debtor (No. and Street, City, and State):         Of Otherry Street, Sufte 3700, Unit 19         Fort Worth, Toxas         ZIP CODE         Zearant Courty, Toxas         Zip Code:         Coastro of Principal Assets of Business: Debtor (fd different from street address above):         Chapter 13 Debtors         Convoid Principal Passes         Convoid Principal Passes <td></td> <td></td> <td></td> <td></td> <td></td>						
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Location of Principal Assets of Business Debtor (if different from street address above):              ZIP CODE                 Type of Debtor             (Crom of Organization)             (Check one box.)             [Individual (includes Joint Debtors)             See Exhibit to pargez of this form.             [O coporation (includes JLC and LLP)             Partnership             Occupration of the above entities, check             (Check Non, flapplicable)             (Debtor is non-compt organization             under tille 26 or the United States             Coantrot y in which a foreign proceeding by, regarding, or             against debtor is pending:             Filing Fee (Check one box.)             Filing Fee tabe.d.             Filing Fee target primership in the debtor is             anall business debtor a defined in 11 U.S.C. § 101(S1D).             Check all applicable to nearely fore exerpt in installments. Rule 1006(b). See Official Form 3B.             Check all applicable to consideration.             Check all applicable to consideration.             Check all applicable to appreced in thin U.S.C. § 101(S1D).             Check all applicable to benglica						
Type of Debtor (Form of Organization) (Check one box.)       Nature of Business (Check one box.)       Chapter of Business (Check one box.)       Chapter of Business (Check one box.)         Individual (includes Joint Debtors) See Exhibit Do ngace 2 of this form. Organization (includes LLC and LLP) Partnership       Health Care Dusiness (Stockbroker Composition (includes LLC and LLP)       Chapter 13 Petition for Recognition of a Foreign Main Proceeding         Other (If debtor is not can of the above entities, check this box and state type of entity below.)       Chapter 15 Debtors (Check one box.)       Chapter 12 (Check one box.)       Nature of Debts (Check one box.)         Country of debtor's center of main interests:       Check one box.)       Debtor is a tax-exempt organization under tile 26 of the United States Code (the Internal Revenue Code).       Debts are primarily consumer (Debtor is a tax-exempt organization under tile 26 of the United States Code (the Internal Revenue Code).       Debts are forming/ consumer (Debtor is a tax-exempt organization under tile 26 of the United States Code (the Internal Revenue Code).       Debts are official proces."         Filing Fee to be paid in installments, tapplicable to individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       Check and sevil the settion. Acceptance of the glow are solicid prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 101(51D).         Debtor is not 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).         Filing Fee valor eroupt in		ZIP CODE	1		ZIP CODE	
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(Check one box.)       Health Care Business       Chapter 7       Chapter 15 Petition for Recognition of a Foreign         Ber Exhibit Do ngage 2 of Mis form.       Raibroad       Single Asset Real Estate as defined in 11 U.S.C. § 101(S1B)       Chapter 15 Petition for Recognition of a Foreign         Chapter 15 Debtors       Commonly Broker       Chapter 15 Petition for Recognition of a Foreign Normain Proceeding         Country of debtor's center of main interests:       Chapter 15 Debtors       Colleks are debts, defined in 11 U.S.C. § 101(S1B)         Each country in which a foreign proceeding by regarding, or against debtor is pending:       Debtor is a tax-exempt Entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify (Check box, if applicable.)       Debtor is a tax-exempt entify if or a personal, finally, or household purpose."       Debtor is not a small business debtor as defined in 11 U.S.C. § 101(S1D).         Filing Fee (Check one box.)       Check for the court's consideration certifying that the debtor is a small business debtor as defined in 11 U.S.C. § 101(S1D).       Debtor is not a small business debtor as defined in 11 U.S.C. § 101(S1D).         Filing Fee to be paid in installments. Rule 108(60).       Sc Officia	Type of Debtor	Nature of	Business	Chapter of Bankruptcy Co	And and a subscription of the local data and the local data an	
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□ Other (if debtor is not one of the above entities, check this box and state type of entity below.)       □ Commodity Broker       Nonmain Proceeding         □ Chapter 15 Debtors       Clearing Bank       □ Check box, if applicable.)       □ Debts are primarily consumer       □ Debts are debts, defined in 11 U.S.C. § 101(8) as "neutred by an business debts. are primarily for a personal, family, or household purpose."         Each country in which a foreign proceeding by, regarding, or against debtor is pending:       □ Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revence Code).       □ Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revence Code).       □ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).         □ Filing Fee (Check one box.)       □ Debtor is not 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).         □ Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration. See Official Form 3A.       □ Debtor is aggregate noncontingent liquidated debts (excluding debts orwed to initidew) are regiment.         □ Debtor estimates that, after any exempt property is excluded and administrative exponses pid, there will be no funds available for distribution to unsecured creditors.       □ Debtor defined will be available for distribution to unsecured creditors.         □ Debtor estimates that, after any exempt property is excluded and administrative exponses paid, there will be no funds available for distribution to unsecured creditor	See Exhibit D on page 2 of this form.	11 U.S.C. § 101(:		Chapter 11 Ma	in Proceeding	
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Country of debtor's center of main interests:       (Check box, if applicable.)       (Check box, if applicable.)       (Check box, if applicable.)       (Check box, if applicable.)       Debts are primarily commany commer (D Debts are primarily commany commer)         Each country in which a foreign proceeding by, regarding, or against debtor is pending:       Debtor is a tax-exempt organization under title 26 of the United States.       Debts are primarily commany commer (D Debts are primarily commany commer)       Debts are primarily or a personal, family, or household purpose."         Image: The set of the plan which a foreign proceeding by, regarding, or against debtor is pending:       Image: The set of the laternal Revenue Code).       Chapter 11 Debtors         Image: 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.       Check lf:       Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       Debtor is a small business debtor since affinise) are less than \$2,490,925 (amount subject to adjustment on 40/1/6 and every three years thereafter).         Image: Debtor estimates that funds will be available for distribution to unsecured creditors.       Check all applicable boxes:       Check all applicable boxes:       Check all applicable for distribution to unsecured creditors.         Image: Debtor est			4 10 - 474	N. C. P.		
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Each country in which a foreign proceeding by, regarding, or against debtor is pending:       under title 26 of the United States Code (the Internal Revenue Code).       § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."         Image: Filing Fee (Check one box.)       Filing Fee (Check one box.)       Check one box:       Check one box:         Image: Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying flat the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.       Check If:       Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       Check If:       Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: Statistical/Administrative Information       See Official Form 3B.       Check and applicable boxs:       A plan is being field with dhis petition.         Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).       THIS SPACE IS FOR COUNT USE ONLY         Image: Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.       Statistical/Administrative Information       THIS SPACE IS FOR COUNT USE ONLY         Image: Addition of the count's songle and administrative expenses paid, there will be		Debtor is a tax-ex				
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Filing Fee (Check one box.)         Chapter 11 Debtors         Image: Check one box.)       Chapter 11 Debtors         Image: Check one box.)       Check one box.)	against debtor is ponding.			personal, family, or		
Image: Full Filing Fee attached.       □       Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: 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.       □       Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       □       Debtor is a gargegate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).         Image: Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       □       Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).         Image: Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       □       Debtor is not a small business debtor as defined in 11 U.S.C. § 102(5D).         Statistical/Administrative Information       Image: Filing Fee waiver requested (applicable for distribution to unsecured creditors.       THIS SPACE IS FOR COURT USE ONLY         Image: Debtor estimates that finds will be available for distribution to unsecured creditors.       Image: Filing Fee will be no funds available for distribution to unsecured creditors.	Filing Fee (Check one box.)		· · · · · · · · · · · · · · · · · · ·	and the second se		
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Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).         Check all applicable boxes:       A plan is being filed with this petition.       Check all applicable boxes:	signed application for the court's consideration certifying	g that the debtor is				
□       Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.       on 4/01/16 and every three years thereafter).         □       Check all applicable boxes:       □       A plan is being filed with this petition.         □       A plan is being filed with this petition.       □       Check all applicable boxes:         □       A plan is being filed with this petition.       □       Check all applicable boxes:         □       A plan is being filed with this petition.       □       Check all applicable boxes:         □       A plan is being filed with this petition.       □       Check all applicable boxes:         □       A plan is being filed with this petition.       □       Check all applicable boxes:       □         □       Debtor estimates that funds will be available for distribution to unsecured creditors.       B plan is being filed with this petition.       COURT USE ONLY         Estimated Number of Creditors       □       □       □       □       □       □         1-49       50-99       100-199       00-5,001-       10,001-       25,001-       50,001-       00,000         149       500,001 to \$100,001 to \$500,001 \$1,000,001 \$10,000,01 \$10,000,01 \$10,000,01 \$10,000,01 \$10,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000,01 \$100,000	unable to pay fee except in installments. Rule 1006(b).	See Official Form 3A.				
Check all applicable boxes:       A plan is being filed with this petition.       A plan is being filed with this petition.       THIS SPACE IS FOR COURT USE ONLY         Statistical/Administrative Information       Debtor estimates that funds will be available for distribution to unsecured creditors.       THIS SPACE IS FOR COURT USE ONLY         Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.       THIS SPACE IS FOR COURT USE ONLY         Estimated Number of Creditors       Image: Check all applicable boxes:       Image: Check all applicable boxes:       THIS SPACE IS FOR COURT USE ONLY         1.49       50-99       100-199       200-999       1,000-5,001-10,001-25,001-50,001-0ver 50,001-0ver 50,000-100,000       Over 50,000-100,000         Estimated Assets       Image: Check all applicable boxes:       Image: Check all applicable boxes:       Image: Check all applicable boxes:         S0 to       \$50,001 to       \$100,001 to       \$500,001       \$10,000,001       \$500,000,001       More than \$1 billion         S0 to       \$50,000       \$100,000       \$500,000       \$1 billion       Image: S0,000       S500,000,001       \$10,000,001       \$500,000,001       More than \$1 billion         S0 to       \$500,000       \$500,000       \$500,000       \$500,000       \$500,000       \$1 billion       \$1 billion <td></td> <td></td> <td></td> <td></td> <td></td>						
Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).       THIS SPACE IS FOR COURT USE ONLY         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.       THIS SPACE IS FOR COURT USE ONLY         Estimated Number of Creditors       Image: Court of Creditors is the stimated of the plan were solicited prepetition for indication to unsecured creditors.       Image: Court of Creditors is the stimated Assets is the stimated Assets is to \$50,001 to \$100,001 to \$500,000 to \$100,001 \$10,000,001 \$100,000 \$500,000 to \$100,000 \$500,000 to \$100,000 to to \$100,	diater signed approaction for the court s consideration.	of Official Form 5D.				
Statistical/Administrative Information       THIS SPACE IS FOR COURT USE ONLY         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.       THIS SPACE IS FOR COURT USE ONLY         Estimated Number of Creditors       Image: Court of Creditors       Image: Court of Creditors       Image: Court of Creditors         Image: Law of the court of t			Acceptances	of the plan were solicited prepetition fi		
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distribution to unsecured creditors.         Estimated Number of Creditors         1-49       50-99       100-199       200-999       1,000-       5,001-       10,001-       25,001-       50,001-       Over         1-49       50-99       100-199       200-999       1,000-       5,001-       10,001-       25,000       100,000       100,000         Estimated Assets         1       1       1       1       1       1       10       10       100,000       10	Debtor estimates that finds will be available for dis	tribution to unsecured cree	litors			
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B1 (Official Form 1) (04/13) Case 15-10585 Doc 1 Fi	iled 03/17/15 Page 2 of 21	Page 2					
Voluntary Petition	Name of Debtor(s): Quicksilver Resources Inc.	······································					
(This page must be completed and filed in every case.) All Prior Bankruptcy Cases Filed Within Last	R Vears (If more than two, attach additional she	*)					
Location Where Filed: None	Case Number:	Date Filed:					
Location Where Filed:	Case Number:	Date Filed:					
Pending Bankruptcy Case Filed by any Spouse, Partner, or A		The second se					
Name of Debtor: See attached Schedule 2.	Case Number:	Date Filed:					
District:	Relationship:	Judge:					
Exhibit A (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.)	(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.) I, the attorney for the petitioner named in the foregoing petition, declare that I h informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or of title 11, United States Code, and have explained the relief available under e such chapter. I further certify that I have delivered to the debtor the notice requ by 11 U.S.C. § 342(b).						
	X Signature of Attorney for Debtor(a)						
	Signature of Attorney for Debtor(s) (	(Date)					
Exhi Does the debtor own or have possession of any property that poses or is alleged to pose Ves, and Exhibit C is attached and made a part of this petition.		iblic health or safety?					
Exhile (To be completed by every individual debtor. If a joint petition is filed, each spouse mu Exhibit D, completed and signed by the debtor, is attached and made a part of this If this is a joint petition: Exhibit D, also completed and signed by the joint debtor, is attached and made a	ust complete and attach a separate Exhibit D.)						
Information Regardin (Check any ap) Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180 da	plicable box.) of business, or principal assets in this District	for 180 days immediately					
There is a bankruptcy case concerning debtor's affiliate, general par	mer, or partnership pending in this District.						
Debtor is a debtor in a foreign proceeding and has its principal plac no principal place of business or assets in the United States but is District, or the interests of the parties will be served in regard to the	e of business or principal assets in the United St a defendant in an action or proceeding (in a feet	ates in this District, or has deral or state court] in this					
Certification by a Debtor Who Reside (Check all appl	s as a Tenant of Residential Property licable boxes.)						
Landlord has a judgment against the debtor for possession of debt		ollowing.)					
	(Name of landlord that obtained judgment)						
	(Address of landlord)						
Debtor claims that under applicable nonbankruptcy law, there are entire monctary default that gave rise to the judgment for possess	circumstances under which the debtor would be ion, after the judgment for possession was entere	permitted to cure the					
Debtor has included with this petition the deposit with the court o of the petition.	f any rent that would become due during the 30-	day period after the filing					

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

# Case 15-10585 Doc 1 Filed 03/17/15 Page 3 of 21

Bl	(Official For	(1) (04/13)	

Valuation Decide	Page 3
Voluntary Petition (This page must be completed and filed in every case.)	Name of Debton(s): Quicksilver Resources Inc.
	atures
Signature(s) of Debtor(s) (Individual/Joint)	Signature of a Foreign Representative
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	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.)
or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.	(CHECK ONLY ONE DOX.)
[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 chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.	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	x
Signature of Debtor	(Signature of Foreign Representative)
Signature of Joint Debtor	(Printed Name of Foreign Representative)
Telephone Number (if not represented by attorney)	Date
Date	
Signature of Attorney*	Signature of Non-Attorney Bankruptcy Petition Preparer
X       Jame         Signature of Attorney for Debtor(s)         Paul N. Heath (DE 3704)         Printed Name of Attorney for Debtor(s)         Richards, Layton & Finger, P.A.         Firm Name         One Rodney Square         920 North King Street, Wilmington, Delaware 19801         Address        (302) 651-7700         Telephone Number         03/17/2015         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	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(b), 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
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 pequests the relief in accordance with the chapter of title 11, United States Code, specified in this petition X Signature of Authorized Individual	partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)         Address         X         Signature         Date
Vanessa Golmez LaGatta Printed Name of Authorized Individual Senior Vice Plesident / CFO and Treasurer Title of Authorized Individual 03/17/2015 Date	<ul> <li>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</li> <li>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.</li> <li>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</li> <li>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.</li> </ul>

### Case 15-10585 Doc 1 Filed 03/17/15 Page 4 of 21

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

### United States Bankruptcy Court District of Delaware

In re Quicksilver Resources Inc. Case No. Not yet assigned Chapter 11

## **EXHIBIT "A" TO VOLUNTARY PETITION**

1. The debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **001-14837.** 

2. The following financial data is the latest available information and refers to the debtor's condition on **December 31, 2014.** 

a. Total assets	\$_	1,214,302,000
b. Total debts (including debts listed in 2.c., below)	\$_	2,352,173,000

c. Debt securities held by more than 500 holders:

Secured/ Unsecured/ Subordinated	CUSIP	Description	Amount Outstanding	Interest Rate	Maturity Date	Approximate number of holders
		Senior Subordinated Notes	0		1 Apr	
Subordinated	74837RAC8	Senior Subordinated Notes	\$350,000,000	7.125%	2016	Unknown
					1 Jul	
Unsecured	74837RAK0	2021 Senior Notes	\$325,000,000	11%	2021	Unknown
					15 Aug	
Unsecured	74837RAG9	2019 Senior Notes	\$298,000,000	9.125%	2019	Unknown
	U7486PAA7					
	&	Second Lien Notes due			21 Jun	
Secured	74837RAH7	2019	\$200,000,000	Floating	2019	Unknown

		Approximate number of holders:
d. Number of shares of preferred stock	0	0
e. Number of shares common stock	180,358,622	Unknown

Comments, if any:

3. Brief description of Debtor's business:

An independent natural gas and oil company engaged in the acquisition, exploration, development and production of onshore oil and natural gas in North America.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

To the best of the Debtors' knowledge and belief, based on publicly filed disclosures, the following individuals and entities, either individually or collectively, directly or indirectly own, control, or hold 5% or more of the voting securities of the Debtor: Quicksilver Energy L.P., Thomas F. Darden, Pennsylvania Management, LLC, Glenn Darden, Anne Darden Self and Mount Kellett Capital Management LP.

Y PETITION

# QUICKSILVER RESOURCES INC.

# Schedule 1

This debtor has used the following other names during the last 8 years, including trade names:

• Wellflex Energy Solutions

#### **Schedule 2 to the Voluntary Petition**

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. Contemporaneously with the filing of their petitions, these entities filed a motion requesting that the Court administratively consolidate for procedural purposes only and jointly administer their chapter 11 cases.

Barnett Shale Operating LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Cowtown Drilling, Inc. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Cowtown Gas Processing L.P. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Cowtown Pipeline Funding, Inc. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Cowtown Pipeline L.P. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Cowtown Pipeline Management, Inc. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Makarios Resources International Holdings LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Makarios Resources International Inc. 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

QPP Holdings LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

QPP Parent LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Quicksilver Production Partners GP LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

Quicksilver Production Partners LP 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102 Silver Stream Pipeline Company LLC 801 Cherry Street, Suite 3700, Unit 19, Fort Worth, TX 76102

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

)

In re:

Quicksilver Resources Inc.,

Debtor.

Chapter 11

Case No. 15-\_\_\_\_()

Tax I.D. No. 75-2756163

### CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

The following is a list of creditors holding the thirty largest unsecured claims against the above-captioned debtor and certain of its debtor affiliates (collectively, the "<u>Debtors</u>"), all of which have commenced chapter 11 cases in this Court. The list has been prepared from the unaudited books and records of the Debtors. The list is prepared on a consolidated basis in accordance with Fed. R. Bankr. P. 1007(d) for filing in the Debtors' Chapter 11 cases. The list does not include (i) persons that come within the definition of "insider" set forth in 11 U.S.C. § 101(31) or (ii) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the thirty largest unsecured claims. The information contained herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. Moreover, nothing herein shall affect the Debtors' right to challenge the amount or characterization of any claim at a later date. The failure to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors' right to contest the validity, priority and/or amount of any such claim.

	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Nature of Claim (Trade Debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Disputed, Unliquidated or subject to setoff	Amount of Claim
1	Wilmington Trust National Association	Peter Finkel 50 South Sixth Street, Ste 1290 Minneapolis, MN 55402 Fax: 612-217-5651 PFinkel@WilmingtonTrust.com	7 1/8% Senior Subordinated Notes due 2016		\$361,568,229
2	Delaware Trust Company	Sandra Horwitz and Bill Popeo 2711 Centerville Road, Ste 400 Wilmington, DE 19808 Fax: 302-636-8666 bpopeo@delawaretrust.com shorwitz@delawaretrust.com	11.000% Senior Notes due 2021		\$332,646,528

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	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Nature of Claim (Trade Debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Disputed, Unliquidated or subject to setoff	Amount of Claim
3	U.S. Bank National Association	James McGinley and Sandra Spivey 2300 W. Sahara, Ste 200 Nevada Financial Center Las Vegas, NV 89102 Fax: 702-251-1660 sandra.spivey@usbank.com; james.mcginley@usbank.com	9 1/8% Senior Notes due 2019		\$312,729,271
4	Oasis Pipeline LP	Roy Patton P.O. Box 951439 Dallas, TX 75395-1439 Fax: 281-260-5642 Tel: 210-403-7300	Trade	Contingent	\$1,333,357
5	Energy Transfer Fuel LP	Roy Patton P.O. Box 951439 Dallas TX 75395-1439 Fax: 281-260-5642 Tel: 210-403-7300	Trade	Contingent	\$1,032,767
6	Pinnergy Ltd	Randy Taylor, President & CEO 111 Congress Ste 2020 Austin, TX 78701 Fax: 512-343-8885 Tel: 817-389-2105	Trade	Contingent	\$970,623
7	Trunkline Gas Company LLC	Shelly Corman P.O. Box 201203 Houston, TX 77216-1203 Tel: 713-989-2410 Fax: 713-989-1177	Trade	Contingent	\$623,266
8	Targa Liquids Marketing and Trade	Hunter Battle P.O. Box 730155 Dallas, TX 75373-0155 Tel: 713-584-1443 Fax: 713-554-1110	Trade	Contingent	\$380,480
9	Baker Hughes Business Support	John Wayne Faul P.O. Box 301057 Dallas, TX 75303-1057 Tel: 682-233-9898 Fax: 713-439-8699	Trade		\$281,229
10	Midcontinent Express Pipeline LLC	Andy Edling 500 Dallas St Ste 1000 Houston, TX 77002 Tel: 713-495-2861 Fax: 713-369-9365	Trade	Contingent	\$241,123
11	Enlink North Texas	Mike Burdett P.O. Box 306 Eastlake, CO 80614 Tel: 303-450-1067	Trade	Contingent	\$148,781
12	West Texas LPG Pipeline Ltd Partnership	Sherlyn Schumack 4800 Fournace Place Bellaire, TX 77401 Tel: 713-432-2871 Fax: 866-999-5604 sherlyn.schumack@oneok.com	Trade	Contingent	\$147,871

# Case 15-10585 Doc 1 Filed 03/17/15 Page 10 of 21

	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Nature of Claim (Trade Debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Disputed, Unliquidated or subject to setoff	Amount of Claim
13	Houston Pipe Line Company LP	Roy Patton P.O. Box 951439 Dallas, TX 75395-1439 Tel: 210-403-7363	Trade	Contingent	\$130,116
14	Enlink North Texas Pipeline LP	Mike Burdett P.O. Box 202941 Dallas, TX 75320-2941 Tel: 214-953-9548 Fax: 214-953-9501	Trade	Contingent	\$98,204
15	Corpro Inc.	Steven Bergeron, Principal 14103 Interdrive West Houston, TX 77032 Tel: 281-776-5300 Fax: 432-570-1966	Professional		\$80,043
16	ETC Katy Pipeline Ltd	P.O. Box 951439 Dallas, TX 75395-1439 Tel: 210-403-7300	Trade	Contingent	\$58,146
17	Cravath Swaine & Moore LLP	Nupur Kumar Worldwide Plaza 825 Eighth Avenue New York, NY 10019-7475 Tel: 212-474-1000 Fax: 212-474-3700	Professional		\$43,571
18	Landmark Graphics Corp.	P.O. Box 301341 Dallas, TX 75303-1341 Tel: 713-839-2000 Fax: 713-839-2290	Trade		\$41,505
19	Meridian Compensation Partners LLC	Michael Brittian 25676 Network Place Chicago, IL 60673-1256 Tel: 847-235-3616 Fax: 847-235-3648	Professional		\$35,424
20	Knowledgelake Inc.	Zach Lewis 6 City Place Dr Ste 500 St Louis, MO 63141 Tel: 817-810-0802 Fax: 314-898-0501 zach.lewis@knowledgelake.com	Trade		\$31,909
21	Georges Creek Swd Limited	James Lampley P.O. Box 663 Bryan, TX 77806 Tel: 979-778-8850	Trade		\$31,281
22	Compliance & Ethics Learning Solutions	David Ojo SAI Global Compliance Inc Forrest Road Office Centre 210 Route 4 East, Suite 103 Paramus, NJ 07652 Tel: 609-955-5100 Fax: 609-924-9207	Trade		\$27,800
23	United States Postal Service	P.O. Box 0575 Carol Stream, IL 60132-0575 Tel: 630-260-5610 Fax: 630-260-5170	Trade		\$10,000

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	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Nature of Claim (Trade Debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Disputed, Unliquidated or subject to setoff	Amount of Claim
24	GlobeNewswire	Jennifer Segal Service Account Manager 325 Donald Lynch Boulevard, Suite 120 Marlborough, MA 01752 Tel: 508-804-2136	Trade		\$8,392
25	BMC Software Inc.	Anthony Boyd 2202 No. Westshore Blvd. Suite 650 Tampa, Florida 33607 Tel: 813-227-4500 Fax: 813-227-4501	Trade		\$8,373
26	Lee Hecht Harrison LLC	Sharon Melton 15301 Dallas Parkway, Ste 225 Addison, TX, 75001 Tel: 682.518.6754 Fax: 201-307-0878 sharon.melton@lhh.com	Professional		\$6,930
27	Citrix Systems Inc.	P.O. Box 931686 Atlanta, GA 31193-1686 Tel: 954-267-3000 Fax: 954-267-9319	Trade		\$6,678
28	SNI Financial	Beth Ryan 14241 Dallas Parkway, Ste 550 Dallas, TX 75254 Tel: 972-720-1020 Fax: 972-720-1023	Contractor		\$6,610
29	Independence Water LP	Blair Viertel 13600 Heritage Pkwy, Ste 200 Fort Worth, TX 76177 Tel: 817-224-6060 Fax: 817-224-6000	Trade	Contingent	\$5,000
30	Texas Built Plumbing	P.O. Box 80227 Keller, TX, 76248 Tel: 817-994-1181	Trade		\$3,976

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## **DECLARATION UNDER PENALTY OF PERJURY**

I, the undersigned, declare under penalty of perjury that I have read the foregoing list and it is true and correct to the best of my knowledge, information and belief.

Dated: March 17, 2015

Nam Title:

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

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In re:

Quicksilver Resources Inc.,

Debtor.

Chapter 11

Case No. 15-\_\_\_\_()

Tax I.D. No. 75-2756163

### CONSOLIDATED LIST OF ALL CREDITORS

A list of the above-captioned debtor's (the "<u>Debtor</u>") creditors in accordance with Fed. R. Bankr. P. 1007(a)(1) has been separately transmitted to the Clerk of the Court.

The list has been prepared on a consolidated basis from the books and records of the Debtor and certain of its subsidiaries and affiliates that also commenced Chapter 11 cases in this court (the "<u>Debtors</u>"). The list contains only those creditors whose names and addresses were maintained in the Debtors' databases or were otherwise readily ascertainable by the Debtors prior to the commencement of this case.

Certain of the creditors listed may not hold outstanding claims against the Debtors as of the commencement date and, therefore, may not be creditors for purposes of these cases. By submitting the list, the Debtors in no way waive or prejudice their rights to dispute the extent, validity or enforceability of the claims, if any, held by parties identified therein.

The information presented in the list shall not constitute an admission by, nor is it binding upon, the Debtors.

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# **DECLARATION UNDER PENALTY OF PERJURY**

I, the undersigned, declare under penalty of perjury that I have read the transmitted list and it is true and correct to the best of my knowledge, information and belief.

Dated: March 17, 2015

Name: Title

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

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In re:

Quicksilver Resources Inc.,

Debtor.

Chapter 11

Case No. 15-\_\_\_\_()

Tax I.D. No. 75-2756163

## STATEMENT OF CORPORATE OWNERSHIP

Following is the list of entities that own ten percent or more of the above-captioned debtor's membership interests. The list is prepared in accordance with Fed. R. Bankr. P. 1007(a)(1) and Fed. R. Bankr. P. 7007.1 for filing in this Chapter 11 case.

Holder(s)

Quicksilver Energy, L.P.

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# **DECLARATION UNDER PENALTY OF PERJURY**

I, the undersigned, declare under penalty of perjury that I have read the foregoing statement and it is true and correct to the best of my knowledge, information and belief.

Dated: March 17, 2015

Name: Title:

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## OFFICER'S CERTIFICATE AS TO RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS OF QUICKSILVER RESOURCES INC. AND CERTAIN OF ITS DIRECT AND INDIRECT SUBSIDIARIES

#### March 17, 2015

In connection with the resolutions and written consents adopted by the applicable boards of directors, the managing members, and the general partners of each of the following (each, an *"Authorizing Body"*):

Quicksilver Resources Inc. Barnett Shale Operating LLC Cowtown Drilling, Inc. Cowtown Gas Processing L.P. Cowtown Pipeline L.P. Cowtown Pipeline Funding, Inc. Cowtown Pipeline Management, Inc. QPP Holdings LLC QPP Parent LLC Quicksilver Production Partners GP LLC Quicksilver Production Partners LP Makarios Resources International Inc. Makarios Resources International Holdings LLC Silver Stream Pipeline Company LLC

(each such entity, a "*Company*" and, collectively, the "*Companies*"), I, the undersigned, do hereby certify that I am the duly appointed, qualified and acting Secretary of each applicable Authorizing Body and do hereby certify, in my capacity as Secretary and not in any individual capacity, that the boards of directors, the managing members, and the general partners of each of the Companies, as applicable, duly adopted, with respect to Quicksilver Resources Inc., the attached resolutions at a meeting held on March 15, 2015, and, with respect to each other Company, the written consents, dated March 16, 2015, and that such resolutions and written consents have not been repealed or amended and remain in full force and effect as of the date hereof.

Billen

Francisco J/Villamar Secretary

#### Chapter 11 Filing

WHEREAS, the Board of Directors (the "*Board*") of Quicksilver Resources Inc. (the "*Company*") has reviewed and considered the materials presented by the Company's management team, including its Strategic Alternatives Officer, and financial and legal advisors, including, but not limited to, the presentation made by Houlihan Lokey ("*Houlihan*"), the financial advisor and investment banker to the Company, and Akin Gump Strauss Hauer & Feld LLP ("*Akin Gump*"), legal counsel to the Company, prior to or on the date hereof regarding, among other things, (i) the liabilities, assets, and liquidity of the Company, (ii) the strategic alternatives available to the Company, (iii) the potential impact (financial and otherwise) of the foregoing on the Company's business; and (iv) the business and prospects of, and alternatives available to, the Company;

WHEREAS, in connection with the Board's consideration of the Company's liabilities, assets, liquidity, strategic alternatives and the impact thereof on the Company's business and prospects, and alternatives available to the Company, the Board has reviewed and evaluated each of the potential financing and/or restructuring alternatives available to the Company, including, but not limited to: (i) an equity or debt (including debtor in possession) financing; (ii) a reorganization; (iii) a recapitalization or a refinancing, amendment or exchange of, or tender offer for, the Company's existing indebtedness or any of its capital stock, in each case, whether in-court or out-of court and/or whether pursuant to a pre-negotiated or pre-planned restructuring plan or proposal or otherwise; (iv) a sale of certain assets of the Company; (v) seeking relief under chapter 11 of title 11 of the United States Code (the "*Bankruptcy Code*") and the filing of a voluntary petition pursuant thereto; and (vi) any other strategic alternatives available to the Company (collectively, the "*Restructuring Alternatives*"), which may include, but are not limited to, entering into or otherwise approving one or more agreements to effectuate any of the foregoing Restructuring Alternatives;

**WHEREAS**, the Board has had the opportunity to consult with the Company's management team and financial and legal advisors and fully consider each of the strategic alternatives available to the Company, including, but not limited to, each of the Restructuring Alternatives;

**WHEREAS**, the Board has the power and authority to approve any of the Restructuring Alternatives and any other strategic alternatives available the Company;

**WHEREAS**, as a result of impending debt maturities and potential events of default thereunder, that will result in the Company being unable to continue operating without protection from creditors, it has been determined that the filing of a voluntary petition seeking relief under chapter 11 of the Bankruptcy Code is in the best interests of the Company, its creditors, employees, stockholders and other interested parties;

**NOW, THEREFORE, BE IT RESOLVED**, that upon the recommendation of the legal and financial advisors to the Company and in the business judgment of the Board, it is advisable and in the best interests of the Company and necessary and convenient to the purpose, conduct, promotion, or attainment of the business and affairs of the Company to approve and to file a petition seeking relief under the provisions of the Bankruptcy Code; **RESOLVED FURTHER**, that the President and Chief Executive Officer, the Chief Financial Officer and the Strategic Alternatives Officer of the Company (each, an "*Authorized Officer*"), acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute, verify, and certify a petition under chapter 11 of the Bankruptcy Code and all other petitions, motions, pleadings, applications, exhibits, schedules, lists, papers, instruments, or documents, and to take any and all actions that they deem necessary or proper to obtain such relief under the provisions of the Bankruptcy Code, including, but not limited to, any action necessary to maintain the ordinary course operation of the Company's businesses, and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware, at such time as any of the Authorized Officers shall determine;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage Houlihan 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, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of Houlihan;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage John Little of Deloitte Transactions and Analytics LLP ("*Deloitte*"), who shall continue to serve in his role as strategic alternatives officer for the Company and shall 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, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of Deloitte and Mr. Little;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage Akin Gump as legal 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 and, in connection therewith, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of Akin Gump;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage Richards Layton & Finger, P.A. as legal 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 and, in connection therewith, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and

empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of Richards Layton & Finger, P.A.;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage GCG, Inc. ("*GCG*") to provide consulting services to the Company, including, but not limited to, noticing, claims management and reconciliation, plan solicitation, balloting, disbursements, and assisting with the preparation of the Company's schedules of assets and liabilities and a statement of financial affairs, and any other services agreed upon by the parties relating to the Company's duties under the Bankruptcy Code and, in connection therewith, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of GCG;

**RESOLVED FURTHER**, that the Authorized Officers be, and they hereby are, authorized and empowered to employ and engage any other legal counsel, accountants, financial advisors, and other professionals 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, the Authorized Officers, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute appropriate retention agreements, to pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of such other legal counsel, accountants, financial advisors, and other professionals;

**RESOLVED FURTHER**, that the Authorized Officers acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized, and empowered on behalf of, and in the name of, the Company (i) to take or cause to be taken any and all such further actions and to prepare, execute and deliver or cause to be prepared, executed and delivered and, where necessary or appropriate, to file or cause to be filed with the appropriate governmental authorities, all such other petitions, motions, pleadings, applications, exhibits, schedules, lists, papers, instruments, and documents; (ii) to incur and pay or cause to be paid all fees, expenses, and taxes; and (iii) to engage such persons as such Authorized Officer, in his or her sole discretion, may determine to be necessary or appropriate to carry out fully the intent and purposes of the foregoing resolutions and each of the transactions contemplated thereby, in each case, including any such petitions, motions, pleadings, applications, and each of the transactions contemplated thereby, in each case, such determination to be conclusively established by the taking or causing of any such further actions;

**RESOLVED FURTHER**, that, to the extent the approval of the Company in its capacity as a stockholder, shareholder, trustee, equity holder, managing member, sole member, general partner, limited partner or member of any entity is required for such entity to execute, to deliver and to perform any of its obligations contemplated by these resolutions or the transactions contemplated hereby, the Board hereby so approves and consents thereto; **RESOLVED FURTHER**, 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 approved or certified, are hereby in all respects authorized, approved, ratified, confirmed, and adopted as acts of the Company;

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

**RESOLVED FURTHER**, that the secretary, any assistant secretary or any other proper officer of the Company, acting alone or with one or more other Authorized Officers, with the power of delegation, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to certify and to furnish such copies of these resolutions as may be necessary and such statements of incumbency of the officers of the Company as may be requested.