

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	§	
	§	
	§	Chapter 11
LOCKWOOD HOLDINGS, INC., et. al. <sup>1</sup>	§	
	§	Case No. 18-30197 (DRJ)
Debtors.	§	
	§	Jointly Administered
	§	

**GLOBAL NOTES, METHODOLOGY, AND SPECIFIC  
DISCLOSURES REGARDING THE DEBTORS’ SCHEDULES OF  
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

**Introduction**

Lockwood Holdings, Inc. and certain of its affiliates, the above-captioned debtors and debtors in possession (collectively, the “Debtors”), with the assistance of their advisors, have filed their respective Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements,” and together with the Schedules, the “Schedules and Statements”) with the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”), under Section 521 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 1007-1 of the of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”).

These *Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs* (the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of all of the Debtors’ Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment and reflects the Debtors’ commercially reasonable efforts to report the assets

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Lockwood Holdings, Inc. (9726); LH Aviation, LLC (6984); Piping Components, Inc. (0197); Lockwood International, Inc. (8597); LMG Manufacturing, Inc. (9468); Lockwood Enterprises, Inc. (6504); and 7807 Eagle Lane, LLC (7382). Although a separate entity exists for LMG Manufacturing, Inc. (“LMG”), for all intents and purposes, LMG is treated as a division of Lockwood International, Inc. (“LII”) and operates under LII. As a result, all assets, liabilities, transfers, and other financial data for LMG are included on LII’s schedules and statements.

and liabilities of each Debtor on an unconsolidated basis.

The Debtors and their agents, attorneys, and advisors do not guarantee or warrant the accuracy or completeness of the data that is provided in the Schedules and Statements and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While commercially reasonable efforts have been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys, and advisors expressly do not undertake any obligation to update, modify, revise, or recategorize the information provided in the Schedules and Statements, or to notify any third party should the information be updated, modified, revised, or recategorized. In no event shall the Debtors or their agents, attorneys, and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

Mark Shapiro, the Debtors' Chief Restructuring Officer, has signed each of the Schedules and Statements. Mr. Shapiro is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Shapiro necessarily has relied upon the efforts, statements, and representations of various personnel employed by the Debtors and their advisors. Mr. Shapiro has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

### **Global Notes and Overview of Methodology**

1. **Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements, but inadvertent errors or omissions may exist. The Debtors reserve all rights to: (i) amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including<sup>2</sup> the right to amend the Schedules and Statements with respect to the description, designation, or Debtor against which any claim ("Claim") or interest ("Interest") is asserted; (ii) dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status, or classification; (iii) subsequently designate any Claim as "disputed," "contingent," or "unliquidated"; or (iv) object to the extent, validity, enforceability, priority, or avoidability of any Claim. Any failure to designate a Claim in the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such Claim or amount is not "disputed," "contingent," or "unliquidated." Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors' chapter 11 cases, including issues involving Claims,

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<sup>2</sup> The words "include," "includes," "including," and variations thereof, shall not be deemed to be terms of limitation, and shall be deemed to be followed by the words "without limitation."

substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements.

2. **Description of Cases and “As Of” Information Date.** On January 18, 2018 (the “First Petition Date”), Lockwood Holdings, Inc., LH Aviation, LLC and Piping Components, Inc. (the “January 18 Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. On January 24, 2018 (the “Second Petition Date,” and together with January 18, 2018 the “Petition Dates”), Lockwood International, Inc., LMG Manufacturing, Inc., Lockwood Enterprises, Inc., and 7807 Eagle Lane, LLC (the “January 24 Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Pursuant to sections 1107 and 1108 of the Bankruptcy Code, the Debtors each remain in possession of their property and each is managing its business as a debtor in possession.

On January 23, 2018, the Bankruptcy Court entered an *Order Directing Joint Administration of Chapter 11 Cases*. [Docket No. 7]. A second Order directing joint administration was entered on January 25, 2018. [Docket No. 20].

On February 20, 2018, the United States Trustee (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”), which was amended on March 2, 2018. *See* Docket Nos. 131 and 171. No trustee or examiner has been appointed.

The asset information provided in the Schedules and Statements represents the asset data of the January 18 Debtors as of the close of business on January 17, 2018 and the asset data of the January 24 Debtors as of the close of business on January 23, 2018, except as otherwise noted. The liability information provided in the Schedules and Statements represents the liability data of the Debtors as of their respective Petition Dates, except as otherwise noted.

3. **Net Book Value of Assets.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations for each of their assets on an individual-asset basis. Accordingly, unless otherwise indicated, the Debtors’ Schedules and Statements reflect net book values as of the close of business on January 17, 2018 for the January 18 Debtors and as of the close of business on January 23, 2018 for the January 24 Debtors, in the Debtors’ books and records. Fair value of all fixed assets other than real property is listed at net book value.

Nonetheless, because the book value of certain assets may differ from their fair market values, they may be listed as undetermined amounts as of the Petition Dates. Furthermore, as applicable, assets that have fully depreciated or were expensed for accounting purposes may not appear in the Schedules and Statements.

Net book value of assets prepared in accordance with GAAP generally does not reflect the

current performance of the assets or the effect of the commodity price environment and may differ materially from the actual value and/or performance of the underlying assets. Given the recent volatility of commodity prices, this difference may be material. As such, the value listed in the Schedules and Statements cannot be, and was not, used to determine the Debtors' enterprise valuation.

4. **Recharacterization.** Notwithstanding the Debtors' commercially reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors' businesses. Accordingly, the Debtors reserve all of their rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Dates and remain executory and unexpired postpetition. Disclosure of information in one or more Schedules, one or more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachment.
  
5. **Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors reserve all of their rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.

The liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's Claim.

6. **Excluded Assets and Liabilities.** The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including deferred tax assets, accrued salaries, employee benefit accruals, accrued accounts payable and intercompany receivables and payables. The Debtors also have excluded rejection damage Claims of counterparties to executory contracts and unexpired leases that may or may not be rejected, to the extent such damage Claims exist. In addition, certain immaterial assets and liabilities (including unsecured claims of under \$10 against Debtor Lockwood International, Inc. ("LII")) have been excluded. Due to the voluminous number of claims against LII, unsecured claims with a value of less than \$10 were not individually listed on LII's Schedule F. Rather, these *de minimus* claims were aggregated and appear as "Vendors (43) Under \$10." The total amount the *de minimus* claims is \$121.33.

7. **Insiders.** For purposes of the Schedules and Statements, the Debtors define “insiders” pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) persons in control of the Debtors; (d) relatives of the Debtors’ directors, officers, or persons in control of the Debtors; and (e) Debtor/non-Debtor affiliates of the foregoing . Persons listed as “insiders” have been included for informational purposes only and by including them in the Schedules, shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtors do not take any position with respect to: (a) any insider’s influence over the control of the Debtors; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtors or any such insider could successfully argue that he or she is not an “insider” under applicable law or with respect to any theories of liability or for any other purpose. The listing of a party as an “insider” is not intended to be nor should be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, Claim, right, or defense, and all such rights, Claims, and defenses are hereby expressly reserved.
8. **Intellectual Property Rights.** Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.
9. **Executory Contracts.** Although the Debtors made diligent attempts to attribute an executory contract to its rightful Debtor, in certain instances, the Debtors may have inadvertently failed to do so due to the complexity and size of the Debtors’ businesses. Accordingly, the Debtors reserve all of their rights with respect to the named parties of any and all executory contracts, including the right to amend Schedule G.
10. **Classifications.** Listing (a) a Claim on Schedule D as “secured,” (b) a Claim on Schedule E/F as “priority,” (c) a Claim on Schedule E/F as “unsecured,” or (d) a contract on Schedule G as “executory” or “unexpired,” does not constitute an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors’ rights to recharacterize or reclassify such Claims or alleged contracts or to setoff of such Claims.
11. **Claims Description.** Schedules D and E/F permit each of the Debtors to designate a Claim as “disputed,” “contingent,” and/or “unliquidated.” Any failure to designate a Claim on a given Debtor’s Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by that Debtor that such amount is not “disputed,” “contingent,” or “unliquidated,” or that such Claim is not subject to objection. The Debtors reserve all of their rights to dispute, or assert offsets or defenses to, any Claim reflected on their respective Schedules and Statements on any grounds, including liability or classification. Additionally, the Debtors expressly reserve all of their rights to subsequently designate such Claims as “disputed,” “contingent,” or “unliquidated.” Moreover, listing a Claim does not constitute an admission of liability by the Debtors.
12. **Causes of Action.** Despite their commercially reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of

action against third-parties as assets in the Schedules and Statements, including causes of actions arising under chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtors reserve all of their rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Dates, in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, “Causes of Action”) they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action

13. **Summary of Significant Reporting Policies.** The following is a summary of significant reporting policies:

- **Undetermined Amounts.** The description of an amount as “unknown,” “TBD,” “undetermined” or other similar designation is not intended to reflect upon the materiality of such amount.
- **Totals.** All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
- **Non-Duplication.** Certain of the Debtors’ assets, liabilities, and prepetition payments may properly be disclosed in one Schedule or Statement as responsive to certain other Statements and Schedules, without duplication, to avoid double-counting of certain assets and liabilities. Although the Debtors have made a good faith effort to remove duplicate references of certain of their assets and liabilities, inadvertent errors or failures to omit may result in duplicate references for certain of the Debtors’ assets or liabilities.
- **Paid Claims.** The Debtors were authorized (but not directed) to pay certain outstanding prepetition Claims pursuant to various orders entered by the Bankruptcy Court. Accordingly, certain outstanding liabilities that have been reduced by postpetition payments made on account of prepetition liabilities may have been designated as either contingent or unliquidated. To the extent the Debtors pay any of the Claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all of their rights to amend or supplement the Schedules and Statements or take other action as is necessary or appropriate to avoid over-payment of or duplicate payments for any such liabilities.

- Liens. Property and equipment listed in the Schedules and Statements are presented without consideration of any liens that may attach (or have attached) to such property and equipment.
14. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.
  15. Intercompany Payables and Receivables. All intercompany receivables and payables were excluded from the Schedules and Statements.
  16. Setoffs. The Debtors periodically incur certain setoffs in the ordinary course of business.  
  
Setoffs in the ordinary course can result from various items, including intercompany transactions, pricing discrepancies, returns, warranties, credits, refunds, negotiations, and/or disputes between Debtors and their vendors, suppliers, or other counterparties regarding regulatory or governmental impositions costs incurred by Debtors, and other disputes between the Debtors and their vendors, suppliers, or other counterparties. These normal setoffs are consistent with the ordinary course of business in the Debtors' industry. Although such setoffs and other similar rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for, and as such, are or may be excluded from the Debtors' Schedules and Statements, except as specifically set forth herein.
  17. Employee Addresses. Employee addresses may have been removed from entries listed throughout the Schedules and Statements, where applicable.
  18. Global Notes Control. In the event that the Schedules and Statements differ from these Global Notes, the Global Notes shall control.

#### **Specific Disclosures with Respect to the Debtors' Schedules**

**Schedules Summary**. Except as otherwise noted, the asset information provided in the Schedules and Statements represents the January 18 Debtors' data regarding their assets as of January 17, 2018 and the January 24 Debtors' data regarding their assets as of January 23, 2018, and the liability information provided in the Schedules and Statements represents the Debtors' data regarding their liabilities as of their respective Petition Dates.

For financial reporting purposes, the Debtors and certain of their non-Debtor affiliates ordinarily prepare consolidated financial statements. Unlike the consolidated financial statements, the Schedules reflect the assets and liabilities of each Debtor on a nonconsolidated basis, except where otherwise indicated. Accordingly, the totals listed in the Schedules will likely differ, at times materially from the consolidated financial reports prepared by the Debtor for financial reporting purposes or otherwise.

The Schedules do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to be fully reconciled with the financial statements of each Debtor. Additionally, the Schedules contain unaudited information that is subject to further review and

potential adjustment, and reflect the Debtors' commercially reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis. Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of or at any time before its respective Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent as of or at any time before its respective Petition Date.

**Schedule A/B.** The listing by the Debtors of any account between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in the Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. The Debtors and all parties in interest reserve all rights with respect to such accounts.

All Debtor bank account balances except for LH Aviation LLC, 7807 Eagle Lane LLC, and Lockwood Holdings, Inc. are included in the LII cash balance.

**Schedule D.** The Debtors have not included parties that may believe their Claims are secured through setoff rights or inchoate statutory lien rights. Lockwood is the issuer or borrower, and certain of the other Debtors are guarantors, under prepetition secured debt. More specifically, on February 27, 2017, LII, Lockwood Enterprises, Inc. ("LEI"), LMG Manufacturing, Inc. ("LMI"), and Piping Components, Inc. ("PCI") entered into a Second Amendment to Amended and Restated Credit Agreement and Limited Waiver of Default with Wells Fargo Bank, N.A. and Trustmark National Bank whereby the Lenders agreed to extend a revolving line of credit in the amount of \$72 million. Debtors Lockwood Holdings, Inc. ("LHI"), 7807 Eagle Lane, LLC ("7807"), and LH Aviation, LLC ("LHA") are guarantors on this line of credit, as is Michael F. Lockwood individually. The amounts outstanding under the Debtors' prepetition secured debt reflect approximate amounts as of the Petition Dates.

Descriptions provided on Schedule D are intended only to be a summary. Reference to the applicable loan documents is necessary for a complete description of the collateral and the nature, extent, and priority of any liens.

**Schedule E/F.** The listing by the Debtors of any account between a Debtor and another Debtor or between a Debtor and a non-Debtor affiliate is a statement of what appears in a particular Debtor's books and records and does not reflect any admission or conclusion of the Debtors regarding the allowance, classification, characterization, validity, or priority of such account. The Debtors take no position in the Schedules and Statements as to whether such accounts would be allowed as a Claim, an Interest, or not allowed at all. The Debtors and all parties in interest reserve all rights with respect to such accounts.

The claims of individual creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors' books and records and may not reflect credits, allowances, or other adjustments due from such creditors to the Debtors. The Debtors reserve all

of their rights with regard to such credits, allowances, and other adjustments, including the right to assert claims objections and/or setoffs with respect to the same.

Under the *Order Authorizing the Payment of Certain Prepetition Taxes and Fees and Granting Related Relief* [Docket No. 97], and as set forth and supplemented on the record during the chapter 11 cases, the Bankruptcy Court granted the Debtors the authority to pay the prepetition Claims of regulatory authorities on account of taxes and fees. The amounts accrued and payable on account of such Claims may not be reflected on the Schedule E/F.

Under the *Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, and Other Compensation, and (B) Maintain Employee Benefits Programs, and (II) Directing Financial Institutions to Receive, Process, Honor and Pay All Checks Presented for Payment and to Honor All Fund Transfer Requests Related Thereto*, [Docket No. 34] (the “Wages Order”), the Bankruptcy Court granted the Debtors authority to pay or honor certain prepetition obligations for employee wages, salaries, and other compensation, reimbursable employee expenses, and employee medical and similar benefits. The Debtors have not listed on Schedule E/F any wage or wage-related obligations for which the Debtors have been granted authority to pay pursuant to any order that has been entered by the Bankruptcy Court. The Debtors believe that all such claims have been, or will be, satisfied in the ordinary course during their chapter 11 cases pursuant to the authority granted in the Wages Order.

Schedule E/F does not include certain deferred charges, deferred liabilities, accruals, or general reserves. Such amounts are, however, reflected on the Debtors’ books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific Claims as of the Petition Dates. The Claim of any vendor not included on the Debtors’ open accounts payable that is associated with an account that has an accrual or receipt not invoiced may not be reflected on Schedule E/F. The Debtors reserve their rights to pay postpetition accrued Claims in the ordinary course of business, postpetition.

**Schedule G.** Although commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, the Debtors’ review is ongoing at the time of the filing of the Schedules and Statements, and inadvertent errors, omissions, or over-inclusion may have occurred in preparing Schedule G. In spite of best efforts, in some instances, the Debtors may not have been able to identify which Debtor entity is party to a particular contract. The Debtors and their professionals have undertaken commercially reasonable efforts to list such contracts in Schedule G for the appropriate Debtor or in the schedules of Lockwood. Certain of the instruments reflected on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional lands, and other miscellaneous rights. Such rights, powers, duties, and obligations may not be separately set forth on Schedule G. The Debtors hereby expressly reserve the right to assert that any instrument listed on Schedule G is or is not an executory contract within the meaning of section 365 of the Bankruptcy Code. The Debtors reserve all of their rights, claims, and causes of action with respect to claims associated with any contracts and agreements listed on Schedule A/B, including their right to dispute or challenge the characterization or the structure of any transaction, document, or instrument (including any intercompany agreement) related to a creditor’s claim.

Certain confidentiality and non-compete agreements may not be listed on Schedule G. The Debtors reserve all of their rights with respect to such agreements.

Certain of the contracts and agreements listed on Schedule G may consist of several parts, including, purchase orders, amendments, restatements, waivers, letters, and other documents that may not be listed on Schedule G or that may be listed as a single entry.

The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda, and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider.

#### **Specific Disclosures with Respect to the Debtors' Statements**

**Statement 2.** For financial reporting purposes, the Debtors and certain of their non-Debtor affiliates historically prepare consolidated financial statements. Unlike those consolidated financial statements, Statement 2 reflects the non-business revenue of each Debtor on a nonconsolidated basis. Accordingly, non-business revenue reported for individual Debtors may be shown in the Statements as revenue for that Debtor, whereas on a consolidated basis, may be shown as a net expense.

**Statement 3.** In Statement 3, disbursements made on account of multiple invoices may be reflected as a single payment.

As set forth more specifically pursuant to Global Note 16, the Debtors periodically incur setoffs in the ordinary course of business with certain of their creditors. Any negative amounts listed in Statement 3 are credits due and owing to the Debtors from such creditors, and the Debtors reserve and preserve all rights to deduct such credits from any past payments to specific creditors set forth in Statement 3 or future payments to those creditors. Certain same day credits and payments to creditors that the Debtors voided on the same business day are not set forth in Statement 3.

**Statement 4.** Directors and officers listed as transferees in Statement 4 for the Debtors may be (i) directors or officers of one or more Debtor as well as directors or officers of other Debtors or non-Debtor affiliates or (ii) former directors or officers no longer employed by the Debtors.

Statement 4 does not include payments made to certain employee benefit providers in the ordinary course for the benefit of employee insiders.

**Statement 14.** The Debtors' principal place of business is located at 10203 Wallisville Rd., Houston, TX 77032.

**Statements 28 and 29.** Certain of the directors and officers set forth in Statements 28 and 29 may hold equity securities in Lockwood.

Respectfully submitted this 13<sup>th</sup> day of March, 2018.

**GRAY REED & McGRAW LLP**

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**COUNSEL TO THE DEBTORS**

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the 13th day of March, 2018, he caused a true and correct copy of the foregoing pleading to be served via CM/ECF on all parties who have subscribed for electronic notice in this case.

/s/ Jason S. Brookner  
Jason S. Brookner

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

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In re:	§	
	§	
	§	Chapter 11
LOCKWOOD HOLDINGS, INC., et. al. <sup>1</sup>	§	
	§	Case No. 18-30197 (DRJ)
Debtors.	§	
	§	Jointly Administered
	§	

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**SCHEDULE OF ASSETS AND LIABILITIES FOR  
7807 EAGLE LANE, LLC  
(CASE NO. 18-30271)**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are: Lockwood Holdings, Inc. (9726); LH Aviation, LLC (6984); Piping Components, Inc. (0197); Lockwood International, Inc. (8597); LMG Manufacturing, Inc. (9468); Lockwood Enterprises, Inc. (6504); and 7807 Eagle Lane, LLC (7382).

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 18-30271

Check if this is an amended filing

**Official Form 206Sum  
Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets**

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. <b>Real property:</b> Copy line 88 from <i>Schedule A/B</i> .....	\$ <u>800,000.00</u>
1b. <b>Total personal property:</b> Copy line 91A from <i>Schedule A/B</i> .....	\$ <u>21,865.02</u>
1c. <b>Total of all property:</b> Copy line 92 from <i>Schedule A/B</i> .....	\$ <u>821,865.02</u>

**Part 2: Summary of Liabilities**

2. <b>Schedule D: Creditors Who Have Claims Secured by Property</b> (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$ <u>81,791,255.00</u>
3. <b>Schedule E/F: Creditors Who Have Unsecured Claims</b> (Official Form 206E/F)	
3a. <b>Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$ <u>10,140.50</u>
3b. <b>Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$ <u>7,337.08</u>
4. <b>Total liabilities</b> ..... Lines 2 + 3a + 3b	\$ <u>81,808,732.58</u>

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 18-30271

Check if this is an amended filing

## Official Form 206A/B

### Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.  
 Yes Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor**

**Current value of debtor's interest**

2. **Cash on hand** \$0.00

3. **Checking, savings, money market, or financial brokerage accounts** (*Identify all*)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
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3.1. <u>Wells Fargo</u>	<u>Checking</u>	<u>3493</u>	<u>\$20,865.02</u>
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4. **Other cash equivalents** (*Identify all*)

4.1. <u>N/A</u>			<u>\$0.00</u>
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5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

<u>\$20,865.02</u>
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**Part 2: Deposits and Prepayments**

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.  
 Yes Fill in the information below.

**Part 3: Accounts receivable**

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.  
 Yes Fill in the information below.



Debtor 7807 Eagle Lane, LLC  
Name

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55.1.	<b>Airplane Hangar</b> <b>7807 Eagle Lane</b> <b>Spring, TX 77379</b>	<b>100%</b>	<b>\$792,256.30</b>	<b>Average Cost</b>	<b>\$800,000.00</b>
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56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.  
Copy the total to line 88.

<b>\$800,000.00</b>
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57. **Is a depreciation schedule available for any of the property listed in Part 9?**

- No
- Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

- No
- Yes

**Part 10: Intangibles and intellectual property**

59. **Does the debtor have any interests in intangibles or intellectual property?**

- No. Go to Part 11.
- Yes Fill in the information below.

**Part 11: All other assets**

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
- Yes Fill in the information below.

Debtor **7807 Eagle Lane, LLC**  
Name

Case number (If known) **18-30271**

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1</i>	<b>\$20,865.02</b>	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	<b>\$0.00</b>	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	<b>\$1,000.00</b>	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	<b>\$0.00</b>	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	<b>\$0.00</b>	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	<b>\$0.00</b>	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	<b>\$0.00</b>	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	<b>\$0.00</b>	
88. <b>Real property.</b> <i>Copy line 56, Part 9.....&gt;</i>		<b>\$800,000.00</b>
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	<b>\$0.00</b>	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	<b>+</b> <b>\$0.00</b>	
91. <b>Total.</b> Add lines 80 through 90 for each column	<b>\$21,865.02</b>	<b>+</b> 91b. <b>\$800,000.00</b>
92. <b>Total of all property on Schedule A/B.</b> Add lines 91a+91b=92		<b>\$821,865.02</b>

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC  
 United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS  
 Case number (if known) 18-30271

Check if this is an amended filing

**Official Form 206D**

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A	Column B
		Amount of claim	Value of collateral that supports this claim
		Do not deduct the value of collateral.	
<p><b>2.1</b> <u>H.A. &amp; Brenda Cooper</u>  <small>Creditor's Name</small></p> <p><u>3415 Brookhaven Dr.</u>  <u>Montgomery, TX 77356</u>  <small>Creditor's mailing address</small></p> <p><small>Creditor's email address, if known</small></p> <p><b>Date debt was incurred</b>  <u>10/10/2014</u></p> <p><b>Last 4 digits of account number</b></p> <p><b>Do multiple creditors have an interest in the same property?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p>	<p><b>Describe debtor's property that is subject to a lien</b>  <u>Airplane Hangar</u>  <u>7807 Eagle Lane</u>  <u>Spring, Texas 77379</u></p> <p><b>Describe the lien</b></p> <p><b>Is the creditor an insider or related party?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes</p> <p><b>Is anyone else liable on this claim?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p><b>As of the petition filing date, the claim is:</b>                      Check all that apply  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p>	<p><u>\$522,921.00</u></p>	<p><u>\$800,000.00</u></p>

<p><b>2.2</b> <u>Wells Fargo</u>  <small>Creditor's Name</small></p> <p><u>Wells Fargo- COMML</u>  <u>Operations</u>  <u>MAC C7328-011 Dept. 243</u>  <u>Denver, CO 80291-0243</u>  <small>Creditor's mailing address</small></p> <p><small>Creditor's email address, if known</small></p> <p><b>Date debt was incurred</b>  <u>10/14/2011</u></p> <p><b>Last 4 digits of account number</b></p> <p><b>Do multiple creditors have an interest in the same property?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p>	<p><b>Describe debtor's property that is subject to a lien</b>  <u>Land &amp; Buildings</u></p> <p><b>Describe the lien</b></p> <p><b>Is the creditor an insider or related party?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes</p> <p><b>Is anyone else liable on this claim?</b>  <input type="checkbox"/> No  <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p><b>As of the petition filing date, the claim is:</b>                      Check all that apply</p>	<p><u>\$22,809,147.00</u></p>	<p><u>\$33,000,000.00</u></p>
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Debtor **7807 Eagle Lane, LLC** Case number (if know) **18-30271**  
 Name

- No  Contingent  
 Yes. Specify each creditor, including this creditor and its relative priority.  Unliquidated  Disputed

<p><b>2.3 Wells Fargo Bank</b>                  Creditor's Name  <b>Wells Fargo- COMML Operations</b>  <b>MAC C7328-011 Dept. 243</b>  <b>Denver, CO 80291-0243</b>                  Creditor's mailing address</p> <hr/> <p>Creditor's email address, if known</p> <p><b>Date debt was incurred</b>  <b>10/14/2011</b></p> <p><b>Last 4 digits of account number</b></p> <hr/> <p><b>Do multiple creditors have an interest in the same property?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p>	<p><b>Describe debtor's property that is subject to a lien</b>  <b>Land</b></p> <hr/> <p><b>Describe the lien</b></p> <hr/> <p><b>Is the creditor an insider or related party?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes</p> <p><b>Is anyone else liable on this claim?</b>  <input type="checkbox"/> No  <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <hr/> <p><b>As of the petition filing date, the claim is:</b>                  Check all that apply  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p>	<p><b>\$3,861,614.00</b></p> <hr/> <p><b>\$7,000,000.00</b></p>
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<p><b>2.4 Wells Fargo Bank</b>                  Creditor's Name  <b>Wells Fargo- COMML Operations</b>  <b>MAC C7328-011 Dept. 243</b>  <b>Denver, CO 80291-0243</b>                  Creditor's mailing address</p> <hr/> <p>Creditor's email address, if known</p> <p><b>Date debt was incurred</b>  <b>9/30/2015</b></p> <p><b>Last 4 digits of account number</b></p> <hr/> <p><b>Do multiple creditors have an interest in the same property?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p>	<p><b>Describe debtor's property that is subject to a lien</b>  <b>Inventory/ Receivables/ Property &amp; Equipment</b></p> <hr/> <p><b>Describe the lien</b></p> <hr/> <p><b>Is the creditor an insider or related party?</b>  <input checked="" type="checkbox"/> No  <input type="checkbox"/> Yes</p> <p><b>Is anyone else liable on this claim?</b>  <input type="checkbox"/> No  <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <hr/> <p><b>As of the petition filing date, the claim is:</b>                  Check all that apply  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p>	<p><b>\$54,597,573.00</b></p> <hr/> <p><b>\$76,000,000.00</b></p>
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3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. **\$81,791,255.00**

**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Debtor **7807 Eagle Lane, LLC**  
Name

Case number (if know) **18-30271**

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 18-30271

Check if this is an amended filing

**Official Form 206E/F**  
**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.

Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address <b>Harris County</b> <b>c/o Ann Harris Bennett</b> <b>Tax Assessor Collector</b> <b>P.O. Box</b> <b>Houston, TX 77210-4622</b>		
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$3,728.38</b>	<b>\$3,728.38</b>
	Date or dates debt was incurred <b>12/03/17</b>		
	Basis for the claim: <b>Taxes</b>		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

2.2	Priority creditor's name and mailing address <b>Klein ISD</b> <b>7200 Spring Cypress Road</b> <b>Spring, TX 77379</b>		
	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$6,412.12</b>	<b>\$6,412.12</b>
	Date or dates debt was incurred <b>12/03/17</b>		
	Basis for the claim: <b>Taxes</b>		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

Debtor <b>7807 Eagle Lane, LLC</b> Name		Case number (if known) <b>18-30271</b>
3.1	<b>Nonpriority creditor's name and mailing address</b> <b>Arborlite</b> <b>4606 FM 1960 West</b> <b>Houston, TX 77069</b> Date(s) debt was incurred <u>12/07/17</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$508.66</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Service Provider</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.2	<b>Nonpriority creditor's name and mailing address</b> <b>AT&amp;T</b> <b>P. O. Box 5014</b> <b>Carol Stream, IL 60197</b> Date(s) debt was incurred <u>Various</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$114.84</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Service Provider</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.3	<b>Nonpriority creditor's name and mailing address</b> <b>Brilliant Energy</b> <b>800 Wilcrest Dr. #109</b> <b>Houston, TX 77042</b> Date(s) debt was incurred <u>11/28/17</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$555.08</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Utility</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.4	<b>Nonpriority creditor's name and mailing address</b> <b>H.A. &amp; Brenda Cooper</b> <b>3415 Brookhaven Dr.</b> <b>Montgomery, TX 77356</b> Date(s) debt was incurred <u>12/20/17</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$5,147.53</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Rent</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.5	<b>Nonpriority creditor's name and mailing address</b> <b>Hudson Energy</b> <b>5251 Westheimer Rd</b> <b>Houston, TX 77056</b> Date(s) debt was incurred <u>01/01/18</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$242.97</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Utility</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.6	<b>Nonpriority creditor's name and mailing address</b> <b>Northwest Airport Management</b> <b>20803 Stuebner Airline Rd.</b> <b>Spring, TX 77379</b> Date(s) debt was incurred <u>12/28/17</u> Last 4 digits of account number <u>    </u>	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <b>\$768.00</b> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> <u>Service Provider</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
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**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

Debtor **7807 Eagle Lane, LLC**  
Name

Case number (if known) **18-30271**

5a. Total claims from Part 1

5a. \$ 10,140.50

5b. Total claims from Part 2

5b. + \$ 7,337.08

5c. Total of Parts 1 and 2  
Lines 5a + 5b = 5c.

5c. \$ 17,477.58

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 18-30271

Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

- No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

2.2 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

2.3 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

2.4 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining \_\_\_\_\_

List the contract number of any government contract \_\_\_\_\_

**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 18-30271

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**Official Form 206H  
Schedule H: Your Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Do you have any codebtors?**

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.  
 Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G.** Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

	Name	Mailing Address	Name	Check all schedules that apply:
2.1	LH Aviation, LLC	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2	LH Aviation, LLC	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3	LH Aviation, LLC	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.4	LMG Manufacturing, Inc.	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Debtor **7807 Eagle Lane, LLC**

Case number (if known) **18-30271**

**Additional Page to List More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.5 **LMG Manufacturing, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo**       D 2.2  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.6 **LMG Manufacturing, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.4  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.7 **Lockwood Enterprises, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.3  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.8 **Lockwood Enterprises, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo**       D 2.2  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.9 **Lockwood Enterprises, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.4  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.10 **Lockwood Holdings, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.3  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.11 **Lockwood Holdings, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo**       D 2.2  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

Debtor **7807 Eagle Lane, LLC**

Case number (if known) **18-30271**

**Additional Page to List More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.12 **Lockwood Holdings, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.4  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.13 **Lockwood International, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.3  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.14 **Lockwood International, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo**       D 2.2  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.15 **Lockwood International, Inc.**      **10002 Windfern Road Bldg. B Houston, TX 77064**      **Wells Fargo Bank**       D 2.4  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.16 **Michael F. Lockwood**      **10203 Wallisville Road Houston, TX 77013**      **Wells Fargo Bank**       D 2.3  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.17 **Michael F. Lockwood**      **10203 Wallisville Road Houston, TX 77013**      **Wells Fargo**       D 2.2  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

2.18 **Michael F. Lockwood**      **10203 Wallisville Road Houston, TX 77013**      **Wells Fargo Bank**       D 2.4  
 E/F \_\_\_\_\_  
 G \_\_\_\_\_

Debtor 7807 Eagle Lane, LLC

Case number (if known) 18-30271

**Additional Page to List More Codebtors**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.19	Piping Components, Inc.	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo Bank	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.20	Piping Components, Inc.	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.21	Piping Components, Inc.	10002 Windfern Road Bldg. B Houston, TX 77064	Wells Fargo Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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**Fill in this information to identify the case:**

Debtor name 7807 Eagle Lane, LLC  
 United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS  
 Case number (if known) 18-30271

Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

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

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

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

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

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

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

Executed on March 14, 2018

**X /s/ Mark Shapiro**  
 \_\_\_\_\_  
 Signature of individual signing on behalf of debtor

**Mark Shapiro**  
 \_\_\_\_\_  
 Printed name

**Chief Restructuring Officer**  
 \_\_\_\_\_  
 Position or relationship to debtor