

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

In re: NITRO FLUIDS, LLC <p style="text-align: center;">Debtor.¹</p>	§ § § § § § § §	Chapter 11 Case No. 24-60018 (CML)
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**GLOBAL NOTES AND STATEMENT OF LIMITATIONS,
METHODS, AND DISCLAIMERS REGARDING THE DEBTOR'S SCHEDULE
OF ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

The above-captioned debtor (the “Debtor”), by and through its undersigned counsel, is filing its Schedule of Assets and Liabilities (the “Schedules”) and Statement of Financial Affairs (the “SOFA”) in the United States Bankruptcy Court for the Southern District of Texas, Victoria Division (the “Bankruptcy Court”). The Debtor prepared the Schedules and SOFA in accordance with § 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These Global Notes and Statement of Limitations, Methods, and Disclaimers Regarding the Debtor’s Schedules of Assets and Liabilities and Statements of Financial Affairs (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of the Schedules and SOFA. These Global Notes should be referred to and reviewed in connection with any review of the Schedules and SOFA.

The Schedules and SOFA have been prepared by Brad Walker, the Debtor’s Chief Restructuring Officer in consultation with the Debtor’s management team and advisors and are unaudited and subject to further review and potential revision. In preparing the Schedules and SOFA, the Debtor relied on financial data derived from the Debtor’s books and records as it was available at the time of preparation. Mr. Walker, the Debtor’s management, and advisors have made reasonable efforts to ensure that they are as accurate and complete as possible under the circumstances. However, subsequent information or discovery may result in material changes to the Schedules and SOFA, and inadvertent errors or omissions may exist. Notwithstanding any such discovery or new information however, the Debtor may, but shall not be required to, update the Schedules and SOFA.

Reservation of Rights. Nothing contained in the Schedules and SOFA or these Global Notes shall constitute a waiver of any of the Debtor’s rights or an admission with respect to its bankruptcy

¹ The last four digits of the Federal Tax ID number for Nitro Fluids, LLC are 2119 and the location of the service address for Nitro Fluids, LLC is: 117 Broadway, Nordheim, TX 78141.

case, including, but not limited to, any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or recharacterization of contracts, assumption or rejection of contracts under the provisions of chapter 3 of the Bankruptcy Code, or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable laws to recover assets or avoid transfers.

Description of the Case and “as of” Information Date. On May 15, 2024 (the “**Petition Date**”), the Debtor filed a petition for relief with the Bankruptcy Court under chapter 11 of the Bankruptcy Code. A detailed description of the Debtor, its business, and the facts and circumstances supporting the Schedules and SOFA and the chapter 11 case are described in detail in the *Declaration of Brad Walker in Support of the Debtors’ Chapter 11 Petitions and Requests for First Day Relief*, which was filed on May 17, 2024 [Docket No. 19 in Case No. 24-60018].

Given the nature of the case and the Debtor’s assets, the valuations given are estimates at varying points in time. This is because those values fluctuate over time and, given the nature of the Debtor’s business and its assets and liabilities, the Debtor is presenting these filings in its best attempt to “mark to market” the types of assets it owns in each category of assets and liabilities. In some instances, equipment values have been stated as set forth in recent valuations conducted on such assets.

Amendment. Although reasonable efforts were made to file complete and accurate Schedules and SOFA, inadvertent errors or omissions may exist. Thus, the Debtor reserves all rights, but shall not be required to, to amend or supplement its Schedules and SOFA from time to time as may be necessary or appropriate.

Basis of Presentation. Although these Schedules and SOFA may, at times, incorporate information prepared in accordance with generally accepted accounting principles (“**GAAP**”), the Schedules and SOFA do not purport to represent or reconcile financial statements otherwise prepared or distributed by the Debtor in accordance with GAAP, income tax basis, or otherwise. To the extent that the Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent or insolvent on the Petition Date or at any time prior to the Petition Date. Likewise, to the extent that the Debtor shows more liabilities than assets, this is not an admission that the Debtor was solvent or insolvent on the Petition Date or at any time prior to the Petition Date.

Insiders. For purposes of the Schedules and SOFA, the term “insiders” shall have the meaning set forth in Bankruptcy Code § 101(31).

Persons listed in the SOFA as insiders have been included for informational purposes only. The Debtor does not take any position with respect to (a) such person’s influence over the control of the Debtor; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an insider under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.

Recharacterization. The Debtor has made reasonable efforts to characterize, classify, categorize, and designate the claims, assets, executory contracts, unexpired leases, and other items reported in

the Schedules and SOFA correctly. The Debtor reserves all rights to recharacterize, reclassify, recategorize, and redesignate items reported in the Schedules and SOFA at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts listed herein were executory as of the Petition Date or remain executory post-petition and whether leases listed herein were unexpired as of the Petition Date or remain unexpired post-petition.

Summary of Significant Reporting Policies.

Current Market Value and Net Book Value. In many instances, current market valuations are neither maintained by nor readily ascertainable by the Debtor. The Debtor has used its best efforts to estimate the assets value or provided that the value is unknown. Where indicated, the disclosures may provide that the retail value is provided. Additionally, as set forth above, certain of the values have been provided based upon recent valuations of assets of the Debtor.

Liabilities. Unless otherwise indicated, all liabilities are listed as of the Petition Date.

Credits and Adjustments. The claims of individual creditors are listed as the amounts entered on the Debtor's books and records and may not reflect credits, allowances, or other adjustments due from such creditors to the Debtor. The Debtor reserves all 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.

Undetermined Amounts. The description of an amount as "unknown," "TBD," or "undetermined" is not intended to reflect upon the materiality of such amount.

Totals. All totals that are included in the Schedules and SOFA's represent totals of all currently known amounts included in the Debtor's books and records as of the Petition Date. To the extent that there are undetermined amounts, the actual total may be different from the listed total.

Classifications. Listing a claim (a) on Schedule D as "secured," (b) on Schedule E as "priority," or (c) on Schedule F as "unsecured priority," or listing a contract or lease on Schedule G as "executory" or "unexpired" does not constitute an admission by the Debtor of the legal rights of the claimant or a waiver of the Debtor's right to recharacterize or reclassify such claim, contract, or lease.

Claims Description. Any failure to designate a claim on a given Debtor's Schedules as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is not "disputed," "contingent," or "unliquidated." The Debtor reserves all rights to dispute, or to assert any offsets or defenses to, any claim reflected on its respective Schedules on any grounds, including, without limitation, amount, liability, validity, priority, or classification, or to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated." Listing a claim does not constitute an admission of liability by the Debtor, and the Debtor reserves the right, but shall not be required, to amend the Schedules accordingly.

Guarantees and Other Secondary Liability Claims. The Debtor has used reasonable efforts to locate and identify guarantees and other secondary liability claims (collectively, the "Guarantees") in its

executory contracts, unexpired leases, secured financing, debt instruments, and other such agreements. The Debtor's review of its contracts in such regard is ongoing. Where such Guarantees have been identified, they have been included in the relevant Schedule for the Debtor. Further, certain Guarantees embedded in the Debtor's executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements may have been inadvertently omitted. Thus, the Debtor reserves its right to amend the Schedules to the extent that additional Guarantees are identified. In addition, the Debtor reserves the right, but shall not be required, to amend the Schedules and SOFA to recharacterize or reclassify any such contract, lease, claim, or Guarantee.

Causes of Action. The Debtor, despite its best efforts, may not have listed all of its causes of action (filed or potential) against third parties as assets in the Schedules and SOFA. The Debtor reserves all of its rights with respect to any causes of action they may have, and neither these Global Notes nor the Schedules and SOFA shall be deemed a waiver of any such causes of action.

Schedule A – Real Property. The Debtor's failure to list any rights in real property on Schedule A should not be construed as a waiver of any such rights that may exist, whether known or unknown at this time.

Schedule B – Personal Property. Personal property owned by the Debtor is listed in the Schedule B. To the extent that the Debtor has not been able to identify the actual physical location of certain personal property, the Debtor has reported the address of the Debtor's principal place of business.

Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by its terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

Schedule D – Creditors Holding Secured Claims. The Debtor reserves the right to dispute or challenge the validity, perfection, priority, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D. Moreover, although the Debtor may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtor's assets in which such all creditors may have a lien has been undertaken.

The descriptions in Schedule D are intended to be only a summary. Reference to the applicable agreements and related documents and a determination of the creditors' compliance with applicable law is necessary for a complete description of the collateral and the nature, extent, and priority of any liens. Nothing in the Global Notes or the Schedules and SOFA shall be deemed a modification or interpretation of the terms of such agreements or related documents.

Schedule E – Creditors Holding Unsecured Priority Claims. Listing a claim on Schedule E as "unsecured priority" does not constitute the Debtor taking a position on the legal rights of the claimant. The Debtor expressly reserves the right to assert that any claim listed on Schedule E does not constitute an unsecured priority claim under section 507 of the Bankruptcy Code.

The claims listed on Schedule E arose, or were incurred on, various dates and a determination of each date upon which each claim arose, or was incurred, would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included for each claim. All claims listed on

Schedule E, however, appear to have arisen, or to have been incurred, on or before the Petition Date.

Schedule F – Creditors Holding Unsecured Nonpriority Claims. Listing a claim on Schedule F as “unsecured nonpriority” does not constitute an admission by the Debtor of any legal rights of the claimant. The Debtor expressly reserves the right to assert that any claim listed on Schedule F does not constitute an unsecured nonpriority claim (including the right to assert that any such claim constitutes a secured or priority claim). Additionally, noting that a claim on Schedule F is “subject to setoff” does not constitute an admission by the Debtor of the legal rights of the claimant. The Debtor expressly reserves the right to assert that any claim listed on Schedule F is not subject to setoff or dispute any claim to such setoff.

Certain creditors may assert mechanic’s, materialman’s, or other statutory liens against the Debtor for amounts listed on Schedule F. The Debtor reserves its right to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be perfected by a creditor listed on Schedule F.

The claims listed on Schedule F arose, or were incurred, on various dates, and a determination of each date upon which each claim arose, or was incurred, would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included for each claim. All claims listed on Schedule F, however, appear to have arisen, or to have been incurred, prior to the Petition Date.

Schedule G – Executory Contracts and Unexpired Leases. Although reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, the Debtor’s review is ongoing, and inadvertent errors, omissions, or over- inclusion may have occurred.

The Debtor reserves all its rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument. Certain executory agreements may not have been memorialized in writing and could be subject to dispute. Generally, executory agreements that are oral in nature have not been included in Schedule G. The Debtor may be a party to various other agreements concerning real property, such as supplemental agreements, amendments/letter agreements, title documents, consents, site plans, maps, office services, and other miscellaneous agreements. Such agreements, if any, are not set forth in Schedule G. Further, the Debtor is a party to master service agreements with numerous entities for which the Debtor is not currently performing work pursuant to those agreements. Such agreements are not set forth in Schedule G. Also, the Debtor has not listed on Schedule G monthly service contracts for which the Debtor is not obligated long-term and can cancel at any time.

Schedule H – Co-Obligors. Although the Debtor has made every effort to ensure the accuracy of Schedule H, inadvertent errors, omissions, or inclusions may have occurred. The Debtor hereby reserves all rights to dispute the validity, status, and enforceability of any obligations set forth on Schedule H and to further amend or supplement such Schedule as necessary.

The Debtor further reserves all rights, claims, and causes of action with respect to the obligations listed on Schedule H, including the right to dispute or challenge the characterization or the structure

of any transaction, document, or instrument related to a creditor's claim. The listing of a contract, guarantee, or other obligation on Schedule H shall not be deemed an admission that such obligation is binding, valid, or enforceable.

SOFA – Transfers Outside of the Ordinary Course of Business. Nothing in the Debtor's response to Question 13 constitutes an admission by the Debtor that such transfers were outside of the ordinary course of the Debtor's business.

Fill in this information to identify the case:

Debtor name Nitro Fluids, LLC

United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number (if known): 24-60018

☐ Check if this is an amended filing

Official Form 207**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year				Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From <u>01/01/2024</u> MM / DD / YYYY	to	Filing date	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>643,533.34</u>
For prior year:	From <u>01/01/2023</u> MM / DD / YYYY	to	<u>12/31/2023</u> MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>14,803,142.13</u>
For the year before that:	From <u>01/01/2022</u> MM / DD / YYYY	to	<u>12/31/2022</u> MM / DD / YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>16,533,702.38</u>

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

				Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From _____ MM / DD / YYYY	to	Filing date	_____	\$ _____
For prior year:	From _____ MM / DD / YYYY	to	_____ MM / DD / YYYY	_____	\$ _____
For the year before that:	From _____ MM / DD / YYYY	to	_____ MM / DD / YYYY	_____	\$ _____

Debtor Nitro Fluids, LLC Case number (if known) 24-60018
 Name

Part 2: List Certain Transfers Made Before Filing for Bankruptcy
3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None **Ex. SOFA.3**

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Creditor's name Street City State ZIP Code		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Creditor's name Street City State ZIP Code		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None **Ex. SOFA.4**

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name Street City State ZIP Code		\$	
Relationship to debtor			
4.2. Insider's name Street City State ZIP Code		\$	
Relationship to debtor			

Debtor Nitro Fluids, LLC Case number (if known) 24-60018
 Name

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____
5.2. Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name _____ Street _____ City State ZIP Code	_____ _____ _____	_____ _____ _____	\$ _____
Last 4 digits of account number: XXXX- ____ _			

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Cameron International vs Nitro Fluids	830 Patent Infringement	SOUTHERN DISTRICT OF TEXAS (Houston) Name 515 Rusk Avenue Street Houston Texas 77002 City State ZIP Code	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number 4:18-cv-02533			
7.2. Case title		Court or agency's name and address Name Street City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number			

Debtor

Nitro Fluids, LLC

Name

Case number (if known) 24-60018

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address	Description of the property	Value
Custodian's name		\$
Street		
City State ZIP Code		
	Case title	Court name and address
		Name
	Case number	Street
	Date of order or assignment	City State ZIP Code

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. Ex. SOFA.9			\$
Recipient's name			
Street			
City State ZIP Code			
Recipient's relationship to debtor			
9.2. Recipient's name			\$
Street			
City State ZIP Code			
Recipient's relationship to debtor			

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
			\$

Debtor

Nitro Fluids, LLC

Name

Case number (if known) 24-60018

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Bonds Ellis Eppich Schafer Jones, LLP		4/18/2024	\$ 200,000.00
	Address 420 Throckmorton St, Suite 1000 <small>Street</small> Fort Worth Tx 76102 <small>City State ZIP Code</small>			
	Email or website address			
	Who made the payment, if not debtor?			

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.				\$ _____
	Address _____ <small>Street</small> _____ _____ <small>City State ZIP Code</small>			
	Email or website address			
	Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
				\$ _____
	Trustee			

Debtor Nitro Fluids, LLC
NameCase number (if known) 24-60018**13. Transfers not already listed on this statement**

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None Ex. SOFA.13

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1. _____	_____	_____	\$ _____
Address _____ Street _____ _____ City State ZIP Code			
Relationship to debtor _____			
13.2. _____	_____	_____	\$ _____
Address _____ Street _____ _____ City State ZIP Code			
Relationship to debtor _____			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address	Dates of occupancy	
	From	To
14.1. _____ Street _____ _____ City State ZIP Code	_____	_____
14.2. _____ Street _____ _____ City State ZIP Code	_____	_____

Debtor Nitro Fluids, LLC
Name

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Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.1.

Facility name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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15.2.

Facility name		
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City State ZIP Code		Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained. _____
- Does the debtor have a privacy policy about that information?
- ☐ No
- ☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?
- ☐ No. Go to Part 10.
- ☒ Yes. Fill in below:

Name of plan	Employer identification number of the plan
Ascebsus 401(k)	EIN: 2 7 - 3 4 0 2 1 1 9

Has the plan been terminated?

- ☒ No
- ☐ Yes

Debtor

Nitro Fluids, LLC

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Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Name _____ Street _____ City State ZIP Code	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2.	Name _____ Street _____ City State ZIP Code	XXXX-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City State ZIP Code	_____ _____ _____ Address _____ _____	_____ _____ _____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City State ZIP Code	_____ _____ _____ Address _____ _____	_____ _____ _____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Nitro Fluids, LLC Case number (if known) 24-60018
 Name

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own
21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No
☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
	City State ZIP Code		<input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Debtor

Nitro Fluids, LLC

Name

Case number (if known) 24-60018

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
- ☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____	_____	_____
Street _____	Street _____	_____	
_____	_____	_____	
City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____		

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN. EIN: ____ - ____ - ____ - ____ - ____ - ____
25.1. NFH Leasing, LLC Name _____ 117 Broadway Street _____ Nordheim Tx 78141 City State ZIP Code	_____ _____ _____	Dates business existed From 1/29/2021 To current
25.2. _____ Name _____ _____ Street _____ _____ City _____ State _____ ZIP Code _____	_____ _____ _____	Employer Identification number Do not include Social Security number or ITIN. EIN: ____ - ____ - ____ - ____ - ____ - ____ Dates business existed From _____ To _____
25.3. _____ Name _____ _____ Street _____ _____ City _____ State _____ ZIP Code _____	_____ _____ _____	Employer Identification number Do not include Social Security number or ITIN. EIN: ____ - ____ - ____ - ____ - ____ - ____ Dates business existed From _____ To _____

Debtor Nitro Fluids, LLC Case number (if known) 24-60018
 Name

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Dates of service
26a.1. Name <u>Kelly Prentiss</u> Street <u>117 Broadway</u> <u>Nordheim</u> Tx <u>78141</u> City State ZIP Code	From <u>2016</u> To <u>Current</u>

Name and address	Dates of service
26a.2. Name <u>Samantha Von Roeder</u> Street <u>117 Broadway</u> <u>Nordheim</u> TX <u>78141</u> City State ZIP Code	From <u>2009</u> To <u>Current</u>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address	Dates of service
26b.1. Name <u>Buckley & Associates</u> Street <u>Suite 500</u> <u>Corpus Christi</u> Tx <u>78401</u> City State ZIP Code	From <u>2014</u> To <u>Current</u>

Name and address	Dates of service
26b.2. Name _____ Street _____ City _____ State _____ ZIP Code _____	From _____ To _____

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. Name <u>See above in 26.a and 26 b.</u> Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____

Debtor

Nitro Fluids, LLC

Name

Case number (if known) 24-60018

Name and address**If any books of account and records are unavailable, explain why**

26c.2.

Name

Street

City

State

ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None
Name and address

26d.1.

Ex. SOFA.26d

Name

Street

City

State

ZIP Code

Name and address

26d.2.

Name

Street

City

State

ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No

☒ Yes. Give the details about the two most recent inventories.
Name of the person who supervised the taking of the inventory**Date of inventory****The dollar amount and basis (cost, market, or other basis) of each inventory**

John Bonneau

1/3/2024

\$ 32,674 (Cost)

Name and address of the person who has possession of inventory records

27.1.

John Bonneau

Name

686 Cemetery Rd

Street

Nordheim

TX

78141

City

State

ZIP Code

Debtor **Nitro Fluids, LLC**
 Name _____

Case number (if known) **24-60018**

Name of the person who supervised the taking of the inventory

Date of
inventory

The dollar amount and basis (cost, market, or
other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.2.

Name _____

Street _____

City _____

State _____

ZIP Code _____

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Bobby Lee Koricanek	29138 Tivoli Way, Fair Oaks Ranch, TX 78015	President	0%
Jackie Ray Simpson, Jr.	14714 Santa Gertrudis, Corpus Christi, TX 78410	Vice President	50%
Kelly Prentiss	196 CR 1764, Clifton, Texas 76634	CFO	0%
Wyatt J. Koricanek Trust	117 Broadway, Nordheim, TX 78141	Owner	25%
Tanner L. Koricanek Trust	117 Broadway, Nordheim, TX 78141	Owner	25%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No

☒ Yes. Identify below.

Name and address of recipient

Amount of money or
description and value of
property

Dates

Reason for
providing the value

30.1. **Ex. SOFA.30**

Name _____

Street _____

City _____

State _____

ZIP Code _____

Relationship to debtor

Debtor Nitro Fluids, LLC
NameCase number (if known) 24-60018**Name and address of recipient**

30.2

Name

Street

City

State

ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN: _ _ - _ _ _ _ _

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

EIN: _ _ - _ _ _ _ _

Part 14: Signature and Declaration

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.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on June 12, 2024
MM / DD / YYYY

X

/s/ Bradford C. Walker

Printed name Bradford C. Walker

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Restructuring OfficerAre additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?☐ No☒ Yes

Nitro Fluids, LLC - Form 207B #3: Transfers to Creditors Within 90 Days Of Filing

Case #24-60018

As of May 15, 2024

Vendor	Total	Category	Secured	Unsecured	Supplier /		Billing Address 1	Billing Address 2	Billing City	State	Billing Zip
					Vendor	Other					
Ascensus	\$18,991.41	Vendor		Yes	Yes		P.O. Box 36472		Newark	NJ	07188-6472
AT&T	\$7,614.05	Vendor		Yes	Yes		PO Box 660921		Dallas	TX	75266-0921
Berkley Oil & Gas	\$84,052.54	Vendor		Yes	Yes		c/o Berkley Oil & Gas	P.O. Box 639831	Cincinnati	OH	45263-9831
BlueCross BlueShield	\$42,550.98	Vendor		Yes	Yes		PO Box 650615		Dallas	TX	75265-0615
Bob L. Koricanek (Rent Vendor)	\$56,250.00	Vendor		Yes		Yes	PO Box 865		Yorktown	TX	78164
Bonds Ellis Eppich Schafer Jones, LLP	\$200,000.00	Vendor		Yes	Yes		420 Throckmorton Street	Suite 1000	Fort Worth	TX	76102
Cabello Hall Zinda, PLLC	\$676,772.57	Vendor		Yes	Yes		801 Travis St., Suite 1610		Houston	TX	77002
Chase Card Services	\$15,263.14	Vendor		Yes	Yes		P.O. Box 94014		Palatine	IL	60094-4014
Coastline Waste Solutions	\$25,022.50	Vendor		Yes	Yes		4646 Daniel Dr.		Robstown	TX	78380
Comptroller, State of Texas	\$51,163.79	Vendor		Yes		Yes	PO Box 149359		Austin	TX	78714-9359
Ford Credit	\$8,004.15	Vendor	Yes			Yes	P.O. Box 650575		Dallas	TX	75265-0575
Jackie R. Simpson, Jr (Rent Vendor)	\$56,250.00	Vendor		Yes		Yes	14714 Santa Gertrudis		Corpus Christi	TX	78410
Mike's Gates LLC	\$25,000.00	Vendor		Yes	Yes		16125 Channelview Dr.		Channelview	TX	77530
Service Plus LLC	\$57,102.79	Vendor		Yes	Yes		PO Box 4897	DEPT 574	Houston	TX	77210
Simmons Bank	\$368,624.81	Vendor	Yes			Yes	PO Box 8012		Little Rock	AR	72203
The McCarthy	\$9,667.04	Vendor		Yes	Yes		9789 Katy Freeway		Houston	TX	77024
TXU Energy	\$11,790.06	Vendor		Yes	Yes		P.O. Box 650638		Dallas	TX	75265-0638
United Vision Logistics, LLC	\$9,836.37	Vendor		Yes	Yes		P.O. Box 673003		Dallas	TX	75267-3003
Viper Production, LLC	\$22,591.25	Vendor		Yes	Yes		13696 US Hwy 59 S		Victoria	TX	77905
Wright Express Corporation	\$46,692.37	Vendor		Yes	Yes		PO Box 639		Portland	ME	04104

Nitro Fluids, LLC - Form 207B #4: Transfers to Insiders Within 1 Year Of Filing

Case #24-60018

As of May 15, 2024

Vendor	Total	Billing Address 1	Billing Address 2	Billing City	State	Billing Zip
Bob L. Koricanek (Rent Vendor)	\$225,000.00	PO Box 865		Yorktown	TX	78164
Coastline Waste Solutions	\$118,578.34	4646 Daniel Dr.		Robstown	TX	78380
Crown Tool & Machine Shop	\$235,632.69	13750 San Pedro Ave Suite 560		San Antonio	TX	78232
Jackie R. Simpson, Jr (Rent Vendor)	\$225,000.00	14714 Santa Gertrudis		Corpus Christi	TX	78410
Nitro Construction, LLC	\$4,979.31	PO Box 865		Yorktown	TX	78164
Top Shelf Oilfield Supply, LLC	\$167,262.50	13750 San Pedro Ave.	Suite 560	San Antonio	TX	78232

Nitro Fluids, LLC - Charitable Contributions

Case #24-60018

Date	Name	Memo	Amount	Relationship to Debtor
07/05/2022	Chase Card Services	12th Man Donation Refund JRays Season Tickets	-4,950.00	Pmt refunded from 12th Man Foundation
08/24/2022	Simpson, Jr., Jackie R.	Connie Scott Nueces County Judge Donation	5,000.00	
09/19/2022	Chase Card Services	T. Medellin-Donation to Local Restaurant	300.00	<\$1,000, not applicable
03/09/2023	Samantha von Roeder	TNB Golf Tournament Donation for Cash and Other Prizes	5,000.00	Texas Nitro Baseball is owned/founded by J-Ray
03/23/2023	Chase Card Services	12th Man Donation--J-Rays Season Tickets	4,950.00	Pmt made to 12th Man Foundation
			<u>10,300.00</u>	
			<u>10,300.00</u>	

Nitro Fluids, LLC - 207B #13 - Transfers Not Previously Listed

Case #24-60018

Sale Date	Buyer	Unit #	Year	Make	Model	VIN/Serial	Description	Sale Price
9/12/2022	Jeremy Penn	LT-23312-DO	2012	Dodge	3500 Crew 4x4	3C63DRGL8CG190062	2012 Dodge 3500 C4x4	\$1,500
8/31/2023	Wesley Clayton	LT-213418-FO	2018	Ford	F-150	1FTEW1E50JKF72643	2018 Ford F-150	\$22,000
10/2/2023	Partners Chevrolet (Trade In)	LT-210914-DO	2014	Dodge	Ram 3500 Crew 4x4	3C63R3GL7EG180351	2014 Dodge Ram 3500 Crew 4x4	\$3,750
10/3/2023	Partners Chevrolet (Trade In)	LT-214620-GM	2020	GMC	TK20743	1GT49REYXLF130007	2020 GMC TK20743	\$30,000
10/3/2023	Partners Chevrolet (Trade In)	LT-23412-DO	2012	Dodge	3500	3C63DRGL1CG173068	2012 Dodge 3500 Crew 4x4	\$3,750
10/3/2023	Partners Chevrolet (Trade In)	LT-25112-DO	2012	Dodge	3500 Crew 4x4	3C63DRGL2CG242737	2012 Dodge 3500 Crew 4x4	\$3,750
10/3/2023	Partners Chevrolet (Trade In)	LT-28914-DO	2014	Dodge	Ram 3500 Crew 4x4	3C63RRGL1EG285907	2014 Dodge Ram 3500 Crew 4x4	\$3,750
10/6/2023	Auto Nation Chevrolet CC (Trade In)	LT-20711-DO	2011	Dodge	3500	3D73Y4CL1BG622291	2011 Dodge 3500 Crew	\$4,000
10/6/2023	Auto Nation Chevrolet CC (Trade In)	LT-21012-DO	2012	Dodge	3500	3C63DRGL0CG127280	2012 Dodge 3500 Crew	\$7,000
10/6/2023	Auto Nation Chevrolet CC (Trade In)	LT-214219-CH	2019	Chevrolet	Silverado	1GC1KTEY1KF140783	2019 Chevrolet Silverado	\$20,000
10/6/2023	Auto Nation Chevrolet CC (Trade In)	LT-24612-DO	2012	Dodge	3500 Crew 4x4	3C63DRGL5CG242733	2012 Dodge 3500 Crew 4x4	\$7,500
10/6/2023	Auto Nation Chevrolet CC (Trade In)	LT-27614-DO	2014	Dodge	Ram 3500 CR 4x4	3C63RRGL9EG216348	2014 Dodge 3500 Crew 4x4	\$10,500
10/16/2023	Cecilia Blake	LT-28214-FO	2014	Ford	F-250 Crew Cab	1FT7W2BT6EEA37659	2014 Ford F-250 Crew	\$5,000
1/24/2024	Auto World Motors & Truck Sales	LT-212418-FO	2018	Ford	F-250	1FT7W2BT8JEB68442	2018 Ford F-250	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-21412-DO	2012	Dodge	3500	3C63DRGL4CG130960	2012 Dodge 3500 Crew	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-21612-DO	2012	Dodge	3500	3C63DRGL9CG149181	2012 Dodge 3500 Crew	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-23712-DO	2012	Dodge	3500 Crew 4x4	3C63DRGL7CG217543	2012 Dodge 3500 Crew 4x4	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-23812-DO	2012	Dodge	3500 Crew 4x4	3C63DRGL3CG190065	2012 Dodge 3500 Crew 4x4	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-25913-DO	2013	Dodge	Ram 2500	3C6UR5HL8DG549697	2013 Dodge Ram 2500	\$7,000
1/24/2024	Auto World Motors & Truck Sales	LT-28614-DO	2014	Dodge	Ram 3500 ST	3C63RRGL9EG215913	2014 Dodge Ram 3500 ST	\$7,000
TOTAL								\$171,500

Nitro Fluids, LLC - Parties Who Received Financial Statements

Case #24-60018

Institution Name	Address
Simmons Bank	PO Box 8012, Little Rock, AR 72203
Prosperity Bank	150 E Main Street, Yorktown, TX 78164
Blue Sky Bank	224 E Broadway St, Cushing, OK 74023
Ford Motor Credit	P.O. Box 650575, Dallas, TX 75265

Nitro Fluids, LLC - 207B #30

Case #24-60018

Name	Gross Wage
Koricanek, Bob L	281,249.99
Prentiss, Kelly	69,300.01
Simpson, Jr., Jackie R	281,249.99