

EXHIBIT B

Fill in this information to identify the case:

Debtor name BULLITT UTILITIES, INC
 United States Bankruptcy Court for the: WESTERN District of KY
(State)
 Case number (if known): 15-34000(1)

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

12/15

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 01/01/2015 to Filing date
MM / DD / YYYY

Operating a business
 Other _____

\$ 0.00

For prior year: From 01/01/2014 to 12/31/2014
MM / DD / YYYY MM / DD / YYYY

Operating a business
 Other _____

\$ 247,776.00

For the year before that: From 01/01/2013 to 12/31/2013
MM / DD / YYYY MM / DD / YYYY

Operating a business
 Other _____

\$ 248,868.00

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 _____ to Filing date
MM / DD / YYYY

_____ \$ _____

For prior year: From _____ to _____
MM / DD / YYYY MM / DD / YYYY

_____ \$ _____

For the year before that: From _____ to _____
MM / DD / YYYY MM / DD / YYYY

_____ \$ _____

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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 \$6,225. (This amount may be adjusted on 4/01/16 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

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 \$6,225. (This amount may be adjusted on 4/01/16 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

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 BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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 taken
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. <u>SEE ATTACHED LIST</u>	_____	Name _____ Street _____ City _____ State _____ ZIP Code _____	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
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

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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 <u>Bullitt County Sanitation District</u> Custodian's name <u>P.O. Box 818</u> Street <u>Hillview, KY 40129</u> City State ZIP Code	Description of the property <u>All assets per Order</u>	Value \$ _____
	Case title <u>Public Service Comm. v. Bullitt Util</u>	Court name and address <u>Franklin Circuit Court</u> Name <u>222 St. Clair St.</u> Street <u>Frankfort, KY 40601</u> City State ZIP Code
	Case number <u>15-CI-946</u>	
	Date of order or assignment <u>9/23/2015</u>	

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. <u>Recipient's name</u> Street City State ZIP Code Recipient's relationship to debtor	_____	_____	\$ _____
9.2. <u>Recipient's name</u> 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 <small>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).</small>	Date of loss	Value of property lost
<u>Tank failure, transfer of assets. and lost revenue.</u>	<u>\$ 0.00</u>	<u>03/29/2014</u>	<u>\$ >195,000</u>

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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. _____ Address _____ Street _____ City State ZIP Code 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 _____ Street _____ City State ZIP Code 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 BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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

	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 BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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
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
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
 EIN: _____
 Has the plan been terminated?
 No
 Yes

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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.	<u>PNC Bank</u> Name Street <u>Louisville, KY</u> City State ZIP Code	<u>XXXX--</u>	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____		\$ <u>291.51</u>
18.2.	 Name Street City State ZIP Code	<u>XXXX--</u>	<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 BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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
<u>Bullitt Utilities, Inc. vs. Energy Cabinet</u>	<u>KY Energy and Environment Cabinet</u>	<u>Environmental penalty</u>	<input checked="" type="checkbox"/> Pending
Case number <u>DOW-46499-046</u>	Name _____	_____	<input type="checkbox"/> On appeal
	Street <u>300 Fair Oaks Ln</u>	_____	<input type="checkbox"/> Concluded
	City <u>Frankfort, KY</u> State <u>40601</u> ZIP Code _____		

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 BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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.
25.1. Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ _____	EIN: _____ - _____ - _____ Dates business existed From _____ To _____
25.2. Business name and address Name _____ Street _____ City _____ State _____ ZIP Code _____	Describe the nature of the business _____ _____ _____	Employer Identification number Do not include Social Security number or ITIN. EIN: _____ - _____ - _____ Dates business existed From _____ To _____
25.3. Business name and address Name _____ Street _____ City _____ State _____ ZIP Code _____	Describe the nature of the business _____ _____ _____	Employer Identification number Do not include Social Security number or ITIN. EIN: _____ - _____ - _____ Dates business existed From _____ To _____

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 14-34000

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. Strothman and Company, PSC
Name
290 Missouri Avenue
Street
Jeffersonville, Indiana 47130-3061
City State ZIP Code

From 2014 To 2014

Name and address

Dates of service

26a.2. _____
Name

Street

City State ZIP Code

From _____ To _____

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

Street

City State ZIP Code

From _____ To _____

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. Strothman and Company, PSC
Name
290 Missouri Avenue
Street
Jeffersonville, Indiana 47130-3061
City State ZIP Code

Debtor

BULLITT UTILITIES, INC.

Name

Case number (if known) 15-34000

Name and address

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

26c.2. Linda Wood

Name

P.O. Box 91588

Street

Louisville, KY 40291

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 However, information is available on the Annual Reports filed with the Kentucky Public Service Commission.

Name and address

26d.1.

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 However, information is available from the income tax depreciation schedules that were used to prepare Schedule A/B.
- 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

_____ \$ _____

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

27.1.

Name

Street

City

State

ZIP Code

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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
<u>Carroll F. Cogan</u>	<u>3001 Harfield Dr, Louisville, KY 40205</u>	<u>President</u>	_____
<u>Doris F. Gogan</u>	<u>3001 Harfield Dr., Louisville, KY 40205</u>	<u>Secretary</u>	_____
_____	_____	_____	_____
_____	_____	_____	_____

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
<u>Carroll F. Cogan</u>	<u>3001 Harfield Drive, Louisville, KY 40205</u>	<u>President</u>	From _____ To <u>2015</u>
<u>Doris M. Cogan</u>	<u>3001 Hayfield Drive, Louisville, KY 40205</u>	<u>Secretary</u>	From _____ To <u>2015</u>
_____	_____	_____	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 TBD
- 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. Name _____ Street _____ City _____ State _____ ZIP Code _____	_____	_____	_____
Relationship to debtor _____	_____	_____	_____

Debtor BULLITT UTILITIES, INC.
Name

Case number (if known) 15-34000

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 so long as the information provided to the Trustee to prepare these schedules was accurate

I declare under penalty of perjury that the foregoing is true and correct but only to the extent that the information made available to the Trustee used to prepare these schedules was accurate.

Executed on 03/01/2016
MM / DD / YYYY

X /s/ Robert W. Keats, Trustee
Signature of individual signing on behalf of the debtor

Printed name Robert W. Keats, Trustee

Position or relationship to debtor: Trustee, Estate of Bullitt Utilities, Inc, Bankruptcy Case No. 15-34000 (WDKY)

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- No
- Yes

BULLITT UTILITIES, INC.

Case No. 15-34000

United States Bankruptcy Court for the Western District of Kentucky

Case No. 15-34000

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

Part 3. Legal Actions or Assignments

Legal Actions

In the Matter of: An Investigation of Existing and Future Service of the Assets of Bullitt Utilities, Inc. Now under the Control of Bullitt County Sanitation District, As Receiver of the Assets

Case No. 2014-00163

Filing Date: May 22, 2014

Public Service Commission of Kentucky

Bullitt Utilities, Inc. vs. Energy and Environment Cabinet

Case No. DOW-46499-046

Filing Date:

Environmental Penalty

Office of Administrative Hearings

Energy and Environment Cabinet

33-36 Fountain Place

Frankfort, KY 40601

In the Matter of: Application of Bullitt Utilities, Inc., For a Certificate of Convenience and Necessity, and Surcharge for Same

Case No. 2014-00255

Filing Date: July 17, 2014

Public Service Commission of Kentucky

In the Matter of Bullitt Utilities, Inc's Notice of Surrender and Abandonment of Utility Property

Case No. 2015-00290

Filing Date: 8/21/15

Public Service Commission of Kentucky

Public Service Commission of Kentucky vs. Bullitt Utilities, Inc; Commonwealth of Kentucky, Acting Through and by The Energy and Environment Cabinet; and, Bullitt County Sanitation District.

Case No. 15-CI-946

Attachment of Assets and Appointment of Receiver

Franklin Circuit Court, Divisions II

222 St. Clair St.

Frankfort, KY 40601

Fill in this information to identify the case:

Debtor name BULLITT UTILITIES, INC.
 United States Bankruptcy Court for the: WESTERN District of KY
(State)
 Case number (if known): 15-34000

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 \$ _____
- 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	
3.1. _____	_____	____ _	\$ _____
3.2. _____	_____	____ _	\$ _____
- 4. Other cash equivalents *(Identify all)*
 - 4.1. _____ \$ _____
 - 4.2. _____ \$ _____
- 5. Total of Part 1 \$ _____
 Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

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.

Current value of debtor's interest

- 7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit	
7.1. _____	\$ _____
7.2. _____	\$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. _____ \$ _____
8.2. _____ \$ _____

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$ _____

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

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

Current value of debtor's interest

11. Accounts receivable

11a. 90 days old or less: TBD - TBD = TBD
11b. Over 90 days old: TBD from Receiver's accounting - TBD = TBD

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ _____

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
Yes. Fill in the information below.

Valuation method used for current value

Current value of debtor's interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1. _____ \$ _____
14.2. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity: % of ownership:

15.1. _____ % _____ \$ _____
15.2. _____ % _____ \$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1. _____ \$ _____
16.2. _____ \$ _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ _____

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
Yes. Fill in the information below.

Table with 5 columns: General description, Date of the last physical inventory, Net book value of debtor's interest, Valuation method used for current value, Current value of debtor's interest. Rows include Raw materials, Work in progress, Finished goods, and Total of Part 5.

24. Is any of the property listed in Part 5 perishable?

- No
Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No
Yes. Book value Valuation method Current value

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
Yes. Fill in the information below.

Table with 4 columns: General description, Net book value of debtor's interest, Valuation method used for current value, Current value of debtor's interest. Rows include Crops, Farm animals, Farm machinery and equipment, Farm and fishing supplies, and Other farming and fishing-related property.

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$ _____

34. Is the debtor a member of an agricultural cooperative?

- No
- Yes. Is any of the debtor's property stored at the cooperative?
 - No
 - Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. Book value \$ _____ Valuation method _____ Current value \$ _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- No
- Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- No
- Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture Miscellaneous	\$ _____	_____	\$ 100.00
40. Office fixtures	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software	\$ _____	_____	\$ _____
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$ 100.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- No
- Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- No
- Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

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

General description

Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)

Net book value of debtor's interest
(Where available)

Valuation method used for current value

Current value of debtor's interest

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____

49. Aircraft and accessories

49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

Pumps, tanks, general equipment	\$ _____	_____	\$ 175,817.00
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51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$ 175,817.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
- Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
- Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 Deed Book 209, Page 708, Bullitt Co., KY		\$ 20,000.00		\$ 20,000.00
55.2		\$		\$
55.3		\$		\$
55.4		\$		\$
55.5		\$		\$
55.6		\$		\$

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.

\$ 20,000.00

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.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets	\$		\$
61. Internet domain names and websites	\$		\$
62. Licenses, franchises, and royalties	\$		\$
63. Customer lists, mailing lists, or other compilations	\$		\$
64. Other intangibles, or intellectual property	\$		\$
65. Goodwill	\$		\$

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ TBD

- 67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?
 - No
 - Yes
- 68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?
 - No
 - Yes
- 69. Has any of the property listed in Part 10 been appraised by a professional within the last year?
 - No
 - Yes

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.

71. **Notes receivable**

Description (include name of obligor) _____

	-		=>	
Total face amount		doubtful or uncollectible amount		\$ TBD

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local) _____

	Tax year		\$ TBD
	Tax year		\$ _____
	Tax year		\$ _____

73. **Interests in insurance policies or annuities**

_____ \$ _____

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

_____ \$ _____

Nature of claim _____

Amount requested \$ _____

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

_____ \$ TBD

Nature of claim Surcharge Claim (Pending)

Amount requested \$ _____

76. **Trusts, equitable or future interests in property**

_____ \$ _____

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

_____ \$ _____

_____ \$ _____

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$ TBD

- 79. Has any of the property listed in Part 11 been appraised by a professional within the last year?
 - No
 - Yes

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. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ _____	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ _____	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ <u>TBD</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ _____	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ <u>TBD</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ _____	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ <u>100.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ <u>175,817.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i>	→	\$ <u>20,000.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ _____	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ <u>TBD</u>	
91. Total. Add lines 80 through 90 for each column..... 91a.	\$ _____	+ 91b. \$ <u>195,917.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		\$ <u>195,917.00</u>

SCHEDULE A

1	Sewer Treatment Plant Property--0.51 Acres with a roadway easement 20.00 feet in width, recorded in Deed Book 209, Page 708 (plat on P. 711), Clerk, Bullitt County, KY	\$20,000
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SCHEDULE B

Asset #	Description	Cost
8	Lift station	\$23,910.00
9	Equipment - general	\$1,785.00
10	Equipment - general	\$8,000.00
13	STP	\$33,040.00
17	STP	\$9,601.00
18	Tank	\$14,206.00
19	Flow Motor	\$5,026.00
23	Blower	\$11,439.00
28	Equipment - general	\$1,516.00
29	7.56 HP Pump	\$9,200.00
30	Equipment - general	\$4,746.00
31	Hyddrometer	\$4,366.00
32	Pump	\$1,028.00
33	Pump	\$3,170.00
34	Pump	\$6,583.00
35	Pump	\$5,550.00
36	Pump	\$5,749.00
37	Blower	\$5,949.00
38	Equipment - general	\$848.00
39	Pump	\$6,268.00
40	Pump	\$4,097.00
41	Pump	\$5,109.00
44	Pump	\$4,631.00
	TOTAL	\$175,817.00

Fill in this information to identify your case:

Debtor 1 BULLITT UTILITIES, INC
First Name Middle Name Last Name

Debtor 2 _____
(Spouse, if filing) First Name Middle Name Last Name

United States Bankruptcy Court for the: Western District of Kentucky

Case number 15-34000
(if known)

Check if this is an amended filing

Official Form 106D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible. If two married people are filing together, both are equally responsible for supplying correct information. If more space is needed, copy the Additional Page, fill it out, number the entries, and attach it to this form. On the top of any additional pages, write your name and case number (if known).

1. Do any creditors have claims secured by your property?

- No. Check this box and submit this form to the court with your other schedules. You have nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List All Secured Claims

2. List all secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim. If more than one creditor has a particular claim, list the other creditors in Part 2. As much as possible, list the claims in alphabetical order according to the creditor's name.

Column A	Column B	Column C
Amount of claim Do not deduct the value of collateral.	Value of collateral that supports this claim	Unsecured portion If any

2.1	Old National Bank	Describe the property that secures the claim:	\$ 52,000.00	\$ 195,000.00	\$ 0.00
Creditor's Name <u>1 Main Street</u> <small>Number Street</small>		Sewer Treatment Plant and equipment.UCC			
<u>Evansville</u> <u>IN</u> <u>47708</u> <small>City State ZIP Code</small>		As of the date you file, the claim is: Check all that apply.			
Who owes the debt? Check one.		Nature of lien. Check all that apply.			
<input checked="" type="checkbox"/> Debtor 1 only		<input checked="" type="checkbox"/> An agreement you made (such as mortgage or secured car loan)			
<input type="checkbox"/> Debtor 2 only		<input type="checkbox"/> Statutory lien (such as tax lien, mechanic's lien)			
<input type="checkbox"/> Debtor 1 and Debtor 2 only		<input type="checkbox"/> Judgment lien from a lawsuit			
<input type="checkbox"/> At least one of the debtors and another		<input checked="" type="checkbox"/> Other (including a right to offset) <u>UCC filing 2012</u>			
<input type="checkbox"/> Check if this claim relates to a community debt		Date debt was incurred _____ Last 4 digits of account number _____			
2.2		Describe the property that secures the claim:	\$ _____	\$ _____	\$ _____
Creditor's Name _____ <small>Number Street</small>		As of the date you file, the claim is: Check all that apply.			
_____ <small>City State ZIP Code</small>		Nature of lien. Check all that apply.			
Who owes the debt? Check one.		<input type="checkbox"/> An agreement you made (such as mortgage or secured car loan)			
<input type="checkbox"/> Debtor 1 only		<input type="checkbox"/> Statutory lien (such as tax lien, mechanic's lien)			
<input type="checkbox"/> Debtor 2 only		<input type="checkbox"/> Judgment lien from a lawsuit			
<input type="checkbox"/> Debtor 1 and Debtor 2 only		<input type="checkbox"/> Other (including a right to offset) _____			
<input type="checkbox"/> At least one of the debtors and another		Date debt was incurred _____ Last 4 digits of account number _____			
<input type="checkbox"/> Check if this claim relates to a community debt		Add the dollar value of your entries in Column A on this page. Write that number here: \$ <u>52,000.00</u>			

Fill in this information to identify the case:

Debtor name BULLITT UTILITIES, INC.

United States Bankruptcy Court for the: WESTERN District of KY
(State)

Case number (if known): 15-34000 Chapter 7

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, numbering the entries consecutively.

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

- No. Check this box and file this form with the court 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 contracts or 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	
2.5	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 BULLITT UTILITIES, INC.

United States Bankruptcy Court for the: WESTERN District of KY
(State)

Case number (if known): 15-34000

Check if this is an amended filing

Official Form 206H

Schedule H: 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. Does the debtor 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	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.5	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.6	Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G