

Fill in this information to identify the case		
United States Bankruptcy Court for the:		
Southern	District of	Texas
	(State)	
Case number (If known):		Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

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 the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Azure ETG, LLC

2. All other names debtor used in the last 8 years TPF II East Texas Gathering, LLC

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 27-0633388

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>12377 Merit Drive, Suite 300</u> Number Street	_____ Number Street
	<u>Dallas Texas 75251</u> City State ZIP Code	_____ P.O. Box
	<u>Dallas</u> County	_____ City State ZIP Code
		Location of principal assets, if different from principal place of business
		_____ Number Street
		_____ City State ZIP Code

5. Debtor's website (URL) http://www.azuremidstreampartners.com

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____



Debtor Azure ETG, LLC
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply:

- Tax- entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2111

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
 - Debtors' aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 - A plan is being filed with this petition.
 - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

No

Yes District _____ When _____ Case number _____
MM/ DD/ YYYY

District _____ When _____ Case number _____
MM / DD/ YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

No

Yes Debtor See attached Schedule 1 Relationship Affiliates

District Southern District of Texas When 1/30/2017

Case number, if known _____ MM / DD/ YYYY

List all cases. If more than 1,

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?

Number	Street		
City	State	ZIP Code	

Is the property insured?

- No
- Yes. Insurance agency

Contact Name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

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

16. Estimated liabilities

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

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement 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.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition 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 1/30/2017
MM / DD / YYYY

x /s/ I.J. Berthelot, II I.J. Berthelot, II
Signature of authorized representative of debtor Printed name

President
Title

18. Signature of attorney

x /s/ Christopher M. López Date 1/30/2017
Signature of attorney for debtor MM / DD / YYYY

Christopher M. López
Printed Name

Weil, Gotshal & Manges LLP
Firm Name

700 Louisiana Street, Suite 1700
Number Street

Houston Texas 77002
City State ZIP Code

(713) 546-5000 chris.lopez@weil.com
Contact phone Email address

24041356 Texas
Bar Number State

Schedule 1**Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (collectively, the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.

COMPANY
Azure Midstream Partners, LP
Azure ETG, LLC
Azure Holdings GP, LLC
Azure Midstream Partners GP, LLC
Azure TGG, LLC
Marlin G&P I, LLC
Marlin Logistics, LLC
Marlin Midstream Finance Corp.
Marlin Midstream, LLC
Murvaul Gas Gathering, LLC
Talco Midstream Assets, Ltd.
Turkey Creek Pipeline LLC

**WRITTEN CONSENT OF THE
SOLE MEMBER OF
AZURE ETG, LLC**

January 29, 2017

The undersigned, being the sole member (the “**Member**”) of Azure ETG, LLC, a Delaware limited liability company (the “**Company**”), hereby in its capacity as such, pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act, approves, consents to, and adopts the following recitals and resolutions, and the actions authorized in such recitals and resolutions, as of the date first set forth above.

WHEREAS, the Member of the Company has reviewed and had the opportunity to ask questions about the materials presented by the management and the legal and financial advisors of the Company regarding the liabilities and liquidity of the Company, the strategic alternatives available to it and the impact of the foregoing on the Company’s business;

WHEREAS, the Member has had the opportunity to consult with the management and the legal and financial advisors of the Company to fully consider each of the strategic alternatives available to the Company; and

WHEREAS, the Member desires to approve the following resolutions.

I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Member has determined, after consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”);

FURTHER RESOLVED, that I.J. “Chip” Berthelot, II, Amanda “Mandy” Bush, Roy Bertolatus or any officer of the Company (each, an “**Authorized Officer**”) in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed to execute and file in the name and on behalf of the Company, and under its seal or otherwise, all petitions, schedules, motions, lists, applications, pleadings, and other papers in the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”), and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, restructuring advisors, financial advisors, investment bankers and other professionals, and to take and perform any and all further acts and deeds which such Authorized Officer deems necessary, proper, or desirable in connection with the Company’s chapter 11 case (the “**Chapter 11 Case**”), including, without limitation, negotiating, executing, delivering and performing any and all documents, agreements, certificates and/or instruments in connection with the transactions and professional retentions set forth in this resolution, with a view to the successful prosecution of the Chapter 11 Case;

II. Retention of Advisors

FURTHER RESOLVED, that the firm of Evercore Group L.L.C. is hereby retained as financial advisor for the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

FURTHER RESOLVED, that the firm of Alvarez & Marsal North America, LLC is hereby retained as restructuring advisor for the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

FURTHER RESOLVED, that the law firm of Weil, Gotshal & Manges LLP is hereby retained as counsel to the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

FURTHER RESOLVED, that the law firm of Vinson & Elkins LLP is hereby retained as corporate counsel to the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

FURTHER RESOLVED, that the firm of Kurtzman Carson Consultants LLC is hereby retained as claims, noticing and solicitation agent for the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

III. General Authorization and Ratification

FURTHER RESOLVED, that any Authorized Officer is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, or other documents, and to take such other actions that in the judgment of the Authorized Officer shall be or become necessary, proper, or desirable in connection with the Chapter 11 Case; and

FURTHER RESOLVED, that any and all past actions heretofore taken by any Authorized Officer in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has duly executed this written consent in lieu of a meeting as of the date first set forth above.

SOLE MEMBER:

MARLIN MIDSTREAM, LLC

By: *Roy Bertolatus*
Name: *ROY BERTOLATUS*
Title: *GENERAL COUNSEL*

Fill in this information to identify the case:Debtor Name Azure Midstream Partners, LP, et al.United States Bankruptcy Court for the: Southern District of Texas
(State)

Case number (if known): _____

Check if this is an
amended filingOfficial Form 204**Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	BP America Production Company 521 South Boston, Ste 1119-A Tulsa, OK 74103	Attn: Mark L. King Tele: 281-366-0392 Fax: 281-366-4519 Email: mark.king2@bp.com	Trade Payable	Unliquidated			\$575,756*
2	Indigo Resources LLC 600 Travis Street Suite 5500 Houston, TX 77002	Attn: Becky Bayless, CFO & EVP Tele: 713-237-5000 Fax: 713-237-5040 Email:	Trade Payable	Unliquidated			\$429,868*
3	Enerflex Energy Systems Inc. 10815 Telge Road Houston, TX 77095	Attn: Marc Rossiter President, USA Tele: 281-345-9300 Fax: 281-345-7434 Email: info@enerflex.com	Trade Payable				\$179,668.04
4	Enduro Operating LLC 777 Main St Ste 800 Fort Worth, TX 76102-5350	Attn: Jon S. Brumley, CEO Tele: 817-744-8200 Fax: 817-529-8450 Email:	Trade Payable	Unliquidated			\$146,195*
5	Valence Operating Company 600 Rockmead Dr Suite 200 Kingwood, TX 77339	Attn: Douglas Scherr, CFO Tele: 281-359-3659 Fax: 281-358-5333 Email:	Trade Payable	Unliquidated			\$139,030*
6	Bishop Petroleum Inc 5900 Memorial Dr. Ste 216B Houston, TX 77007-8008	Attn: Robert H Bishop, President Tele: 713-862-4775 Fax: 713-439-0735 Email:	Trade Payable	Unliquidated			\$137,898*

*Estimated trade payable as of the petition date.

Debtor Azure Midstream Partners, LP, et al.

Case number (if known)

Name

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
				If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
7 TDW Services Inc 1444 N Cockrell Hill Rd. Ste 105 Dallas, TX 75211	Attn: Robert McGrew, CEO Tele: 214-467-8113 Fax: 918-446-6327 Email:	Trade Payable				\$94,790.37
8 R. Lacy Services, Ltd. 222 East Tyler Street P.O. Box 2146 Longview, TX 75606	Attn: Plez Henderson, Vice President Tele: 903-233-4601 Fax: 903-758-5098 Email: mcherry@rlacy.com	Trade Payable	Unliquidated			\$89,663*
9 Continental Operating CO 9805 Katy Freeway, Suite 500 Houston, TX 77024	Attn: Greg Mitschke Tele: 713-209-1110 Fax: 713-591-0207 Email: info@continentaloperating.com	Trade Payable	Unliquidated			\$66,628*
10 Maximus Operating LTD 1601 E Whaley St Longview, TX 75601	Attn: James R. Wright, President Tele: 903-753-0941 Fax: 903-753-2644 Email:	Trade Payable	Unliquidated			\$61,901*
11 Wagon Wheel Arklatex, LLC 100 South Riverfront Drive Suite 600 Jenks, OK 74037	Attn: Chris Benton, CFO Tele: 918- 528-1060 Fax: 918-528-1061 Email: corporate@wagonwhelexp.com	Trade Payable	Unliquidated			\$53,411*
12 Kinder Morgan Tejas Pipeline LLC 500 Dallas Suite 1000 Houston, TX 77002	Attn: Rick Dietz, Contract Administration Tele: 713-369-9419 Fax: 713-230-5675 Email: rick_dietz@kindermorgan.com	Trade Payable	Unliquidated			\$49,892*
13 Memorial Production Partners LP 500 Dallas St Suite 1600 Houston, TX 77002	Attn: Director or Officer Tele: 713-490-8900 Fax: 713-490-8901 Email: info@memorialpp.com	Trade Payable	Unliquidated			\$41,516*
14 Endeavor Pipeline Inc 9400 North Broadway, Suite 600 Oklahoma City, OK 73114	Attn: David Donnell Tele: 405-600-0711 Fax: 405-600-0600 Email:	Trade Payable	Unliquidated			\$38,849*
15 Enable Gas Transmission, LLC One Leadership Square 211 N Robinson Ave., Suite 150 Oklahoma City, OK 73102	Attn: Scott Terbrock Tele: 713-207-5842 Fax: 713-207-4898 Email: mark.schroeder@enablemidstream.com	Trade Payable	Unliquidated			\$36,217*
16 Waukesha-Pearce Industries, Inc 12320 S Main Street Houston, TX 77035	Attn: Louis M. Pearce, III President Tele: 713-723-1050 Fax: 713-551-0798 Email:	Trade Payable				\$35,113.11
17 Wilcox Operating Corporation 5220 Hollywood Ave Shreveport, LA 71109-7717	Attn: Mark F. Preddy, Sr. ,President Tele: 903-472-5411 Fax: 318-868-1903 Email:	Trade Payable	Unliquidated			\$33,505*
18 31 Energy Services LLC 7136 FM 31 South Carthage, TX 75633	Attn: Director or Officer Tele: 903-622-4180 Fax: 903-622-4190 Email:	Trade Payable				\$33,104.25

*Estimated trade payable as of the petition date.

Debtor Azure Midstream Partners, LP, et al.

Case number (if known)

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
19	Kaiser-Francis Oil Company 6733 South Yale Avenue Tulsa, OK 74136	Attn: Don Millican CFO Tele: 918-494-0000 Fax: 918-491-4694 Email:	Trade Payable	Unliquidated			\$26,549*
20	BHB Oil INC 113 N. Kerley Ave Oil City, LA 71061	Attn: Mark Wooldrige Gyron, President Tele: 830-992-0836; 318-995-6279 Fax: 318-995-5466 Email: gmwool@cmaaccess.com	Trade Payable	Unliquidated			\$26,274*
21	NuStar Logistics, L.P. 19003 IH-10 West San Antonio, TX 78257	Attn: Brad Barron, President & CEO Tele: 210-918-2000 Fax: 210-918-5057 Email:	Trade Payable				\$26,039.52
22	Comstock Oil & Gas, LP 5300 Town & Country Blvd #500 Frisco, TX 75034	Attn: Jay Allison, CEO Tele: 972-668-8800 Fax: 972-668-8812 Email: jallison@comstockresources.com	Trade Payable	Unliquidated			\$25,951*
23	Dominion Gas Ventures LP 2720 Stemmons Freeway Suite 700 South Tower Dallas, TX 75207	Attn: Luciean Tujague Tele: 214-630-0088 Fax: 214-630-0099 Email:	Trade Payable	Unliquidated			\$24,385*
24	Peak Energy Corp 1800 Preston Park Blvd Suite 112 Plano, TX 75093	Attn: H Douglas Tele: 972-596-1443 Fax: 972-596-1713 Email:	Trade Payable	Unliquidated			\$22,369*
25	Coastal Chemical Co LLC 3520 Veterans Memorial Drive Abbeville, LA 70510	Attn: James Doyle Sr., President Tele: 337-892-1112 Fax: 337-892-1185 Email: cranalletta@brenatog.com	Trade Payable				\$20,293.64
26	LATX Operations, LLC 13927 E US Highway 80 Waskom, TX 75692	Attn: Jonathan St. Amant and Derek St. Amant Tele: 903-927-1446 Fax: 903-938-8127 Email:	Trade Payable				\$19,876.64
27	RMW Construction 1135 S I-20 SERVICE RD W Waskom, TX 75692	Attn: Director or Officer Tele: 903-687-2585 Fax: 903-687-2575 Email: rmwconstruction@live.com	Trade Payable				\$18,777.30
28	Basa Resources Inc 14875 Landmark Blvd - 4Th Floor Dallas, TX 75254	Attn: Michael N. Foster Jr., President Tele: 214-559-4200 Fax: 214-528-1988 Email: info@basaresources.com	Trade Payable	Unliquidated			\$17,454*
29	EOG Resources, INC. 1111 Bagby, Sky Lobby 2 Houston, TX 77002	Attn: Gary L. Thomas, President & COO Tele: 713-651-7000 Fax: 713-651-6995 Email:	Trade Payable	Unliquidated			\$17,305*
30	Crimson Exploration Operating Inc 717 Texas Street, Suite 2900 Houston, TX 77002	Attn: Allan D. Keel, President & CEO Tele: 713-236-7400 Fax: 713-236-4424 Email:	Trade Payable	Unliquidated			\$14,696*

*Estimated trade payable as of the petition date.

Fill in this information to identify the case and this filing:Debtor Name Azure Midstream Partners, LP, et al.United States Bankruptcy Court for the Southern District of Texas
(State)

Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

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

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

Declaration and signature

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

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

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

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

Executed on: 1/30/2017
MM/DD/YYYY

x

/s/ I.J. Berthelot, II

Signature of individual signing on behalf of debtor

I.J. Berthelot, II

Printed name

President

Position or relationship to debtor

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

In re:	§	
	§	Chapter 11
AZURE ETG, LLC,	§	
	§	Case No. 17-[_____] (___)
	§	
Debtor.	§	Joint Administration Requested
	§	
	§	
	§	

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, attached hereto as **Exhibit A** is an organizational chart reflecting all of the ownership interests in Azure Midstream Partners, LP (“**Azure**”) and certain of its debtor subsidiaries and affiliates, as debtors and debtors in possession in the above captioned chapter 11 cases (collectively, the “**Debtors**”). Azure, on behalf of itself and the Debtors, respectfully represents the following:

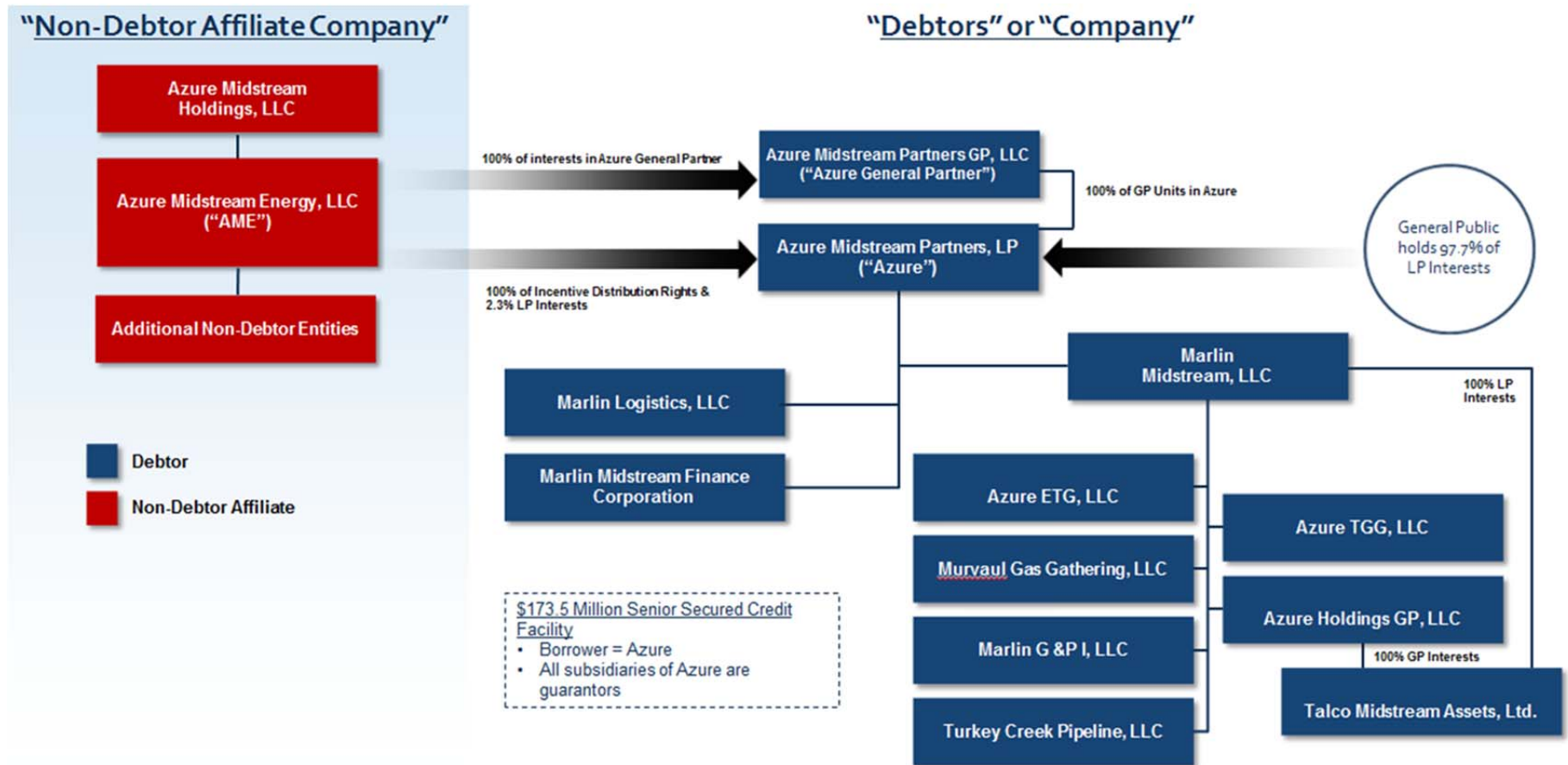
1. Each Debtor listed in **Exhibit A** is 100% owned by its direct parent unless otherwise noted.
2. Non-Debtor Azure Midstream Energy, LLC (“**AME**”) beneficially owns 100% of the membership interests of the Azure Midstream Partners GP, LLC (the “**General Partner**”), as its sole member. Non-Debtor Azure Midstream Holdings, LLC, in turn, beneficially owns 100% of the membership interests in AME.
3. Azure is the ultimate parent company of each of the other Debtors excluding the General Partner (collectively, the “**Azure Subsidiaries**”), and beneficially owns, directly or indirectly, a 100% equity interest in each of the Azure Subsidiaries.
4. Azure is a publicly traded master limited partnership. As of September 30, 2016 no corporations, as defined in title 11 of the United States Code, directly or indirectly owned more than

10% of Azure's common units. 100% of the outstanding subordinated units are owned by Azure itself in treasury. AME owns 100% of the outstanding Incentive Distribution Rights Units of Azure, which entitle the holder to cash distributions from operating surplus after certain distributions to common or general partner units have been achieved.

Exhibit A

Organizational Chart

Azure Midstream Partners, LP et al. Organizational Structure



Fill in this information to identify the case and this filing:

Debtor Name Azure ETG, LLC

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

Case number (If known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

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Declaration and signature

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

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

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Consolidated Corporate Ownership Statement

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

Executed on <u>1/30/2017</u> MM / DD / YYYY	✕	<u>/s/ I.J. Berthelot, II</u> Signature of individual signing on behalf of debtor <u>I.J. Berthelot, II</u> Printed name <u>President</u> Position or relationship to debtor
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<p>In re:</p> <p>AZURE ETG, LLC,</p> <p style="text-align: center;">Debtor.</p>	§ § § § § § § § § §	<p>Chapter 11</p> <p>Case No. 17-[_____] (___)</p> <p>Joint Administration Requested</p>
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**LIST OF EQUITY SECURITY HOLDERS OF AZURE ETG, LLC PURSUANT TO
RULE 1007(a)(3) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Name and Last Known Address of Equity Interest Holder	Kind/Class of Interest	Number of Interests Held
Marlin Midstream, LLC 12377 Merit Drive, Suite 300 Dallas, TX 75251	Membership Interest	100%

Fill in this information to identify the case and this filing:Debtor Name Azure ETG, LLCUnited States Bankruptcy Court for the Southern District of Texas
(State)

Case number (If known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

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

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

Declaration and signature

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

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

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration List of Equity Holders

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

Executed on <u>1/30/2017</u> MM / DD / YYYY	X	<u>/s/ I.J. Berthelot, II</u> Signature of individual signing on behalf of debtor <u>I.J. Berthelot, II</u> Printed name <u>President</u> Position or relationship to debtor
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