



***These notes (the “Global Notes”) regarding the Debtors’ Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements”) comprise an integral part of the Schedules and Statements and should be referred to and considered in connection with any review of them.***

1. The debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) have prepared these unaudited Schedules and Statements pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure. Except where otherwise noted, the information provided herein is the book value of assets and liabilities as of 11:06 a.m. (ET) on Monday, October 22, 2018 (the “Petition Date”) and, unless otherwise noted, may or may not be reflective of market value, and may have been subsequently modified or corrected. While the Debtors have made every reasonable effort to ensure that the Debtors’ Schedules and Statements are accurate and complete, based upon information that was available to them at the time of preparation, inadvertent errors or omissions may exist and the subsequent receipt of information and/or further review and analysis of the Debtors’ books and records may result in changes to financial data and other information contained in the Schedules and Statements. Moreover, the Schedules and Statements contain unaudited information which is subject to further review and potential adjustment.
2. In reviewing and signing the Schedules and Statements, Frank Pometti, the Chief Restructuring Officer of the debtors in the above-captioned cases (the “CRO”) has necessarily relied upon the efforts, statements, and representations of other personnel and professionals of the Debtors. The CRO has not (and could not have) personally verified the accuracy of each such statement and representation, including but not limited to statements and representations concerning amounts owed to creditors and their addresses.
3. The Debtors reserve the right to amend the Schedules and Statements as they determine may be necessary or appropriate in their sole and absolute discretion, including, but not limited to, the right to assert offsets or defenses to (which rights are expressly preserved), or to dispute, any claim or other item reflected on the Schedules or Statements as to amount, liability or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” These Global Notes will apply to all such amendments. Furthermore, nothing contained in the Schedules or Statements shall constitute a waiver of the Debtors’ rights with respect to these chapter 11 cases, and specifically with respect to any issues involving any causes of action, including those arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers, or an admission relating to the same.
4. Any failure to designate a claim listed on the Debtors’ Schedules as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent” or “unliquidated.” Additionally, the dollar amounts of claims listed may be exclusive of additional contingent and/or unliquidated amounts. Further, the claims of creditors are listed as the amounts entered on the Debtors’ books and records and may not reflect credits or allowances due from such creditors to the Debtors. The Debtors reserve all of their rights with respect to any such credits and allowances.

5. Some of the Debtors' assets and liabilities are unknown and/or unliquidated as of 11:06 a.m. (ET) on Monday, October 22, 2018. In such cases, the amounts are listed as "unknown" or words of similar import. Accordingly, the Schedules may not accurately reflect the aggregate amount of the Debtors' current assets and liabilities.
6. At times, the preparation of the Schedules and Statements required the Debtors to make assumptions that affect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities and the reported amounts of expenses during the reporting period. Actual results could differ. Pursuant to Fed. R. Bankr. P. 1009 and Del. Bankr. L.R. 1009-2, the Debtors may amend their Schedules as they deem necessary and appropriate to reflect material changes, if any, that arise during the pendency of their chapter 11 cases. In addition, the Debtors reserve the right to dispute or to assert offsets or defenses to any claim listed on the Schedules.
7. Given the differences between the information requested in the Schedules and Statements and the financial information utilized under generally accepted accounting principles in the United States ("GAAP"), the aggregate asset values and claim amounts set forth in the Schedules and Statements do not necessarily reflect the amounts that would be set forth in a balance sheet prepared in accordance with GAAP.
8. For the purposes of the Summary of the Schedules and Schedule D, the Debtors reserve their rights to assert certain agreements styled as personal property leases are in fact disguised financings, notwithstanding the fact that such agreements are not listed on Schedule D. Aside from these potential borrowings, the Debtors did not have any borrowings under prepetition secured loan facilities as of the Petition Date, and as such, have not listed amounts due on any prepetition secured loan facilities.
9. For the purposes of Schedule A/B, questions 6, 7 and 8, the Debtors have excluded retainers provided to professionals. A schedule of retainers paid to professionals in connection with the chapter 11 cases was included with the Debtors' Initial Monthly Operating Report filed on November 6, 2018 [Docket No. 166]. Additionally, as to questions 6, 7 and 8, the Debtors reserve their rights to categorize a "deposit" as a "prepayment" or a "prepayment" as a deposit. The payroll prepayment presented in response to question 8 represents a prepayment of funds to the Debtors' payroll provider, Paylocity, made before the Petition Date but applied to employee wages that were accrued after the Petition Date.
10. For the purposes of Schedule A/B, question 11, the Debtors' accounts receivable are listed on a gross basis without deducting any allowances for doubtful accounts. The "current value" of the Debtors' accounts receivable will be less on account of litigation risk for disputed amounts, and for these reasons is currently unknown. Additionally, the Debtors' response to question 11 of Schedule A/B excludes \$7,715,313 of prepetition accounts receivable that has been collected by the Debtors since the Petition Date.
11. For the purposes of Schedule A/B, question 19, in the ordinary course of business, the Debtors did not maintain a real-time tracking of the volume of purchased materials that had yet to be transformed from raw materials into a customer's project, and thus still constituted raw materials as of the Petition Date.

12. For the purposes of Schedule A/B, question 22, the Debtors did not maintain a real-time tracking of supplies that remained unused at all moments in time in the ordinary course of business, and thus still constituted supplies as of the Petition Date. The Debtors have listed the general categories of supplies maintained in response to question 22
13. For the purposes of Schedule A/B, question 25, the Debtors are still reconciling what goods, if any, were delivered to the Debtors in the 20 days before the Petition Date. As a result, the liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. The Debtors reserve all of their rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code.
14. For the purposes of Schedule A/B, question 50, the Debtors have listed all of their owned or leased heavy equipment and vehicles in response to this question, notwithstanding the fact some equipment might instead be listed in response to Schedule A/B, question 47. Additionally, the Debtors excluded certain equipment listed on the Debtors' fixed asset ledger that the Debtors believe was no longer in the Debtors' possession as of the Petition Date based on subsequent diligence of the Debtors and their professionals. Finally, where a value is stated for equipment, such value is the net book value set forth on the fixed asset ledger. Where the fixed asset ledger does not contain a value for such equipment, such value is stated as "n/a."
15. For the purposes of Schedule A/B, question 72, due to its disregarded nature for tax purposes, any tax refunds or net operating losses of Debtor Welded Construction Michigan, LLC would be reflected as tax refunds or net operating losses of Debtor Welded Construction, L.P. Additionally, the Debtors have not listed any net operating losses in response to question 72, as the Debtors have not yet determined the amount of prior losses that may constitute net operating losses under applicable tax law.
16. For the purposes of Schedule A/B, question 73, the Debtors have listed only insurance policies with unexpired coverage terms as of the Petition Date. To the extent that one or more Debtors might have rights to coverage under a policy with an expired coverage term, all such rights are expressly preserved notwithstanding the fact such policies have not been listed in response thereto.
17. For the purposes of Schedule A/B, question 74, the Debtors, despite their efforts, may not have listed all of their causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any causes of action they may have, whether or not listed as assets in the Schedules and Statements, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action. The causes of action and claims against Energy Transfer Partners Inc. ("ETP") and The Williams Companies are inclusive of amounts also presented in the Debtors' accounts receivable on Schedule A/B, question 11.
18. The Debtors have not determined with finality whether, and to what extent, any of the creditors identified on Part 1 of Schedule E/F are actually entitled to priority under section

507 of the Bankruptcy Code. The Debtors reserve the right to assert that claims identified on Part 1 of Schedule E/F are not claims that are entitled to priority.

19. To the extent claims have been satisfied pursuant to orders of the Bankruptcy Court, such claims have not been listed on the Debtors' Schedule E/F.
20. With respect to Schedule E/F, the description "vendor" includes, *inter alia*, utilities, equipment providers and subcontractors. In certain instances, such as credits that arise under rental agreements for returns occurring during a pre-paid rental period, the amounts presented on Schedule E/F are presented net of credits owed to the Debtors. Finally, the Debtors have excluded any potential warranty claims of customers from Schedule E/F, as the Debtors are not aware of any actual such claims.
21. For the purposes of Schedule G, the Debtors have omitted professional engagement letters. The Debtors also believe they have only scheduled executory contracts to which a Debtor is a party or may be contractually and/or directly liable to perform. Similarly, for the purposes of the other Schedules and the Statements, no claims have been scheduled for a Debtor that may have benefited directly or indirectly from a contractual relationship to which the Debtor was not a named party.
22. The Debtors hereby reserve all of their rights to dispute the validity, status (including whether any document listed is an executory contract or unexpired lease), or enforceability of any contract, agreement, or lease set forth on Schedule G that may have expired or may have been modified, amended, and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, change orders, purchase orders, and other documents, instruments, and agreements that may not be listed on Schedule G, including renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. To the extent certain of the leases and contracts listed on Schedule G may contain certain amendments, restatements, waivers, estoppel certificates, letters, change orders, purchase orders, and other documents, instruments, and agreements, including renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights, such rights, powers, duties and obligations may not be set forth on Schedule G. Certain of these executory agreements may not have been memorialized in writing and/or could be subject to dispute. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as easements, right of way, subordination, non-disturbance and attornment agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents may not be set forth on Schedule G. The Debtors reserve all of their rights to dispute or challenge the characterization of the structure of any transaction, or any document or instrument related to a creditor's claim. Certain of the contracts, agreements, and leases listed on Schedule G may have been entered into by more than one of the Debtors. In the ordinary course of business, the Debtors may have entered into agreements, written or oral, for the provision of certain goods or services on a month-to-month or at-will basis. Such contracts may not be included on Schedule G; the Debtors have generally excluded agreements with subcontractors. However, each Debtor reserves the right to assert that such agreements constitute executory contracts.

23. To the extent any leases or contracts have been rejected pursuant to a motion under section 365(d) of the Bankruptcy Code, such leases and contracts have been excluded from the Schedules and Statements, including Schedule A/B question 50 and Schedule G, where the Bankruptcy Court has entered an order approving such rejection, but listed where the Bankruptcy Court has not yet entered an order approving such rejection.
24. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all rights to challenge whether any of the listed contracts, leases, agreements, or other documents constitute an executory contract or unexpired lease, including if any are unexpired non-residential real property leases. Additionally, the Debtors reserve all rights to assert that certain items characterized as personal property leases on their face and listed as such on Schedule G are in fact disguised secured financings. Any and all of the Debtors' rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G are hereby reserved and preserved.
25. For the purposes of Schedule H, the Debtors have not listed each past and current insurer of a Debtor in response to Schedule H. The exclusion of an insurer on Schedule H does not mean such insurer is not necessarily a co-debtor in fact and the Debtors reserve their rights to assert any claims against insurers. Likewise, the Debtors have not listed co-defendants in any litigation pending against the Debtors, but reserve all rights with respect thereto. By contrast, the Debtors have listed the sureties that have provided a performance bond on their projects on Schedule H.
26. With respect to question 1 of the Statements and Schedule A/B, question 11, Debtor Welded Construction Michigan, LLC is a disregarded entity for tax and other purposes, so its books and records are maintained on a consolidated basis with Debtor Welded Construction, L.P. Notwithstanding this, the Debtors have listed the payments from customer Consumers Energy Company as the revenue and accounts receivable, respectively, for Debtor Welded Construction Michigan, LLC, which is the applicable Debtor contracted with Consumers Energy Company. Due to the disregarded nature of Debtor Welded Construction Michigan, LLC, such funds have been and will be consolidated with the funds of Debtor Welded Construction, L.P. Additionally, the fiscal year is the calendar year for both Debtors.
27. With respect to question 3 of the Statements, payments are listed by invoice, not by check or wire; one check or wire may cover multiple invoices. Additionally, ordinary course payments to employees are omitted from the responses to this question. Lastly, to the extent any credits were issued to the Debtors, these credits have been omitted from the responses to this question.
28. With respect to questions 4, 28, 29 and 30 of the Statements, the listing of any person or entity is not intended to be nor shall it be construed as a legal characterization of such party as an insider, and does not act as an admission of any fact, claim, right or defense, and all such right, claims and defenses are hereby reserved. The Debtors utilized the definition of "insider" in 11 U.S.C. 101(31)(B) for purposes of the Schedules and Statements, but have treated every Debtor employee with a title of "Vice President" and above as an officer for purposes of the Schedules and Statements, even though certain of such individuals may not

be an “officer” under applicable caselaw. Finally, those payments listed in response to question 4 are omitted from the responses to questions 3 and 30.

29. With respect to question 4 of the Statements, the Debtors believe the figures represented as transfers from Debtor Welded Construction Michigan, LLC to Debtor Welded Construction, L.P., were not “transfers” under the Bankruptcy Code, but are listed herein given the disregarded nature of Debtor Welded Construction Michigan, LLC for tax and other purposes and the fact that revenue received from Welded Construction Michigan, LLC contracts was listed as revenue of Welded Construction Michigan, LLC in response to question 1 of the Statements. Separately, the secondee payments listed in response to question 4 include not only payment for labor of secondees provided by Bechtel, but also *de minimis* charges related to computer equipment used by such secondee. Also separately, numbers stated as “Employer Paid Taxes/Benefits” in response to question 4 represent FICA taxes and employee benefits as set forth in the Debtors’ employee wages motion.
30. With respect to question 6 of the Statements, in the ordinary course of business certain of the Debtors’ creditors, such as utilities and professionals, may setoff all or part of unpaid invoices against items such as security deposits or retainers previously provided to such creditors by the Debtors. These creditors are not listed in response to question 6 as the Debtors do not maintain a comprehensive listing of all such setoffs as setoffs in their accounting system. For this same reason, bank fees deducted from bank accounts of the Debtors are not listed in response to question 6.
31. With respect to question 10 of the Statements, in the ordinary course of the Debtors’ business, the Debtors owned equipment susceptible to normal wear and tear and damage, which is not listed in response to question 10.
32. With respect to question 11 of the Statements, the Statement of Debtor Welded Construction L.P. lists the full aggregate amount of payments received by the firms listed therein during the year before the Petition Date, although such payments inure for the benefit of both Debtors. Additionally, payments listed in response to question 11 of the Statements are omitted from the response to question 3 of the Statements.
33. With respect to question 14 of the Statements, previous addresses include temporary facilities at the Debtors’ project sites.
34. With respect to question 17 of the Statements, prior to December 1, 2015, the Debtors’ employee benefit plans were administered by a former partner, and as such the Debtors do not have ready access to the information requested in question 17. The Debtors were not a plan administrator for any of the plans listed in response to question 17. Additionally, in responding to question 17, in the interest of full disclosure the Debtors have included union pension plans for which the Debtors have made contributions through their employment of union labor, notwithstanding the fact the unions are more appropriately considered the entities making the plans available as an employee benefit. These pension plans are also listed in response to question 32.

35. With respect to question 20 of the Statements, property kept in storage units or warehouses at the Debtors' project sites are included in the response to this question.
36. With respect to question 21 of the Statements, tools used by on-premises mechanics at the Debtors' project sites that are owned by the mechanics are omitted from the response to this question.
37. With respect to question 23 of the Statements, the Debtors have excluded from the response to question 23 any notifications relating to sediment or erosion control, which the Debtors believe to be outside the scope of the question.
38. With respect to question 24 of the Statements, in the ordinary course of their operations, the Debtors would report any known releases of hazardous material to governmental units through the contractor (customer) on a project, including certain of the items listed in response to question 23 of the Statements.
39. With respect to questions 26(a) through 26(c) of the Statements, the Debtors have identified the applicable Chief Financial Officers (each a "CFO") and Controllers in connection with the audit, compilation, review, and/or maintenance of the Debtors' books and records, but other finance and accounting personnel of the Debtors reporting to the applicable CFO or Controller who may have assisted in the foregoing have been omitted from the responses to these questions.
40. With respect to question 26(d) of the Statements, although the Debtors from time to time may have furnished financial statements to other parties, it is not the practice of the Debtors to maintain exhaustive records of such transmittal. Consequently, the Debtors cannot provide an exhaustive list of all entities that have received one or more financial statements from the Debtors in response to question 26(d).
41. The Debtors and their employees, agents, attorneys, and other professionals do not guarantee or warrant the accuracy, completeness, or currentness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While every effort has been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their employees, agents, attorneys, and other professionals expressly do not undertake any obligation to notify any third party should the information be or need to be updated, modified, revised or re-categorized. In no event shall the Debtors or their employees, agents, attorneys, or other professionals be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused, even if the Debtors or their employees, agents, attorneys, and other professionals are advised of the possibility of such damages.

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

Debtor Name: In re : Welded Construction Michigan, LLC  
 United States Bankruptcy Court for the: District Of Delaware  
 Case number (if known): 18-12379 (KG)

Check if this is an amended filing

**Official Form 207**

**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 04/16

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)
<b>From the beginning of the fiscal year to filing date:</b>	From <u>1/1/2018</u> MM / DD / YYYY	to Filing date	
		<input checked="" type="checkbox"/> Operating a business	
		<input type="checkbox"/> Other _____	\$ <u>56,529,087.45</u>
<b>For prior year:</b>	From <u>1/1/2017</u> MM / DD / YYYY	to <u>12/31/2017</u> MM / DD / YYYY	
		<input checked="" type="checkbox"/> Operating a business	
		<input type="checkbox"/> Other _____	\$ <u>53,609,610.00</u>
<b>For the year before that:</b>	From <u>1/1/2016</u> MM / DD / YYYY	to <u>12/31/2016</u> MM / DD / YYYY	
		<input checked="" type="checkbox"/> Operating a business	
		<input type="checkbox"/> Other _____	\$ <u>0.00</u>

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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)
<b>From the beginning of the fiscal year to filing date:</b>	From _____ to Filing date MM / DD / YYYY	_____	\$ _____
<b>For prior year:</b>	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	_____	\$ _____
<b>For the year before that:</b>	From _____ to _____ MM / DD / YYYY MM / DD / YYYY	_____	\$ _____

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 \$6,425. (This amount may be adjusted on 4/01/19 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 Check all that apply
3.1 Creditor's Name		\$	<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
Street			
City State ZIP Code			
Country			

**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 \$6,425. (This amount may be adjusted on 4/01/19 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	Reason for payment or transfer
4.1 Welded Construction, L.P. Insider's Name	01/1/2017 - 12/31/2017	\$ 53,609,610.00	See Global Notes
26933 Eckel Rd. Street			
Perrysburg OH 43551 City State ZIP Code			
Country			
<b>Relationship to Debtor</b>			
Affiliate			

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

4.2 Welded Construction, L.P. 01/1/2018 - 10/22/2018 \$ 56,529,087.00 Intercompany Transfer

Insider's Name

26933 Eckel Rd.

Street

Perrysburg

OH

43551

City

State

ZIP Code

Country

**Relationship to Debtor**

Affiliate

**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			
Country			

**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
6.1 Creditor's Name			\$
Street			
	Last 4 digits of account number: XXXX-		
City State ZIP Code			
Country			

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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		Name	<input type="checkbox"/> Pending
		Street	<input type="checkbox"/> On appeal
		City State ZIP Code	<input type="checkbox"/> Concluded
		Country	

**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
8.1		\$
Custodian's name		Court name and address
Street	Case title	Name
City State ZIP Code	Case number	Street
Country	Date of order or assignment	City State ZIP Code
		Country

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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 Creditor's Name  Street  City State ZIP Code  Country  Recipient's relationship to debtor			\$

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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
10.1			\$

Name

**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 See Global Notes			\$

**Address**

Street

City

State

ZIP Code

Country

**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
12.1			\$

**Trustee**

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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

Country

**Relationship to Debtor**

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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	
14.1	Street	From	To
	City State ZIP Code		
	Country		

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

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

Name \_\_\_\_\_

**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
17.1 _____	EIN: _____

Has the plan been terminated?

- No
- Yes

Name

**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  Country	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?
19.1 Name  Street  City State ZIP Code  Country			<input type="checkbox"/> No  <input type="checkbox"/> Yes

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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?
20.1			<input type="checkbox"/> No
Name			<input type="checkbox"/> Yes
Street			
City	Address		
State			
ZIP Code			
Country			

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

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
21.1 Name _____  Street _____  City _____ State _____ ZIP Code _____  Country _____			\$ _____

Name

**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
22.1	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
<b>Case Number</b>			
	City State ZIP Code		
	Country		

**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
23.1	Name		
	Street		
	City State ZIP Code	City State ZIP Code	
	Country	Country	

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name \_\_\_\_\_

**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
24.1			
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		
Country	Country		

Name

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

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

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

26a.1	Name and Address	Dates of service	
		From	To
	See SOFA 26a Attachment		
	Name		
	Street		
	City State ZIP Code		
	Country		

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

26b.1	Name and Address	Dates of service	
		From	To
	William Vaughn Company, Auditor	10/23/2016	10/22/2018
	Name		
	145 Chesterfield Lane		
	Street		
	Maumee OH 43537-2209		
	City State ZIP Code		
	Country		

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

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 See SOFA 26c Attachment

Name

Street

City

State

ZIP Code

Country

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

Name

Street

City

State

ZIP Code

Country

**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
		\$ _____

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

27.1

Name

Street

City

State

ZIP Code

Country

Debtor: Welded Construction Michigan, LLC

Case number (if known): 18-12379

Name

**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
28.1	Hawkins, Stephen D	26933 Eckel Rd, Perrysburg, OH 43551	President	N/A
28.2	McDowell, Dean M	26933 Eckel Rd, Perrysburg, OH 43551	Treasurer and Secretary	N/A
28.3	Welded Construction LP	26933 Eckel Rd, Perrysburg, OH 43551	Parent	100%

**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
29.1				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	Name _____ Street _____ City _____ State _____ ZIP Code _____ Country _____			
	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
31.1	Welded Construction LP	EIN: 34-1875008

**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
32.1		EIN: _____

**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 12/17/2018  
MM / DD / YYYY

**x** / s / Frank Pometti \_\_\_\_\_

Printed name Frank Pometti \_\_\_\_\_

Signature of individual signing on behalf of the debtor

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

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

No

Yes

**In re: Welded Construction Michigan, LLC****Case No. 18-12379**

Attachment 26a

Books, records and financial statements - Accountants and bookkeepers

<b>Name</b>	<b>Address 1</b>	<b>City</b>	<b>State</b>	<b>Zip</b>	<b>Title</b>	<b>Dates of service</b>
Lutz, Richard M	26933 Eckel Rd.	Perrysburg	OH	43551	CFO of Welded Construction, L.P. (Parent)	10/16 - 11/16
McDowell, Dean M	26933 Eckel Rd.	Perrysburg	OH	43551	Controller of Welded Construction, L.P. (Parent)	10/16 - 11/16
McDowell, Dean M	26933 Eckel Rd.	Perrysburg	OH	43551	CFO of Welded Construction, L.P. (Parent)	11/16 - Present
Peters, Holly	26933 Eckel Rd.	Perrysburg	OH	43551	Controller of Welded Construction, L.P. (Parent)	11/16 - Present

**In re: Welded Construction Michigan, LLC**

**Case No. 18-12379**

Attachment 26c

Books, records and financial statements - Firms in possession of books and records

Name	Address 1	City	State	Zip	If any books of account and records are unavailable, explain why
McDowell, Dean M	26933 Eckel Rd.	Perrysburg	OH	43551	
Peters, Holly	26933 Eckel Rd.	Perrysburg	OH	43551	
William Vaughn Company	145 Chesterfield Lane	Maumee	OH	43537	