**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

06/24

**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** Rhodium Encore LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 8 6 - 1 3 5 0 5 5 4

4. **Debtor's address**

**Principal place of business**

2617 Bissonnet Street, Suite 234
Number Street

Houston Texas 77005
City State ZIP Code

Harris
County

**Mailing address, if different from principal place of business**

Number Street

P.O. Box

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) https://rhdm.com

Debtor Rhodium Encore LLC
Name

Case number (*if known*)

**6. Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

**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-exempt 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 .

5 4 1 9

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

*Check one:*

☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check **all** that apply*:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,024,725 (amount subject to adjustment on 4/01/25 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).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ 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?**

If more than 2 cases, attach a separate list.

☒ No
☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Rhodium Encore LLC
Name

Case number (*if known*)

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

List all cases. If more than 1, attach a separate list.

☐ No
☒ Yes. Debtor See attached Schedule 1 Relationship
District When
MM / DD / YYYY
Case number, if known

**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**

| | | |
|---|---|---|
| ☐ 1-49 | ☐ 1,000-5,000 | ☐ 25,001-50,000 |
| ☒ 50-99 | ☐ 5,001-10,000 | ☐ 50,001-100,000 |
| ☐ 100-199 | ☐ 10,001-25,000 | ☐ More than 100,000 |
| ☐ 200-999 | | |

Debtor Rhodium Encore LLC
Name

Case number (*if known*)

**15. Estimated assets**

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☒ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

**16. Estimated liabilities**

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☒ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ 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 08/24/2024
MM / DD / YYYY

✘ */s/ Michael Robinson*
Signature of authorized representative of debtor

Michael Robinson
Printed name

Title Co-Chief Restructuring Officer

**18. Signature of attorney**

✘ */s/ Patricia B. Tomasco*
Signature of attorney for debtor

Date 08/24/2024
MM / DD / YYYY

Patricia B. Tomasco
Printed name

Quinn Emanuel Urquhart & Sullivan, LLP
Firm name

700 Louisiana St., Suite 3900
Number Street

Houston
City

Texas
State

77002
ZIP Code

713-221-7000
Contact phone

pattytomasco@quinnemanuel.com
Email address

01797600
Bar number

Texas
State

**Schedule 1**

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtors

On the date hereof, each of the affiliated entities listed below, including the debtor in this chapter 11 case, 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 (Houston Division) (the "Court"). A motion will be filed with the Court requesting that the chapter 11 cases of each Entity listed below be consolidated for procedural purposes only and jointly administered, pursuant to rule 1015(b) of the Federal Rules of Bankruptcy Procedure, under the case number assigned to the chapter 11 case of Rhodium Encore LLC.

| ENTITY |
|---|
| Rhodium Encore LLC |
| Jordan HPC LLC |
| Rhodium JV LLC |
| Rhodium 2.0 LLC |
| Rhodium 10MW LLC |
| Rhodium 30 MW LLC |

**RESOLUTIONS OF**
**THE BOARD OF DIRECTORS OF RHODIUM ENTERPRISES, INC.**

August 23, 2024

**APPROVAL FOR FILING OF VOLUNTARY PETITION FOR RELIEF UNDER CHAPTER 11 OF CERTAIN SUBSIDIARIES AND RETENTION OF PROFESSIONALS**

**WHEREAS**, Rhodium Enterprises, Inc., a Delaware Corporation (the "Corporation") is the manager of its subsidiary Rhodium Technologies LLC, a Delaware limited liability company ("Rhodium Technologies");

**WHEREAS**, Rhodium Technologies LLC is the manager of Rhodium JV LLC, a Delaware limited liability company ("Rhodium JV") and Jordan HPC LLC, a Delaware limited liability company ("Jordan HPC");

**WHEREAS**, Rhodium JV is the manager of Rhodium Encore LLC, a Texas limited liability company ("Rhodium Encore"), Rhodium 2.0 LLC, a Texas limited liability company ("Rhodium 2.0"), Rhodium 10MW LLC, a Delaware limited liability company ("Rhodium 10MW"), and Rhodium 30 MW LLC, a Texas limited liability company ("Rhodium 30 MW");

**WHEREAS**, Rhodium JV, Jordan HPC, Rhodium Encore, Rhodium 2.0, Rhodium 10MW, and Rhodium 30MW are indirect subsidiaries of the Corporation (such subsidiaries, collectively, the "Subsidiaries" and each severally, a "Subsidiary");

**WHEREAS**, the Corporation, Rhodium Technologies, and Rhodium JV are respectively the managers of the relevant Subsidiaries, as indicated above (the "Managers");

**WHEREAS**, the directors of the Corporation (the "Directors") have considered certain materials presented by, or on behalf of, the Corporation's management ("Management") and its advisors (collectively, "Advisors"), including, but not limited to, materials regarding the liabilities, obligations and liquidity of the Subsidiaries, the strategic alternatives available to the Subsidiaries, and the impact of the foregoing on the Subsidiaries' business;

**WHEREAS**, the Directors have had adequate opportunity to consult with Management and the Advisors regarding the materials presented, to obtain additional information and to fully consider each of the strategic alternatives available to the Subsidiaries; and

**WHEREAS**, the Directors have determined, in the judgment of the Directors, that the following resolutions are advisable and in the best interests of the Subsidiaries, their stakeholders, their creditors, and other parties in interest.

**NOW THEREFORE,** in consideration of the preceding recitals, **BE IT HEREBY RESOLVED**, that the Directors hereby consent to, authorize, and approve the Managers causing

each Subsidiary of which it is a Manager to file a voluntary petition for relief (a "Bankruptcy Petition") under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq*. (as amended, the "Bankruptcy Code") and taking all necessary or desirable actions in connection therewith; and be it hereby

**FURTHER RESOLVED**, that each such Subsidiary shall be, and hereby is, in all respects each authorized to file, or cause to be filed, a Bankruptcy Petition under the Bankruptcy Code for such Subsidiary; and be it hereby

**FURTHER RESOLVED**, that a duly appointed officer of the Corporation, acting individually and with full power of substitution (together with any persons to whom such person delegates certain responsibilities, collectively, the "Authorized Persons") be, and hereby is, authorized to execute and file on behalf of each Subsidiary all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that such Authorized Person deems necessary or proper to obtain such relief, including, but not limited to, any action necessary or proper to maintain the ordinary course operations of each Subsidiary; and be it hereby

**FURTHER RESOLVED**, that each of the Authorized Persons, acting individually and with full power of substitution, be, and hereby is, authorized, empowered and directed to employ the following professionals on behalf of the Subsidiaries: (i) the law firm of Quinn Emanuel Urquhart & Sullivan LLP, as general bankruptcy counsel, (ii) the firm of Province, as a restructuring advisor, and (iii) and any other legal counsel, accountants, financial advisors, restructuring advisors or other professionals such Authorized Person deems necessary, appropriate or advisable; each to represent and assist the Subsidiaries in carrying out their duties and responsibilities and exercising its rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firm filing any pleadings or responses) and to take any and all actions to advance the rights and obligations of the Subsidiaries, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Persons be, and hereby is authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services.

## GENERAL AUTHORIZATION

**BE IT HEREBY FURTHER RESOLVED**, that each of the Authorized Persons, each acting individually and with full power of substitution be, and hereby is, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute such further documentation that such Authorized Person in his/her/its/their absolute discretion deems necessary, appropriate or desirable in accordance with these resolutions; and be it hereby

**FURTHER RESOLVED**, that the officers and/or Authorized Persons of the Corporation be, and hereby are, authorized to undertake all acts necessary and proper to carry out the full implementation and execution of the aforesaid resolutions, including, but not limited to (i) the negotiation of agreements, amendments, supplements, instruments or certificates not now known but which may be required; (ii) the negotiation of changes and additions to any agreements,

amendments, supplements, instruments or certificates currently existing; (iii) the execution, delivery and filing (if applicable) of any of the foregoing; (iv) the execution of powers of attorney to authorize attorneys-in-fact to act on their behalf; and (v) the payment of all fees, liabilities, taxes and other expenses as the officers and/or Authorized Persons, in their sole discretion, may approve or deem necessary, appropriate or advisable in order to carry out the intent and accomplish the purposes of the foregoing resolutions, with all such actions, executions, deliveries, filings and payments to be conclusive evidence of the officers' and/or Authorized Persons' authority and the Board's approval thereof; and be it hereby

**FURTHER RESOLVED**, that all actions taken before or after the date of adoption of the foregoing resolutions by any officer that are within the authority conferred by these resolutions are hereby expressly ratified, confirmed, approved and adopted by the Board as the acts and deeds of the Corporation in all respects and for all purposes, as if specifically set out in these resolutions; and be it hereby

**FURTHER RESOLVED**, that the Secretary and any other appropriate officer of the Corporation are, and each individually hereby is, authorized, empowered and directed to certify and furnish copies of these resolutions and such statements as to the incumbency of the Corporation's officers and/or Authorized Persons, under corporate seal if necessary, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

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

| | | |
|---|---|---|
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM ENCORE LLC, | § | Case No. 24-_____ |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |

**LIST OF EQUITY HOLDERS[1]**

Pursuant to rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all holders having a direct or indirect ownership interest, of the above-captioned debtor in possession (the "Debtor").

Check the applicable box:

☐ There are no equity or security holders or corporations that directly or indirectly owns 10% or more of any class of the Debtor's equity interests.

☒ The following are the Debtor's equity security holders (list holders of each class, showing the number and kind of interests registered in the name of each holder, and the last known address or place of business of each holder):

| Name and Last Known Address of Place of Business of Holder | Kind/Class of Interest | Number of Interest Held |
|---|---|---|
| Rhodium Encore Sub LLC<br>2617 Bissonnet Street, Suite 234,<br>Houston, TX 77005 | Membership Interest | 100% |

[1] This list serves as the required disclosure by the Debtor pursuant to rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of the Debtor's chapter 11 case.

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

| | | |
|---|---|---|
| In re: | § | Chapter 11 |
| | § | |
| RHODIUM ENCORE LLC, | § | Case No. 24-_____ |
| | § | |
| Debtor. | § | |
| | § | |
| | § | |

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT**
**PURSUANT TO FED. R. BANKR. P. 1007 AND 7007.1**

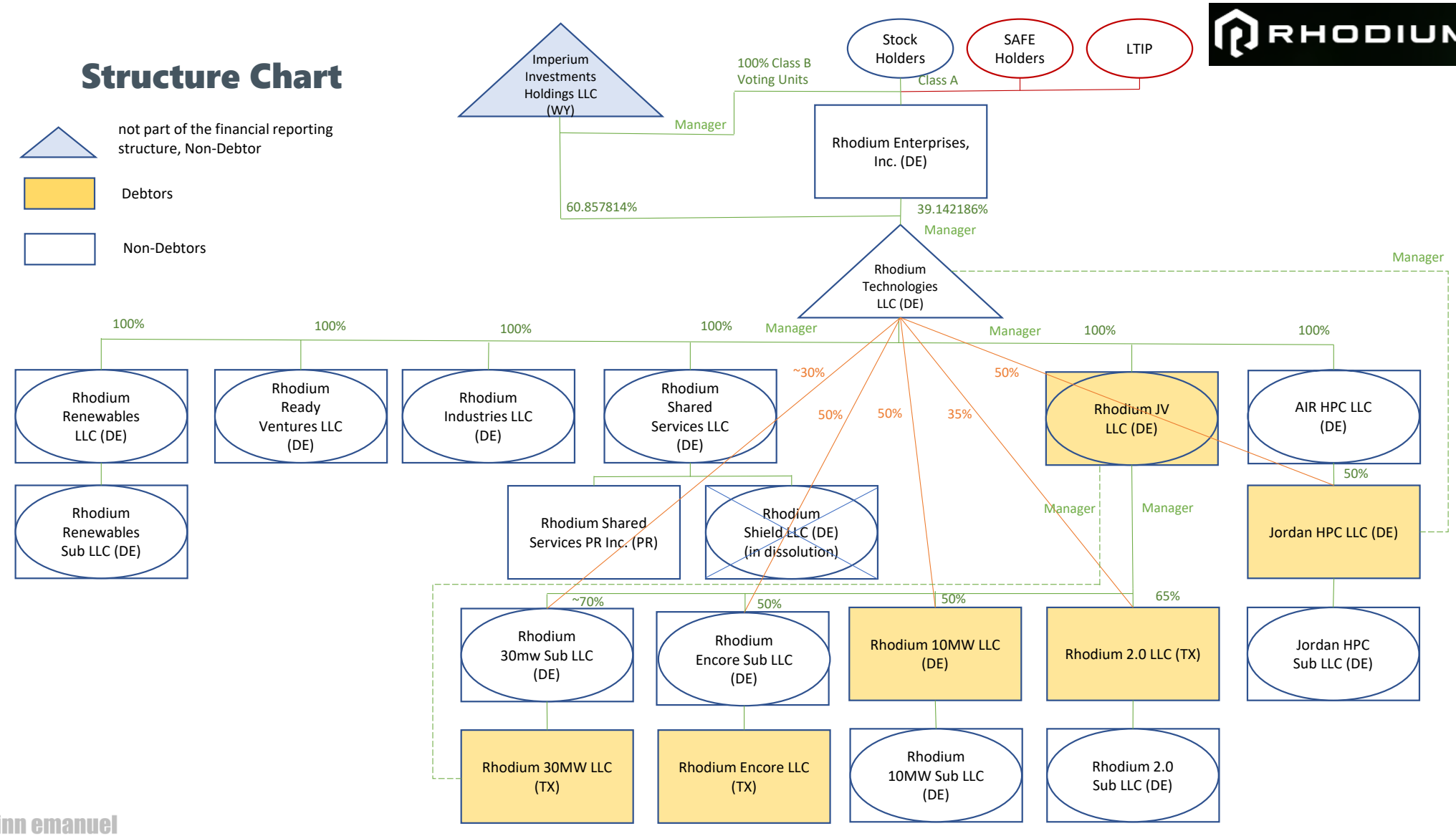
Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rhodium Encore LLC and its debtor affiliates (each, a "Debtor" and collectively, the "Debtors"), respectfully represent as follows:

- A corporate structure of the group of companies to which the Debtors belong is attached hereto as **Exhibit A**.
- The equity ownership of Debtor Rhodium Encore LLC is represented by membership interest held as follows: 100% of the equity interest is held by non-Debtor Rhodium Encore Sub LLC.
- The equity ownership of Debtor Jordan HPC LLC is represented by membership interest held as follows: (a) 50% of the equity interest is held by non-Debtor Rhodium Technologies LLC; and (b) 50% of the equity interest is held by non-Debtor Air HPC LLC.
- The equity ownership of Debtor Rhodium JV LLC is represented by membership interest held as follows: (a) 100% of the equity interest is held by non-Debtor Rhodium Technologies LLC.

- The equity ownership of Debtor Rhodium 2.0 LLC is represented by membership interest held as follows: (a) 35% of the equity interest is held by non-Debtor Rhodium Technologies LLC; and (b) 65% of the equity interest is held by Debtor Rhodium JV LLC.
- The equity ownership of Debtor Rhodium 10MW LLC is represented by membership interest held as follows: (a) 50% of the equity interest is held by non-Debtor Rhodium Technologies LLC; and (b) 50% of the equity interest is held by Debtor Rhodium JV LLC.
- The equity ownership of Debtor Rhodium 30MW LLC is represented by membership interest held as follows: (a) 100% of the equity interest is held by non-Debtor Rhodium 30MW Sub LLC.

**Exhibit A**

# Structure Chart




quinn emanuel
bankruptcy & restructuring

**ACTION BY WRITTEN CONSENT OF**
**THE MANAGER OF**
**RHODIUM ENCORE LLC**

Dated August 23, 2024

Rhodium JV LLC, as the manager (the "Manager") of Rhodium Encore LLC, a Texas limited liability company (the "Company"), does hereby consent to the adoption of the following resolutions:

**WHEREAS**, the Manager has considered certain materials presented by, or on behalf of, the Company's management ("Management") and its advisors (collectively, "Advisors"), including, but not limited to, materials regarding the liabilities, obligations and liquidity of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company's business.

**WHEREAS**, the Manager has had adequate opportunity to consult with Management and the Advisors regarding the materials presented, to obtain additional information and to fully consider each of the strategic alternatives available to the Company.

**WHEREAS**, the Manager has determined, in the judgement of the Manager, that the following resolutions are advisable and in the best interests of the Company, its stakeholders, its creditors, and other parties in interest.

**Voluntary Petition for Relief under**
**Chapter 11**

**NOW, THEREFORE, BE IT**

**RESOLVED**, that in the judgment of the Manager, it is desirable and in the best interest of the Company, its stakeholders, its creditors, and other parties in interest, that the Company shall be, and hereby is, in all respects authorized to file, or cause to be filed, a voluntary petition for relief (a "Bankruptcy Petition") under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (as amended, the "Bankruptcy Code") for the Company, and the Manager hereby consents to, authorizes, and approves, the filing of each Bankruptcy Petition.

**RESOLVED**, that the Manager or a duly appointed officer of the Company, acting individually and with full power of substitution (together with any persons to whom such person delegates certain responsibilities, collectively, the "Authorized Persons") be, and hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that such Authorized Person deems necessary or proper to obtain such relief, including, but not limited to, any action necessary or proper to maintain the ordinary course operations of the Company.

## Retention of Professionals

**RESOLVED**, that each of the Authorized Persons, acting individually and with full power of substitution, be, and hereby is, authorized, empowered and directed to employ the following professionals on behalf of the Company: (i) the law firm of Quinn Emanuel Urquhart & Sullivan LLP, as general bankruptcy counsel, (ii) the firm of Province, as a restructuring advisor, and (iii) and any other legal counsel, accountants, financial advisors, restructuring advisors or other professionals such Authorized Person deems necessary, appropriate or advisable; each to represent and assist the Company in carrying out its duties and responsibilities and exercising its rights under the Bankruptcy Code and any applicable law (including, but not limited to, the law firm filing any pleadings or responses) and to take any and all actions to advance the rights and obligations of the Company, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Persons be, and hereby is authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services.

## Further Actions and Prior Actions

**RESOLVED**, that each of the Authorized Persons, each acting individually and with full power of substitution be, and hereby is, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute such further documentation that such Authorized Person in his/her/its/their absolute discretion deems necessary, appropriate or desirable in accordance with these resolutions.

**RESOLVED**, that, in addition to the specific authorizations heretofore conferred upon the Authorized Persons, the Authorized Persons, either individually or as otherwise required by the Company's governing documents and applicable law, be, and each of them hereby is, authorized to take any and all such other and further actions, and to do all such other deeds and other things as the Company itself may lawfully do, in accordance with its governing documents and applicable law, including but not limited to, the negotiation, finalization, execution, acknowledgement, delivery, and filing of any and all agreements, certificates, instruments, powers of attorney, letters, forms, transfer, deeds and other documents on behalf of the Company, and the payment of all expenses, including but not limited to filing fees, in each case as such Authorized Person's or Authorized Persons' may, in his/her/its/their absolute and unfettered discretion approve, deem or determine necessary, appropriate, advisable or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; such approval, deeming or determination to be conclusively evidenced by said individual taking such action or the execution thereof.

**RESOLVED**, that the Manager has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

**RESOLVED**, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved, confirmed and ratified as the true acts and deeds of such Company with the same force and effect as if each such act, transaction, agreement, or certificate had been specifically authorized in advance by resolution of the Manager.

Docusign Envelope ID: 6F6EE457-657C-444A-A331-3D0385B69258


IN WITNESS WHEREOF, the undersigned has executed these resolutions as of the date above first written.

Rhodium JV LLC, as the Manager of Rhodium Encore LLC

By: Signed by: Cameron Blackmon BD4E91FF0A1B4D7...

Name: Cameron Blackmon
Its: Authorized Signatory

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

Debtor Name Rhodium Encore 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**

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

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

## Declaration and signature

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

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

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

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

Executed on 08/24/2024
MM / DD / YYYY

✘ */s/ Michael Robinson*
Signature of individual signing on behalf of debtor

Michael Robinson
Printed name

Co-Chief Restructuring Officer
Position or relationship to debtor