

UNITED STATES BANKRUPTCY COURT Northern District of Texas	VOLUNTARY PETITION
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Name of Debtor (if individual, enter Last, First, Middle): CO and PA 1999D Limited Partnership	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): PDC 1999-D LP	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 55-0768545	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 120 Genesis Blvd. Bridgeport, WV	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 26330	ZIP CODE
County of Residence or of the Principal Place of Business: Harrison, WV	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 1775 Sherman St., #3000 Denver, CO	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 80203	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):
Dallas, TX 75201
ZIP CODE

Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box.)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:		Case Number:	Date Filed:
District:		Relationship:	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) (Date)	

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.

If this is a joint petition:

Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.

Information Regarding the Debtor - Venue
(Check any applicable box.)

Debtor has been domiciled or has had a residence, 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.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

<p>Voluntary Petition <i>(This page must be completed and filed in every case.)</i></p>	<p>Name of Debtor(s): _____</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Jason S. Brookner</u> Signature of Attorney for Debtor(s) <u>Jason S. Brookner</u> Printed Name of Attorney for Debtor(s) <u>Looper Reed & McGraw P.C.</u> Firm Name <u>1601 Elm Street, Suite 4600</u> <u>Dallas, TX 75201</u> Address <u>(214) 954-4135</u> Telephone Number <u>09/16/2013</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Karen Nicolaou</u> Signature of Authorized Individual <u>Karen Nicolaou</u> Printed Name of Authorized Individual <u>Responsible Party</u> Title of Authorized Individual <u>09/16/2013</u> Date</p>	

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT FOR THE
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§ Chapter 11
	§
CO AND PA 1999D LIMITED	§ Case No. 13-_____ - ____-11
PARTNERSHIP,	§
	§
Debtor.	§

EXHIBIT A TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 333-41977-08.

2. The following financial data is the latest available information and refers to the debtor's condition on September 10, 2013.

- a. Total assets \$3,097,495.13
- b. Total debts (including debts listed in 2.c., below) \$56,381.18
- c. Debt securities held by more than 500 holders:

				Approximate number of holders:		
<input type="checkbox"/>	secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	\$ _____ N/A _____
<input type="checkbox"/>	secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	\$ _____ N/A _____
<input type="checkbox"/>	secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	\$ _____ N/A _____
<input type="checkbox"/>	secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	\$ _____ N/A _____
<input type="checkbox"/>	secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	\$ _____ N/A _____
d.	Number of shares of preferred stock		_____		_____	
e.	Number of shares of common stock		_____		_____	

Comments, if any: The debtor is a publicly traded limited partnership. The debtor has 935.47 limited partnership units outstanding.

3. Brief description of debtor's business: Oil and gas exploration and production

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: PDC Energy, Inc. (f/k/a Petroleum Development Corporation).

CO AND PA 1999D LIMITED PARTNERSHIP

CERTIFICATE OF RESOLUTIONS

I, Karen Nicolaou, having been appointed, authorized and empowered as the chief restructuring officer (the "Responsible Party") for CO and PA 1999D Limited Partnership, a West Virginia limited partnership (the "Partnership"), by PDC Energy, Inc. (f/k/a Petroleum Development Corporation), acting in its capacity as managing general partner of the Partnership (the "MGP"), hereby certify that, on September 11, 2013, the following resolutions were duly adopted in accordance with the requirements of the West Virginia Uniform Limited Partnership Act, that these resolutions are true, complete and correct as they appear, and that these resolutions have not been modified, amended and are still in full force and effect as of the current date.

RESOLVED, that, in the good faith exercise of reasonable business judgment of Karen Nicolaou, the Responsible Party, it is desirable and in the best interests of the Partnership, its estate, its equity holders and other interested parties that a petition be filed by the MGP (acting in its capacity as the managing general partner of the Partnership), seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that the Responsible Party, and any other officer of the MGP (acting in its capacity as the managing general partner of the Partnership) designated and so authorized and empowered by the Responsible Party to act (each such officer being an "Authorized Officer" and collectively being the "Authorized Officers"), are hereby authorized, empowered and directed, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), to execute, deliver and verify any and all petitions and amendments thereto under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Texas (the "Bankruptcy Court") at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the Responsible Party is authorized, empowered and directed, in the name of and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), to engage and retain on behalf of the Partnership all assistance by legal counsel, accountants, financial advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that the law firm of Looper Reed & McGraw P.C. is hereby employed as bankruptcy counsel to the Partnership in the Partnership's Chapter 11 Case, subject to any requisite Bankruptcy Court approval;

RESOLVED, that The Oil & Gas Asset Clearinghouse is hereby employed as auctioneer for the Partnership in the Partnership's Chapter 11 Case, subject to any requisite Bankruptcy Court approval;

RESOLVED, that each Authorized Officer, and any employees or agents (including counsel) designated by or directed by any such Authorized Officers (each such designee being an "Authorized Designee" and collectively being the "Authorized Designees" and, together with the Authorized Officers, the "Authorized Persons"), be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and to take and perform any and all further acts and deeds which he or she deems necessary, proper or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, the each Authorized Officer, and any Authorized Designees, be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), to cause the Partnership to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action as in the judgment of such person shall be or become necessary, appropriate, desirable, or advisable to effectuate a successful reorganization of the business of the Partnership;

RESOLVED, the each Authorized Officer and any Authorized Designees, be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or such other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Officer, be, and each hereby is, authorized, empowered and directed, in the name of and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects: (i) to negotiate, execute, deliver and/or file any and all of the agreements, documents and instruments referenced herein, and such other agreements, documents and instruments and assignments thereof as may be required or as such Authorized Officer(s) deem

appropriate or advisable, or to cause the negotiation, execution and delivery thereof, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), as the case may be, in such form and substance as such Authorized Officer(s) may approve, together with such changes and amendments to any of the terms and conditions thereof as such Authorized Officer(s) may approve, with the execution and delivery thereof on behalf of the Partnership by or at the direction of such Authorized Officer(s) to constitute evidence of such approval, (ii) to negotiate, execute, deliver and/or file, in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership), any and all agreements, documents, certificates, consents, filings and applications relating to the resolutions adopted and matters ratified or approved herein and the transaction contemplated hereby, and amendments and supplements to any of the foregoing, and to take such other actions as may be required or as such Authorized Officer(s) deem appropriate or advisable in connection therewith, and (iii) to do such other things as may be required or as may, in the judgment of such Authorized Officer(s), be appropriate or advisable in order to effectuate fully the resolutions adopted and the matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that any and all past actions heretofore taken by any Authorized Persons of the Partnership in the name and on behalf of the MGP (acting in its capacity as the managing general partner of the Partnership) in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects.

IN WITNESS WHEREOF, I have executed this Certificate as of September 11, 2013.

/s/ Karen Nicolaou
Karen Nicolaou

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Northern District of Texas**

In re CO and PA 1999D Limited Partnership
Debtor(s)

Case No. _____
Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims.

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
N/A	N/A	N/A	N/A	N/A

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Responsible Party of the partnership named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date September 16, 2013

Signature /s/ Karen Nicolaou

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

CERTIFICATION

I, Karen Nicolaou, certify under penalty of perjury that I am the Responsible Party of CO and PA 1999D Limited Partnership ("CO and PA 1999D"), a West Virginia limited partnership, the limited partnership named as Debtor in the foregoing petition. I hereby declare that the statements in the foregoing petition and all exhibits, schedules and all attachments thereto are true and correct to the best of my knowledge, information and belief, and that the filing of this petition and all exhibits, schedules and all attachments thereto on behalf of CO and PA 1999D has been duly authorized as evidenced by the attached Certificate of Resolution.

EXECUTED on September 16, 2013.

/s/ Karen Nicolaou

Karen Nicolaou