

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas
(State)Case number (if known): _____ Chapter 11☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Colorado 2002B Limited Partnership

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business* as names3. Debtor's federal Employer Identification Number (EIN) 38 - 3648762

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

1775 Sherman St #3000
Number Street

Number Street

P.O. Box

Denver CO 80203
City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

County

2200 Ross Ave.
Number StreetDallas TX 75201
City State ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

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

Debtor Colorado 2002B Limited Partnership
Name

Case number (if known) _____

7. Describe debtor's business**A. Check one:**

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

B. Check all that apply:

- ☐ Tax-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>.

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

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?☒ No

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

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

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No

☒ Yes. Debtor Colorado 2002C Limited Partnership Relationship Same General Partner

District Northern District of Texas When _____
MM / DD / YYYY

Case number, if known See Exhibit A for additional debtors

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

Debtor Colorado 2002B Limited Partnership Case number (if known) _____
Name

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 | | |

15. Estimated assets

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

Debtor Colorado 2002B Limited Partnership Case number (if known) _____
Name

16. Estimated liabilities

- | | | |
|---|--|--|
| ☐ \$0-\$50,000 | ☐ \$1,000,001-\$10 million | ☐ \$500,000,001-\$1 billion |
| ☐ \$50,001-\$100,000 | ☐ \$10,000,001-\$50 million | ☐ \$1,000,000,001-\$10 billion |
| ☒ \$100,001-\$500,000 | ☐ \$50,000,001-\$100 million | ☐ \$10,000,000,001-\$50 billion |
| ☐ \$500,001-\$1 million | ☐ \$100,000,001-\$500 million | ☐ 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 09/24/2016
MM / DD / YYYY

X /s/ Karen Nicolaou
 Signature of authorized representative of debtor
 Title Responsible Party

Karen Nicolaou
 Printed name

18. Signature of attorney

X /s/ Jason S. Brookner
 Signature of attorney for debtor

Date 09/24/2016
MM / DD / YYYY

Jason S. Brookner
 Printed name

Gray Reed & McGraw, P.C.
 Firm name

1601 Elm Street, Suite 4600
 Number Street

Dallas Texas 75201
 City State ZIP Code

(469) 320-6132 jbrookner@grayreed.com
 Contact phone Email address

24033684 Texas
 Bar number State

EXHIBIT A
TO DEBTOR'S VOLUNTARY PETITION

In response to item number 10 of Debtor's attached Form 201 Voluntary Petition (the "Petition"), Debtor identifies the following pending bankruptcy cases filed by related entities:¹

1. All debtors in the case pending under Case No. 13-34773-HDH-11 in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, bearing the caption *In re Eastern 1996D Limited Partnership*, et al. The debtors being jointly administered in Case No. 13-34773-HDH-11 are as follows:

- a. Eastern 1996D Limited Partnership (1154);
- b. Eastern 1997D Limited Partnership (4713);
- c. Eastern 1998D Limited Partnership (7539);
- d. CO and PA 1999D Limited Partnership (8545);
- e. Colorado 2000B Limited Partnership (3050);
- f. Colorado 2000C Limited Partnership (3437);
- g. Colorado 2000D Limited Partnership (4071);
- h. Colorado 2001A Limited Partnership (9061);
- i. Colorado 2001B Limited Partnership (9832);
- j. Colorado 2001C Limited Partnership (3219);
- k. Colorado 2001D Limited Partnership (5051); and
- l. Colorado 2002A Limited Partnership (9674).

¹ Although the debtors identified herein are not technically "affiliates" as the term is defined in section 101 of title 11 of the United States Code, the identified entities share the same general partner, a common responsible party, and a number of identical creditors. The debtors are financially intertwined and are thus identified in response to item number 10 of Debtor's Petition.

COLORADO 2002B LIMITED PARTNERSHIP

CERTIFICATE OF RESOLUTIONS

I, Karen Nicolaou, having been appointed, authorized and empowered as the responsible party (the “Responsible Party”) for Colorado 2002B 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 24, 2016, 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”) for the Partnership;

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 Gray 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 BMC Group, Inc. is hereby employed as notice, balloting and tabulating agent to 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, that each Authorized Person be, and 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 prosecution of the Chapter 11 Case;

RESOLVED, that each Authorized Person be, and 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 Person be, and 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): (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 Person deems 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 Person may approve, together with such changes and

amendments to any of the terms and conditions thereof as such Authorized Person may approve, with the execution and delivery thereof on behalf of the Partnership by or at the direction of such Authorized Person 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 transactions 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 Person deems 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 Person, 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 Person 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 24, 2016.

/s/ Karen Nicolaou

Karen Nicolaou

Fill in this information to identify the case:Debtor name COLORADO 2002B LIMITED PARTNERSHIPUnited States Bankruptcy Court for the: NORTHERN District of TEXAS
(State)

Case number (If known): _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	n/a						
2							
3							
4							
5							
6							
7							
8							

Debtor

COLORADO 2002B LIMITED PARTNERSHIP

Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

CERTIFICATION

I, Karen Nicolaou, certify under penalty of perjury that I am the Responsible Party of Colorado 2002B Limited Partnership (“Colorado 2002B”), 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 Colorado 2002B has been duly authorized as evidenced by the attached Certificate of Resolution.

EXECUTED on September 24, 2016.

/s/ Karen Nicolaou

Karen Nicolaou