

Fill in this information to identify the case:

United States District Court for the:
District of Puerto Rico

Case number (if known): _____ (PROMESA Title III)

Check if this is an amended filing

Title III Petition for Covered Territory or Covered Instrumentality

This form is designed to comply with section 304(a) of Puerto Rico Oversight, Management, and Economic Stability Act, 48 U.S.C. § 2164 ("PROMESA").

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).

1. Debtor's name Puerto Rico Public Buildings Authority (PBA)

2. All other names Debtor used in the last 8 years Autoridad de Edificios Públicos de Puerto Rico
 Include any assumed names, trade names, and doing business as names

3. Debtor's address	Principal place of business Piso 17, Torre Norte, Centro Gubernamental Minillas Number Street Autoridad de Edificios Públicos, Apartado 41029 San Juan, PR 00940-1029 City State ZIP Code County	Address for Financial Oversight and Management Board for Puerto Rico, as Representative of Debtor per PROMESA § 315 <u>222 Broadway</u> Number Street 19th Floor, Attn: Jaime El Koury, Financial Oversight and Management Board for Puerto Rico New York, New York 10038 City State ZIP Code
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4. Debtor's website (URL) http://www.aep.gobierno.pr
 Financial Oversight and Management Board website (URL) https://juntasupervision.pr.gov/
https://oversightboard.pr.gov/

5. Type of Title III Debtor Covered Territory (as defined in PROMESA § 5(8))
 Covered Territorial Instrumentality (as defined in PROMESA § 5(7))

6. Are any Title III or Title VI cases pending or being filed by an affiliate of the Debtor?
 No.
 Yes Debtor See attached Exhibit 1 Relationship _____
 District _____ When _____ MM / DD / YYYY
 List all cases. If more than 1, attach a separate list. Case number, if known _____

7. Why is the Title III case filed in this District?
 Check all that apply:
 This is the United States District Court for the covered territory or covered territorial instrumentality, as applicable (PROMESA § 307(a))
 This is the United States District Court for the jurisdiction in which the Oversight Board maintains an office that is located outside of the territory (PROMESA § 307(b))
 Territory does not have a district court (U.S. District Court of Hawaii only) (PROMESA § 307(a))

Debtor In re: Puerto Rico Public Buildings Authority

Case Number (if known) _____

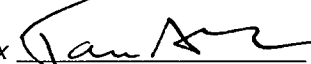
Request for Relief, Declaration, and Signatures

8. Declaration and signature of Financial Oversight and Management Board for Puerto Rico as Representative of Debtor per PROMESA § 315.


- X The Debtor requests relief in accordance with Title III of PROMESA.
- X I have been authorized to file this petition on behalf of the Financial Oversight and Management Board for Puerto Rico.
- X I have examined the information in this petition and the documents attached to this petition as listed below and have a reasonable belief that the information is true and correct.
 - X *Schedule A*: Certification of Resolutions Adopted by the Financial Oversight and Management Board for Puerto Rico Pursuant to PROMESA §§ 104(j) and 206(a).
 - X *Schedule B*: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders.

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

Executed on: 09/27/2019
MM / DD / YYYY

X  Jaime El Koury
Signature Printed Name
Title General Counsel

Signature of attorney for Financial Oversight and Management Board for Puerto Rico as Representative of Debtor per PROMESA § 315

X  Signature Date: 09/27/2019
MM / DD / YYYY
Martin J. Bienenstock (Admitted Pro Hac Vice)

Printed Name
Proskauer Rose LLP
Firm Name
11 Times Square
Number Street
New York NY 10036
City State Zip Code
212.969.3000 mbienenstock@proskauer.com
Contact phone Email address
1542554 NY
Bar Number State

Signature of attorney for Financial Oversight and Management Board for Puerto Rico as Representative of Debtor per PROMESA § 315

X  Date: 09/27/2019
Signature MM / DD / YYYY

Printed Name
Hermann D. Bauer-Alvarez
Firm Name
O'Neill & Borges LLC
American International Plaza, 250 Munoz Rivera Avenue, Ste. 800
Number Street
San Juan, Puerto Rico 00918-1813
City State Zip Code
787-282-5723 Hermann.Bauer@oneillborges.com
Contact phone Email address
215 205, Puerto Rico _____
Bar Number State

Exhibit 1

List of Title III Pending or Confirmed Cases by an Affiliate

1. Commonwealth of Puerto Rico, Title III Case No. 17-BK-3283-LTS. Court: U.S. District Court for the District of Puerto Rico. Petition Date: May 3, 2017.
2. Puerto Rico Sales Tax Financing Corporation (COFINA), Title III Case No. 17-BK-3284-LTS. Court: U.S. District Court for the District of Puerto Rico. Petition Date: May 5, 2017. Confirmation Effective Date: February 12, 2019.
3. Employees Retirement System of the Government of the Commonwealth of Puerto Rico (ERS), Title III Case No. 17-BK-3566-LTS. Court: U.S. District Court for the District of Puerto Rico. Petition Date: May 21, 2017.
4. Puerto Rico Highways and Transportation Authority (HTA), Title III Case No. 17-BK-3567-LTS. Court: U.S. District Court for the District of Puerto Rico. Petition Date: May 21, 2017.
5. Puerto Rico Electric Power Authority (PREPA), Title III Case No. 17-BK-4780-LTS. Court: U.S. District Court for the District of Puerto Rico. Petition Date: July 2, 2017.

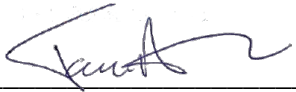
Schedule A

**Resolutions Adopted by the Financial Oversight and Management Board for Puerto Rico by
Unanimous Written Consent**

**CERTIFICATION OF RESOLUTIONS ADOPTED BY THE FINANCIAL OVERSIGHT
AND MANAGEMENT BOARD FOR PUERTO RICO BY UNANIMOUS WRITTEN
CONSENT**

(Puerto Rico Public Buildings Authority (PBA))

I, the undersigned, General Counsel of the Financial Oversight and Management Board for Puerto Rico (the "Oversight Board"), do hereby certify that (i) attached is a true and correct copy of the resolutions of the Oversight Board adopted on September 26, 2019 by Unanimous Written Consent, and (ii) such resolutions have not been modified or rescinded, and remain in full force and effect.

By:  _____

Name: Jaime A. El Koury

Title: General Counsel

Date: September 26, 2019



**FINANCIAL OVERSIGHT AND MANAGEMENT BOARD
FOR PUERTO RICO**

September 26, 2019

**UNANIMOUS WRITTEN CONSENT APPROVING AND ISSUING
CERTIFICATIONS PURSUANT TO SECTIONS 104 AND 206 OF PROMESA
FOR THE PUERTO RICO PUBLIC BUILDINGS AUTHORITY (PBA)**

WHEREAS on June 30, 2016, the federal Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”)¹ was enacted; and

WHEREAS Section 101 of PROMESA created the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”); and

WHEREAS on September 30, 2016, the Puerto Rico Public Buildings Authority (“PBA”) was designated by the Oversight Board as a Covered Territorial Instrumentality pursuant to Section 101(d)(1)(A) of PROMESA; and

WHEREAS the Oversight Board has been advised that PBA desires to effect a plan to adjust its debt pursuant to Title III of PROMESA; and

WHEREAS in connection with the commencement of a Title III case for PBA, the Oversight Board is required (i) pursuant to Section 206 of PROMESA, to make certain Restructuring Determinations (as defined below) and to issue a restructuring certification as to such determinations, and (ii) pursuant to Section 104(j) of PROMESA, to certify the filing by PBA of a voluntary petition under Title III of PROMESA; and

WHEREAS following discussions with PBA and its legal and financial advisors, and after consultation with the Oversight Board’s legal and financial advisors, and following extensive deliberation, the Oversight Board has determined, in its sole discretion, that (1) PBA has made good-faith efforts to reach a consensual restructuring with creditors; (2) PBA has adopted procedures necessary to deliver timely audited financial statements and made public draft financial statements and other information sufficient for any interested person to make an informed decision with respect to a possible restructuring; (3) PBA is a Covered Territorial Instrumentality that is subject to a Territory Fiscal Plan certified by the Oversight Board; and (4) no order approving a

¹ Capitalized terms used but not defined herein have the definitions given to them in PROMESA.

Qualifying Modification under Section 601 of PROMESA has been entered with respect to PBA (the foregoing determinations, the “Restructuring Determinations”); and

WHEREAS following discussions with PBA and its legal and financial advisors, and after consultation with the Oversight Board’s legal and financial advisors, and following extensive deliberation, the Oversight Board has determined it is necessary and appropriate in order to protect the residents of Puerto Rico, and in the best interests of the creditors of PBA, for a voluntary petition under Title III of PROMESA to be filed for PBA in the United States District Court for the District of Puerto Rico (the “District Court”); and

WHEREAS it is the Oversight Board’s intention in making its determinations in connection with such Title III filing (1) that such filing should not preclude efforts to implement consensual debt restructurings if possible and practicable, and (2) to continue negotiations with the creditors of PBA with a view to implementing consensual debt restructurings to the extent possible and appropriate;

NOW, THEREFORE, IT IS HEREBY RESOLVED that the Oversight Board approves and certifies the Restructuring Determinations pursuant to Section 206 of PROMESA; and it is further

RESOLVED that, pursuant to Section 104(j) of PROMESA, the Oversight Board approves and certifies the filing in the District Court of a voluntary petition under Title III of PROMESA for PBA at such time as the Chair or Executive Director of the Oversight Board determines to be appropriate; and it is further

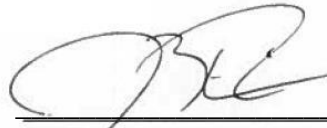
RESOLVED that, for the avoidance of doubt, these resolutions shall constitute (i) the restructuring certificate required to be issued by the Oversight Board pursuant to Section 206 of PROMESA, and (ii) the certification required to be issued by the Oversight Board for the filing of a Title III petition for PBA pursuant to Section 104(j) of PROMESA; and it is further

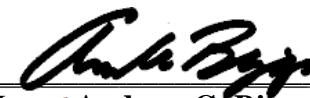
RESOLVED that the Executive Director, General Counsel and any other officer of the Oversight Board now or hereafter appointed by the Oversight Board (each, an “Authorized Officer”) shall be, and each hereby is, authorized and empowered to execute and publish (including by attaching a copy thereof to a Title III Petition filed for PBA) a certificate or certificates that certify (i) the Restructuring Determinations of the Oversight Board pursuant to Section 206 of PROMESA, (ii) the filing of a Title III petition for PBA pursuant to Section 104(j) of PROMESA, and (iii) the other approvals and authorizations of the Oversight Board set forth in these resolutions; and it is further

RESOLVED that each Authorized Officer shall be, and each hereby is, authorized and empowered to execute and file in the name and on behalf of Oversight Board, as the “representative” of PBA pursuant to Section 315 of PROMESA, all petitions (including, but not limited to, a Title III petition), schedules, motions, lists, applications, pleadings, affidavits and other papers to be filed in the District Court (and in such other courts of competent jurisdiction as may be applicable), and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, and to take

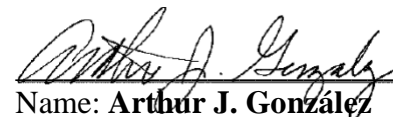
and perform any and all further acts and deeds which such Authorized Officer deems necessary, proper, or desirable in connection with PBA's Title III case.

Agreed and authorized as of the date first set forth above.

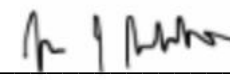
By: 
Name: **José B. Carrión**
Title: Chair and Member


By: 
Name: **Andrew G. Biggs**
Title: Member

By: 
Name: **Carlos M. García**
Title: Member

By: 
Name: **Arthur J. González**
Title: Member

By: 
Name: **José R. González**
Title: Member

By: 
Name: **Ana J. Matosantos**
Title: Member

By: 
Name: **David A. Skeel, Jr.**
Title: Member

Schedule B

List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

Case InformationDebtor : Puerto Rico Public Buildings Authority

United States District Court for Puerto Rico

Case Number: _____

List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders¹

Name of Creditor		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 Claim
1	MUNIZ BURGOS CONTRACTORS, CORP.	Condominio Parque de las Fuentes PH204 680 Calle Cesar Gonzalez San Juan, PR 00918-3912 Tel: 787-287-0212	Trade Debt	N/A	\$1,006,195.79
2	DEYA ELEVATOR SERVICE INC	680 Calle Cesar Gonzalez Tel: 787-268-8777 Email: ventas@deya.com	Trade Debt	N/A	\$978,178.19
3	GENESIS SECURITY SERVICES INC	5900 Ave. Isla Verde L-2 PMB 438 Carolina, PR 00983 Tel: 787-776-2381 Email: contact@genesissecuritypr.com	Trade Debt	N/A	\$917,207.49
4	QUINTERO CONSTRUCTION S E	Carr 734 Km 0.5 Bo Arenas, Cidra, Puerto Rico 00739 Tel: 787-739-6040	Trade Debt	N/A	\$851,134.94
5	SKY HIGH ELEVATORS CORP	URB. SANTA MARIA 34 CALLE ORQUIDEA SAN JUAN, PR 00926 Tel: 787-366-9954 Email: skyhighelevators@gmail.com	Trade Debt	N/A	\$779,6134.85
6	ADM. SERVICIOS GENERALES	PO BOX 195568 SAN JUAN, PR 00919-5568 Tel: 787-759-7676 Email: finanzas@asg.pr.gov	Government	N/A	\$693,304.27
7	MAPFRE-PRAICO INSURANCE COMPANY	PO BOX 70333 SAN JUAN, PR 00936-8333 Tel: 787-250-6500 Email: rdesoto@mapfrepr.com	Professional Services	N/A	\$664,772.45
8	DRC CORPORATION	PO BOX 70202 SAN JUAN, PR 00936 Tel: 787-723-7621 Email: jfnevaes-law@microjuris.com	Trade Debt	N/A	\$612,030.32

¹ The Puerto Rico Public Buildings Authority reserves all rights to amend or supplement this list from time to time, in all respects, as may be necessary or appropriate. Nothing herein shall be deemed an admission or a waiver of any rights, claims, and defenses.

Name of Creditor	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 Claim
9	CRUFON CONSTRUCTION CORP PO BOX 4101 VEGA BAJA, PR 00694-4101 Tel: 787-783-9410 Email: carlos.iguina@multinationalpr.com	Trade Debt	N/A	\$598,407.32
10	KARIMAR CONSTRUCTION INC PO BOX 8000 AGUADA, PR 00602-7002 Tel: 787-252-2415 787-868-0180 Email: jesther27@aol.com	Trade Debt	N/A	\$568,556.35
11	DEPTO TRABAJO Y RECURSOS HUMANOS EDIF. PRUDENCIO RIVERA MARTINEZ 505 AVE. MUÑOZ RIVERA SAN JUAN PR. 00919-5540 Fax: 787-754-5353 Email: lypagan@trabajo.pr.gov	Trade Debt	N/A	\$537,600
12	KARIMAR CONSTRUCTION INC PO BOX 8000 AGUADA, PR 00602-7002 Tel: 787-252-2415 787-868-0180 Email: santos.giancarlo@gmail.com	Trade Debt	N/A	\$445,313.23
13	G R G ENGINEERING S E URB. BELISA 1515 CALLE BORI SAN JUAN, PR 00928 Tel: 787-757-8033	Trade Debt	N/A	\$442,115.24
14	TARGET ENGINEERING S E PO BOX 367 SAINT JUST, PR 00978 Tel: 787-257-0416 Email: rebecabarnes@bufetebarnes.com	Trade Debt	N/A	427,864.76
15	DEL VALLE GROUP SP PO BOX 2319 TOA BAJA, PR 00951-2319 Tel: 787-794-0927 Email: rlatorre@delvallegroup.net	Trade Debt	N/A	\$420,275.40
16	A & E GROUP, CORP. PMB 382 PO BOX 7891 GUAYNABO, PR 00978 Tel: 787-783-0959 Email: rebecabarnes@bufetebarnes.com	Trade Debt	N/A	\$377,646.27
17	CORRECTION CORPORATION OF AMERICA 10 BURTON HILLS BOULEVARD NASHVILLE UNITED STATES, TN 37215	Trade Debt	N/A	\$346,767.48
18	JLG CONSULTING ENGINEERING, P.S.C. PO BOX 9023455 SAN JUAN, PR 00902-3455 Tel: 787-724-4545 Email: jlg@joselgarcia.com	Trade Debt	N/A	\$311,455.15
19	POLYMER INDUSTRIES INC PO BOX 839 BAYAMON, PR 00690-0839 Tel: 787-780-3387 Email: erovira@polymerpr.com	Trade Debt	N/A	\$287,768.84

	Name of Creditor	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 Claim
20	EVERTEC GROUP LLC	PO BOX 364527 SAN JUAN, PR 00936-4527 Tel:787-759-9999 787-250-7356 Email: Rafael.Echevarria@evertecinc.com	Trade Debt	N/A	\$282,965.34
21	PLUMBING & SEWER CLEANING RUS CORP.	PO BOX 191713 SAN JUAN, PR 00919-1713 Tel: 787-753-8000 Email: bjquintana@quintanapr.com	Trade Debt	N/A	\$267,800.95