

Management Energy, Inc.
Form 8-K/A
February 11, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): February 11, 2011

Management Energy, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State of
incorporation)

333-152608
(Commission File
Number)

26-1749145
(IRS Employer
Identification Number)

2626 Cole Avenue, Suite 610
Dallas, Texas 75204
(Address of principal executive offices)

Registrant's telephone number, including area code: (214) 880-0400

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the reporting obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act
 - .. Soliciting material pursuant to Rule 14a-12 of the Exchange Act
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) Exchange Act
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) Exchange Act
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On September 29, 2010, we filed a Current Report on Form 8-K to report our merger with Maple Carpenter Creek Holdings, Inc. This amendment on Form 8-K/A includes certain financial statements required to be filed by amendment to such earlier report pursuant to Rule 3-05 of Regulation S-X. This rule states that audited financial statements should be included for all individually significant acquisitions. In addition, reviewed financial statements of the acquisitions are included in instances in which the audited financial statements have become stale. The acquisitions will be accounted for as a reverse acquisition with a development stage company. In reverse acquisition accounting, the historical financial statements presented represent that of the legal acquiree, which are the consolidated financial statements of the acquired companies as of the first period presented. As a result, no proforma financial statements are included in this filing. The two acquisitions that are presented in this filing are Maple Carpenter Creek, LLC and Subsidiary and Armadillo Holdings Group Corp. and Subsidiary. The ownership of these two companies was structured to allow a new entity, Maple Carpenter Creek Holdings, Inc, to own a majority stake in both entities immediately prior to completing the acquisition.

Item 9.01 Financial Statements and Exhibits

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MANAGEMENT ENERGY, INC.

Date: February 11, 2011

By: /s/ Jack W. Hanks
Jack W. Hanks, President and
Chief Executive Officer

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors
Maple Carpenter Creek, LLC and Subsidiary

We have audited the accompanying consolidated balance sheets of Maple Carpenter Creek, LLC and subsidiary (the "Company") as of April 30, 2010 and 2009 and the related statements of operations, members' interests and cash flows for the twelve month periods then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Maple Carpenter Creek, LLC and subsidiary as of April 30, 2010 and 2009 and the results of its operations and cash flows for the periods described above in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the financial statements, the Company has insufficient working capital, which raises substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters also are described in Note 2. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ M&K CPAS, PLLC

www.mkacpas.com
Houston, Texas
January 10, 2011

MAPLE CARPENTER CREEK, LLC & SUBSIDIARY
(An Exploration Stage Company)
Consolidated Balance Sheets

	October 31, 2010 (Unaudited)	April 30, 2010	April 30, 2009
Assets			
Current assets:			
Cash	\$ 923	\$ 314	\$ 38,478
Intercompany advances	687,548	378,353	-
Prepaid expenses	50,534	65,793	57,795
Total current assets	682,014	444,460	96,273
Property and equipment, net	29,946	18,208	21,952
Other assets:			
Investments in property owned by related party	-	1,413,253	1,413,253
Deposits	10,000	10,000	10,000
Total Assets	\$ 721,960	\$ 1,885,921	\$ 1,541,478
Liabilities and Stockholders' Equity (Deficit)			
Current liabilities:			
Accounts payable, including related party amounts of \$75,648, \$135,347 and \$8,657 at October 31, 2010, April 30, 2010 and April 30, 2009, respectively	\$ 448,053	\$ 270,482	\$ 181,770
Accrued interest	118,539	90,328	-
Current maturities of notes payable, including related party amounts of \$300,000, \$300,000 and \$-0- at October 31, 2010, April 30, 2010 and April 30, 2009, respectively	600,000	600,000	-
Total current liabilities	1,149,601	960,810	181,770
Long term portion of notes payable, related party	789,048	798,446	818,988
Total Liabilities	1,938,649	1,759,256	1,000,758