

## U.S. Securities and Exchange Commission

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### Energy 11, L.P. (Filer) CIK: 0001581552

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Document And Entity Information	3 Months Ended	
	Mar. 31, 2015	May 01, 2015
Document and Entity Information [Abstract]		
Entity Registrant Name	Energy 11, L.P.	
Document Type	10-Q	
Current Fiscal Year End Date	12-31	
Entity Common Stock, Shares Outstanding		0
Amendment Flag	false	
Entity Central Index Key	0001581552	
Entity Current Reporting Status	Yes	
Entity Voluntary Filers	No	
Entity Filer Category	Smaller Reporting Company	
Entity Well-known Seasoned Issuer	No	
Document Period End Date	Mar. 31, 2015	
Document Fiscal Year Focus	2015	
Document Fiscal Period Focus	Q1	

Balance Sheets (Unaudited) (USD \$)	Mar. 31, 2015	Dec. 31, 2014
Assets		
Cash	\$ 94	\$ 94
Deferred offering costs and other assets	1,561,311	1,449,930
Total Assets	1,561,405	1,450,024
Liabilities and Partners' Equity (Deficit)		
Due to general partner member	1,349,191	1,232,675
Accrued expenses	440,000	390,000
Total Liabilities	1,789,191	1,622,675
Limited partner's capital	(225,508)	(170,924)
General partner's capital	(2,278)	(1,727)
Total Partners' Equity (Deficit)	(227,786)	(172,651)
Total Liabilities and Partners' Equity (Deficit)	\$ 1,561,405	\$ 1,450,024

Statements of Operations	3 Months Ended		
(Unaudited) (USD \$)	Mar. 31, 2015	Mar. 31, 2014	
Revenue	\$ 0	\$ 0	
General and administrative expenses	55,135	12,775	
Net loss	\$ (55,135)	\$ (12,775)	

Statements of Cash Flows	3 Months Ended	
(Unaudited) (USD \$)	Mar. 31, 2015	Mar. 31, 2014
Cash flow from operating activities:		
Net loss	\$ (55,135)	\$ (12,775)
Changes in operating assets and liabilities:		
Accrued expenses and due to general partner member	55,135	12,775
Net cash flow used in operating activities	0	0
Cash flow from investing activities	0	0
Cash flow from financing activities		
Cash paid for offering costs	0	0
Net cash used in financing operations	0	0
Decrease in cash and cash equivalents	0	0
Cash and cash equivalents, beginning of period	94	94
Cash and cash equivalents, end of period	94	94
Supplemental information:		
Accrued deferred offering costs and other assets	\$ 111,381	\$ 78,884

Partnership Organization	3 Months Ended		
r artifership Organization	Mar. 31, 2015		
Disclosure Text Block [Abstract]			
Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block]	Energy 11, L.P. (the "Partnership") was formed as a Delaware limited partnership. The initial capitalization of the Partnership of \$1,000 occurred on July 9, 2013. The Partnership is offering common units of limited partner interest (the "Units") on a "best efforts" basis with the intention of raising up to \$2,000,000,000 of capital, consisting of 100,263,158 Units. The Partnership's offering was declared effective by the Securities and Exchange Commission on January 22, 2015. Upon raising a minimum of \$25,000,000, the holders of the Units will be admitted and the Partnership will commence operations.  The Partnership's primary investment objectives are to (i) acquire producing and non-producing oil and gas properties with development potential, and to enhance the value of the properties through drilling and other development activities, (ii) make distributions to the holders of the Units, (iii) engage in a liquidity transaction after five – seven years, in which all properties are sold and the sales proceeds are distributed to the partners, merge with another entity, or list the Units on a national securities exchange, and (iv) permit holders of Units to invest in oil and gas properties in a tax efficient basis. The proceeds from the sale of the Units primarily will be used to acquire producing and non-producing oil and natural gas properties onshore in the United States, and to develop those properties.		
	The general partner of the Partnership is Energy 11 GP, LLC (the "General Partner"). The organizational limited partner is DMOG, LLC (wholly owned by one of the members of the General Partner). The General Partner manages and controls the business affairs of the Partnership. Pursuant to the terms of a management agreement, the Partnership plans to engage E11 Management, LLC (the "Manager"), to		

provide management and operating services regarding substantially all aspects of the Partnership's operations. David Lerner Associates, Inc. (the "Managing Dealer"), will act as the dealer manager for the offering of the Units.

The Partnership's fiscal year ends on December 31.

Summary of Significant Accounting	3 Months Ended		
Policies	Mar. 31, 2015		
Accounting Policies [Abstract]			
Significant Accounting Policies [Text Block]	(2) Summary of Significant Accounting Policies  Basis of Presentation		
	The accompanying unaudited financial statements have been prepared in accordance with the instructions for Article 10 of Regulation S-X. Accordingly, they do not include all of the information required by accounting principles generally accepted in the United States. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. These unaudited financial statements should be read in conjunction with the Partnership's audited December 31, 2014 financial statements. Operating results for the three months ended March 31, 2015 are not necessarily indicative of the results that may be expected for the year ending December 31, 2015.		
	Cash and Cash Equivalents		
	Cash and cash equivalents consist of highly liquid investments with original maturities of three months or less. The fair market value of cash and cash equivalents approximates their carrying value. Cash balances may at times exceed federal depository insurance limits.		
	Offering Costs		
	Offering costs will be deferred and recorded as deferred offering costs until the commencement of the Partnership's offering. Upon commencement of the Partnership's offering these costs will be recorded as a reduction to Partners' equity.		
	Use of Estimates		
	The preparation of financial statements in conformity with US GAAP requires the Partnership to make estimates and assumptions that affect the reported amounts in the financial statements and accompanying notes. Actual results could differ from those estimates.		

Capital Contribution and Partners'	3 Months Ended	
Equity	Mar. 31, 2015	
Partners' Capital Notes [Abstract]		
Partners' Capital Notes Disclosure [Text Block]	(3) Capital Contribution and Partners' Equity	
	The General Partner and organizational limited partner have made initial capital contributions totaling \$1,000 to the Partnership. Upon closing of the minimum offering the organizational limited partner will withdraw, its initial capital contribution of \$990 will be returned, the General Partner will receive Incentive Distribution Rights (defined below), and will be	

reimbursed for its documented third party out-of-pocket expenses incurred in organizing the Partnership and offering the Units.

The Partnership intends to raise capital through a "best-efforts" offering of Units by the Managing Dealer. Under the agreement with the Managing Dealer, the Managing Dealer will receive a total of 6% in selling commissions and a marketing expense allowance based on gross proceeds of the Units sold. The Managing Dealer will also be paid a contingent incentive fee which is a cash payment of up to an amount equal to 4% of gross proceeds of the Units sold as outlined in the prospectus based on the performance of the Partnership.

The minimum offering must be sold before January 23, 2017 or the offering will terminate and investors' subscription payments will be refunded to investors. Pending sale of such minimum offering amount, investors' subscription payments will be placed in an escrow account. As of March 31, 2015 subscriptions totaling approximately \$12.7 million had been received in the escrow account. In addition, pursuant to the Partnership Agreement, the Partnership expects to issue to the Manager 100,000 class B units.

Prior to "Payout," which is defined below, all of the distributions made by the Partnership, if any, will be paid to the holders of Units. Accordingly, the Partnership will not make any distributions with respect to the Incentive Distribution Rights or with respect to class B units and will not make the contingent, incentive payments to the Managing Dealer, until Payout occurs.

The Partnership Agreement provides that Payout occurs on the day when the aggregate amount distributed with respect to each of the Units equals \$20.00 plus the Payout Accrual. The Partnership Agreement defines "Payout Accrual" as 7% per annum simple interest accrued monthly until paid on the Net Investment Amount outstanding from time to time. The Partnership Agreement defines Net Investment Amount initially as \$20.00 per Unit, regardless of the amount paid for the Unit. If at any time the Partnership distributes to holders of Units more than the Payout Accrual, the amount the Partnership distributes in excess of the Payout Accrual will reduce the Net Investment Amount.

All distributions made by the Partnership after Payout, which may include all or a portion of the proceeds of the sale of all or substantially all of the Partnership's assets, will be made as follows:

- First, 35% to the holders of the Incentive Distribution Rights, 35% to the holders of the class B units and 30% to the Managing Dealer as its contingent, incentive fee until the Managing Dealer receives incentive fees equal to 4% of the gross proceeds of the offering of common units; and then
- Thereafter, 35% to the holders of the Incentive Distribution Rights, 35% to the holders of the class B units and 30% to the holders of the Units.

All items of income, gain, loss and deduction will be allocated to each Partner's capital account in a manner generally consistent with the distribution procedures outlined above.

Transactions with Related Parties	3 Months Ended
Transactions with Related Parties	Mar. 31, 2015

Related Party Transactions [Abstract]				
Related Party Transactions Disclosure [Text Block]	(4) Transactions with Related Parties			
	The General Partner will be reimbursed for its direct out-of-pocket costs of managing the Partnership. These costs include, but are not limited to, the General Partner's external legal, accounting and investor relations professional fees. The amount due to a general partner member included in the Partnership's balance sheet as of March 31, 2015 of approximately \$1.3 million, consists of legal, accounting and other offering costs that have been paid by one of the members of the General Partner. These expenses will be reimbursed to the member upon closing of the initial minimum offering or upon other financing of the Partnership.			

Accounting Policies, by Policy	3 Months Ended	
(Policies)	Mar. 31, 2015	
Accounting Policies [Abstract]		
Basis of Accounting, Policy [Policy Text Block]	Basis of Presentation	
	The accompanying unaudited financial statements have been prepared in accordance with the instructions for Article 10 of Regulation S-X. Accordingly, they do not include all of the information required by accounting principles generally accepted in the United States. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. These unaudited financial statements should be read in conjunction with the Partnership's audited December 31, 2014 financial statements. Operating results for the three months ended March 31, 2015 are not necessarily indicative of the results that may be expected for the year ending December 31, 2015.	
Cash and Cash Equivalents, Policy [Policy Text Block]	Cash and Cash Equivalents  Cash and cash equivalents consist of highly liquid investments with original maturities of three months or less. The fair market value of cash and cash equivalents approximates their carrying value. Cash balances may at times exceed federal depository insurance limits.	
Deferred Charges, Policy [Policy Text Block]	Offering Costs  Offering costs will be deferred and recorded as deferred offering costs until the commencement of the Partnership's offering. Upon commencement of the Partnership's offering these costs will be recorded as a reduction to Partners' equity.	
Use of Estimates, Policy [Policy Text Block]	Use of Estimates  The preparation of financial statements in conformity with US GAAP requires the Partnership to make estimates and assumptions that affect the reported amounts in the financial statements and accompanying notes. Actual results could differ from those estimates.	

Partnership Organization (Details) (USD \$)	0 Months Ended	3 Months Ended	2 Months Ended
	Jul. 09, 2013	Mar. 31, 2015	Mar. 31, 2015
Partnership Organization (Details) [Line Items]			
Limited Liability Company or Limited Partnership, Business, Formation State	Delaware		
Partners' Capital Account, Contributions	\$ 1,000		

Subsidiary of Limited Liability Company or Limited Partnership, Business Purpose	(i) acquire producing and non-producing oil and gas properties with development potential, and to enhance the value of the properties through drilling and other development activities, (ii) make distributions to the holders of the Units, (iii) engage in a liquidity transaction after five — seven years, in which all properties are sold and the sales proceeds are distributed to the partners, merge with another entity, or list the Units on a national securities exchange, and (iv) permit holders of Units to invest in oil and gas properties in a tax efficient basis. The proceeds from the sale of the Units primarily will be used to acquire producing and non-producing oil and natural gas properties onshore in the United States, and to develop those properties	
Limited Liability Company or Limited Partnership, Managing Member or General Partner, Name	Energy 11 GP, LLC	
Best-Efforts Offering [Member]		
Partnership Organization (Details) [Line Items]		
Total amount of Unit offering		2,000,000,000
Total amount of Units offered		100,263,158
Minimum Unit Offering		\$ 25,000,000

Capital Contribution and Partners'	0 Months Ended	3 Months Ended	
Equity (Details) (USD \$)	Jul. 09, 2013	Mar. 31, 2015	
Partners' Capital Notes [Abstract]			
Partners' Capital Account, Contributions	\$ 1,000		
Partners' Capital Account, Return of Contribution Upon Minimum Offering		990	
Managing Dealer, Selling Commissions, Percentage		6.00%	
Managing Dealer, Maximum Contingent Incentive Fee on Gross Proceeds		4.00%	
Unit Subscriptions, Held in Escrow		\$ 12,700,000	
Limited Liability Company or Limited Partnership, Managing Member or General Partner, Compensation		In addition, pursuant to the Partnership Agreement, the Partnership expects to issue to the Manager 100,000 class B units.	
Key Provisions of Operating or Partnership Agreement, Description		In Partnership Agreement provides that Payout occurs on the day when the aggregate amount distributed with respect to each of the Units equals \$20.00 plus the Payout Accrual. The Partnership Agreement defines "Payout Accrual" as 7% per annum simple interest accrued monthly until paid on the Net Investment Amount outstanding from time to time. The Partnership Agreement defines Net Investment Amount initially as \$20.00 per Unit, regardless of the amount paid for the Unit. If at any time the Partnership distributes to holders of Units more than the Payout Accrual, the amount the Partnership distributes in excess of the Payout Accrual will reduce the Net Investment Amount.All distributions made by the Partnership after Payout, which may include all or a portion of the proceeds of the sale of all or substantially all of the Partnership's assets, will be made as follows: First, 35% to the holders of the Incentive Distribution Rights, 35% to the Managing Dealer as its contingent, incentive fee until the Managing Dealer receives incentive fees equal to 4% of the gross proceeds of the offering of common units; and then Thereafter, 35% to the holders of the Incentive Distribution Rights, 35% to	

the holders of the class B units and 30% to the holders of the Units.All items of income, gain, loss and deduction will be allocated to each Partner's capital account in a manner generally consistent with the distribution procedures outlined above.

Transactions with Related Parties (Details) (USD \$)	Mar. 31, 2015	Dec. 31, 2014
Related Party Transactions [Abstract]		
Due to general partner member	\$ 1,349,191	\$ 1,232,675

# Energy 11, L.P. (Filer) CIK: 0001581552 (see all company filings)

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SIC: 1311 Crude Petroleum & Natural Gas

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