

B 7 (Official Form 7) (04/10)

UNITED STATES BANKRUPTCY COURT

Eastern District of Michigan

In re: Groeb Farms, Inc
DebtorCase No. 13-58200
(if known)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of businessNone
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$89,000,000	9/30/13 YTD Net Sales (8/31/13 Income Statement - Net Sales plus 9/30/13 Ledger Balance)
\$138,941,000	12/31/12 Income Statement - Net Sales
\$145,320,000	12/31/11 Income Statement - Net Sales



2. Income other than from employment or operation of businessNone
☐

State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

See SOFA Attachment 2 for further details

AMOUNT	SOURCE
\$1,052,000	Total 2011 Other Income
\$902,000	Total 2012 Other Income
\$6,794,000	Total 2013 YTD Other Income

3. Payments to creditors*Complete a. or b., as appropriate, and c.*None
☒

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None
☐

b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See SOFA 3b Attachment		19748036.73	0

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None

☐

c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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See SOFA 3c Attachment

2371826.97

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4. Suits and administrative proceedings, executions, garnishments and attachments

None

☐

a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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See SOFA 4a Attachment

None

☒

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None

☒

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receivershipsNone
☒

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None
☒

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE Of PROPERTY
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7. GiftsNone
☐

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
See SOFA 7 Attachment	None		\$1,140

8. LossesNone
☒

List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcyNone
☐

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See SOFA 9 Attachment	Various	\$1,105,773.50

10. Other transfersNone
☒

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None
☒

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accountsNone
☐

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
See SOFA 11 Attachment	Petty Cash - 2179 - \$0.00	\$0.00
	Petty Cash - 5020 - \$0.00	\$0.00

12. Safe deposit boxesNone
☐

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
See SOFA 12 Attachment	Jack Irvin	None	

13. SetoffsNone
☒

List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF

14. Property held for another personNone
☒

List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY

15. Prior address of debtorNone
☐

If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
1701 Massey Tompkins Baytown, TX 77521	Groeb Farms, Inc.	2011
125 E. Laurel St. Colton, CA 92324	Groeb Farms, Inc.	2011-2012

16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None



a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None



b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None



c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None



a. *If the debtor is an individual*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing

executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
See SOFA 18a Attachment	38-2778390	Various	Food Processing - Honey	Various

None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
See SOFA 19a Attachment	2008 - Current

None ☐ b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
Plante Moran	3434 Granite Circle Toledo, OH 43617	2007 - Current

None
☒

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME

ADDRESS

None
☐

d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

See SOFA 19d Attachment

20. InventoriesNone
☐

a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

See SOFA 20a Attachment for further details

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT
OF INVENTORY
(Specify cost, market or other
basis)

09/30/2013

Cullen Brown / Doug Kluthe

\$9,000,0000

08/31/2013

Cullen Brown / Doug Kluthe

\$13,100,000

None
☐

b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES
OF CUSTODIAN
OF INVENTORY RECORDS

09/30/2013

Ryan Shepherd, 10464 Bryan Hwy, Onsted, MI 49265

08/31/2013

Ryan Shepherd, 10464 Bryan Hwy, Onsted, MI 49265

21 . Current Partners, Officers, Directors and ShareholdersNone
☒

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

None
☐

b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE
OF STOCK OWNERSHIP

See SOFA 21 Attachment

Various

Various

22 . Former partners, officers, directors and shareholdersNone
☒

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None
☐

b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
See SOFA 22b Attachment	Various	

23 . Withdrawals from a partnership or distributions by a corporationNone
☒

If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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24. Tax Consolidation Group.None
☒

If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER-IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.None
☒

If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER-IDENTIFICATION NUMBER (EIN)
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* * * * *

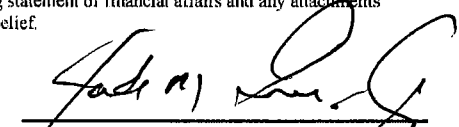
[If completed by an individual or individual and spouse]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct.

Date	<u>10/15/2013</u>	Signature of Debtor	_____
Date	_____	Signature of Joint Debtor (if any)	_____

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date	<u>10/15/2013</u>	Signature	<u></u>
		Print Name and Title	<u>JAMES M. DAVITT, JR.</u>

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

VP-CFO

_____ continuation sheets attached

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

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 by that section.

Conway MacKenzie, Inc.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

_____ Social-Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social-security number of the officer, principal, responsible person, or partner who signs this document.

600 Fifth Avenue, 25th Floor
New York, NY 10020

Address

Signature of Bankruptcy Petition Preparer

Date

10/15/13

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:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person

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. 18 U.S.C. § 156.

Groeb Farms, Inc.
SOFA 1 Attachment

Amount	Source
\$ 89,000,000	9/30/13 YTD Net Sales (8/31/13 Income Statement - Net Sales plus 9/30/13 Net Sales Ledger Balance)
\$ 138,941,000	12/31/12 Income Statement - Net Sales
\$ 145,320,000	12/31/11 Income Statement - Net Sales
373,261,000	Trailing 33-Month Total

Groeb Farms, Inc.
SOFA 2 Attachment

Amount	Source
\$856,000	2011 Scrap and other sales
\$27,000	2011 Interest Income
\$89,000	2011 Consignment income
\$80,000	2011 Others
<u>\$1,052,000</u>	Total 2011 Other Income
\$768,000	2012 Scrap and other sales
\$25,000	2012 Interest Income
\$44,000	2012 Consignment income
\$65,000	2012 Others
<u>\$902,000</u>	Total 2012 Other Income
\$171,000	2013 YTD Scrap and other sales
\$5,000	2013 YTD Interest Income
\$12,000	2013 YTD Consignment income
\$305,000	2013 YTD Others
\$5,376,000	2013 YTD Legal Settlements *
\$585,000	2013 YTD SANBAG Settlement **
\$100,000	2013 YTD Landlord income
\$240,000	2013 YTD A/P write-offs
<u>\$6,794,000</u>	Total 2013 YTD Other Income
<u><u>\$8,748,000</u></u>	2011 - 2013 YTD

* **Note:** this balance is comprised of legal settlements as a result of the following cases:

Groeb Farms, Inc. v. China Industrial Manufacturing Group, Inc.	1,785,215
Little Bee Impex / Kashmir Apiaries Exports ("Little Bee")	1,239,025
Groeb Farms, Inc. v. Brightmin Enterprise, LLC	2,351,760
<u>2013 YTD Legal Settlements</u>	<u>5,376,000</u>

** **Note:** this settlement represents a eminent domain claim paid by the San Bernardino Associated Government. The Company was forced to move from Colton to San Bernardino due to highway/railroad construction that was going to disrupt the Company's loading dock.

Groeb Farms, Inc.
SOFA 3b Attachment

Name of Creditor	Address	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/27/2013	125,000	0
KURTZMANN CARSON CONSULTANTS LLC	599 LEXINGTON AVE 39TH FLOOR	NEW YORK	NY	10022	USA	9/27/2013	15,000	0
FREDRIKSON & BYRON, P.A.	P.O. BOX 1484	MINNEAPOLIS,	MN	55480-1484	USA	9/27/2013	38,969	0
SARAHIMPEX	969 REVERE DR.	HILL SIDE	NJ	7205	USA	9/26/2013	111,573	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	9/26/2013	50,000	0
HOULIHAN LOKEY CAPITAL, INC.	ACCOUNTS RECEIVABLE DEPT 10250 CONSTELLATION BLVD. 5TH FLOOR	LOS ANGELES	CA	90067	USA	9/26/2013	58,137	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	9/26/2013	143,121	0
DELOITTE TAX LLP	PO BOX 2079	CAROL STREAM	IL	60132-2079	USA	9/26/2013	10,000	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/26/2013	274,712	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	9/25/2013	34,189	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	9/25/2013	123,835	0
MOTOR CARRIER SERVICE, INC.	P.O. BOX 72530	CLEVELAND	OH	44192	USA	9/24/2013	13,338	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	9/24/2013	30,145	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	9/24/2013	51,254	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	9/24/2013	259,345	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/23/2013	244,048	0
BASIC	HUMAN RESOURCE CONNECTION 9246 PORTAGE INDUSTRIAL DR	PORTAGE	MI	49024	USA	9/23/2013	6,000	0
PROGRESSIVE ACQUISITION, INC.	14801 EMERY AVE	CLEVELAND	OH	44135	USA	9/19/2013	10,715	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	9/19/2013	21,758	0
BRIDGEWELL RESOURCES LLC	12420 SE CARPENTER DRIVE	CLACKAMAS	OR	97015	USA	9/19/2013	50,686	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	9/19/2013	25,590	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	9/19/2013	21,673	0
DOUBLE S SECURITY	P.O. BOX 771721	OCALA	FL	34477	USA	9/19/2013	5,966	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	9/19/2013	13,785	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	9/19/2013	37,122	0
SOUTHERN CALIFORNIA EDISON	P.O. BOX 300	ROSEMEAD	CA	91772-001	USA	9/19/2013	10,305	0
SWEETENER SUPPLY CORP	PO BOX 848	AURORA	IL	60507-0848	USA	9/19/2013	11,816	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	9/19/2013	18,998	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/19/2013	209,295	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/19/2013	190,268	0
NATURAL HONEY IMPORTERS	4806 NORTH OAKS BLVD	NORTH BRUNSWICK	NJ	8902	USA	9/19/2013	120,655	0
TONY LALONDE SALES PRT	P.O. BOX 42	CLAVET, SK		0 50K 0Y0	USA	9/19/2013	89,445	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/17/2013	378,586	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/17/2013	61,099	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/17/2013	70,535	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/17/2013	115,000	0
CLARK HILL	151 SOUTH OLD WOODWARD AVE SUITE 200	BIRMINGHAM	MI	48009	USA	9/17/2013	8,500	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	9/17/2013	41,034	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/16/2013	259,881	0
C.M. GOETTSCHKE & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	9/16/2013	58,896	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León	0	USA	9/16/2013	77,296	0
ACCURATE INGREDIENTS, INC.	INGREDIENT RESOURCES, INC 125 SCHMITT BLVD	FARMINGDALE	NY	11735	USA	9/13/2013	21,608	0
ACOSTA, INC.	P.O. BOX 281996	ATLANTA	GA	30384-1996	USA	9/13/2013	7,699	0
INFUSION SALES GROUP	183 MINEOLA BLVD	MINEOLA	NY	11501	USA	9/13/2013	12,535	0
MASSEY FAIR SALES INC.	101 GREAT SOUTHWEST PARKWAY	ATLANTA	GA	30336	USA	9/13/2013	10,318	0
DELOITTE TAX LLP	PO BOX 2079	CAROL STREAM	IL	60132-2079	USA	9/13/2013	10,000	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/13/2013	134,347	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León	0	MEXICO	9/13/2013	215,406	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/13/2013	125,000	0
GASTRONOMIA EMPRESARIAL DEL CENTRO SA DE CV	ZITACUARO #402 COL. MICHOACAN	LEON	GTO	CP37240	MEXICO	9/12/2013	61,440	0
GOLDEN BOY FOODS INC.	30 CITIZEN COURT	MARKHAM	ONTARIO	L6G 1C4	CANADA	9/12/2013	39,399	0
AMERICAN EXPRESS	P.O. BOX 360001	FORT LAUDERDALE	FL	33336-0001	USA	9/11/2013	6,381	0
FLAHERTY, INC	9047 TERMINAL	SKOKIE	IL	60077	USA	9/11/2013	6,135	0
WHITEBOARD COMMUNICATIONS,LLC	9653MONTGOMERY ROAD SUITE 200	CINCINNATI	OH	45242	USA	9/11/2013	8,000	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/11/2013	247,869	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/11/2013	25,000	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	9/11/2013	34,083	0
ECOTRADE INTERNATIONAL INC	2268 E BEACHCOMBER DR	GILBERT	AZ	85234	USA	9/11/2013	58,451	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León	0	MEXICO	9/11/2013	76,384	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/11/2013	134,590	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	9/10/2013	13,484	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	9/10/2013	28,659	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	9/10/2013	19,091	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	9/10/2013	6,288	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	9/10/2013	10,879	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	9/10/2013	8,500	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/10/2013	17,086	0
C.M. GOETTSCHKE & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	9/10/2013	58,896	0
UNIPRO FOODSERVICE, INC.	P.O. BOX 405762	ATLANTA	GA	30384-5762	USA	9/9/2013	93,023	0
STEVE E. PARK APIARIES. INC.	415 S. MONTANA ST.	FAIRVIEW	MT	59221	USA	9/6/2013	84,779	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León	0	MEXICO	9/6/2013	181,147	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	9/6/2013	255,753	0
AMERICAN EXPRESS	P.O. BOX 360001	FORT LAUDERDALE	FL	33336-0001	USA	9/5/2013	13,474	0
AVTEX	3500 AMERICAN BLVD. WEST SUITE 350	BLOOMINGTON	MN	55431	USA	9/5/2013	7,314	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	9/5/2013	36,429	0
BRIDGEWELL RESOURCES LLC	12420 SE CARPENTER DRIVE	CLACKAMAS	OR	97015	USA	9/5/2013	46,244	0
CAMBRIDGE TOWNSHIP	9990 W. M50	ONSTED	MI	49265	USA	9/5/2013	13,385	0
CONSUMERS ENERGY	LANSING	LANSING	MI	48937-0001	USA	9/5/2013	7,733	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	9/5/2013	14,882	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	9/5/2013	14,571	0
DOUBLE S SECURITY	P.O. BOX 771721	OCALA	FL	34477	USA	9/5/2013	5,966	0
FORT DEARBORN CO.	DEPT CH 16593	PALATINE	IL	60055-6593	USA	9/5/2013	13,611	0
GE CAPITAL	P.O. BOX 642555	PITTSBURGH	PA	15264-2555	USA	9/5/2013	11,843	0
INDUSTRIAL CONTAINER SERVICES	871 S. BRAZOSPORT BLVD.	CLUTE	TX	77531	USA	9/5/2013	12,230	0
LEFORE APIARIES	53588 W. CROCKETT RD.	MILTON-FREEWATER	OR	97862	USA	9/5/2013	89,578	0

Groeb Farms, Inc.
SOFA 3b Attachment

Name of Creditor	Address	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	9/5/2013	35,040	0
RHINO CONTAINER	3401 ETIWANDA AVE. UNIT #731-A	MIRA LOMA,	CA	91752	USA	9/5/2013	6,051	0
SPECIALTY PRODUCTS & TECH, INC	10924 LEAPING DEER LANE	EDEN PRAIRIE	MN	55344	USA	9/5/2013	10,656	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	9/5/2013	15,612	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	9/5/2013	8,258	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	9/5/2013	25,000	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	9/5/2013	59,937	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/5/2013	124,658	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	9/5/2013	61,099	0
TONY LALONDE SALES PRT	P.O. BOX 42	CLAVET, SK		0 S0K 0Y0	USA	9/5/2013	90,025	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	9/5/2013	66,456	0
NATURAL HONEY IMPORTERS	4806 NORTH OAKS BLVD	NORTH BRUNSWICK	NJ	8902	USA	9/5/2013	73,547	0
LITTLE BEE	G.T. ROAD DORAH-A-141421	LUDHIANA, PUNJAB		0	0 USA	9/4/2013	223,125	0
MIEL NORTENA S DE RL DE CV	AV 6 DE MAYO #4285 COL GUADALUPE VICTORIA CP31680, CD	CUAUHTEMOC	CHIH		0 USA	9/3/2013	59,136	0
HERMES HONEY, S.A. de C.V.	LA TINAJA, EL LLANO	AQUASCALIENTES	MEX		0 USA	9/3/2013	75,951	0
GT 94 LP	9171 WILSHIRE BLVD. SUITE 400	BEVERLY HILLS	CA	90210-5516	USA	8/30/2013	33,328	0
OLESNANIK FAMILY LIVING TRUST	5100 BAGGINS HILL RD	TEMPLETON	CA	93485	USA	8/30/2013	10,000	0
UNITED BANK & TRUST-TRUSTEE	ERNEST L GROEB JR. TRUST B P.O. BOX 248	TECUMSEH	MI	49286	USA	8/30/2013	8,113	0
CLOVER VALLEY HONEY	11459 HWY 16	SAVAGE	MT	59262	USA	8/30/2013	65,540	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	8/30/2013	13,654	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	8/30/2013	25,052	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	8/30/2013	13,349	0
MELROSE TRUST	15152 AVE 88	PIXLEY	CA	93256	USA	8/30/2013	89,186	0
MILLER CHEVALIER	655 FIFTEENETH STREET	WASHINGTON	DC	20005	USA	8/30/2013	6,186	0
ORTHODOX UNION	ACCOUNTS RECEIVABLE DEPT ELEVEN BROADWAY	NEW YORK CITY	NY	10004	USA	8/30/2013	7,725	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	8/30/2013	20,612	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	8/30/2013	6,532	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/30/2013	18,476	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	8/30/2013	6,893	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	8/30/2013	91,560	0
HOULIHAN LOKEY CAPITAL, INC.	ACCOUNTS RECEIVABLE DEPT 10250 CONSTELLATION BLVD. 5TH FLOOR	LOS ANGELES	CA	90067	USA	8/30/2013	54,963	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	8/30/2013	41,585	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	8/30/2013	65,740	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	8/28/2013	87,507	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	8/28/2013	88,891	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	8/28/2013	88,573	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	8/28/2013	91,062	0
C.M. GOETTSCH & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	8/28/2013	59,924	0
ACJ & ASSOCIATES, LLC	1019 E. OVERLAND ROAD	APPLETON	WI	54911	USA	8/26/2013	7,986	0
BLUE CROSS & BLUE SHIELD OF MI	P.O. BOX 674416	DETROIT	MI	48267-4416	USA	8/26/2013	37,718	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	8/26/2013	18,170	0
BRIDGEWELL RESOURCES LLC	12420 SE CARPENTER DRIVE	CLACKAMAS	OR	97015	USA	8/26/2013	46,244	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	8/26/2013	18,776	0
SBC TAX COLLECTOR	172 W. THIRD ST, FIRST FLOOR	SAN BERNARDINO	CA	92415-0360	USA	8/26/2013	30,303	0
ARVCO CONTAINER CORP	845 GIBSON STREET	KALAMAZOO	MI	49001	USA	8/23/2013	11,469	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	8/23/2013	28,578	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	8/23/2013	13,093	0
DOUBLE S SECURITY	P.O. BOX 771721	OCALA	FL	34477	USA	8/23/2013	6,179	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	8/23/2013	15,990	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	8/23/2013	8,945	0
SPECIALTY PRODUCTS & TECH, INC	10924 LEAPING DEER LANE	EDEN PRAIRIE	MN	55344	USA	8/23/2013	39,390	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/23/2013	23,856	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	8/23/2013	8,263	0
TSCHIDA HONEY FARMS	5 DELBERT COLLINS RD.	HAINES CITY	FL	33844	USA	8/23/2013	7,662	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/23/2013	50,000	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	8/23/2013	68,336	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/23/2013	130,313	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	8/23/2013	70,166	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	8/21/2013	41,016	0
GOLDEN BOY FOODS INC.	30 CITIZEN COURT	MARKHAM, ONTARIO		0 L6G 1C4	USA	8/21/2013	39,522	0
INTERTEK FOOD SERVICES GmbH	Olof-Palme-Strasse 8 28719 Bremen		0	0	0 USA	8/21/2013	5,862	0
ARVCO CONTAINER CORP	845 GIBSON STREET	KALAMAZOO	MI	49001	USA	8/20/2013	8,089	0
BLUE CROSS & BLUE SHIELD OF MI	P.O. BOX 674416	DETROIT	MI	48267-4416	USA	8/20/2013	20,854	0
CLOVER VALLEY HONEY	11459 HWY 16	SAVAGE	MT	59262	USA	8/20/2013	88,574	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	8/20/2013	20,133	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	8/20/2013	60,782	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	8/20/2013	27,785	0
Jeff Hanna	PO Box 154	Coleharbor	ND	58531	USA	8/20/2013	89,625	0
PENSKE TRUCK LEASING CO, LP	P.O. BOX 7429	PASADENA	CA	91109-7429	USA	8/20/2013	6,823	0
PRATT CORRUGATED HOLDINGS	P.O.BOX 933949	ATLANTA	GA	31193-3949	USA	8/20/2013	21,680	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	8/20/2013	8,755	0
SOUTHERN CALIFORNIA EDISON	P.O. BOX 300	ROSEMEAD	CA	91772-001	USA	8/20/2013	10,067	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/20/2013	23,082	0
WHITEBOARD COMMUNICATIONS,LLC	9653MONTGOMERY ROAD SUITE 200	CINCINNATI	OH	45242	USA	8/20/2013	8,500	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/19/2013	20,000	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	8/19/2013	115,211	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/19/2013	131,803	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/16/2013	30,000	0
CONEX TRADING COMPANY, INC.	585C Rio Grande Drive	GRAND JUNCTION	CO	81501	USA	8/16/2013	65,504	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/16/2013	137,414	0
TONY LALONDE SALES PRT	P.O. BOX 42	CLAVET, SK		0 S0K 0Y0	USA	8/16/2013	89,466	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	8/16/2013	68,042	0
HERMES HONEY, S.A. de C.V.	LA TINAJA, EL LLANO	AQUASCALIENTES	MEX		0 USA	8/15/2013	75,902	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	8/15/2013	68,987	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/14/2013	136,007	0

Groeb Farms, Inc.
SOFA 3b Attachment

Name of Creditor	Address	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
C.M. GOETTSCHE & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	8/14/2013	59,924	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	8/13/2013	19,430	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	8/13/2013	90,530	0
CLOVER VALLEY HONEY	11459 HWY 16	SAVAGE	MT	59262	USA	8/13/2013	88,451	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	8/13/2013	13,027	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	8/13/2013	14,289	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	8/13/2013	23,426	0
MIKE HANNA	BOX 113	COLEHARBOR	ND	58531	USA	8/13/2013	90,143	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	8/13/2013	23,961	0
RHINO CONTAINER	3401 ETIWANDA AVE. UNIT #731-A	MIRA LOMA,	CA	91752	USA	8/13/2013	6,459	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	8/13/2013	6,741	0
SLOAN SALES, INC.	P.O. BOX ONE	LYNNFIELD	MA	01940-0001	USA	8/13/2013	16,225	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/13/2013	37,960	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	8/13/2013	12,200	0
UNIPRO FOODSERVICE, INC.	P.O. BOX 405762	ATLANTA	GA	30384-5762	USA	8/13/2013	9,375	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	8/13/2013	41,484	0
AMERICAN EXPRESS	P.O. BOX 360001	FORT LAUDERDALE	FL	33336-0001	USA	8/12/2013	16,470	0
BRIDGEWELL RESOURCES LLC	12420 SE CARPENTER DRIVE	CLACKAMAS	OR	97015	USA	8/12/2013	48,627	0
JIMBO'S JUMBOS	PO BOX 465	EDENTON	NC	27932	USA	8/12/2013	31,684	0
WHITEBOARD COMMUNICATIONS,LLC	9653MONTGOMERY ROAD SUITE 200	CINCINNATI	OH	45242	USA	8/12/2013	8,000	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	8/12/2013	63,513	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	8/9/2013	88,788	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/9/2013	15,000	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	8/9/2013	70,145	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	8/9/2013	69,516	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/9/2013	136,317	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	8/7/2013	60,277	0
PROGRESSIVE ACQUISTION, INC.	14801 EMERY AVE	CLEVELAND	OH	44135	USA	8/6/2013	10,715	0
BEECHWOOD ADVISORY GROUP INC	5 TANGLEWOOD COURT	HAWTHORN WOODS	IL	60047	USA	8/6/2013	8,141	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	8/6/2013	14,130	0
CLOVER VALLEY HONEY	11459 HWY 16	SAVAGE	MT	59262	USA	8/6/2013	89,513	0
CONSUMERS ENERGY	LANSING	LANSING	MI	48937-0001	USA	8/6/2013	8,339	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	8/6/2013	9,975	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	8/6/2013	25,052	0
DOUBLE S SECURITY	P.O. BOX 771721	OCALA	FL	34477	USA	8/6/2013	5,966	0
ESTES FORWARDING WORLDWIDE TRUCKLOAD	P.O. BOX 26206	RICHMOND	VA	23260-6206	USA	8/6/2013	15,786	0
JETRO / RESTAURANT DEPOT	133-11 20TH AVENUE	COLLEGE POINT,	NY	11356	USA	8/6/2013	38,199	0
PACKAGING CORPORATION OF AMERICA	36596 TREASURY CENTER	CHICAGO	IL	60694-6500	USA	8/6/2013	6,108	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	8/6/2013	37,932	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	8/6/2013	10,000	0
SONOCO PRODUCTS CO	91218 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/6/2013	8,751	0
SPECIALTY PRODUCTS & TECH, INC	10924 LEAPING DEER LANE	EDEN PRAIRIE	MN	55344	USA	8/6/2013	17,280	0
SWEETENER SUPPLY CORP	PO BOX 848	AURORA	IL	60507-0848	USA	8/6/2013	12,990	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	8/6/2013	11,310	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	8/6/2013	20,164	0
HERMES HONEY, S.A. de C.V.	LA TINAJA, EL LLANO	AQUASCALLENTE	MEX	0	USA	8/6/2013	75,599	0
LITTLE BEE	G.T. ROAD DORAHA-141421	LUDHIANA, PUNJAB	0	0	USA	8/5/2013	223,125	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	8/2/2013	88,853	0
KELLER APIARIES	PO BOX 369	WOODLAKE	CA	93286	USA	8/2/2013	89,560	0
RON SOFFEL	35610 OLENDER AVE	YUCAIPA	CA	92399	USA	8/2/2013	17,273	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/2/2013	35,000	0
UNIPRO FOODSERVICE, INC.	P.O. BOX 405762	ATLANTA	GA	30384-5762	USA	8/2/2013	82,239	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	8/2/2013	100,000	0
HOULIHAN LOKEY CAPITAL, INC.	ACCOUNTS RECEIVABLE DEPT 10250 CONSTELLATION BLVD. 5TH FLOOR	LOS ANGELES	CA	90067	USA	8/2/2013	50,000	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	8/2/2013	282,239	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	8/2/2013	69,967	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	8/2/2013	72,942	0
CONWAY MACKENZIE	401 SOUTH OLD WOODWARD AVE SUITE 340	BIRMINGHAM	MI	48009	USA	8/1/2013	35,000	0
BLUE CROSS & BLUE SHIELD OF MI	P.O. BOX 674416	DETROIT	MI	48267-4416	USA	7/31/2013	33,219	0
GT 94 LP	9171 WILSHIRE BLVD. SUITE 400	BEVERLY HILLS	CA	90210-5516	USA	7/31/2013	33,328	0
OLESNANIK FAMILY LIVING TRUST	5100 BAGGINS HILL RD	TEMPLETON	CA	93485	USA	7/31/2013	10,000	0
UNITED BANK & TRUST-TRUSTEE	ERNEST L GROEB JR. TRUST B P.O. BOX 248	TECUMSEH	MI	49286	USA	7/31/2013	8,113	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	7/31/2013	92,777	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	7/31/2013	81,287	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	7/31/2013	95,913	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	7/31/2013	91,351	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/31/2013	302,765	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/30/2013	62,773	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/26/2013	16,833	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	7/26/2013	60,417	0
CITY OF SAN BERNARDINO BUSINESS REGISTRATIVON DIVI	P.O. BOX 1318	SAN BERNARDINO	CA	92402	USA	7/26/2013	23,170	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/26/2013	114,002	0
INDUSTRIAL CONTAINER SERVICES	871 S. BRAZOSPORT BLVD.	CLUTE	TX	77531	USA	7/26/2013	7,890	0
PRATT CORRUGATED HOLDINGS	P.O.BOX 933949	ATLANTA	GA	31193-3949	USA	7/26/2013	8,790	0
BWAY CORPORATION	P.O. BOX 741163	ATLANTA	GA	30374-1163	USA	7/26/2013	23,052	0
SWEETENER SUPPLY CORP	PO BOX 848	AURORA	IL	60507-0848	USA	7/26/2013	11,884	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/26/2013	21,210	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	7/26/2013	7,763	0
SARAHIMPEX	969 REVERE DR.	HILL SIDE	NJ	7205	USA	7/26/2013	55,787	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	7/26/2013	59,459	0
VICENTIN SAIC SUCURSAL URUGUAY	ZONAMERICA RUTA 8 KM 17.500 EDIF. @ 3/ OF. 105 91600	MONTEVIDEO	0	0	USA	7/26/2013	63,739	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	7/26/2013	206,167	0
INTERTEK FOOD SERVICES GmbH	Olof-Palme-Straße 8 28719 Bremen	0	0	0	USA	7/26/2013	7,429	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/26/2013	116,098	0
INTERTEK FOOD SERVICES GmbH	Olof-Palme-Straße 8 28719 Bremen	0	0	0	USA	7/25/2013	18,818	0

Groeb Farms, Inc.
SOFA 3b Attachment

Name of Creditor	Address	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
BLUE CROSS & BLUE SHIELD OF MI	P.O. BOX 674416	DETROIT	MI	48267-4416	USA	7/23/2013	15,490	0
BEECHWOOD ADVISORY GROUP INC	5 TANGLEWOOD COURT	HAWTHORN WOODS	IL	60047	USA	7/23/2013	6,034	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/23/2013	8,496	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	7/23/2013	28,907	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	7/23/2013	13,556	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	7/23/2013	6,443	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/23/2013	32,579	0
KELLER APIARIES	PO BOX 369	WOODLAKE	CA	93286	USA	7/23/2013	89,350	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	7/23/2013	15,735	0
RHINO CONTAINER	3401 ETIWANDA AVE. UNIT #731-A	MIRA LOMA,	CA	91752	USA	7/23/2013	6,641	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	7/23/2013	9,020	0
SOUTHERN CALIFORNIA EDISON	P.O. BOX 300	ROSEMEAD	CA	91772-001	USA	7/23/2013	10,796	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/23/2013	24,270	0
TRINITY LOGISTICS INC	50 FALLON AVENUE	BALTIMORE	MD	21264-2702	USA	7/23/2013	10,658	0
WHITEBOARD COMMUNICATIONS,LLC	9653MONTGOMERY ROAD SUITE 200	CINCINNATI	OH	45242	USA	7/23/2013	8,500	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	7/23/2013	194,010	0
GOLDEN BOY FOODS INC.	30 CITIZEN COURT	MARKHAM, ONTARIO		0 L6G 1C4	USA	7/23/2013	41,191	0
CONEX TRADING COMPANY, INC.	585C Rio Grande Drive	GRAND JUNCTION	CO	81501	USA	7/22/2013	67,104	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/19/2013	51,178	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/18/2013	24,317	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	7/18/2013	13,093	0
LINK TRUCKING & TRUCK SERV.	2355 M-99 S	HOMER	MI	49245-9711	USA	7/18/2013	6,742	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/18/2013	7,078	0
WASTE MANAGEMENT OF MI, INC. VENICE PARK LANDFILL	48797 ALPHA DRIVE STE 150	WIXOM	MI	48393	USA	7/18/2013	8,640	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	7/18/2013	60,365	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/18/2013	61,508	0
SARAHIMPEX	969 REVERE DR.	HILL SIDE	NJ	7205	USA	7/18/2013	55,787	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/18/2013	180,590	0
FLEET ONE	5042 LINBAR DR.	NASHVILLE	TN	37211	USA	7/18/2013	6,000	0
VICENTIN SAIC SUCURSAL URUGUAY	ZONAMERICA RUTA 8 KM 17.500 EDIF. @ 3/ OF. 105 91600	MONTEVIDEO		0	0 USA	7/18/2013	63,672	0
GRUPO BERHFER S.A. de C.V	PRIV. 22 NO 2725 ZONA INDUSTRIAL	GUADALAJARA	JAL	44940	USA	7/18/2013	80,355	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	7/18/2013	60,418	0
C.M. GOETTSCH & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	7/18/2013	65,372	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/18/2013	58,492	0
NATURAL HONEY IMPORTERS	4806 NORTH OAKS BLVD	NORTH BRUNSWICK	NJ	8902	USA	7/18/2013	63,596	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	7/17/2013	129,427	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León		0 USA	7/17/2013	56,581	0
AMERICAN EXPRESS	P.O. BOX 360001	FORT LAUDERDALE	FL	33336-0001	USA	7/16/2013	9,277	0
BEE CALM LLC	7128 SE RIVERSEDGE ST	JUPITER	FL	33458	USA	7/16/2013	13,650	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	7/16/2013	8,335	0
DADANT & COMPANY	1913 E 17TH ST SUITE 200	SANTA ANA	CA	92705-8627	USA	7/16/2013	8,309	0
DOUBLE S SECURITY	P.O. BOX 771721	OCALA	FL	34477	USA	7/16/2013	6,534	0
FOLEY & LARDNER LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	USA	7/16/2013	37,585	0
BUSY BEE APIARY	12755 COUNTY ROAD #352	SIDNEY	MT	59270	USA	7/16/2013	28,900	0
PACKAGE GLOBAL	929 MARINER ST	BREA	CA	92821	USA	7/16/2013	11,261	0
PLEX	900 TOWER DRIVE SUITE 1400	TROY	MI	48098-2822	USA	7/16/2013	18,225	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	7/16/2013	19,171	0
RHINO CONTAINER	3401 ETIWANDA AVE. UNIT #731-A	MIRA LOMA,	CA	91752	USA	7/16/2013	5,947	0
SERCOMBE TRUCKING CO.	3001 SHIRLEY DR.	JACKSON	MI	49201	USA	7/16/2013	13,814	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/16/2013	7,430	0
UNIPRO FOODSERVICE, INC.	P.O. BOX 405762	ATLANTA	GA	30384-5762	USA	7/16/2013	10,500	0
TALBOTT'S HONEY	100 S. BRADFORD ST.	KIMBALL	SD	57355	USA	7/16/2013	82,400	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	7/15/2013	124,658	0
ADVANTAGE WAYPOINT S.E.	P.O. BOX 30719	TAMPA	FL	33630-3719	USA	7/12/2013	10,708	0
ADVANTAGE WAYPOINT WEST	ADVANTAGE WAYPOINT, LLC P.O. BOX 844109	LOS ANGELES	CA	90084-4109	USA	7/12/2013	7,703	0
CON-WAY FREIGHT INC.	P.O. BOX 5160	PORTLAND	OR	97208-5160	USA	7/12/2013	8,955	0
DADANT & COMPANY	1913 E 17TH ST SUITE 200	SANTA ANA	CA	92705-8627	USA	7/12/2013	7,306	0
GE CAPITAL	P.O. BOX 642555	PITTSBURGH	PA	15264-2555	USA	7/12/2013	11,843	0
PACKAGING CORPORATION OF AMERICA	36596 TREASURY CENTER	CHICAGO	IL	60694-6500	USA	7/12/2013	8,165	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	7/12/2013	19,560	0
SPECIALTY PRODUCTS & TECH, INC	10924 LEAPING DEER LANE	EDEN PRAIRIE	MN	55344	USA	7/12/2013	24,864	0
SARAHIMPEX	969 REVERE DR.	HILL SIDE	NJ	7205	USA	7/12/2013	55,787	0
VICENTIN SAIC SUCURSAL URUGUAY	ZONAMERICA RUTA 8 KM 17.500 EDIF. @ 3/ OF. 105 91600	MONTEVIDEO		0	0 USA	7/12/2013	60,463	0
C.M. GOETTSCH & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	7/12/2013	65,372	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	7/12/2013	61,377	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	7/12/2013	66,838	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/12/2013	119,402	0
GRUPO BERHFER S.A. de C.V	PRIV. 22 NO 2725 ZONA INDUSTRIAL	GUADALAJARA	JAL	44940	USA	7/12/2013	75,955	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	7/11/2013	61,377	0
NATURAL HONEY IMPORTERS	4806 NORTH OAKS BLVD	NORTH BRUNSWICK	NJ	8902	USA	7/11/2013	63,596	0
TALBOTT'S HONEY	100 S. BRADFORD ST.	KIMBALL	SD	57355	USA	7/11/2013	83,000	0
TONY LALONDE SALES PRT	P.O. BOX 42	CLAVET, SK		0 S0K 0Y0	USA	7/11/2013	87,612	0
CITROFRUT	CONSTITUCION 405 PTE	MONTERREY	Nuevo León		0 USA	7/11/2013	56,581	0
BEES BROTHERS LLC	9130 S. Dadeland Blvd., Suite 1600	Miami	FL	33156	USA	7/11/2013	126,708	0
HERMES HONEY, S.A. de C.V.	LA TINAJA, EL LLANO	AQUASCALIENTES	MEX		0 USA	7/10/2013	76,725	0
INTERTEK FOOD SERVICES GmbH	Olof-Palme-Strasse 8 28719 Bremen			0	0 USA	7/10/2013	13,568	0
VICENTIN SAIC SUCURSAL URUGUAY	ZONAMERICA RUTA 8 KM 17.500 EDIF. @ 3/ OF. 105 91600	MONTEVIDEO		0	0 USA	7/10/2013	63,622	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/10/2013	299,756	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	7/10/2013	360,615	0
ADVANCE PACKAGING CORP	P.O.O BOX 888311	GRAND RAPIDS	MI	49588-8311	USA	7/9/2013	6,352	0
AMERICAN EXPRESS	P.O. BOX 360001	FORT LAUDERDALE	FL	33336-0001	USA	7/9/2013	17,548	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/9/2013	17,348	0
LINK TRUCKING & TRUCK SERV.	2355 M-99 S	HOMER	MI	49245-9711	USA	7/9/2013	7,251	0
JIM ROBSON	P.O. BOX 174	SNELLING	CA	95369	USA	7/9/2013	11,395	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/9/2013	8,951	0

Groeb Farms, Inc.
SOFA 3b Attachment

Name of Creditor	Address	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
WHITEBOARD COMMUNICATIONS,LLC	9653MONTGOMERY ROAD SUITE 200	CINCINNATI	OH	45242	USA	7/9/2013	8,000	0
TALBOTT'S HONEY	100 S. BRADFORD ST.	KIMBALL	SD	57355	USA	7/9/2013	83,000	0
FLEET ONE	5042 LINBAR DR.	NASHVILLE	TN	37211	USA	7/8/2013	7,000	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/5/2013	14,200	0
CONSUMERS ENERGY	LANSING	LANSING	MI	48937-0001	USA	7/5/2013	7,181	0
THE CRAFT AGENCY, INC	2533 SPRING ARBOR RD PO BOX 1187	JACKSON	MI	49204-1187	USA	7/5/2013	25,052	0
MODERN WASTE SYSTEMS	7255 S. BROOKLYN RD.	NAPOLEON	MI	49261	USA	7/5/2013	9,150	0
MIGUEL MORALES	20661 WARREN RD	PERIS	CA	92570	USA	7/5/2013	33,383	0
PETER LAWRENCE NELSON	430 PHLOX CT.	REDLANDS	CA	92373	USA	7/5/2013	31,000	0
TRANSPORT SERVICE CO.	A SUBSIDIARY OF KENAN ADV GROUP INC. 4944 PAYSPPHERE CIRCLE	CHICAGO	IL	60674	USA	7/5/2013	6,351	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/5/2013	47,571	0
XPEDX	28401 SCHOOLCRAFT RD. SUITE 400	LIVONIA	MI	48150	USA	7/5/2013	6,444	0
A BETTER VIEW STRATEGIC COUNSULTING LLC	5629 BROOKSTONE DRIVE	CINCINNATI	OH	45230	USA	7/3/2013	10,000	0
BERLIN PACKAGING LLC	P.O. BOX 95584	CHICAGO	IL	60694-5584	USA	7/3/2013	20,575	0
FARM ACW	40477 CALLE ROXANNE	FALLBROOK	CA	92028	USA	7/3/2013	10,983	0
RALEY INDUSTRIAL SALES, LLC	6063 PEACHTREE PARKWAY SUITE 102-B	NORCROSS	GA	30092	USA	7/3/2013	15,990	0
RHINO CONTAINER	3401 ETIWANDA AVE. UNIT #731-A	MIRA LOMA,	CA	91752	USA	7/3/2013	6,807	0
SONOCO PRODUCTS CO	91218 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/3/2013	7,606	0
TRICORBRAUN	12462 COLLECTIONS CENTER DR	CHICAGO	IL	60693	USA	7/3/2013	18,345	0
C.M. GOETTSCH & CO., INC.	106 Allen Rd.	Basking Ridge	NJ	7920	USA	7/3/2013	59,924	0
DELTA FOOD INTERNATIONAL INC.	7056 ARCHIBALD AVE SUITE 102-158	CORONA	CA	92880	USA	7/3/2013	61,377	0
Lamex	8500 NORMANDALE LAKE BLVD. SUITE 1150	BLOOMINGTON	MN	55437	USA	7/3/2013	261,857	0
ADVANTAGE WAYPOINT S.E.	P.O. BOX 30719	TAMPA	FL	33630-3719	USA	7/2/2013	9,007	0
ADVANTAGE WAYPOINT WEST	ADVANTAGE WAYPOINT, LLC P.O. BOX 844109	LOS ANGELES	CA	90084-4109	USA	7/2/2013	10,912	0
GT 94 LP	9171 WILSHIRE BLVD. SUITE 400	BEVERLY HILLS	CA	90210-5516	USA	7/2/2013	33,580	0
LINK TRUCKING & TRUCK SERV.	2355 M-99 S	HOMER	MI	49245-9711	USA	7/2/2013	8,052	0
OLESNANIK FAMILY LIVING TRUST	5100 BAGGINS HILL RD	TEMPLETON	CA	93485	USA	7/2/2013	10,000	0
SWEETENER SUPPLY CORP	PO BOX 848	AURORA	IL	60507-0848	USA	7/2/2013	11,890	0
UNITED BANK & TRUST-TRUSTEE	ERNEST L GROEB JR. TRUST B P.O. BOX 248	TECUMSEH	MI	49286	USA	7/2/2013	8,113	0
SUNLAND TRADING, INC.	P.O. BOX 996	NEW CANAAN	CT	6840	USA	7/2/2013	318,537	0
LITTLE BEE	G.T. ROAD DORAHA-141421	LUDHIANA, PUNJAB			USA	7/1/2013	223,125	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	6/30/2013	90,208	0
PAYCOR	644 Linn Street; Suite 200	Cincinnati	OH	45203	USA	6/30/2013	103,409	0
Total							19,748,036.73	

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	10/3/2012	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	10/30/2012	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	11/28/2012	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	1/2/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	2/6/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	3/1/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	4/3/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	5/1/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	6/5/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	7/2/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	7/31/2013	8,113.00	-
UNITED BANK & TRUST-TRUSTEE	Related Party Rents	ERNEST L GROEB JR. TRUST B	P.O. BOX 248	TECUMSEH	MI	49286	USA	8/30/2013	8,113.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	10/3/2012	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	10/30/2012	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	11/28/2012	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	1/2/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	2/6/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	3/1/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	4/3/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	5/1/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	6/5/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	7/2/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	7/31/2013	4,958.00	-
GROEB FARMS LLC	Related Party Rents	P.O. BOX 398		BELLEVIEW	FL	34424	USA	8/30/2013	4,958.00	-
GEORGE CAWMAN	Director / Former Director						USA	12/12/2012	3,945.22	-
GEORGE CAWMAN	Director / Former Director						USA	1/30/2013	3,468.01	-
GEORGE CAWMAN	Director / Former Director						USA	5/22/2013	2,386.05	-
ROBERT G. BUSH	Director / Former Director						USA	11/14/2012	577.30	-
ROBERT G. BUSH	Director / Former Director						USA	1/30/2013	826.00	-
ROBERT G. BUSH	Director / Former Director						USA	5/1/2013	1,591.81	-
CRAIG MOORE	Officer / Former Officer						USA	9/19/2013	1,808.04	-
CRAIG MOORE	Officer / Former Officer						USA	9/5/2012	373.50	-
CRAIG MOORE	Officer / Former Officer						USA	9/20/2012	2,139.85	-
CRAIG MOORE	Officer / Former Officer						USA	10/3/2012	977.22	-
CRAIG MOORE	Officer / Former Officer						USA	10/17/2012	1,475.79	-
CRAIG MOORE	Officer / Former Officer						USA	10/30/2012	4,879.05	-
CRAIG MOORE	Officer / Former Officer						USA	11/21/2012	2,008.04	-
CRAIG MOORE	Officer / Former Officer						USA	12/12/2012	2,387.76	-
CRAIG MOORE	Officer / Former Officer						USA	12/19/2012	2,898.26	-
CRAIG MOORE	Officer / Former Officer						USA	1/9/2013	640.38	-
CRAIG MOORE	Officer / Former Officer						USA	2/6/2013	2,951.64	-
CRAIG MOORE	Officer / Former Officer						USA	2/20/2013	2,368.21	-
CRAIG MOORE	Officer / Former Officer						USA	3/13/2013	2,772.87	-
CRAIG MOORE	Officer / Former Officer						USA	3/20/2013	2,344.24	-
CRAIG MOORE	Officer / Former Officer						USA	4/3/2013	3,204.89	-
CRAIG MOORE	Officer / Former Officer						USA	4/24/2013	2,740.51	-
CRAIG MOORE	Officer / Former Officer						USA	5/16/2013	3,268.82	-
CRAIG MOORE	Officer / Former Officer						USA	5/22/2013	2,159.97	-
CRAIG MOORE	Officer / Former Officer						USA	6/27/2013	3,862.98	-
CRAIG MOORE	Officer / Former Officer						USA	7/2/2013	1,212.91	-
CRAIG MOORE	Officer / Former Officer						USA	7/18/2013	2,580.90	-
CRAIG MOORE	Officer / Former Officer						USA	7/26/2013	2,357.16	-
CRAIG MOORE	Officer / Former Officer						USA	7/31/2013	1,851.83	-
CRAIG MOORE	Officer / Former Officer						USA	8/13/2013	1,040.84	-
CRAIG MOORE	Officer / Former Officer						USA	8/30/2013	2,090.28	-
ERNIE GROEB	Officer / Former Officer						USA	10/24/2012	79.89	-
JACK IRVIN	Officer / Former Officer						USA	9/10/2013	219.95	-
JACK IRVIN	Officer / Former Officer						USA	9/24/2013	124.96	-
JACK IRVIN	Officer / Former Officer						USA	9/5/2012	158.04	-
JACK IRVIN	Officer / Former Officer						USA	9/19/2012	1,000.00	-
JACK IRVIN	Officer / Former Officer						USA	10/3/2012	724.65	-
JACK IRVIN	Officer / Former Officer						USA	10/30/2012	13,834.69	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
JACK IRVIN	Officer / Former Officer						USA	12/27/2012	3,566.57	-
JACK IRVIN	Officer / Former Officer						USA	1/23/2013	330.96	-
JACK IRVIN	Officer / Former Officer						USA	4/3/2013	29.27	-
JACK IRVIN	Officer / Former Officer						USA	4/24/2013	972.26	-
JACK IRVIN	Officer / Former Officer						USA	5/1/2013	489.80	-
JACK IRVIN	Officer / Former Officer						USA	5/8/2013	605.31	-
JACK IRVIN	Officer / Former Officer						USA	5/16/2013	123.65	-
JACK IRVIN	Officer / Former Officer						USA	6/13/2013	390.26	-
JACK IRVIN	Officer / Former Officer						USA	6/20/2013	193.62	-
JACK IRVIN	Officer / Former Officer						USA	7/3/2013	694.08	-
JACK IRVIN	Officer / Former Officer						USA	7/12/2013	151.04	-
JODI SULLIVAN	Officer / Former Officer						USA	9/5/2012	1,169.20	-
JODI SULLIVAN	Officer / Former Officer						USA	9/26/2012	9,492.15	-
JODI SULLIVAN	Officer / Former Officer						USA	10/3/2012	61.05	-
JODI SULLIVAN	Officer / Former Officer						USA	10/24/2012	200.09	-
JODI SULLIVAN	Officer / Former Officer						USA	11/14/2012	192.16	-
JODI SULLIVAN	Officer / Former Officer						USA	3/31/2013	-	-
JOHN J. WOLF	Officer / Former Officer						USA	10/4/2012	982.45	-
JOHN J. WOLF	Officer / Former Officer						USA	10/11/2012	791.53	-
JOHN J. WOLF	Officer / Former Officer						USA	10/17/2012	650.00	-
JOHN J. WOLF	Officer / Former Officer						USA	10/30/2012	1,742.19	-
JOHN J. WOLF	Officer / Former Officer						USA	11/8/2012	1,200.00	-
JOHN J. WOLF	Officer / Former Officer						USA	12/12/2012	1,250.00	-
JOHN J. WOLF	Officer / Former Officer						USA	1/9/2013	1,321.87	-
JOHN J. WOLF	Officer / Former Officer						USA	1/30/2013	3,750.00	-
JOHN J. WOLF	Officer / Former Officer						USA	3/20/2013	305.00	-
JOHN J. WOLF	Officer / Former Officer						USA	4/10/2013	3,877.98	-
JOHN J. WOLF	Officer / Former Officer						USA	7/5/2013	3,402.40	-
JOHN J. WOLF	Officer / Former Officer						USA	7/9/2013	98.51	-
JOHN J. WOLF	Officer / Former Officer						USA	8/30/2013	165.75	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	9/24/2013	54.36	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	9/12/2012	4,715.18	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	9/19/2012	2,273.02	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	10/24/2012	2,762.59	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	11/21/2012	5,284.79	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	12/5/2012	4,179.64	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	12/19/2012	2,409.47	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	2/20/2013	6,294.17	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	3/13/2013	7,001.76	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	4/3/2013	4,198.86	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	4/24/2013	4,769.12	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	5/16/2013	4,339.35	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	6/5/2013	654.58	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	6/13/2013	4,233.97	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	7/3/2013	3,063.78	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	7/12/2013	4,545.47	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	7/18/2013	349.05	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	7/23/2013	1,121.55	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	7/31/2013	459.67	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	8/6/2013	87.58	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	8/20/2013	339.47	-
JOYCE SCHLACHTER	Officer / Former Officer						USA	8/30/2013	210.74	-
MICHAEL MODJESKI	Officer / Former Officer						USA	9/5/2013	406.46	-
MICHAEL MODJESKI	Officer / Former Officer						USA	9/19/2013	112.05	-
MICHAEL MODJESKI	Officer / Former Officer						USA	9/5/2012	228.11	-
MICHAEL MODJESKI	Officer / Former Officer						USA	10/3/2012	472.10	-
MICHAEL MODJESKI	Officer / Former Officer						USA	10/11/2012	103.75	-
MICHAEL MODJESKI	Officer / Former Officer						USA	10/17/2012	58.27	-
MICHAEL MODJESKI	Officer / Former Officer						USA	10/30/2012	207.82	-
MICHAEL MODJESKI	Officer / Former Officer						USA	11/7/2012	442.89	-
MICHAEL MODJESKI	Officer / Former Officer						USA	11/14/2012	78.50	-
MICHAEL MODJESKI	Officer / Former Officer						USA	12/5/2012	101.37	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
MICHAEL MODJESKI	Officer / Former Officer						USA	12/19/2012	400.84	-
MICHAEL MODJESKI	Officer / Former Officer						USA	1/9/2013	161.09	-
MICHAEL MODJESKI	Officer / Former Officer						USA	1/16/2013	269.73	-
MICHAEL MODJESKI	Officer / Former Officer						USA	1/30/2013	119.30	-
MICHAEL MODJESKI	Officer / Former Officer						USA	2/6/2013	556.49	-
MICHAEL MODJESKI	Officer / Former Officer						USA	2/20/2013	101.20	-
MICHAEL MODJESKI	Officer / Former Officer						USA	3/6/2013	608.55	-
MICHAEL MODJESKI	Officer / Former Officer						USA	3/20/2013	110.18	-
MICHAEL MODJESKI	Officer / Former Officer						USA	4/3/2013	500.02	-
MICHAEL MODJESKI	Officer / Former Officer						USA	4/17/2013	122.04	-
MICHAEL MODJESKI	Officer / Former Officer						USA	5/1/2013	106.03	-
MICHAEL MODJESKI	Officer / Former Officer						USA	5/16/2013	316.40	-
MICHAEL MODJESKI	Officer / Former Officer						USA	6/5/2013	160.03	-
MICHAEL MODJESKI	Officer / Former Officer						USA	6/13/2013	431.17	-
MICHAEL MODJESKI	Officer / Former Officer						USA	7/2/2013	264.42	-
MICHAEL MODJESKI	Officer / Former Officer						USA	7/12/2013	157.76	-
MICHAEL MODJESKI	Officer / Former Officer						USA	7/18/2013	107.00	-
MICHAEL MODJESKI	Officer / Former Officer						USA	7/31/2013	105.27	-
MICHAEL MODJESKI	Officer / Former Officer						USA	8/6/2013	246.34	-
MICHAEL MODJESKI	Officer / Former Officer						USA	8/13/2013	97.98	-
TROY GROEB	Officer / Former Officer						USA	9/26/2012	2,450.00	-
TROY GROEB	Officer / Former Officer						USA	10/30/2012	2,531.67	-
TROY GROEB	Officer / Former Officer						USA	11/19/2012	1,266.00	-
TROY GROEB	Officer / Former Officer						USA	11/28/2012	2,450.00	-
TROY GROEB	Officer / Former Officer						USA	1/3/2013	2,531.67	-
TROY GROEB	Officer / Former Officer						USA	1/30/2013	2,531.67	-
ROLF RICHTER	Officer / Former Officer						USA	10/11/2012	3,000.00	-
ROLF RICHTER	Officer / Former Officer						USA	10/17/2012	60,000.00	-
ROLF RICHTER	Officer / Former Officer						USA	12/12/2012	1,000.00	-
ROLF RICHTER	Officer / Former Officer						USA	1/23/2013	3,000.00	-
ROLF RICHTER	Officer / Former Officer						USA	4/3/2013	3,000.00	-
ROLF RICHTER	Officer / Former Officer						USA	7/3/2013	3,000.00	-
E. JEANNE GROEB	Relative						USA	9/12/2012	625.00	-
E. JEANNE GROEB	Relative						USA	10/11/2012	500.00	-
E. JEANNE GROEB	Relative						USA	11/14/2012	500.00	-
E. JEANNE GROEB	Relative						USA	12/19/2012	492.29	-
E. JEANNE GROEB	Relative						USA	1/16/2013	500.00	-
E. JEANNE GROEB	Relative						USA	2/6/2013	500.00	-
E. JEANNE GROEB	Relative						USA	3/1/2013	160.82	-
JET INTEREST	Shareholder	9707 SHEELER RD		Onsted	MI	49265	USA	9/28/2012	7,550.00	-
JET INTEREST	Shareholder	9707 SHEELER RD		Onsted	MI	49265	USA	10/31/2012	7,801.66	-
JET INTEREST	Shareholder	9707 SHEELER RD		Onsted	MI	49265	USA	11/30/2012	7,550.00	-
JET INTEREST	Shareholder	9707 SHEELER RD		Onsted	MI	49265	USA	1/4/2013	7,801.66	-
JET INTEREST	Shareholder	9707 SHEELER RD		Onsted	MI	49265	USA	1/31/2013	7,801.66	-
ARGOSY INVESTMENT PARTNERS III, LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2900	WAYNE	PA	19087	USA	10/4/2012	31,054.69	-
ARGOSY INVESTMENT PARTNERS III, LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2900	WAYNE	PA	19087	USA	10/31/2012	32,089.84	-
ARGOSY INVESTMENT PARTNERS III, LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2900	WAYNE	PA	19087	USA	11/30/2012	31,054.69	-
ARGOSY INVESTMENT PARTNERS III, LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2900	WAYNE	PA	19087	USA	1/4/2013	32,089.84	-
ARGOSY INVESTMENT PARTNERS III, LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2900	WAYNE	PA	19087	USA	1/29/2013	32,089.84	-
ARGOSY MANAGEMENT LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2902	WAYNE	PA	19087	USA	10/30/2012	1,569.79	-
ARGOSY MANAGEMENT LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2902	WAYNE	PA	19087	USA	1/31/2013	565.64	-
ARGOSY MANAGEMENT LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2902	WAYNE	PA	19087	USA	3/20/2013	560.45	-
ARGOSY MANAGEMENT LP	Shareholder	950 WEST VALLEY ROAD	SUITE 2902	WAYNE	PA	19087	USA	5/1/2013	979.40	-
HORIZON CAPITAL PARTNERS III, L.P.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	9/26/2012	3,750.00	-
HORIZON CAPITAL PARTNERS III, L.P.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	10/30/2012	3,875.00	-
HORIZON CAPITAL PARTNERS III, L.P.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	11/28/2012	3,750.00	-
HORIZON CAPITAL PARTNERS III, L.P.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	1/3/2013	3,875.00	-
HORIZON CAPITAL PARTNERS III, L.P.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	1/30/2013	3,875.00	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	9/26/2012	8,814.99	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	10/24/2012	8,814.99	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	11/28/2012	6,213.41	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMiami TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	12/5/2012	8,814.99	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMIAMI TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	1/9/2013	8,814.99	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMIAMI TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	1/23/2013	3,776.81	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMIAMI TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	1/30/2013	8,814.99	-
HORIZON PARTNERS, LTD.	Shareholder	3838 TAMIAMI TRAIL N.	SUITE 408	NAPLES	FL	34103	USA	4/24/2013	685.63	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	1/31/2013	1,312.50	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	5/1/2013	22,890.20	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	10/4/2012	35,195.31	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	10/31/2012	36,368.49	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	11/30/2012	35,195.31	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	1/30/2013	36,368.49	-
MARQUETTE CAPITAL FUND I LP	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	1/4/2013	36,368.49	-
MARQUETTE CAPITAL PARTNERS INC	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	9/26/2012	2,208.09	-
MARQUETTE CAPITAL PARTNERS INC	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	11/14/2012	2,500.00	-
MARQUETTE CAPITAL PARTNERS INC	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	4/17/2013	1,655.02	-
MARQUETTE CAPITAL PARTNERS INC	Shareholder	60 SOUTH 6TH STREET	SUITE 3510	MINNEAPOLIS	MN	55402	USA	5/1/2013	1,667.48	-
ALISON TRINGALE	Shareholder							9/19/2013	612.41	-
ALISON TRINGALE	Shareholder							10/3/2012	395.69	-
ALISON TRINGALE	Shareholder							10/24/2012	406.58	-
ALISON TRINGALE	Shareholder							11/21/2012	314.19	-
ALISON TRINGALE	Shareholder							12/27/2012	288.56	-
ALISON TRINGALE	Shareholder							1/23/2013	522.45	-
ALISON TRINGALE	Shareholder							2/20/2013	317.66	-
ALISON TRINGALE	Shareholder							3/20/2013	282.24	-
ALISON TRINGALE	Shareholder							4/24/2013	326.61	-
ALISON TRINGALE	Shareholder							5/16/2013	293.65	-
ALISON TRINGALE	Shareholder							6/20/2013	280.04	-
ALISON TRINGALE	Shareholder							7/18/2013	283.47	-
ADAM VANSICKLE	Employee							11/14/2012	889.54	-
ADAM VANSICKLE	Employee							1/3/2013	866.70	-
BETH STOCKFORD	Employee							12/5/2012	97.68	-
BETH STOCKFORD	Employee							1/3/2013	87.69	-
BETH STOCKFORD	Employee							2/6/2013	108.48	-
BETH STOCKFORD	Employee							3/6/2013	83.62	-
BETH STOCKFORD	Employee							4/3/2013	92.66	-
BETH STOCKFORD	Employee							5/1/2013	105.66	-
BETH STOCKFORD	Employee							6/5/2013	95.49	-
BETH STOCKFORD	Employee							10/1/2012	87.14	-
BETH STOCKFORD	Employee							11/1/2012	106.01	-
BRIAN ROGERS	Employee							1/16/2013	172.96	-
BRIAN ROGERS	Employee							7/18/2013	283.43	-
CAMERON GROEB	Employee							10/17/2012	130.74	-
CAMERON GROEB	Employee							4/10/2013	134.09	-
CAMERON GROEB	Employee							9/4/2012	64.38	-
CAMERON GROEB	Employee							9/6/2012	178.40	-
CAMERON GROEB	Employee							10/3/2012	99.90	-
CAMERON GROEB	Employee							11/1/2012	125.99	-
CATHLEEN YOUTSEY	Employee							1/3/2013	511.64	-
CULLEN BROWN	Employee							9/19/2013	165.11	-
CULLEN BROWN	Employee							9/12/2012	108.18	-
CULLEN BROWN	Employee							10/24/2012	122.61	-
CULLEN BROWN	Employee							11/28/2012	129.99	-
CULLEN BROWN	Employee							1/23/2013	276.45	-
CULLEN BROWN	Employee							3/6/2013	135.02	-
CULLEN BROWN	Employee							3/13/2013	135.02	-
CULLEN BROWN	Employee							4/17/2013	135.02	-
CULLEN BROWN	Employee							5/16/2013	134.90	-
CULLEN BROWN	Employee							6/13/2013	428.53	-
CULLEN BROWN	Employee							7/23/2013	352.79	-
CULLEN BROWN	Employee							8/6/2013	135.55	-
DOUG KLUTHE	Employee							9/10/2013	834.00	-
DOUG KLUTHE	Employee							9/19/2013	1,862.38	-
DOUG KLUTHE	Employee							5/22/2013	417.00	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
DOUG KLUTHE	Employee							7/12/2013	834.00	-
DOUG LUCKHARDT	Employee							10/11/2012	55.50	-
DOUG LUCKHARDT	Employee							11/7/2012	35.28	-
ERIN GROEB	Employee							9/5/2012	360.20	-
ERIN GROEB	Employee							10/3/2012	148.13	-
ERIN GROEB	Employee							10/17/2012	700.00	-
Gloria McMichael	Employee							10/11/2012	362.52	-
Gloria McMichael	Employee							1/3/2013	274.75	-
Gloria McMichael	Employee							1/16/2013	250.00	-
Gloria McMichael	Employee							3/1/2013	526.61	-
Gloria McMichael	Employee							3/27/2013	415.13	-
Gloria McMichael	Employee							5/1/2013	344.72	-
Gloria McMichael	Employee							5/8/2013	50.00	-
Gloria McMichael	Employee							7/2/2013	599.69	-
Gloria McMichael	Employee							7/3/2013	351.78	-
Gloria McMichael	Employee							1/31/2013	-	-
JAMES T. HOMAN	Employee							11/14/2012	174.66	-
JAMES T. HOMAN	Employee							12/19/2012	174.66	-
JAMES T. HOMAN	Employee							1/9/2013	293.67	-
JAMES T. HOMAN	Employee							2/6/2013	129.95	-
JAMES T. HOMAN	Employee							2/13/2013	183.99	-
JAMES T. HOMAN	Employee							3/6/2013	94.36	-
JAMES T. HOMAN	Employee							3/27/2013	175.42	-
JAMES T. HOMAN	Employee							4/3/2013	96.05	-
JAMES T. HOMAN	Employee							4/24/2013	117.23	-
JAMES T. HOMAN	Employee							5/8/2013	157.07	-
JAMES T. HOMAN	Employee							5/22/2013	117.94	-
JAMES T. HOMAN	Employee							6/5/2013	83.62	-
JAMES T. HOMAN	Employee							9/6/2012	178.30	-
JAMES T. HOMAN	Employee							10/8/2012	174.30	-
JIM MCCOY	Employee							9/12/2012	1,629.73	-
JIM MCCOY	Employee							10/11/2012	827.42	-
JIM MCCOY	Employee							11/14/2012	978.72	-
JIM MCCOY	Employee							12/27/2012	1,356.92	-
JIM MCCOY	Employee							1/16/2013	416.25	-
JIM MCCOY	Employee							2/6/2013	265.83	-
JIM MCCOY	Employee							2/13/2013	1,209.74	-
JIM MCCOY	Employee							3/1/2013	1,285.56	-
JOSEPH M. ALLEN	Employee							9/19/2013	785.00	-
JULIA MERCHANT	Employee							1/23/2013	5.00	-
JULIA MERCHANT	Employee							2/6/2013	5.09	-
JULIA MERCHANT	Employee							5/1/2013	219.03	-
KELLI PETERS	Employee							11/14/2012	3,132.67	-
KENDALL BRANCH	Employee							5/22/2013	303.90	-
MARIANO TUT	Employee							11/30/2012	15,000.00	-
MARK CRUZ	Employee							9/19/2012	1,841.65	-
MARK CRUZ	Employee							10/3/2012	1,916.65	-
MARVIN GUTIERREZ	Employee							1/10/2013	250.67	-
MELVIN HALL	Employee							9/10/2013	32.77	-
MELVIN HALL	Employee							9/19/2013	532.01	-
MELVIN HALL	Employee							9/19/2012	102.12	-
MELVIN HALL	Employee							10/3/2012	2,652.96	-
MELVIN HALL	Employee							10/24/2012	1,229.30	-
MELVIN HALL	Employee							11/7/2012	144.30	-
MELVIN HALL	Employee							11/21/2012	1,360.23	-
MELVIN HALL	Employee							12/19/2012	162.06	-
MELVIN HALL	Employee							12/27/2012	164.92	-
MELVIN HALL	Employee							1/23/2013	252.08	-
MELVIN HALL	Employee							2/20/2013	948.85	-
MELVIN HALL	Employee							3/6/2013	48.59	-
MELVIN HALL	Employee							3/29/2013	2,918.95	-
MELVIN HALL	Employee							4/10/2013	144.89	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
MELVIN HALL	Employee							4/24/2013	627.82	-
MELVIN HALL	Employee							5/8/2013	55.37	-
MELVIN HALL	Employee							5/22/2013	903.68	-
MELVIN HALL	Employee							6/13/2013	113.57	-
MELVIN HALL	Employee							6/27/2013	957.88	-
MELVIN HALL	Employee							7/2/2013	105.09	-
MELVIN HALL	Employee							7/26/2013	1,615.86	-
MELVIN HALL	Employee							8/6/2013	74.58	-
MELVIN HALL	Employee							8/30/2013	1,783.75	-
MERRILL PAXMAN	Employee							10/11/2012	440.67	-
MERRILL PAXMAN	Employee							12/12/2012	841.94	-
MERRILL PAXMAN	Employee							1/16/2013	175.94	-
MERRILL PAXMAN	Employee							2/13/2013	1,117.85	-
MERRILL PAXMAN	Employee							3/27/2013	208.49	-
MERRILL PAXMAN	Employee							5/8/2013	629.58	-
MERRILL PAXMAN	Employee							6/20/2013	1,307.79	-
MERRILL PAXMAN	Employee							7/18/2013	1,275.27	-
MERRILL PAXMAN	Employee							8/30/2013	1,694.03	-
Mike Ratz	Employee							7/2/2013	213.30	-
MIKE SLUSHER	Employee							9/19/2013	290.99	-
MIKE SLUSHER	Employee							12/5/2012	457.00	-
PAUL CENTORBI	Employee							12/19/2012	544.43	-
PAUL CENTORBI	Employee							1/9/2013	217.80	-
PAUL CENTORBI	Employee							2/6/2013	1,562.61	-
PAUL KALVIN	Employee							1/9/2013	240.24	-
PAUL KALVIN	Employee							4/10/2013	163.60	-
PAUL KALVIN	Employee							9/4/2012	146.54	-
PRATT, NICOLE	Employee							10/11/2012	174.03	-
ROBERT CAMERON	Employee							9/12/2012	208.31	-
ROBERT CAMERON	Employee							10/17/2012	448.10	-
ROBERT CAMERON	Employee							11/14/2012	270.65	-
ROY MARTINEZ	Employee							8/13/2013	302.60	-
ROY MARTINEZ	Employee							8/30/2013	215.42	-
RYAN SHEPHERD	Employee							3/13/2013	937.36	-
RYAN SHEPHERD	Employee							6/20/2013	212.02	-
STEVE SHEPHERD	Employee							1/23/2013	632.35	-
STEVE SHEPHERD	Employee							8/20/2013	300.00	-
TAWNY BLEEKER	Employee							5/1/2013	595.36	-
TODD SROUFE	Employee							10/3/2012	291.00	-
TODD SROUFE	Employee							3/27/2013	5,211.10	-
TODD SROUFE	Employee							4/17/2013	2,932.60	-
CHARLES MOORE	Relative							9/19/2012	300.00	-
CHARLES MOORE	Relative							10/17/2012	300.00	-
CHARLES MOORE	Relative							11/21/2012	300.00	-
CHARLES MOORE	Relative							12/19/2012	300.00	-
CHARLES MOORE	Relative							2/15/2013	300.00	-
CHARLES MOORE	Relative							2/20/2013	300.00	-
CHARLES MOORE	Relative							3/13/2013	300.00	-
CHARLES MOORE	Relative							4/10/2013	300.00	-
CHARLES MOORE	Relative							6/5/2013	600.00	-
CHARLES MOORE	Relative							7/18/2013	300.00	-
CHARLES MOORE	Relative							8/30/2013	300.00	-
DAVE SHEPHERD	Relative							9/12/2012	125.00	-
DAVE SHEPHERD	Relative							11/14/2012	2,550.00	-
DAVE SHEPHERD	Relative							12/12/2012	1,160.00	-
DAVE SHEPHERD	Relative							2/15/2013	1,150.00	-
DAVE SHEPHERD	Relative							7/18/2013	600.00	-
GROEB RACING	Relative							9/4/2012	745.58	-
ROLF RICHTER	Employee							Various; through trailing twelve months	315,000.00	-
JACK IRVIN	Employee							Various; through trailing twelve months	191,862.00	-
JOHN J. WOLF	Employee							Various; through trailing twelve months	236,538.00	-
JOYCE SCHLACHTER	Employee							Various; through trailing twelve months	148,942.00	-

Groeb Farms, Inc.
SOFA 3c Attachment

Name of Creditor	Relationship to Debtor	Address	Address 2	City	State	Zip	Country	Date of Payment	Amount Paid	Amount Still Owed
MICHAEL MODJESKI	Employee							Various; through trailing twelve months	163,236.00	-
CRAIG MOORE	Employee							Various; through trailing twelve months	192,594.00	-
ROLF RICHTER	Employee							Various; through trailing twelve months	60,000.00	-
ROLF RICHTER	Employee							Various; through trailing twelve months	13,000.00	-
JOHN J. WOLF	Employee							Various; through trailing twelve months	19,537.68	-
Total								2,371,826.97		

Groeb Farms, Inc.
SOFA 4a Attachment

Caption of Suit / Case Number	Nature of Proceeding	Name of Court / Agency	Address	City	State	Zip	Country	Status or Disposition
Groeb Farms, Inc. v. China Industrial Manufacturing Group, Inc. Lenawee County Case #: 11-4123-CK	Groeb Farms brought a suit against China Industrial for breach of contract for failing to deliver the remaining 232 loads of honey to Groeb Farms as required by the two contracts	Lenawee County Court	425 N. Main St., Judicial Bldg. 3rd Floor	Adrian	MI	49221	USA	Settled
Little Bee Impex / Kashmir Apiaries Exports (“Little Bee”) AAA Case #: 50 467 T 00158 12	Little Bee failed to deliver the specified loads of honey and caused Groeb Farms to incur significant damages	American Arbitration Association	39555 Orchard Hill Place	Novi	MI	48375	USA	Settled
Adee Honey Farms, et al v. Groeb Farms, et al., Case No. 1:13-cv-02922 and Moore’s Honey Farm, et al. v. Groeb Farms, Inc., et al., Case No. 1:13-cv-02905 (Consolidated as "Putative Class Action")	Two civil putative class action lawsuits brought by producers, packers and/or distributors of honey were filed in the United States District Court for the Northern District of Illinois. The putative class alleges violations of the Racketeer Influenced and Corrupt Organizations Act (“RICO”) and Lanham Act. The Putative Class Action is based on the factual statements contained in the DPA regarding the purchase of trans-shipped honey. While none of the claims make a specific damage demand, RICO and Lanham Act cases carry a potential for treble damages. All claims also seek attorneys’ fees.	United States District Court for the Northern District of Illinois	219 South Dearborn Street	Chicago	IL	60604	USA	On September 9, 2013, the court granted the parties’ agreed order to extend the deadline for the Putative Class Action Plaintiffs to file an amended complaint until October 24, 2013. Settlement discussions in this matter are ongoing. Groeb Farms’ potential liability is covered by insurance to the extent set forth in the insurer’s reservation of rights letter.
Yager v. Groeb Farms	Yager, a former Groeb Farms salesperson, filed a suit in state court in Maryland on May 20, 2013 alleging gender discrimination with respect to a layoff, failure to pay all compensation owed with respect to a bonus agreement, and breach of contract with respect to the same bonus agreement. Yager asserts damages in excess of \$75,000.00 Groeb Farms removed the case to federal court on July 25, 2013.	United States District Court for the Dis	101 W. Lombard Street	Baltimore	MD	21201	USA	The case is currently stayed until November 15, 2013 to allow for settlement discussions, which are ongoing. Groeb Farms’ potential liability is not covered by insurance.
Peter Nelson (California Workers’ Compensation Matter)	Nelson, a former employee, filed a claim for workers’ compensation, and a claim for retaliatory discharge based on the filing of a workers’ compensation claim with the California Workers’ Compensation Appeal Board.	California Workers’ Compensation App	31 East Channel Street	Stockton	CA	95202	USA	The retaliatory discharge claim was settled in June 2013. The workers’ compensation matter is ongoing. Groeb Farms’ potential liability based on the workers’ compensation claim, which is estimated to be \$25,000, is covered by insurance.

Groeb Farms, Inc.
SOFA 7 Attachment

Name of Recipient	Address	City	State	Zip	Country	Relationship to Debtor, if any	Date of Gift	Description	Value of Gift
HILLSDALE LENAWEE MONROE MATHEMATICS & SCIENCE CENTER	4107 N. ADRIAN HIGHWAY	ADRIAN	MI	49221	USA	None	2/6/2013	Cash	200.00
ONSTED COMMUNITY SCHOOLS	10109 SLEE RD. PO BOX 220	ONSTED	MI	49265	USA	None	4/10/2013	Cash	250.00
SPECIAL OLYMPICS OF MI AREA 29	ANGELA FRENCH 1121 LABERDEE RD.	ADRIAN	MI	49221	USA	None	4/17/2013	Cash	100.00
LENAWEE CO. ED FOUNDATION	4107 N. ADRIAN HWY.	ADRIAN	MI	49221	USA	None	5/8/2013	Cash	500.00
ONSTED HIGH SCHOOL BAND	10109 SLEE RD. PO BOX 220	ONSTED	MI	49265	USA	None	8/13/2013	Cash	90.00
Total									1,140.00

Groeb Farms, Inc.
SOFA 9 Attachment

Name of Payee	Address	City	State	Zip	Country	Date of Payment	Name of Payer, if not Company	Amount of Money, or Description and Value of
Conway MacKenzie, Inc.	600 Fifth Avenue, 25th Floor	New York	NY	10020	USA	Various		403,083 Fees
Conway MacKenzie, Inc.	600 Fifth Avenue, 25th Floor	New York	NY	10020	USA	8/21/2013		35,000 Retainer
Conway MacKenzie, Inc.	600 Fifth Avenue, 25th Floor	New York	NY	10020	USA	9/26/2013		50,000 Retainer
Foley & Lardner, LLP	Foley & Lardner, LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	Various		517,691 Fees
Foley & Lardner, LLP	Foley & Lardner, LLP	777 E. WISCONSIN AVE.	MILWAUKEE	WI	53202-5306	9/29/2013		100,000 Retainer
								<hr/> 1,105,773.50

Note: ConwayMacKenzie has \$12,474 left on retainer going upon going into the filing

Groeb Farms, Inc.
SOFA 11 Attachment

Name of Depository Institution	Address	City	State	Zip	Country	Type of Account	Last Four Digits of Account Number
Citibank CBO Service	P.O. Box 769018	San Antonio	TX	78245	USA	Former Petty Cash	2179
Wells Fargo	P.O. Box 6995	Portland	OR	97228	USA	Former Petty Cash	5020

Groeb Farms, Inc.
SOFA 12 Attachment

Name of Depository Institution	Address	City	State	Zip	Country	Name of Person with Access	Address	City	State	Zip	Country	Description of Contents	Date of Transfer or Surrender, if any
Comerica Bank	11351 Brooklyn Rd	Brooklyn	MI	49230	USA	Jack Irvin	717 Rusty Anchor Road #12	Ocean City	MD	21842	USA	Box 663 - N/A	N/A

Groeb Farms, Inc.
SOFA 18a Attachment

Name	EIN	Address	City	State	Zip	Country	Nature of Business	Beginning / End Dates
Groeb Farms, Inc.	38-2778390	10464 Bryan Hwy	Onsted	MI	49265	USA	Food Processing - Honey	1981-present
Groeb Farms, Inc.	38-2778390	3220 County Highway 484	Bellevue	FL	34421	USA	Food Processing - Honey	1989-2013
Groeb Farms, Inc.	38-2778390	1701 Massey Tompkins	Baytown	TX	77521	USA	Food Processing - Honey	2011-2011
Groeb Farms, Inc.	38-2778390	125 E. Laurel St	Colton	CA	92324	USA	Food Processing - Honey	2010-2012
Groeb Farms, Inc.	38-2778390	1455 Riverview Drive	San Bernardino	CA	92408	USA	Food Processing - Honey	2013-present

Groeb Farms, Inc.
SOFA 19a Attachment

Name	Address	City	State	Zip	Country	Date of Services Rendered
Jack Irvin, Jr.	717 Rusty Anchor Road #12	Ocean City	MD	21842	USA	2008 - Current
Shepherd, Ryan C.	3566 Jade Drive	Adrian	MI	49221	USA	2008 - Current

Groeb Farms, Inc.
SOFA 19d Attachment

Company Name	Address	City	State	Zip	Country	Date Financials Issued
Wells Fargo	WF 8113 P.O.BOX 1450	MINNEAPOLIS	MN	55485-8113	USA	April 2013
Comerica Bank	2615 LAKE LANSING RD.	LANSING	MI	48912	USA	April 2013
PNC Bank	405 Madison Avenue	Toledo	OH	43604	USA	July 2013
Peak Rock Capital	13413 Galleria Circle, Suite Q-300	Austin	TX	78738	USA	August 2013
Argosy Investment Partners III, L.P	950 West Valley Road, Suite 2900	Wayne	PA	19087	USA	April 2013
Horizon Capital Partners III, L.P.	3838 Tamiami Trail N	Naples	FL	34103	USA	April 2013
Marquette Capital Fund I, LP	60 South Sixth Street, Suite 408	Minneapolis	MN	55402	USA	April 2013

Note: Pursuant to the Debtor's recent exploration of strategic alternative and/or a refinancing transaction, parties that executed a non-disclosure agreement with the Debtor were provided access to a copy of certain of the Debtor's financial statements."

Groeb Farms, Inc.

See SOFA 20a Attachment for details

Inventory Supervisor	Address	City	State	Zip	Country	Date of Inventory	Value of Inventory
Cullen Brown, Plant Manager	1455 Riverview Drive	San Bernardino	CA		USA	9/30/2013	4,500,000
Doug Kluthe, Plant Manager	10464 Bryan Hwy	Onsted	MI		USA	9/30/2013	4,500,000
Cullen Brown, Plant Manager	1455 Riverview Drive	San Bernardino	CA	92408	USA	8/31/2013	6,500,000
Doug Kluthe, Plant Manager	10464 Bryan Hwy	Onsted	MI	49265	USA	8/31/2013	6,600,000

Groeb Farms, Inc.
SOFA 21b Attachment

Name	Address	City	State	Zip	Country	Title	Nature and Percentage of Stock Ownership
JACK IRVIN	717 RUSTY ANCHOR ROAD #12	OCEAN CITY	MD	21842	USA	Chief Financial Officer and Vice President	Common D - 0.67%
ROLF RICHTER	10671 BURMEISTER ROAD	MANCHESTER	MI	48158	USA	Chief Executive Officer and President / Board Member	0.00%
CRAIG MOORE	8108 WATERS AVE	SAVANNAH	GA	31406	USA	Vice President of Industrial and Retail Sales	Common D - 0.67%
JOHN J. WOLF	7331 MACKENZIE LANE	PORTAGE	MI	49024	USA	Vice President of Supply Chain & Management	0.00%
JOYCE SCHLACHTER	4425 MOTORWAY	WATERFORD	MI	48328	USA	Vice President of Technical Services	Common D - 0.67%
MICHAEL MODJESKI	932 SOUTH PARKWOOD	SOUTH LYON	MI	48178	USA	Vice President of Foodservice and Club Sales	Common D - 0.67%
Michael Bailey	950 WEST VALLEY ROAD SUITE 2900	WAYNE	PA	19087	USA	Board Member	0.00%
Tom Jenkins	60 SOUTH 6TH STREET SUITE 3510	MINNEAPOLIS	MN	55402	USA	Board Member	0.00%
Ernest L. Groeb	9707 SHEELER RD.	ONSTED	MI	49265	USA	Shareholder / Former Officer	3.17%
Troy L. Groeb	11680 NE 14TH AVE.	ANTHONY	FL	32617	USA	Shareholder / Former Officer	3.17%
ALISON TRINGALE	115 Sumner Place Court	Peachtree City	GA	30269	USA	Shareholder / Former Officer	Common D - 0.85%
ALISON TRINGALE	115 Sumner Place Court	Peachtree City	GA	30269	USA	Shareholder / Former Officer	Preferred C - 0.23%
Jodi Sullivan	3062 PLEASANT HILL RD.	MAUMEE	OH	43537	USA	Shareholder / Former Officer	Preferred C - 0.23%
Groeb Farms Partnership	9707 SHEELER RD.	ONSTED	MI	49265	USA	Shareholder	4.83%
Argosy Investment Partners III, L.P	950 West Valley Road, Suite 2900	Wayne	PA	19087	USA	Shareholder	Preferred A - 21.59%
Argosy Investment Partners III, L.P	950 West Valley Road, Suite 2900	Wayne	PA	19087	USA	Shareholder	Preferred C - 1.95%
Horizon Capital Partners III, L.P.	3838 Tamiami Trail N	Naples	FL	34103	USA	Shareholder	Preferred A - 9.52%
Horizon Capital Partners III, L.P.	3838 Tamiami Trail N	Naples	FL	34103	USA	Shareholder	Preferred C - 4.92%
Horizon Capital Partners III, L.P.	3838 Tamiami Trail N	Naples	FL	34103	USA	Shareholder	Common E - 4.43%
Horizon Partners, Ltd.	3838 Tamiami Trail N	Naples	FL	34103	USA	Shareholder	Common E - 4.43%
Marquette Capital Fund I, LP	60 South Sixth Street, Suite 408	Minneapolis	MN	55402	USA	Shareholder	Preferred A - 11.47%
Marquette Capital Fund I, LP	60 South Sixth Street, Suite 408	Minneapolis	MN	55402	USA	Shareholder	Preferred C - 2.98%

Groeb Farms, Inc.
SOFA 22b Attachment

Name	Address	City	State	Zip	Country	Title	Date of Termination
Ernie Groeb	9707 SHEELER RD.	ONSTED	MI	49265	USA	Chief Executive Officer	December 2012
Troy Groeb	11680 NE 14TH AVE.	ANTHONY	FL	32617	USA	Chief Operating Officer	September 2012
Eric Plott	315 Ridgewood Ave.	Charlotte	NC	28209	USA	Acting President	December 2012
Jodi Sullivan	3062 PLEASANT HILL RD.	MAUMEE	OH	43537	USA	Chief Strategy Officer	September 2012
Bill Petty	26050 OSPREY NEST CT.	BONITA SPRINGS	FL	34134	USA	Board Member	May 2013
George Cawman	2485 PARKWOOD DRIVE	GREEN BAY	WI	54304	USA	Board Member	August 2012
Kim Packard	716 Buttonbush Lane	Naples	FL	34108	USA	Board Member	August 2012
Bob Feerick	3838 Tamiami Trail N	Naples	FL	34103	USA	Board Member	August 2012
ROBERT G. BUSH	420 S. WASHINGTON ST	GREEN BAY	WI	54301-4217	USA	Board Member	August 2012