

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
BLITZ U.S.A., Inc., <i>et al.</i> , ¹)	Case No. 11-13603 (PJW)
)	
Debtors.)	(Jointly Administered)
)	

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY AND
DISCLAIMER REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

The above-captioned debtors and debtors in possession (each, a “Debtor” and collectively, the “Debtors”) are filing their respective Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements” and, with the Schedules, the “Schedules and Statements”) in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). The Debtors, who were assisted by their advisors, prepared the Schedules and Statements in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These Global Notes and Statement of Limitations, Methodology and Disclaimer regarding the Debtors’ Schedules and Statements (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of, all the Schedules and Statements. These Global Notes should be referred to, and reviewed in connection with, any review of the Schedules and Statements.²

The Schedules and Statements have been prepared by the Debtors’ management and are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of preparation. The Debtors have made reasonable efforts to ensure the accuracy and completeness of such financial information; however, subsequent information or discovery may result in material changes to the Schedules and Statements and inadvertent errors, omissions or

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: LAM 2011 Holdings, LLC (8742); Blitz Acquisition Holdings, Inc. (8825); Blitz Acquisition, LLC (8979); Blitz RE Holdings, LLC (9071); Blitz U.S.A., Inc. (8104); and F3 Brands LLC (2604). The location of the Debtors’ corporate headquarters and the Debtors’ service address is: 404 26th Ave. NW Miami, OK 74354.

² These Global Notes are in addition to any specific notes contained in each Debtor’s Schedules or Statements. The fact that the Debtors have prepared a specific note with respect to any of the Schedules and Statements and not to others should not be interpreted as a decision by the Debtors to exclude the applicability of such specific note to any of the Debtors’ remaining Schedules and Statements, as appropriate.



inaccuracies may exist. The Debtors reserve all rights to amend or supplement their Schedules and Statements.

Reservation of Rights

Nothing contained in the Schedules and Statements or these Global Notes shall constitute a waiver of any of the Debtors' rights or an admission with respect to the above-captioned chapter 11 cases (the "Chapter 11 Cases") including, but not limited to, any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or re-characterization of contracts, assumption or rejection of contracts under the provisions of the Bankruptcy Code and/or causes of action arising under the Bankruptcy Code or any other relevant applicable laws to recover assets or avoid transfers.

Description of the Cases and "As of" Information Date

On November 9, 2011 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief with the Court under chapter 11 of the Bankruptcy Code, thereby commencing the Chapter 11 Cases. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Court subsequently entered an order jointly administering the Chapter 11 Cases pursuant to Bankruptcy Rule 1015(b).

The Debtors filed for bankruptcy at approximately 10:30 a.m. (EST) on the Petition Date. As it is impractical to determine assets and liabilities as of an arbitrary time, the books were closed as close to the filing time as possible. In some instances, the Debtors have used estimates or pro-rated amounts where actual data as of November 9, 2011 at 10:30 a.m. (EST) was not available. In other instances, however, based on the nature of the asset or liability, the Debtors were unable to pro-rate amounts to reflect amounts outstanding as of the Petition Date. Rather, such entries may reflect amounts relating to the end of the prior month, three days before the Petition Date, or even earlier. To the extent an amount reflected on the Schedules and Statements does not relate to the Petition Date, but rather reflects an amount relating to an earlier time, the Debtors have indicated that such amount is disputed. Further, in some instances, the Debtors have included a footnote to indicate the date to which the listed amount relates.

Therefore, these Schedules and Statements do no purport to represent financial statements prepared in accordance with GAAP nor are they intended to fully reconcile to the financial statements prepared by the Debtors. Unlike the consolidated financial statements, the Schedules and Statements, except where otherwise indicated, reflect the assets and liabilities of each Debtor on a non-consolidated basis where possible.

For purposes of the Schedules and Statements, the Debtors used reasonable efforts to attribute the assets and liabilities of each of their businesses to the proper legal entity; however, because the Debtors do not always record accounting entries at the individual legal entities, it is possible that not all assets or liabilities have been recorded at the correct legal entity on the Schedules and Statements. As such, the Debtors reserve all rights to amend these Schedules and Statements accordingly.

Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time prior to the Petition Date. Likewise, to the extent that a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent at the Petition Date or any time prior to the Petition Date.

Consolidated Entity Accounts Payable and Disbursement Systems

The Debtors use a centralized cash management system to collect funds from customers and transfer them into their primary concentration accounts and maintain consolidated accounts payable and disbursements system to pay operating and administrative expenses through various disbursement accounts. A more complete description of the Debtors' centralized cash management system can be found in the *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Continue Using the Cash Management System, (B) Maintain Existing Bank Accounts and Business Forms, and (C) Continue Intercompany Arrangements and (II) Granting Intercompany Claims Administrative Priority* [Docket No. 4], filed on the Petition Date.

Insiders

For purposes of the Schedules and Statements, the Debtors define "insiders" pursuant to section 101(31) of the Bankruptcy Code as (a) directors, (b) officers, (c) relatives of directors or officers of the Debtors and (d) persons in control. Except as otherwise disclosed, payments to insiders listed in (a) through (d) above are set forth on Statement 3c. Persons listed as "insiders" have been included for informational purposes only and is not intended to be nor should be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right or defense, and all such rights, claims, and defenses are hereby expressly reserved. Further, the Debtors do not take any position with respect to (a) such person's influence over the control of the Debtors, (b) the management responsibilities or functions of such individual, (c) the decision-making or corporate authority of such individual or (d) whether such individual could successfully argue that he or she is not an "insider" under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.

Summary of Significant Reporting Policies

The following is a summary of certain significant reporting policies:

Current Market Value — Net Book Value. In many instances, current market valuations are neither maintained by nor readily available to the Debtors. It would be prohibitively expensive and unduly burdensome to obtain current market valuations of the Debtors' property interests that are not maintained or readily available. Accordingly, unless otherwise indicated, the Schedules and Statements reflect the net book values, rather than current market values, of the Debtors' assets as of the Petition Date (or as of an earlier date, as described above) and may not reflect the

net realizable value. For this reason, amounts ultimately realized will vary, at some times materially, from net book value.

Accounts Receivable. The accounts receivable listed on the Schedules are summarized by trade receivables, other receivables and the total allowance balance.

First Day Orders. Pursuant to various “first day” orders issued by the Court, the Debtors were authorized to pay certain pre-petition claims, including, without limitation, claims relating to employee wages and benefit claims, claims for taxes and fees, claims of shippers, warehousemen and lien claimants (the “First Day Orders”). While the Debtors have attempted to exclude all claims satisfied pursuant to the First Day Orders, the claims listed in the Schedules and Statements may not reflect amounts paid pursuant to the First Day Orders as they were unpaid as of the Petition Date. To the extent claims listed on the Schedules and Statements have been or are subsequently paid pursuant to an order of the Bankruptcy Court (including the First Day Orders), the Debtors reserve all rights to amend or supplement their Schedules and Statements as is necessary and appropriate.

Undetermined Amounts. The description of an amount as “unknown,” or “undetermined” is not intended to reflect upon the materiality of such amount.

Estimates. To timely close the books and records of the Debtors as of the Petition Date and to prepare such information on a legal entity basis, the Debtors were required to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and reported revenue and expenses as of the Petition Date or an earlier date, as described above. The Debtors reserve all rights to amend the reported amounts of assets, liabilities, reported revenue and expenses to reflect changes in those estimates and assumptions.

Totals. The asset totals listed on Schedules A and B represent all known amounts included in the Debtors’ books and records as of the Petition Date or an earlier date, as described above. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.

Claims Description. Any failure to designate a claim on a given Debtor’s Schedules as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtor that such amount is not “disputed,” “contingent” or “unliquidated.” The Debtors reserve all rights to dispute, or to assert any offsets or defenses to, any claim reflected on their respective Schedules on any grounds including, without limitation, amount, liability, validity, priority or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent” or “unliquidated.” Listing a claim does not constitute an admission of liability by the Debtors, and the Debtors reserve the right to amend the Schedules accordingly. Additionally, the dollar amounts of a claim listed may be exclusive of contingent and additional unliquidated amounts. Furthermore, the Debtors’ failure to list any contingent and/or unliquidated claim held by the Debtors on a given Debtor’s Schedules shall not constitute a waiver, release, relinquishment or forfeiture of such claim.

Classifications. Listing a claim (a) on Schedule D as “secured,” (b) on Schedule E as “priority,” (c) on Schedule F as “unsecured non-priority,” or (d) listing a contract or lease on Schedule G as

“executory” or “unexpired,” does not constitute an admission by the Debtors of the legal rights of the claimant, or a waiver of the Debtors’ right to recharacterize or reclassify such claim or contract.

Causes of Action. The Debtors have not set forth causes of action against third parties as assets in their Schedules and Statements. The Debtors reserve all of their rights with respect to any causes of action they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action.

Executory Contracts. The Debtors have not set forth executory contracts as assets in their Schedules and Statements. The Debtors’ executory contracts have been set forth in Schedule G.

Property and equipment – leased. In the ordinary course of their businesses, the Debtors lease furniture, fixtures, and equipment from certain third-party lessors for use in the daily operation of their business. Any such leases are set forth in the Schedules and Statements. The property subject to such leases is not reflected in the Schedules and Statements as either owned property or assets of the Debtors or property or assets of third-parties within the control of the Debtors. Nothing in the Schedules and Statements is or shall be construed as an admission or determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors expressly reserve all rights with respect to any of such issues.

Schedules

Schedule B. Unless otherwise noted, (i) all values set forth in Schedule B reflect the book value of the Debtors’ assets as of November 9, 2011, and (ii) all of the amounts listed on Schedule B represent the value of the Debtors’ assets as reflected in the Debtors’ books and records (net of depreciation or amortization where applicable). The Debtors has performed no independent review of the value of these assets. The actual value of the assets listed may differ significantly from the amounts reflected in the Debtors’ books and records. In regards to Schedule B22, the Debtors hold numerous Patents and Trademarks. The Debtors do not capitalize the cost of either the Patents or the Trademarks and therefore the Debtors do not carry a value for its Patents and Trademarks in its books and records.

Schedule D. Subject to the Final Order Under 11 U.S.C. §§ 105(A), 361, 363, and 364 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtors to Incur Post-Petition Secured Indebtedness, (II) Granting Security Interests and Superpriority Claims, (III) Approving Use of Cash Collateral [Docket No. 132], entered on December 12, 2011, the Debtors reserve their rights to avoid and to dispute or challenge the validity, perfection or amount of any lien of any party listed on Schedule D of any Debtor. Moreover, although the Debtors have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor’s claim or the characterization of the structure of any such transaction, or any document or instrument (including without limitation, any intercompany agreement) related to such creditor’s claim. In certain instances, a Debtor may be a co-obligor, co-mortgagor or guarantor and Schedule D of any Debtor is not intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The

descriptions provided in Schedule D are intended only to be summaries, and reference to the applicable documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of the underlying agreements.

Additionally, if a claimant holds a secured claim by virtue of holding setoff rights against the Debtors or leasing equipment to the Debtors, those claimants are not included on Schedule D. Lessors, utility companies and other parties which may hold security deposits also have not been listed on Schedule D.

Schedule E. The listing of any claim or entity on Schedule E does not constitute an admission by the Debtors that any claim listed or held by an entity listed on Schedule E is entitled to priority treatment under 11 U.S.C. § 507. The Debtors reserve the right to take the position that any claim listed or held by an entity listed on Schedule E is not entitled to priority treatment.

Schedule F. In certain instances, a Debtor may be a co-obligor, co-mortgagor or guarantor with respect to scheduled claims and no claim set forth on Schedule F of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged. The descriptions provided in Schedule F are intended to be summaries only, and nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of any underlying agreements.

The Debtors expressly incorporate by reference into Schedule F all parties to pending and potential litigation listed in 4(a) of the Debtors' Statements as contingent, unliquidated and disputed claims, to the extent not already listed on Schedule F.

Schedule G. While every effort has been made to ensure the accuracy of the Schedule of Executory Contracts, inadvertent errors or omissions may have occurred. In addition, there may exist certain minor leases or executory contracts which are not listed on Schedule G. The Debtors hereby reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary.

The placing of an agreement onto Schedule G shall not be deemed an admission that such agreement is an executory contract or unexpired lease, or that it is necessarily binding, valid and/or enforceable. Any and all of the Debtors' rights, claims and causes of action with respect to the agreements listed on Schedule G are hereby reserved and preserved. Omission of an agreement from Schedule G does not constitute an admission that such omitted agreement is not an executory contract or unexpired lease. Additionally, certain agreements may have been rejected by order of the Bankruptcy Court during the duration of this case. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by their omission. Schedule G may be amended at any time to add any omitted agreement.

The contracts, agreements and leases listed on Schedule G may have expired or may have been modified, amended and supplemented from time to time by various amendments, restatements,

waivers, estoppel certificates, letter and other documents, instruments and agreements which may not be listed therein. Certain of the real property leases listed on Schedule G may contain renewal options, guarantees of payment, options to purchase, rights of first refusal, rights to lease additional space and other miscellaneous rights which are not set forth on Schedule G. Additionally, the Debtors may be parties to various other agreements concerning real property, such as easements, rights of way, subordination, non-disturbance and attornment agreements, supplemental agreements, amendments/letter agreements, title documents, consents, site plans, maps and other miscellaneous agreements. Such documents are not set forth in Schedule G. Certain of the agreements listed on Schedule G may be in the nature of secured financings, and the inclusion of such on Schedule G is not an admission that the agreement is an executory contract, financing agreement or otherwise.

Schedule H. Blitz Acquisition, LLC, Blitz U.S.A., Inc. and Blitz RE Holdings, LLC (the “Debtor Borrowers”) are parties to that certain First Amended and Restated Credit Agreement dated as of February 4, 2011 (the “Prepetition Credit Agreement”). Pursuant to that certain Limited Guaranty Agreement dated as of February 4, 2011 (the “Limited Guaranty”), Kinderhook Capital Fund II, L.P. (“Kinderhook”) guaranteed certain of the Debtor Borrower’s obligations under the Prepetition Credit Agreement. Kinderhook’s obligations with respect to amounts borrowed by the Debtor Borrowers under the Prepetition Credit Agreement are capped under and limited by the terms and conditions of the Limited Guaranty and that certain Forbearance Agreement dated as of October 4, 2011 between Kinderhook and BOKF, NA d/b/a Bank of Oklahoma as Administrative Agent on behalf of the Lenders (as defined in the Prepetition Credit Agreement).

Statements

Question 1. This section does not apply to all Debtors as some are holding companies. In the case of Blitz RE Holdings, the only source of income is rent from Blitz U.S.A. and F3 Brands LLC, which is eliminated at the consolidated level.

Question 2. Non-operating income for Blitz U.S.A., Inc. includes miscellaneous items including bad debt collections and one-off material sales. These items are not material to the overall operations of Blitz U.S.A., Inc. In the case of Blitz RE Holdings, the only source of income is rent from Blitz U.S.A., Inc. and F3 Brands LLC, which is eliminated at the consolidated level.

Question 3b. All payments made were made prior to the Petition Date.

Question 4a. The Debtors have made every effort to include on Exhibit 4 a complete list of all suits and proceedings to which the Debtors were a party within the one year immediately preceding the Petition Date. To the extent the Debtors becomes aware that they omitted any suits or proceedings, it will amend its Statements.

Question 10. As part of separating the operations of the two entities, Blitz U.S.A., Inc. transferred assets to F3 Brands LLC on October 1, 2011. F3 Brands LLC is now operated as a wholly owned subsidiary of Blitz U.S.A., Inc.

Question 14. The Debtors lease a limited amount of equipment used in former or current operations. Any such leases or contracts are set forth in Schedule G. The property subject to any such leases or contracts is not reflected in either Schedule A or Schedule B as either owned property or assets of the Debtors, and neither is the property subject to any such leases or contracts reflected in the Statements as property or assets of third-parties within the control of the Debtors.

Question 20. No independent physical inventory was taken of F3 Brands LLC. Prior to the creation of F3 Brands LLC, the last inventory of Blitz U.S.A., Inc. was taken on October 1, 2011.

Question 23. The response to Question 3c is incorporated by reference into the response to Question 23.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
Blitz U.SA, Inc., ¹)	Case No. 11-13603 (PJW)
)	
Debtor.)	

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 The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: LAM 2011 Holdings, LLC (8742); Blitz Acquisition Holdings, Inc. (8825); Blitz Acquisition, LLC (8979); Blitz RE Holdings, LLC (9071); Blitz U.S.A., Inc. (8104); and F3 Brands LLC (2604). The location of the Debtors' corporate headquarters and the Debtors' service address is: 404 26th Ave. NW Miami, OK 74354

1. Income from employment or operation of business

None

☐

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
See SOFA Attachment 1	See SOFA Attachment 1

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 1

Income from employment or operation of business

Gross income from operation of business		Source	Time Period
\$	85,117,254.00	Blitz USA Income Stmt	Oct 1, 2009 thru Sep 30, 2010
\$	80,641,862.00	Blitz USA Income Stmt	Oct 1, 2010 thru Sep 30, 2011
\$	4,507,084.00	Blitz USA Trial Balance	Oct 1, 2011 thru Nov 9, 2011

2. Income other than from employment or operation of business

None

☐

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.)

AMOUNT	SOURCE
See SOFA Attachment 2	See SOFA Attachment 2

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 2

Income other than from operation of business

Income other than from operation of business		Source	Time Period
\$	50.00	Collections on Bad Debt	Oct 1, 2009 thru Sep 30, 2010
	62,455.81	Material sales	Oct 1, 2009 thru Sep 30, 2010
	8,192.00	Reimbursement	Oct 1, 2009 thru Sep 30, 2010
	362.25	Sale of saw	Oct 1, 2009 thru Sep 30, 2010
	1,948.04	Unclaimed Property from State of OK	Oct 1, 2009 thru Sep 30, 2010
\$	73,008.10	Total FY 2010	
\$	2,382.92	Collections on Bad Debt	Oct 1, 2010 thru Sep 30, 2011
	66,477.57	Material sales	Oct 1, 2010 thru Sep 30, 2011
	90.00	Recycling	Oct 1, 2010 thru Sep 30, 2011
	1,756.00	Sale of product	Oct 1, 2010 thru Sep 30, 2011
	904.00	Scrap	Oct 1, 2010 thru Sep 30, 2011
\$	71,610.49	Total FY 2011	
	75.00	Collections on Bad Debt	Oct 1, 2011 thru Nov 9, 2011
\$	75.00	Total	

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

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 Attachment 3b	See SOFA Attachment 3b	See SOFA Attachment 3b	See SOFA Attachment 3b

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 OF DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See SOFA Attachment 3c	See SOFA Attachment 3c	See SOFA Attachment 3c	See SOFA Attachment 3c

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
2B CREATIVE	8058 N LAKESHORE DR.		ROGERS	AR	72756	8/18/2011	\$ 3,937.50	-
						9/15/2011	2,137.50	-
						10/20/2011	2,100.00	-
7-ELEVEN, INC.	ATTN: JOSE GARDUNO	P.O. BOX 139044	DALLAS	TX	75221	9/7/2011	6,230.05	-
						10/13/2011	5,695.20	-
ABOX PACKAGING COMPANY	706 RAND ROAD	P.O. BOX 203	KAUFMAN	TX	75142-0203	8/11/2011	5,170.80	-
						9/2/2011	4,978.80	-
						9/15/2011	4,524.45	-
						9/30/2011	4,978.80	-
						10/13/2011	36,982.10	-
ACCELLOS	P.O. BOX 673922		DETROIT	MI	48267-3922	8/11/2011	1,520.00	-
						10/20/2011	24,095.44	-
ADECCO EMPLOYMENT SERVICES	DEPT. CH 14091		PALATINE	IL	60055-4091	8/18/2011	18,100.88	-
						8/25/2011	16,725.79	-
						9/2/2011	16,114.53	-
						9/8/2011	16,555.52	-
						9/15/2011	16,900.39	-
						9/22/2011	13,589.13	-
						9/30/2011	18,314.20	-
						10/6/2011	15,098.74	-
						10/13/2011	20,445.86	-
						10/20/2011	16,051.55	-
						11/3/2011	3,013.41	-
AEP INDUSTRIES	P.O. BOX 8500 - 50590		PHILADELPHIA	PA	19178-8500	8/18/2011	7,227.93	-
						9/8/2011	5,520.00	-
AIS CONTAINER HANDLING	7000 DUTTON INDUSTRIAL DRIVE		DUTTON	MI	49316	8/18/2011	6,480.00	-
						9/15/2011	534.92	-
						9/22/2011	3,240.00	-
ALLIED OIL & SUPPLY, INC.	MS0655	P.O. BOX 3366	OMAHA	NE	68176-0655	9/30/2011	2,976.50	-
						10/6/2011	3,704.00	-
						10/20/2011	600.00	-
AMERICAN EXPRESS	CPC CHECK/REMITTANCE PROCESSING	2975 W CORPORATE LAKES BLVD	WESTON	FL	33331-3626	8/23/2011	760.92	-
						9/7/2011	10,674.84	-
						9/26/2011	5,159.71	-
						10/10/2011	5,512.55	-
						10/24/2011	943.98	-
						10/31/2011	140.00	-
						11/4/2011	710.65	-
AMERICAN EXPRESS AP						9/26/2011	18,821.51	-
						10/20/2011	140,432.46	-
						11/3/2011	121,275.91	-
AMPLE INDUSTRIES INC.	1101 EAGLECREST	P.O. BOX 394	NIXA	MO	65714	8/11/2011	594.28	-
						8/18/2011	1,245.45	-
						8/25/2011	7,130.28	-
						9/2/2011	6,482.20	-
						9/22/2011	1,650.00	-
						9/30/2011	12,117.90	-
						10/6/2011	1,480.80	-
						10/13/2011	6,948.40	-
						10/20/2011	5,446.20	-
						11/3/2011	5,259.00	-
ARCHER ADVANCED RUBBER COMPTS	P.O. BOX 1295		LEXINGTON	NC	27293-1295	8/18/2011	8,996.00	-
						9/2/2011	6,798.04	-
						9/22/2011	13,074.00	-
AT&T	P.O. BOX 105414		ATLANTA	GA	30348-5414	8/25/2011	2,738.98	-
						9/22/2011	2,667.09	-
						11/1/2011	2,828.26	-
	P.O. BOX 6463		CAROL STREAM	IL	60197-6463	9/2/2011	1,264.50	-
						9/30/2011	1,264.50	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
AT&T MOBILITY	P.O. BOX 6463		CAROL STREAM	IL	60197-6463	11/3/2011	5,504.70	-
						9/2/2011	4,377.59	-
A-TECH, INC.	P.O. BOX 2704		TULSA	OK	74101	9/30/2011	4,029.41	-
						8/25/2011	259.50	-
						8/31/2011	510.00	-
						9/15/2011	501.54	-
						9/22/2011	2,564.06	-
						9/30/2011	165.60	-
						10/13/2011	689.61	-
						10/20/2011	1,323.05	-
AVANSIC INC.	MID-CONTINENT TOWER, STE. 1701	401 S. BOSTON AVE.	TULSA	OK	74103	9/9/2011	20,435.80	-
						9/15/2011	704.48	-
						9/22/2011	4,165.00	-
						9/30/2011	6,511.56	-
AVCO TRUCKING, INC.	P.O. BOX 1619		MIAMI	OK	74355	8/18/2011	1,815.00	-
						8/25/2011	1,910.00	-
						9/22/2011	7,035.00	-
						10/6/2011	6,625.00	-
						11/3/2011	4,135.00	-
BANK OF OKLAHOMA, NA	ATTN: PAUL MESMER	P.O. BOX 2300	TULSA	OK	74192	8/12/2011	2,413.64	-
						8/12/2011	78,804.67	-
						8/15/2011	520,855.57	-
						8/16/2011	173,813.87	-
						8/19/2011	88,198.55	-
						8/26/2011	65,589.24	-
						8/29/2011	52,932.50	-
						8/30/2011	206,339.04	-
						8/31/2011	5,086.30	-
						9/1/2011	519,826.40	-
						9/15/2011	2,231.64	-
						10/3/2011	526,442.77	-
						10/17/2011	1,085.48	-
						10/18/2011	50.00	-
						10/31/2011	118,800.69	-
BARNWELL WHALEY PATTERSON HELMS	P.O. DRAWER H		CHARLESTON	SC	29402-0197	9/9/2011	8,054.40	-
						9/15/2011	25,903.34	-
						9/30/2011	315.00	-
BEKUM AMERICA CORPORATION	1140 WEST GRAND RIVER	P.O. BOX 567	WILLIAMSTON	MI	48895	8/18/2011	572.20	-
						8/25/2011	2,234.69	-
						9/2/2011	4,945.00	-
						9/22/2011	2,371.35	-
						9/30/2011	21,799.77	-
						10/13/2011	1,584.75	-
						10/20/2011	2,792.26	-
						11/3/2011	1,434.25	-
BENNETT DESIGN	71 KINGSTON MAIN STREET		HILLSBORO	NM	88042	8/11/2011	8,350.00	-
						9/15/2011	8,350.00	-
						10/13/2011	8,350.00	-
BILL MURRAY & ASSOCIATES, INC.	2036 SHADY CREST DRIVE		BIRMINGHAM	AL	35216	8/18/2011	11,216.03	-
						9/20/2011	17,856.92	-
						10/20/2011	18,796.93	-
BOB'S AWNING	418 SOUTH MAIN		MIAMI	OK	74354	9/15/2011	16,347.12	-
BONNIE SWIATKOWSKI DBA DO-U-RIGHT CLEANING	DBA DO-U-RIGHT CLEANING	59251 E. HWY 60	FAIRLAND	OK	74343	8/11/2011	800.00	-
						8/18/2011	800.00	-
						8/25/2011	800.00	-
						9/2/2011	800.00	-
						9/8/2011	800.00	-
						9/15/2011	800.00	-
						9/22/2011	800.00	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
						9/30/2011	800.00	-
						10/6/2011	1,400.00	-
						10/13/2011	600.00	-
						10/20/2011	600.00	-
						10/28/2011	600.00	-
						11/3/2011	600.00	-
BOOTH & BOOTH ELECTRIC	504 HENLEY STREET		MIAMI	OK	74354	8/18/2011	10,246.56	-
						8/25/2011	2,561.51	-
						9/2/2011	14,848.56	-
						9/22/2011	12,806.82	-
						9/30/2011	12,087.75	-
						10/6/2011	5,762.77	-
						10/20/2011	212.50	-
BRIAN BRASSFIELD						8/25/2011	4,647.29	-
						9/8/2011	2,017.82	-
						9/30/2011	4,220.28	-
						11/3/2011	2,091.04	-
BRUCE JONES						8/25/2011	6,100.00	-
						9/22/2011	6,100.00	-
C.H. ROBINSON COMPANY	P.O. BOX 9121		MINNEAPOLIS	MN	55480-9121	8/11/2011	32,707.52	-
						8/18/2011	20,126.54	-
						8/25/2011	65,490.76	-
						9/2/2011	8,657.93	-
						9/8/2011	60,893.82	-
						9/15/2011	31,218.77	-
						9/22/2011	40,540.49	-
						9/30/2011	46,396.62	-
						10/6/2011	50,029.67	-
						10/13/2011	90,426.32	-
						10/20/2011	62,595.87	-
						11/3/2011	83,441.76	-
CARMECO INC.	301 CARMECO ROAD	P.O. BOX 871	LEBANON	MO	65536	8/25/2011	3,046.20	-
						9/8/2011	2,146.20	-
						9/15/2011	2,146.20	-
						9/22/2011	3,046.20	-
						10/13/2011	2,146.20	-
						10/20/2011	900.00	-
						11/3/2011	2,146.20	-
CATASTROPHIC CONSULTANTS, LLC	2124 EDGELAND AVE.		LOUISVILLE	KY	40204-1423	8/25/2011	7,464.35	-
CDW DIRECT, LLC	PO BOX 75723		CHICAGO	IL	60675-5723	8/11/2011	562.74	-
						8/18/2011	5,328.39	-
						8/25/2011	1,225.42	-
						9/15/2011	221.20	-
						9/22/2011	5,276.69	-
						9/30/2011	9,326.20	-
						10/6/2011	196.46	-
						10/13/2011	497.14	-
						10/20/2011	2,309.53	-
						11/3/2011	1,795.00	-
CED/AMERICAN ELECTRIC	P.O. BOX 978		COLUMBIA	MO	65205	8/11/2011	8,171.94	-
						8/18/2011	5,508.40	-
						8/25/2011	19,428.06	-
						9/2/2011	101,836.11	-
						9/8/2011	4,387.74	-
						9/15/2011	2,175.16	-
						10/6/2011	12,148.09	-
						10/13/2011	3,650.87	-
						10/20/2011	1,889.22	-
						11/3/2011	277.22	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
CHARYSH & SCHROEDER LTD.	33 N. DEARBORN ST., STE. 1300		CHICAGO	IL	60602	9/30/2011	7,942.25	-
CHEVRON PHILLIPS (#1) CHEMICAL	P.O. BOX 847885		DALLAS	TX	75284-7885	8/11/2011	74,262.80	-
						8/18/2011	567,880.00	-
						9/15/2011	522,385.00	-
						9/22/2011	318,076.00	-
						9/30/2011	2,970.00	-
						10/25/2011	801,013.00	-
						11/3/2011	128,104.00	-
CINTAS FIRST AID #F70	P.O. BOX 636525		CINCINNATI	OH	45263-6525	8/11/2011	1,384.22	-
						8/25/2011	1,049.38	-
						9/2/2011	647.72	-
						9/8/2011	606.68	-
						9/30/2011	659.25	-
						10/6/2011	2,187.56	-
						10/13/2011	1,476.18	-
						10/20/2011	3,126.71	-
						11/3/2011	1,512.67	-
CLEARIDGE ADVISORS, LLC	427 SOUTH BOSTON AVE., 1ST FL.		TULSA	OK	74103	8/11/2011	1,312.50	-
						9/22/2011	6,225.00	-
						11/3/2011	14,106.25	-
CLEVELAND TUBING, INC.	P.O. BOX 928		CHATTANOOGA	TN	37401-0928	9/22/2011	31,344.00	-
						10/13/2011	31,344.00	-
						10/20/2011	24,480.00	-
COVERT ELECTRIC SUPPLY	P.O. BOX 277		JOPLIN	MO	64802	9/8/2011	2,406.72	-
						10/13/2011	318.25	-
						11/3/2011	3,222.39	-
CROWE & DUNLEVY	500 KENNEDY BUILDING	321 S BOSTON AVE, SUITE 500	TULSA	OK	74103-3313	8/11/2011	1,057.68	-
						9/8/2011	4,638.84	-
						11/3/2011	4,481.86	-
CROWE HORWATH LLP	P.O. BOX 145415		CINCINNATI	OH	45250-9791	9/22/2011	18,846.81	-
DELL MARKETING LP/DELL USA LP	P.O. BOX 676021		DALLAS	TX	75267-6021	8/25/2011	260.39	-
						9/8/2011	2,822.44	-
						10/20/2011	2,957.19	-
DINSMORE & SHOHL LLP	P.O. BOX 640635		CINCINNATI	OH	45264-0635	8/25/2011	116,177.74	-
DUFF & PHELPS INVESTIGATION LL	12595 COLLECTION CENTER DR.		CHICAGO	IL	60693	9/30/2011	60,344.08	-
EHRHARDT KEEFE STEINER HOTTMAN, INC.	7979 E. TUFTS AVE., STE. 400		DENVER	CO	80237	8/25/2011	7,428.86	-
ELLIOTT TRUCK LINE, INC.	P.O. BOX 1828		GILMER	TX	75644	8/11/2011	450.31	-
						8/18/2011	450.31	-
						8/25/2011	6,754.65	-
						9/2/2011	900.62	-
						9/8/2011	3,602.48	-
						9/15/2011	3,602.48	-
						9/22/2011	3,152.17	-
						9/30/2011	1,801.24	-
						10/6/2011	3,602.48	-
						10/13/2011	2,701.86	-
						10/20/2011	1,801.24	-
						11/3/2011	900.62	-
EMPOWER SOFTWARE SOLUTIONS, LLC	315 EAST ROBINSON ST. STE. 450		ORLANDO	FL	32801	9/15/2011	2,187.50	-
						10/20/2011	3,906.38	-
ENGINEERING SYSTEMS, INC.	P.O. BOX 92170		ELK GROVE VILLAGE	IL	60009	9/9/2011	34,802.15	-
ENTEC POLYMERS, LLC.	P.O. BOX 934329		ATLANTA	GA	31193-4329	8/11/2011	36,563.40	-
						8/18/2011	70,712.80	-
						9/8/2011	210,775.50	-
						9/15/2011	102,417.60	-
						9/22/2011	137,924.80	-
						9/30/2011	35,005.60	-
						10/6/2011	69,360.00	-
						10/13/2011	102,300.00	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
						10/20/2011	33,840.00	-
						11/3/2011	68,025.00	-
EVANS ENTERPRISES, INC. TULSA	2002 SW BLVD.		TULSA	OK	73107	8/11/2011	4,278.00	-
						8/18/2011	810.00	-
						8/24/2011	703.00	-
						8/31/2011	2,035.00	-
						9/8/2011	655.00	-
						9/15/2011	3,781.00	-
						9/30/2011	650.00	-
						10/13/2011	8,419.00	-
						11/3/2011	810.00	-
EXPONENT, INC.	P.O. BOX 200283	DEPT. 002	DALLAS	TX	75320-0283	9/9/2011	2,312.68	-
						9/15/2011	2,312.67	-
						9/22/2011	32,253.98	-
						9/30/2011	123.52	-
FASTENAL COMPANY	2007 A NORTH MAIN		MIAMI	OK	74354	8/11/2011	9,463.06	-
						8/18/2011	10,576.05	-
						8/24/2011	7,620.55	-
						8/31/2011	834.50	-
						9/8/2011	9,535.22	-
						9/15/2011	11,397.24	-
						9/22/2011	8,887.84	-
						9/30/2011	9,637.48	-
						10/6/2011	6,421.27	-
						10/13/2011	7,091.48	-
						10/20/2011	7,595.25	-
						11/3/2011	11,141.77	-
FEDERAL EXPRESS CORP.	P.O. BOX 94515		PALATINE	IL	60094-4515	8/11/2011	2,749.13	-
						9/22/2011	25,866.33	-
						9/30/2011	62.60	-
						10/6/2011	7,472.02	-
						10/13/2011	3,650.90	-
						10/20/2011	1,772.06	-
FERGUSON PRODUCTIONS, INC.	2130 INDUSTRIAL DRIVE		MCPHERSON	KS	67460	9/30/2011	13,067.04	-
FGH SYSTEMS, INC.	10 PROSPECT PLACE		DENVILLE	NJ	07834	8/18/2011	4,864.00	-
						8/25/2011	4,299.00	-
						9/2/2011	1,992.00	-
						9/15/2011	36,567.72	-
						9/22/2011	1,360.00	-
						9/30/2011	12,400.00	-
FMS MANAGEMENT SYSTEMS, LLC	101 JOE HARVEY STREET		LAVONIA	GA	30553	10/28/2011	19,580.00	-
FOWLER ASSOCIATES, INC.	3551 MOORE DUNCAN HWY.		MOORE	SC	29369	9/9/2011	7,553.39	-
						9/15/2011	6,119.22	-
G & T SALES, INC.	415 RESERVOIR ROAD		WHITEFISH	MT	59937	9/15/2011	8,971.20	-
GALLAGHER BASSETT SERVICES, INC.	15763 COLLECTIONS CENTER DR.		CHICAGO	IL	60693	8/11/2011	25,911.00	-
						9/22/2011	10,581.00	-
GRANT BROTHERS SALES LTD, INC.	1-7885 TRANMERE DRIVE		MISSISSAUGA, ONTARIO	CN	L5S-1V8	8/18/2011	747.94	-
						9/8/2011	4,372.77	-
						9/20/2011	1,548.05	-
						10/20/2011	317.43	-
						11/3/2011	3,116.61	-
GS1 US, INC.	P.O. BOX 71-3034		COLUMBUS	OH	43271-3034	9/19/2011	8,830.00	-
H. MUEHLSTEIN & CO., INC.	LOCKBOX #5960	P.O. BOX 8500-5960	PHILADELPHIA	PA	19178-5960	9/22/2011	73,258.55	-
						9/30/2011	834.08	-
						10/20/2011	37,141.50	-
						11/3/2011	37,033.43	-
HARTFORD INSURANCE CO. OF THE MIDWEST		P.O. BOX 410024	SALT LAKE CITY	UT	84141-0024	9/30/2011	6,684.00	-
HASCALL STEEL COMPANY	4165 SPARTAN INDUSTRIAL DRIVE		GRANDVILLE	MI	49418	8/18/2011	31,161.96	-
						9/8/2011	31,286.07	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
						9/22/2011	23,102.94	-
						9/30/2011	29,031.42	-
						10/13/2011	31,334.35	-
HAWKINS & PARNELL LLP	4000 SUN TRUST PLAZA	303 PEACHTREE STREET NE	ATLANTA	GA	30308-3243	9/15/2011	34,625.51	-
						9/30/2011	3,125.00	-
HAWKLINE NEVADA, LLC	ATTN: LARRY DANNA	P.O. BOX 431	LAVONIA	GA	30553-0431	8/11/2011	13,814.66	-
						9/15/2011	6,529.83	-
						10/13/2011	6,994.83	-
HELD & ASSOCIATES, INC.	P.O. BOX 871120		KANSAS CITY	MO	64187-1120	8/11/2011	14,430.81	-
						8/25/2011	14,130.37	-
						9/15/2011	235.25	-
						10/6/2011	1,986.92	-
HERITAGE-CRYSTAL CLEAN, LLC	13621 COLLECTIONS CENTER DRIVE		CHICAGO	IL	60693-0136	8/24/2011	718.44	-
						9/15/2011	3,782.84	-
						9/22/2011	5,014.91	-
						9/30/2011	4,117.79	-
						10/6/2011	3,210.00	-
						10/20/2011	2,541.78	-
HOGAN TAYLOR LLP	2200 SOUTH UTICA PL., STE. 400		TULSA	OK	74114-7000	8/11/2011	8,000.00	-
						9/15/2011	775.00	-
HOLIDAY COMPANIES, INC.	P.O. BOX 1224		MINNEAPOLIS	MN	55440	11/3/2011	7,422.75	-
HOPE INDUSTRIES	PO BOX 903		VINITA	OK	74301	8/18/2011	9,625.82	-
						9/15/2011	10,037.23	-
						10/13/2011	10,135.44	-
HOVEY,WMS.,TIMMONS, & COLLINS	10801 MASTIN BLVD., STE. 1000	84 CORPORATE WOODS	OVERLAND PARK	KS	66210	9/30/2011	44,231.36	-
HUBBARD, MITCHELL, WILLIAMS, STRAIN	4450 OLD CANTON RD., STE. 200	P.O. BOX 13309	JACKSON	MS	39236	8/25/2011	6,737.04	-
						9/9/2011	25,458.08	-
						9/22/2011	56,097.22	-
HUGHES ASSOCIATES, INC.	3610 COMMERCE DR., STE. 817		BALTIMORE	MD	21227-1652	8/18/2011	64,779.64	-
						9/9/2011	9,280.00	-
						9/15/2011	20,000.00	-
IBT INC.	P.O. BOX 958367		ST. LOUIS	MO	63195-8367	8/25/2011	10,295.31	-
						9/2/2011	3,545.59	-
						9/8/2011	4,493.86	-
						9/15/2011	1,601.55	-
						9/22/2011	3,874.05	-
						9/30/2011	6,265.87	-
						10/6/2011	1,243.15	-
						10/13/2011	2,355.39	-
						10/20/2011	41.67	-
						11/3/2011	739.72	-
ILPEA INDUSTRIES, INC.	P.O. BOX 635428		CINCINNATI	OH	45263-5428	9/22/2011	12,700.00	-
						9/30/2011	6,933.60	-
						10/13/2011	7,029.90	-
IMPERIAL CREDIT CORPORATION	P.O. BOX 200455		DALLAS	TX	75320-0455	9/2/2011	244,488.29	-
						9/30/2011	244,488.29	-
JARDEN PLASTIC SOLUTIONS	LOCKBOX #2230	2230 RELIABLE PARKWAY	CHICAGO	IL	60686-0022	8/11/2011	119,842.21	-
						8/18/2011	92,603.45	-
						8/25/2011	53,973.69	-
						9/2/2011	85,111.10	-
						9/8/2011	176,493.72	-
						9/15/2011	94,236.35	-
						9/22/2011	100,173.00	-
						10/6/2011	144,771.78	-
						10/13/2011	183,941.25	-
						10/20/2011	183,111.78	-
						11/3/2011	163,783.97	-
JOPLIN HVAC AND GREEN ENERGY	P.O. BOX 366		JOPLIN	MO	64802	8/25/2011	4,265.34	-
						9/2/2011	2,405.01	-

In Re: Blitz U.S.A., Inc.
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Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
						9/22/2011	11,050.00	-
						10/6/2011	328.62	-
						10/13/2011	13,820.00	-
JOPLIN WASTE PAPER	3178 NORTH KENTUCKY		JOPLIN	MO	64801	9/2/2011	2,640.00	-
						9/22/2011	1,440.00	-
						9/30/2011	5,400.00	-
						10/13/2011	1,320.00	-
JUST IN HARDWARE CO., LTD	NO72. YONGAN ROAD, YUQI VILLAGE	YUQI TOWN, HUIZHAN ZONE, WUXI CITY	JIANGSU PROVINCE	CHINA		10/6/2011	9,440.00	-
						11/4/2011	79,700.25	-
KINDERHOOK INDUSTRIES	521 FIFTH AVENUE, 34TH FLOOR		NEW YORK	NY	10175	9/22/2011	130,832.25	-
KIRKLAND & ELLIS LLP	153 EAST 53RD STREET		NEW YORK	NY	10022-4611	9/2/2011	116,991.31	-
						10/13/2011	421,121.12	-
						10/20/2011	124,584.16	-
						10/31/2011	245,704.47	-
KITCHIN & SON, INC.	519 INDUSTRIAL PARKWAY		RICHMOND	IN	47374	8/18/2011	3,173.92	-
						9/20/2011	3,263.19	-
						10/20/2011	7,027.00	-
						11/3/2011	682.00	-
KPMG LLP	DEPT. 0970	P.O. BOX 120970	DALLAS	TX	75312-0970	8/18/2011	19,750.00	-
KURTZMAN CARSON CONSULTANTS LLC	DEPT CH 16639		PALATINE	IL	60055-6639	11/7/2011	25,000.00	-
KW PLASTICS	P.O. DRAWER 707		TROY	AL	36081-0707	8/11/2011	32,307.20	-
						8/18/2011	31,398.40	-
						8/25/2011	63,680.00	-
						9/15/2011	87,676.80	-
						9/22/2011	31,386.60	-
						10/6/2011	30,870.00	-
						11/3/2011	30,529.80	-
LAKELAND OFFICE SYSTEMS	P.O. BOX 1029		MIAMI	OK	74355	8/11/2011	7,719.75	-
						9/15/2011	495.00	-
						10/6/2011	1,905.26	-
						10/20/2011	285.00	-
LOCKTON COMPANIES, INC.	C/O BANK OF AMERICA	15939 COLLECTIONS CTR. DR.	CHICAGO	IL	60693	9/8/2011	645.00	-
						9/30/2011	52,793.10	-
						10/13/2011	25,629.00	-
						10/20/2011	15,000.00	-
LOGAN & LOWRY	101 SOUTH WILSON STREET		VINITA	OK	74301	8/25/2011	6,724.75	-
						9/9/2011	325.62	-
						9/15/2011	1,873.62	-
						9/22/2011	666.00	-
						9/30/2011	17,940.00	-
M.E.I. LABELS	P.O. BOX 1829		CATOOSA	OK	74015	8/11/2011	7,652.96	-
						8/25/2011	1,952.64	-
						9/2/2011	2,544.00	-
						9/8/2011	6,268.18	-
						9/22/2011	1,136.28	-
						9/30/2011	21,110.29	-
						10/6/2011	6,251.64	-
						10/13/2011	5,084.80	-
						10/20/2011	5,256.96	-
						11/3/2011	1,665.90	-
MARC ALAN ASSOCIATES, INC.	32 C SPRUCE ST.		OAKLAND	NJ	07436	8/18/2011	2,863.10	-
						9/20/2011	4,396.24	-
						10/20/2011	4,183.95	-
MARK E. CHARIKER, M.D. FACS	222 SOUTH FIRST ST., STE. 100		LOUISVILLE	KY	40202	8/25/2011	6,500.00	-
MAYES COUNTY PETROLEUM	500 N. W. 5TH ST.	P.O. BOX 546	PRYOR	OK	74362	8/11/2011	11,973.39	-
						8/25/2011	5,000.87	-
						9/8/2011	867.95	-
						9/30/2011	2,463.80	-
						11/3/2011	10,969.38	-

In Re: Blitz U.S.A., Inc.
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Attachment 3b
Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
MCLANE COMPANY, INC.	ATTN: REBATE MANAGER	P.O. BOX 6131	TEMPLE	TX	76503	10/6/2011	95,244.26	-
MCMaster-CARR SUPPLY CO	P.O. BOX 7690		CHICAGO	IL	60680-7690	8/11/2011	492.10	-
						8/18/2011	626.64	-
						8/24/2011	1,236.52	-
						9/22/2011	710.40	-
						9/30/2011	1,119.07	-
						10/6/2011	1,954.43	-
						10/13/2011	548.24	-
						11/3/2011	675.86	-
MCNIEL ELECTRIC, INC.	P.O. BOX 1584		MIAMI	OK	74355	9/15/2011	8,050.63	-
						10/13/2011	13,361.24	-
MIAMI BUTANE CO.	P.O. BOX 197		NORTH MIAMI	OK	74358-0197	9/8/2011	4,153.40	-
						10/6/2011	3,444.00	-
						10/13/2011	1,070.50	-
MIAMI PUBLIC UTILITIES	P.O. BOX 1288		MIAMI	OK	74355-1288	8/18/2011	118,008.24	-
						9/22/2011	115,410.47	-
						10/20/2011	93,694.48	-
	SPECIAL UTILITY AUTHORITY	P.O. BOX 1288	MIAMI	OK	74355-1288	9/22/2011	321.65	-
MIAMI TRAVEL	25 N MAIN		MIAMI	OK	74354	8/11/2011	410.00	-
						8/18/2011	597.80	-
						9/2/2011	1,026.60	-
						9/8/2011	1,521.41	-
						9/22/2011	1,533.60	-
						9/30/2011	821.80	-
						10/6/2011	426.10	-
						10/13/2011	575.80	-
						10/20/2011	3,752.60	-
						11/3/2011	1,753.10	-
MIAMI WAREHOUSE/ALLAN KASPAR	1000 GOODRICH		MIAMI	OK	74354	8/11/2011	16,050.00	-
						9/8/2011	16,050.00	-
NATIONAL PLASTICS COLOR, INC.	P.O. BOX 804964		KANSAS CITY	MO	64180-4964	8/18/2011	9,988.86	-
						8/25/2011	26,449.20	-
						9/8/2011	67,652.00	-
						9/15/2011	31,622.60	-
						9/22/2011	2,865.46	-
						10/6/2011	3,268.70	-
						10/13/2011	58,298.68	-
						10/20/2011	3,585.60	-
						11/3/2011	30,381.60	-
NATIONSales	P.O. BOX 626		MATTHEWS	NC	28106	8/18/2011	11,750.08	-
						9/20/2011	18,149.22	-
						10/20/2011	18,611.58	-
NEECE CONCRETE	136 D NE		MIAMI	OK	74354	9/22/2011	46,848.00	-
						10/13/2011	13,591.00	-
OK DISPOSAL	P.O. BOX 320		WYANDOTTE	OK	74370	8/11/2011	1,352.00	-
						8/18/2011	1,779.93	-
						9/15/2011	2,355.18	-
						11/3/2011	1,532.11	-
OKLAHOMA CENTRALIZED SUPPORT	REGISTRY	P.O. BOX 268809	OKLAHOMA CITY	OK	73126-8809	8/11/2011	617.65	-
						8/18/2011	723.04	-
						8/25/2011	723.04	-
						9/8/2011	1,446.08	-
						9/15/2011	723.04	-
						9/22/2011	625.90	-
						9/30/2011	625.90	-
						10/6/2011	625.90	-
						10/13/2011	509.35	-
						10/20/2011	456.79	-
						11/1/2011	936.66	-

In Re: Blitz U.S.A., Inc.
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Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
OKLAHOMA TAX COMMISSION	P.O. BOX 26800	P.O. BOX 26930	OKLAHOMA CITY	OK	73126-0930	8/11/2011	20,025.00	-
			OKLAHOMA CITY	OK	73126-0800	9/15/2011	83,065.00	-
						10/4/2011	522.89	-
OMNI PACKAGING	DEPT. NO. 166	P.O. BOX 21228	TULSA	OK	74121-1228	10/13/2011	33.00	-
						8/11/2011	9,865.00	-
						8/25/2011	172.80	-
						9/30/2011	50,556.97	-
OTV, INC.	6321 E. 102ND ST., SUITE A		TULSA	OK	74137	10/6/2011	11,701.25	-
						10/13/2011	9,623.53	-
						8/11/2011	3,562.50	-
						9/8/2011	2,187.50	-
						9/22/2011	35,694.53	-
						10/13/2011	937.50	-
OZARK CRANE SERVICES, INC.	6619 SPURGEON RD.		JOPLIN	MO	64804-5575	10/20/2011	5,027.59	-
						8/11/2011	3,885.84	-
						9/8/2011	2,284.65	-
						9/15/2011	633.98	-
						9/22/2011	3,619.29	-
OZARK RUBBER PRODUCTS INC.	#75 GARVEY DRIVE	P.O. BOX 264	NOEL	MO	64854	10/6/2011	110,000.00	-
						10/13/2011	1,723.10	-
						10/20/2011	8,367.40	-
						8/11/2011	12,936.00	-
						9/15/2011	13,368.00	-
PACKAGING INTERGRATION TECH.	P.O. BOX 1227		LAKE DALLAS	TX	75065	10/13/2011	15,936.00	-
						8/25/2011	169.00	-
						10/13/2011	5,795.07	-
						10/20/2011	1,525.38	-
PAUL HALE						11/3/2011	242.20	-
						8/18/2011	612.62	-
						9/8/2011	698.65	-
						9/30/2011	6,815.20	-
						8/25/2011	2,209.76	-
PERFECTION SERVO	1290 LYON ROAD	BATAVIA	IL	60510		9/8/2011	1,706.29	-
						9/22/2011	2,249.00	-
						9/30/2011	8,959.67	-
						10/6/2011	1,134.00	-
						10/13/2011	2,624.03	-
						10/20/2011	1,274.37	-
PHIL SCARBOROUGH						8/11/2011	797.12	-
						8/18/2011	1,243.52	-
						8/25/2011	639.83	-
						9/8/2011	1,253.53	-
						9/15/2011	1,346.76	-
PITNEY BOWES	P.O. BOX 856390	LOUISVILLE	KY	40285-6390		9/22/2011	1,226.30	-
						10/6/2011	488.95	-
						9/8/2011	225.00	-
						9/22/2011	6,633.70	-
						10/6/2011	8,136.42	-
PORTABLE FUEL CONTAINER MFG.	JOHN TRIPPI/MIDWEST CAN CO.	1950 N MANNHEIM RD.	MELROSE PARK	IL	60160	9/30/2011	103,286.61	-
PREMIER PNEUMATICS, INC.	BOX 512616		PHILADELPHIA	PA	19175-2616	8/25/2011	1,597.97	-
						10/6/2011	860.00	-
						10/13/2011	860.00	-
						10/20/2011	5,170.00	-
						11/3/2011	2,010.00	-
PREMIUM FINANCING SPECIALISTS CORP	NATIONAL ACCOUNTS	P.O. BOX 419090	KANSAS CITY	MO	64141-6090	10/20/2011	7,602.28	-
PRO GROUP, INC.		P.O. BOX 6585	ENGLEWOOD	CO	80155-6585	8/18/2011	6,295.00	-
PRUDENTIAL GROUP INSURANCE	P.O. BOX 101241		ATLANTA	GA	30392-1241	9/8/2011	5,459.75	-
						10/13/2011	4,015.41	-
RAMPONE INDUSTRIES, LLC.	20451 JAMES BAY		LAKE FOREST	CA	92606	9/30/2011	690.00	-

In Re: Blitz U.S.A., Inc.
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Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
RANDALL ROBINSON DBA B AND R PLUMBING	210 S. MAIN		COMMERCE	OK	74339	10/6/2011	22,441.50	-
						8/18/2011	9,224.01	-
						9/2/2011	8,794.30	-
						9/22/2011	5,945.00	-
RESOLUTION STRATEGIES LLP RICHARDS LAYTON & FINGER	1500 S.W.TAYLOR STREET ONE RODNEY SQUARE	920 NORTH KING STREET	PORTLAND WILMINGTON	OR DE	97205 19801	9/30/2011	9,000.00	-
						10/4/2011	30,000.00	-
						10/31/2011	75,000.00	-
						11/7/2011	150,000.00	-
ROCKTENN CP, LLC	P.O. BOX 840865		DALLAS	TX	75284-0865	8/11/2011	1,408.75	-
						8/18/2011	9,898.58	-
						8/25/2011	11,924.14	-
						9/2/2011	18,414.86	-
						9/8/2011	24,644.87	-
						9/15/2011	12,586.93	-
						9/22/2011	9,760.41	-
						9/30/2011	18,776.07	-
RODEY DICKASON SLOAN AKIN & ROBB P.A. ROWA GROUP USA, LLC RPS MARKETING, INC.	P.O. BOX 1888 1825 UNDERWOOD BLVD. P.O. BOX 26948		ALBUQUERQUE DELRAN PHOENIX	NM NJ AZ	87103-1888 08075 85068	9/30/2011	9,520.91	-
						8/18/2011	9,275.68	-
						9/20/2011	8,820.86	-
						10/20/2011	7,234.47	-
RUMBERGER, KIRK & CALDWELL, INC. S & S SALES, INC.	P.O. BOX 1873 1866 BERKSHIRE LANE		ORLANDO PLYMOUTH	FL MN	32802 55441	9/30/2011	13,812.18	-
						8/18/2011	13,697.56	-
						9/20/2011	10,675.16	-
						10/20/2011	10,515.21	-
SCHNAIR SALES COMPANY, INC.	1801 ROYAL LANE, STE. 510		DALLAS	TX	75229	8/18/2011	11,930.96	-
						9/20/2011	10,553.35	-
						10/13/2011	294.53	-
						10/20/2011	9,768.75	-
SCHWABE, WILLIAMSON & WYATT	1211 SW FIFTH AVE., SUITE 1900		PORTLAND	OR	97204-3795	9/9/2011	16,894.58	-
						9/30/2011	18,120.92	-
						9/8/2011	14,906.52	-
						9/15/2011	34,085.63	-
SEKTAM OF INDEPENDENCE	120 SOUTH 24TH STREET		INDEPENDENCE	KS	67301	9/22/2011	50,027.68	-
						9/30/2011	15,511.87	-
						10/6/2011	20,525.13	-
						10/20/2011	41,300.99	-
						11/3/2011	13,528.19	-
						10/6/2011	7,728.00	-
						10/13/2011	46,368.00	-
						10/20/2011	35,935.20	-
SEMCO PLASTICS CO., INC.	P.O. BOX 843830		KANSAS CITY	MO	64184-3830	11/3/2011	36,321.60	-
						8/25/2011	5,844.00	-
						9/30/2011	2,058.00	-
						10/13/2011	3,696.00	-
						10/20/2011	1,848.00	-
						11/3/2011	1,848.00	-
						9/22/2011	2,000.00	-
						8/11/2011	6,872.69	-
SHAMROCK SYSTEMS, INC.	421 METRO PARK DRIVE		MCKINNEY	TX	75071	8/11/2011	522.32	-
						9/15/2011	2,750.63	-
						9/30/2011	12,893.08	-
						10/6/2011	629.59	-
						10/13/2011	228.19	-
						10/6/2011	157.18	-
						10/13/2011	7,825.41	-
						8/25/2011	276,897.57	-
SHOOK, HARDY & BACON, LLP	ATTN: ACCOUNTING	P.O. BOX 413635	KANSAS CITY	MO	64141-3635	9/9/2011	40,904.41	-
						9/15/2011	95,428.60	-
						9/22/2011	142,311.89	-

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Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
SMITH & CARSON	400 NORTHRIDGE ROAD	SUITE 500	SANDY SPRINGS	GA	30350	10/20/2011	192,081.00	-
						9/9/2011	13,391.78	-
						9/22/2011	332.00	-
SOARUS, L.L.C.	P.O.BOX 94018		CHICAGO,	IL	60690	9/30/2011	3,171.40	-
						8/18/2011	114,730.56	-
						9/30/2011	114,730.56	-
						11/3/2011	114,730.56	-
SODER MECHANICAL INC.	9526-A EAST 54TH STREET		TULSA	OK	74145	8/25/2011	486.50	-
						9/30/2011	3,500.93	-
						10/6/2011	1,063.00	-
						10/13/2011	392.50	-
						11/3/2011	8,069.30	-
SOURCE AUTOMATION	26097 E. 105TH ST. SOUTH		BROKEN ARROW	OK	74014	8/18/2011	399.50	-
						10/6/2011	6,720.46	-
						10/13/2011	1,232.72	-
						11/3/2011	1,335.09	-
SOUTHERN MATERIAL HANDLING	P.O. BOX 470890		TULSA	OK	74147-0890	8/25/2011	136.50	-
						9/2/2011	985.27	-
						9/8/2011	2,483.20	-
						9/15/2011	688.29	-
						9/22/2011	1,512.20	-
						9/30/2011	601.35	-
						10/6/2011	2,473.93	-
						10/13/2011	2,197.24	-
						11/3/2011	136.50	-
						9/2/2011	1,985.52	-
SOUTHWEST FIRE PROTECTION, INC	106 S. OAK GROVE ROAD	P. O. BOX 879	CATOOSA	OK	74015	11/3/2011	4,668.00	-
						8/18/2011	300.88	-
SPECTRAGRAPHICS		P.O. BOX 9112	SHAWNEE MISSION	KS	66201-9112	9/30/2011	20,353.08	-
						10/6/2011	5,192.98	-
						9/22/2011	5,125.00	-
SPRINGPOINT TECHNOLOGIES, LLC	4765 E. 91ST ST. SUITE 250		TULSA	OK	74137	10/6/2011	1,375.00	-
						8/11/2011	1,675.97	-
STANDARD TRANSPORTATION	P.O. BOX 952473		ST. LOUIS	MO	63195	8/18/2011	4,180.23	-
						8/25/2011	6,096.88	-
						9/8/2011	5,210.65	-
						9/15/2011	7,575.84	-
						9/22/2011	8,050.73	-
						9/30/2011	5,158.08	-
						10/6/2011	1,324.83	-
						10/13/2011	1,822.75	-
						10/20/2011	9,234.24	-
						11/3/2011	1,711.48	-
STRONG PIPKIN BISSELL & LEDYARD LLP	1400 SAN JACINTO BUILDING	595 ORLEANS STREET	BEAUMONT	TX	77701-3255	9/9/2011	124,712.11	-
						9/30/2011	7,347.02	-
STRONGHOLD DATA	P.O. BOX 2010		JOPLIN	MO	64803	9/22/2011	20,607.02	-
						10/13/2011	1,670.52	-
						11/3/2011	375.00	-
SYMETRA FINANCIAL/LIFE INSURANCE CO. TEMPLE-INLAND	P.O. BOX 1491 DEPT. CH 14227		MINNEAPOLIS PALATINE	MN IL	55480 60055-4227	8/18/2011	28,306.00	-
						8/18/2011	4,477.21	-
						8/25/2011	22,023.63	-
						9/2/2011	2,578.74	-
						9/8/2011	17,925.52	-
						9/15/2011	11,647.82	-
						9/22/2011	4,223.36	-
						9/30/2011	6,802.35	-
						10/6/2011	10,889.23	-
						10/13/2011	6,348.70	-
						10/20/2011	4,199.10	-

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Payments to creditors

Name of creditor	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
TESTING SERVICES GROUP LLC	828 WHITNEY DRIVE		LAPEER	MI	48446	11/3/2011	11,929.14	-
						8/18/2011	8,170.00	-
						10/13/2011	9,816.00	-
						11/3/2011	4,800.00	-
THERMAL CARE, INC.	P.O. BOX 480747		NILES	IL	60714-0747	9/22/2011	19,183.56	-
						10/20/2011	134.09	-
TOTAL PETROCHEMICALS	P.O. BOX 533348		CHARLOTTE	NC	28290-3348	8/11/2011	415,035.00	-
						9/15/2011	138,515.00	-
						9/22/2011	125,125.00	-
						11/8/2011	137,856.00	-
TOYOTA FINANCIAL SERVICES	COMMERCIAL FINANCE	DEPT 2431	CAROL STREAM	IL	60132-2431	8/18/2011	4,316.94	-
						9/22/2011	4,316.94	-
						11/3/2011	4,316.94	-
TRUSSLER SERVICE CO.,INC.	9 2ND AVE. SE		MIAMI	OK	74354	8/18/2011	196.98	-
						8/25/2011	578.45	-
						9/22/2011	9,288.80	-
						9/30/2011	350.00	-
						10/20/2011	1,307.94	-
UNISOURCE WORLDWIDE INC.	LOCKBOX 849089	1950 N. STEMMONS FWY, STE. 5010	DALLAS	TX	75207	8/11/2011	600.00	-
						8/18/2011	1,379.70	-
						8/24/2011	56,114.56	-
						8/25/2011	1,460.17	-
						8/31/2011	627.84	-
						9/15/2011	17,621.92	-
						9/22/2011	6,807.60	-
						9/30/2011	5,610.17	-
						10/6/2011	6,991.92	-
						10/20/2011	4,538.40	-
						11/3/2011	5,425.44	-
VERGE NETWORK SOLUTIONS	12308 HIDDEN FOREST BLVD.		OKLAHOMA CITY	OK	73142	9/22/2011	12,133.97	-
						10/13/2011	1,256.51	-
						11/3/2011	813.04	-
WHOLESALE ELECTRIC/LOCKE SUPPLY	P. O. BOX 24980		OKLAHOMA CITY	OK	73124-0980	8/11/2011	23.15	-
						8/18/2011	2,052.63	-
						8/25/2011	2,034.75	-
						9/2/2011	1,351.27	-
						9/8/2011	1,175.00	-
						9/15/2011	902.52	-
						9/22/2011	3,433.99	-
						9/30/2011	7,190.22	-
						10/6/2011	4,373.35	-
WILLIAM HENSHAW						8/11/2011	1,078.00	-
						8/25/2011	1,029.35	-
						9/8/2011	1,102.03	-
						9/30/2011	3,194.40	-
WILLIAM J. WEINER, MD	110 SOUTH PACA ST. 3RD FLOOR		BALTIMORE	MD	21201	8/25/2011	9,162.50	-
ZENITH CUTTER CO.	DEPT #5519	P.O. BOX 1451	MILWAUKEE	WI	53201	10/6/2011	5,412.66	-
						10/13/2011	1,394.68	-
						11/3/2011	2,429.75	-
ZOLFO COOPER, LLC	101 EISENHOWER PARKWAY	3RD FLOOR	ROSELAND	NJ	07068	10/20/2011	100,000.00	-
						10/31/2011	200,000.00	-
							\$ 17,954,068.37	\$ -

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3c
Payments to creditors who were insiders

Name of creditor who were insider	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
BERGAN	27600 S HIGHWAY 125		MONKEY ISLAND	OK	74331	11/24/2010	\$ 5,166.58	\$ -
CHARLES NEAL						1/20/2011	5,000.00	-
						4/28/2011	5,000.00	-
						7/14/2011	5,000.00	-
DISCOVERY PLASTICS, LLC	3607 28TH AVENUE, N.E.		MIAMI	OK	74354	4/21/2011	31,794.11	-
						4/28/2011	28,896.59	-
						5/5/2011	16,805.88	-
						5/12/2011	16,159.50	-
						5/19/2011	8,275.26	-
						6/2/2011	882.00	-
FMS MANAGEMENT SYSTEMS, LLC	101 JOE HARVEY STREET		LAVONIA	GA	30553	10/28/2011	19,580.00	-
GRANT KERNAN						11/11/2010	2,680.14	-
						12/16/2010	521.27	-
						2/23/2011	153.15	-
						3/9/2011	782.84	-
						3/31/2011	112.72	-
						5/5/2011	40.91	-
						5/19/2011	753.69	-
						6/9/2011	302.94	-
						6/30/2011	57.92	-
						7/28/2011	1,654.91	-
						8/18/2011	1,153.26	-
						9/22/2011	134.98	-
						10/6/2011	269.61	-
JAMES PEARSON						1/20/2011	5,000.00	-
						4/28/2011	5,000.00	-
						7/14/2011	5,000.00	-
						10/28/2011	5,000.00	-
JIM CALCAGNO						11/11/2010	293.23	-
						12/9/2010	166.37	-
						12/22/2010	183.35	-
						1/6/2011	64.19	-
						1/20/2011	161.15	-
						2/10/2011	90.17	-
						2/17/2011	106.04	-
						2/23/2011	128.34	-
						3/9/2011	93.94	-
						3/17/2011	135.95	-
						3/31/2011	158.48	-
						4/14/2011	99.50	-
						4/21/2011	138.46	-
						5/19/2011	172.08	-
						5/26/2011	83.64	-
						6/9/2011	141.94	-
						6/16/2011	38.24	-
						6/23/2011	50.44	-
						7/14/2011	74.35	-

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 3c
Payments to creditors who were insiders

Name of creditor who were insider	Address 1	Address 2	City	State	Zip	Payment date	Amount paid	Amount still owing
						7/28/2011	75.52	-
						8/4/2011	112.19	-
						8/11/2011	56.41	-
						9/8/2011	105.70	-
						9/30/2011	146.02	-
KINDERHOOK INDUSTRIES	521 FIFTH AVENUE, 34TH FLOOR		NEW YORK	NY	10175	1/13/2011	125,000.00	-
						3/24/2011	132,420.47	-
						6/30/2011	126,232.08	-
						9/22/2011	130,832.25	-
KRISTI MCCLAIN						1/13/2011	3,000.00	-
						1/20/2011	35.00	-
						5/5/2011	1,625.69	-
						7/14/2011	1,523.53	-
MIRIAM GEORGE						3/3/2011	423.39	-
						3/24/2011	146.31	-
						3/31/2011	189.72	-
						5/5/2011	52.76	-
						6/9/2011	101.20	-
						9/30/2011	51.75	-
						11/3/2011	80.00	-
ROCKY J. FLICK						12/2/2010	2,328.94	-
						6/2/2011	2,470.75	-
						6/30/2011	3,390.87	-
						8/11/2011	3,321.49	-
TODD MCCLAIN						3/31/2011	5,460.68	-
						4/28/2011	646.85	-
						5/5/2011	32.00	-
						5/19/2011	126.50	-
						6/30/2011	56.00	-
						8/4/2011	130.53	-
						8/18/2011	124.71	-
						10/13/2011	71.86	-
							\$ 713,929.29	\$ -

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

Complete a. or b., as appropriate, and c.

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
See SOFA Attachment 4a	See SOFA Attachment 4a	See SOFA Attachment 4a	See SOFA Attachment 4a

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

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
CARMEN LOPEZ and SANTIAGO ROSA, Guardians Ad Litem for JESUS LAW DIVISION - MERCER COUNTY SANTIAGO ROSA, CARMEN LOPEZ and SANTIAGO ROSA in their own right, and JESUS SANTIAGO ROSA, in his own right, v. MNSP SERVICES CORPORATION d/b/a OLDEN AVENUE EXXON & TIGERMART; PSE&G SERVICES CORPORATION; RHEEM MANUFACTURING COMPANYCHASE MANHATTAN BANK, JOHN DOE MORTGAGE LENDER HOME INSPECTOR; JOHN DOE INSTALLATION COMPANY; JOHN DOE RETAILER; JOHN DOES #1-10; and ABC CORPORATIONS #1-10	MER-L-2500-C18	Personal Injury	Superior Court of New Jersey Law Division - Mercer County	Office of the Superior Court Clerk Richard J. Hughes Justice Complex 25 W. Market Street, 6th Floor North Wing P.O. Box 971 Trenton, NJ 08625	Settlement Waiting Court Approval
DAVID MONTGOMERY, Individually and as Guardian ad Litem of MICHAEL DEAN MONTGOMERY, a Minor, v. BLITZ U.S.A., INC., and BLITZ ACQUISITIONS LLC; and DOES 1 through 20, inclusive	11-CV0999 JLS POR	Personal Injury	United States District Court for the Southern District of California	U.S. District Court for the Southern District of California Office of the Clerk 880 Front Street, Suite 4290 San Diego, CA 92101-8900	Discovery ongoing, no deadline set
LANDON BEADORE, by and through his parents, PAUL BEADORE and MELISSA WEEKS, and MELISSA WEEKS, and PAUL BEADORE, Individually v. STEWART'S SHOPS CORP., A.O. SMITH CORP., CENTRAL HUDSON GAS & ELECTRIC CORP., CENTRAL HUDSON ENERGY SERVICES, INC., C.H. ENERGY GROUP, INC., and BLITZ U.S.A., INC.	002122/2006	Personal Injury	State Court of Saratoga County - State of New York	State Court of Saratoga County State of New York Municipal Center 30 McMaster St. Ballston Spa, N.Y. 12020	Discovery ongoing, no deadline set
CHRISTOPHER BOSSE v. BLITZ U.S.A., INC., BLITZ ACQUISITIONS, LLC; TEXAS LAND AND LAKES, INC., and BOB MARTIN d/b/a E-TEX UNDERWATER SERVICES	2009-372-A	Personal Injury	District Court of Gregg County, Texas - 188th District Court	District Court of Gregg County, Texas Gregg County Courthouse 101 E. Methvin, Suite 334 Longview, TX 75601	Discovery Closed

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
MIGUEL BARRERA, INDIVIDUALLY AND AS PERSONAL REPRESENTATIVE OF THE ESTATE OF SIXIAFREDO BARRERA v. WAL-MART STORES, INC. AND MARIA ALVARADO	D-506-CV-2009-00437	Personal Injury	State of New Mexico County of Lea Fifth Judicial Circuit	State of New Mexico County of Lea Fifth Judicial Circuit 100 North Main, Suite 6C Lovington, NM 88260	Discovery ongoing, no deadline set
Chad Funchess v. Blitz,U.S.A., Inc.; Palmetto Distributors of Orageburgh, LLC; Express Lane, LLC; Joseph E. Carroll and Foley's Inc.	2009-CP-38-1257	Personal Injury	State of South Carolina, Court of Common Pleas - County of Orangeburg	Clerk of Court, Orangeburg County 190 Gibson Street Orangeburg, South Carolina 29115	Discovery Closed
RANDALL JOHNSON v. RICHARD JARDINE, ROBERT JARDINE, 14 JOHN P. SULLIVAN, RIO STEERE, LLC, HURRICANES BAR & GRILL, FORD MOTOR COMPANY, BLITZ, U.S.A., INC., and DOES 1 to 100	37-2009-00061581-CU-PO-NC	Personal Injury	Superior Court of the State of California In and for the County of San Diego - North County Division	Clerk of Superior Court of California San Diego 220 West Broadway San Diego, CA 92101	Discovery ongoing, no deadline set
JERRY C. BARNETT and DANIEL R. FULTON v. BLITZ U.S.A., INC.JERRY C. BARNETT and DANIEL R. FULTON v. BLITZ U.S.A., INC.	3:10-cv-00676	Personal Injury	United States District Court for the Southern District of Mississippi Jackson Division	United States District Court for the Southern District of Mississippi P.O. Box 23552 Jackson, MS 39225-3552	Discovery closes April 17, 2012
CHRISTOPHER BOLING and HOLLY COLEMAN BOLING v. HUMANA INSURANCE COMPANY v. BLITZ USA, INC.	1:09-cv-67	Personal Injury	United States District Court - Western District of Kentucky - At Bowling Green	United States District Court for the Western District of Kentucky Clerk's Office 241 East Main Street, Suite 120 Bowling Green, KY 42101-2175	Discovery closed

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
JASMINE ALEXIS BALLEW, a minor, by and through her Guardian ad Litem, Karen Britt Peeler, and JAMIE BALLEW v. BLITZ U.S.A., INC., WAL-MART STORES, EAST, LP, WAL-MART STORES, INC. and DEBORAH JEAN BALLEW,	10-CVS-691	Personal Injury	State of North Carolina Gaston County General Court of Justice Superior Court Division	Gaston County Courthouse 325 N. Marietta Street Suite 1004 Gastonia, NC 28052	Discovery ongoing, no deadline set
Dennis Thornton, a Minor, By and Through His Next Friend and Father, David Thornton v. Blitz U.S.A., Inc., et al.	CV-09-902481	Personal Injury	Circuit Court of Mobile County, Alabama	Circuit Clerk of Mobile County 205 Government Plaza, Suite 913 Mobile, AL 36644	Discovery closes Nov. 30, 2011
JESSICA FENN and JEREMIAH FENN, SR., Individually and on behalf of their deceased son and daughter, JEREMIAH FENN, JR., and JA'EL FENN v. A.O. SMITH CORPORATION BLITZ U.S.A., INC., AMERICAN WATER, HEATER COMPANY, RHEEM MANUFACTURING COMPANY, LAWSON INDUSTRIES, LAWSON INVESTMENTS, LLC and JASON LAWSON	11-CV1532-1	Personal Injury	State Court of Dougherty County - State of Georgia	Dougherty County Courthouse 225 Pine Avenue Albany, Georgia 31701	Discovery ongoing, no deadline set
Donald Tillman v. Blitz U.S.A., Inc.	11-CP-04-01200	Personal Injury	State of South Carolina, Court of Common Pleas - County of Anderson Tenth Judicial Circuit	State of South Carolina, Court of Common Pleas 100 S. Main Street (29624) P.O. Box 8002 Anderson, South Carolina 29622	Discovery ongoing, no deadline set
Carla Washington, Individually and as Parent and Guardian of Kaylee Freeland, a Minor Child v. Atmos Energy Corporation, Rheem Manufacturing Company, Glenn Hurst, Marsha Hurst, and Blitz-USA Inc.	10-CI-00437	Personal Injury	Commonwealth of Kentucky Mercer Circuit Court	Mercer County Courthouse 207 W. Lexington St. Harrodsburg, KY 40330	Discovery ongoing, no deadline set
TABITHA ALEXSON, as Natural Guardian and Next Friend for ETHAN GROOMS v. BLITZ U.S.A., INC.	4:11-1327-TLW-SVH	Personal Injury	United States District Court for the District of South Carolina - Florence Division	United States District Court of South Carolina Matthew J. Perry, Jr. U.S. Courthouse 901 Richland Street Columbia, SC 29201	Discovery closes March 16, 2012

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
DYLAN J. TREVINO, a minor, Suing by his Next Friend and Guardian, DIANA TREVINO, and DIANA TREVINO, Individually v. BLITZ USA, INC.; LAM HOLDINGS, LLC, f/k/a BLITZ HOLDINGS, LLC; KINDERHOOK CAPITAL FUND II, L.P.; BLITZ ACQUISITION HOLDINGS, INC.; BLITZ ACQUISITION, LLC; and BLITZ RE HOLDINGS, LLC	1:10-CV-0115	Personal Injury	United States District Court for the Middle District of Tennessee - Columbia Division	United States District Court for the Middle District of Tennessee 801 Broadway Nashville, TN 37203	Discovery closes February 24, 2012
ROBERT JACOBY v. BLITZ U.S.A., INC. and WAL-MART STORES, INC.	10-3075 - CL	Personal Injury	United States District Court for the District of Oregon - Medford Division	United States District Court for the District of Oregon James A Redden U.S. Courthouse 310 West Sixth St. Medford, OR 97501	Discovery stayed pending mediation
KAREN GUENIOT-KORNEGAY, Individually and on Behalf of All of the Wrongful Death Beneficiaries of MATTHEW DYLAN KORNEGAY v. BLITZ U.S.A., INC. and WAL-MART STORES, INC., and DISCOVERY PLASTICS, L.L.C.	3:10CV429-TSL-MTP	Personal Injury	United States District Court for the Southern District of Mississippi Jackson Division	United States District Court for the Southern District of Mississippi U. S. District Court P.O. Box 23552 Jackson, MS 39225-3552	Discovery closes June 1, 2012
ROBYN SMITH for DEVAN VANBRUNT, aMinor, by his mother and natural guardian v. BLITZ U.S.A., INC., WAL-MART STORES, INC., WAL-MART STORES EAST, LP, and WAL-MART STORES EAST, INC.	0:11-cv-01771-RHK-LIB	Personal Injury	United States District Court for the District of Minnesota Fergus Falls Division	United States District Court for the District of Minnesota Fergus Falls Division 118 South Mill Street 212 USPO Building Fergus Falls, MN 56537	Discovery ongoing, no deadline set

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
KENNETH AND PAM CROUCH, INDIVIDUALLY AND AS NEXTFRIENDS OF BAC, A MINOR v. BLITZ U.S.A., INC.	5:11-CV-150-DJF	Personal Injury	United States District Court Eastern District of Texas Texarkana Division	United States District Court for the Eastern District of Texas United States Courthouse and Post Office 500 North State Line Avenue PO Box 2090 Texarkana, Texas 75504	No discovery deadline set; experts due March 16, 2012
MARY JO PIERCE for B.P., a Minor By His Mother and Natural Guardian v. BLITZ U.S.A., INC., and WESTERN INDUSTRIES, INC.	1:11-cv-01022	Personal Injury	United States District Court Southern District of Indiana Indianapolis Division	United States District Court for the Southern District of Indiana U.S. District Court 46 E. Ohio Street, Room 105 Indianapolis, IN 46204	Discovery ongoing, no deadline set
STATE FARM LLOYDS as subrogee of ERIC and TAMMY BALCH v. A.O SMITH CORPORATION, and STATE INDUSTRIES, INC.	6:10-cv-00284-WSS	Personal Injury	In The United States District Court Western Division of Texas Waco Division	United States District Court for the Western District of Texas U.S. District Clerk's Office 800 Franklin Ave., Room 380 Waco, Texas 76701	Discovery closes Nov. 28, 2011
RICHARD L. YIM, JR v. WAL-MART STORES, INC., d/b/a WAL-MART	4:11-cv-01578-FRB	Personal Injury	United States District Court for the Eastern District of Missouri	United States District Court for the Eastern District of Missouri 111 South 10th Street St. Louis, MO 63102	Discovery ongoing, no deadline set
Christopher Droney v. Blitz U.S.A., Inc., <i>et al.</i>	6:11-cv-01320-HFF	Personal Injury	United States District Court for the District of South Carolina Greenville Division	United States District Court for South Carolina Matthew J. Perry, Jr. U.S. Courthouse 901 Richland Street Columbia, SC 29201	Discovery closes July 30, 2012

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
RONALD MILLS v. BLITZ U.S.A., INC.	9:11-cv-02207	Personal Injury	United States District Court for the District of South Carolina Orangeburg Division	United States District Court for South Carolina Matthew J. Perry, Jr. U.S. Courthouse 901 Richland Street Columbia, SC 29201	Discovery closes April 9, 2012
KENNETH WARD, and CURTIS WARD v. BLITZ U.S.A., INC., WAL-MART STORES, INC., WAL-MART STORES EAST, L.P., and WAL-MART STORES EAST, INC.	1:11-cv-00039	Personal Injury	United States District Court for the Middle District of Georgia Albany Division	United States District Court for the Middle District of Georgia U.S. Courthouse and Post Office 401 N. Patterson Street, Suite 212 P.O. Box 68 Valdosta, GA 31601	Discovery closes June 4, 2012
KELLY PYE AS THE PERSONAL REPRESENTATIVE OF THE ESTATE OF COTY ALAN STAHL v. BLITZ U.S.A., INC.	2:11-cv-02193	Personal Injury	United States District Court for the District of South Carolina Charleston Division	United States District Court of South Carolina Matthew J. Perry, Jr. U.S. Courthouse 901 Richland Street Columbia, SC 29201	Discovery closes Sept. 28, 2012
SHERRI PURVIS, for individually and as next friend and natural guardian JAMES C. PURVIS v. BLITZ U.S.A., INC., WAL-MART STORES, INC., WAL-MART STORES EAST, L.P., and WAL-MART STORES EAST, INC.	7:11-cv-111 HL	Personal Injury	United States District Court for the Middle District of Georgia - Valdosta Division	United States District Court for the Middle District of Georgia U.S. Courthouse and Post Office 401 N. Patterson Street, Suite 212 P.O. Box 68 Valdosta, GA 31601	Discovery ongoing, no deadline set
WANDA FERGUSON, as the Personal Representative of the Estate of JIM FERGUSON v. BLITZ U.S.A., INC.	9:11-CV-02207-MBS	Personal Injury	United States District Court for the District of South Carolina Beaufort Division	United States District Court for the District of South Carolina Matthew J. Perry, Jr. U.S. Courthouse 901 Richland Street Columbia, SC 29201	Discovery closes Oct. 26, 2012

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
AMANDA BURCH, individually and as next friend and natural guardian for Timothy Burch v. BLITZ U.S.A., WAL-MART STORES, WAL-L.P., and WAL-MART STORES EAST, INC.	5:11-cv-00084	Personal Injury	United States District Court for the Southern District of Georgia Waycross Division	United States District Court for the Southern District of Georgia Waycross Courthouse 601 Tebeau Street Waycross, GA 31501	Discovery closes May 13, 2012
PERCY WILSON AS PERSONAL REPRESENTATIVE OF THE ESTATE OF MARSHALL WILSON v. BLITZ U.S.A., INC.	3:11-cv-00496	Personal Injury	United States District Court for the Northern District of Florida Pensacola Division	United States District Court for the Northern District of Florida United States Courthouse One North Palafox St. Pensacola, Florida 32502	Discovery ongoing, no deadline set
WADE GUILFORD v. BLITZ U.S.A., INC., WAL-MART STORES, INC., WAL-MART STORES EAST, LP, and WAL-MART STORES EAST, INC.	5:11-cv-00336-RS-CJK	Personal Injury	United States District Court Northern District of Florida Panama City Division	United States District Court for the Northern District of Florida United States Courthouse One North Palafox St. Pensacola, Florida 32502	Discovery ongoing, no deadline set
DORSEY MCCLELLAND and SCOTT FELDMAN v. BLITZ U.S.A., INC.	5:11-cv-00335-RS-EMT	Personal Injury	United States District Court Northern District of Florida Panama City Division	United States District Court for the Northern District of Florida United States Courthouse 30 W. Government St. Panama City, Florida 32401	Discovery ongoing, no deadline set
CAROLYN JOYNER AS PERSONAL REPRESENTATIVE OF THE ESTATE OF JACOB AUSTIN JOYNER v. BLITZ U.S.A., INC.	5:11-cv-00334-RS-CJK	Personal Injury	United States District Court Northern District of Florida Panama City Division	United States District Court for the Northern District of Florida United States Courthouse 30 W. Government St. Panama City, Florida 32401	Discovery ongoing, no deadline set

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
CHERYL EDGIL, Individually and as Personal Representative of the Estate of ALIAA GLORYAL-SHARA v. BLITZ U.S.A., INC.	11-3990-NO	Personal Injury	State of Michigan Circuit Court for the County of Macomb	State of Michigan Circuit Court for the County of Macomb 40 North Main (1st Floor) Mount Clemens, MI 48043	Discovery ongoing, no deadline set
LORI SHICKEL, both individually and as Mother and Next Friend of Jordan Shickel, a Minor v. BLITZ U.S.A., INC., LAM 2011 HOLDINGS, LLC, f/k/a BLITZ HOLDINGS, LLC; KINDERHOOK CAPITAL FUND II, L.P.; BLITZ ACQUISITION HOLDINGS, INC.; BLITZ ACQUISITION, LLC; BLITZ RE HOLDINGS, LLC; F3 BRANDS, LLC; WAL-MART STORES, INC.; WAL-MART STORES EAST, INC.; AND WAL-MART STORES EAST, L.P.	3:11-cv-03380	Personal Injury	United States District Court Central District of Illinois Springfield Division	United States District Court for the Central District of Illinois Springfield Division 151 U.S. Courthouse 600 E. Monroe Street Springfield IL 62701	Not Yet Established
RENE GREEN INDIVIDUALLY AND AS HEIR OF JONATHAN EDWARD BRODY GREEN v. BLITZ U.S.A., INC. AND CRESTWOOD HOLDINGS, INC.	2:07-CV-372	Personal Injury	United States District Court for the Eastern District of Texas Marshall Division	United States Court of Appeals Fifth Circuit 600 S. Maestri Place New Orleans, LA 70130-3408	Briefing Complete
DAVID CALDER, INDIVIDUALLY AND AS FATHER AND GUARDIAN OF HMP, A DECEASED MINOR v. BLITZ U.S.A., INC.	11-4039	Personal Injury	United States Court of Appeals for the Tenth Circuit	United States Court of Appeals, Tenth Circuit Byron White U.S. Courthouse 1823 Stout Street Denver, CO 80257	Briefing Complete
In re: MOORE-HANDLEY, INC., et al., Case No. 09-04198-TBB7; Adversary Proceeding Styled: JAMES G. HENDERSON, TRUSTEE v. BLITZ U.S.A., INC.	11-00251-TBB	Preference Action	United States Bankruptcy Court for the Northern District of Alabama - Southern Division	United States Bankruptcy Court Northern District of Alabama Southern Division Financial Center 505 20th Street North, Rm 412 Birmingham, AL 35203	Settlement Waiting Court Approval

**In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)**

Attachment 4a

Suits, executions, garnishments, and attachments

Caption of suit	Case number	Nature of proceeding	Court	Location of court	Status or disposition
NeShawn Moore as the Next Friend of Michael S. White, Jr., a minor v. Bradford White Corporation J&T Homes, L.L.C., Allied Air Enterprises, Inc. and Blitz USA, Inc.	2009 L 4436	Personal Injury	Circuit Court of Cook County, Illinois County Department, Law Division	Circuit Court of Cook County Illinois Richard J. Daley Center 50 W. Washington Street Room 1001 Chicago, IL 60602-1305	Settlement Waiting Court Approval
WILLIAM MELVIN v. BLITZ U.S.A., INC.; LAM 2011HOLDINGS, LLC, f/k/a BLITZ HOLDINGS, LLC; KINDERHOOK INDUSTRIES, LLC; KINDERHOOK CAPITAL FUND II, L.P.; BLITZ ACQUISITION HOLDINGS, INC.; BLITZ ACQUISITION, LLC; BLITZ RE HOLDINGS, LLC.; F3 BRANDS, LLC; WAL-MART STORES, INC.; WAL-MART STORES EAST, INC.; WAL-MART STORES EAST, L.P.; and DISCOVERY PLASTICS, LLC	8:11-cv-2542-T-24TGW	Personal Injury	United States District Court for the Middle District of Florida Tampa Division	United States District Court for the Middle District of Florida Tampa Division Sam M. Gibbons U.S. Courthouse 801 North Florida Avenue Tampa, Florida 33602	Not Yet Established
MAJD AL-SHARA v. BLITZ, USA, INC.; LAM 2011 HOLDINGS, LLC; f/k/a BLITZ HOLDINGS, LLC; KINDERHOOK INDUSTRIES, LLC; KINDERHOOK CAPITAL FUND II, LP; BLITZ ACQUISITION HOLDINGS, INC.; BLITZ ACQUISITION, LLC; BLITZ RE HOLDINGS, LLC; F3 BRANDS, LLC; WAL-MART STORES, INC. and WAL-MART STORES EAST, LP	2:11-cv-14954-PDB-PJK	Personal Injury	United States District Court Eastern District of Michigan Southern Division	United States District Court for the Eastern District of Michigan Theodore Levin U.S. Courthouse 231 W. Lafayette Blvd., Room 564 Detroit, MI 48226	Not Yet Established
BLITZ U.S.A., INC., an Oklahoma corporation v. QUALITY CUSTOM MOLDING, L.L.C., a Missouri limited liability company	CJ-2009-40	Money Recovery	In the District Court In and For Ottawa County, State of Oklahoma	In the District Court In and For Ottawa County, State of Oklahoma 102 E. Central Ave., Suite 203 Miami, Oklahoma 74354-7030	Not Yet Established

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	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY

6. Assignments and receiverships

None



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

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	DESCRIPTION AND VALUE OF PROPERTY

7. Gifts

None

☐

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 OF VALUE OF GIFT
See SOFA Attachment 7	See SOFA Attachment 7	See SOFA Attachment 7	See SOFA Attachment 7

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 7
Gifts and charitable contributions

Name of person or organization	Address 1	Address 2	City	State	Zip	Relationship to the debtor	Date	Value of gift
AFTON HIGH SCHOOL	AFTER- PROM COMMITTEE	P.O. BOX 100	AFTON	OK	74331	CHARITY	3/15/2011	\$ 100.00
ALISON MCCLAIN						EMPLOYEE'S CHILD	1/17/2011	250.00
AMERICAN LEGION BOYS STATE	OTTAWA CO. BOYS STATE	201 EAST CENTRAL	MIAMI	OK	74354	CHARITY	2/25/2011	175.00
AMERICAN RED CROSS	TULSA AREA CHAPTER	10151 EAST 11TH STREET	TULSA	OK	74128	CHARITY	1/17/2011	500.00
AMERICAN RED CROSS	TULSA AREA CHAPTER	10151 EAST 11TH STREET	TULSA	OK	74128	CHARITY	3/8/2011	500.00
BIKERS AGAINST CHILD ABUSE (BACA)	EAST RT. 66	1525 LINCOLN BLVD.	MIAMI	OK	74354	CHARITY	11/17/2010	100.00
BIKERS AGAINST CHILD ABUSE (BACA)	EAST RT. 66	1525 LINCOLN BLVD.	MIAMI	OK	74354	CHARITY	3/15/2011	50.00
BRANDON FLETCHER						EMPLOYEE'S CHILD	1/17/2011	250.00
BROCK FLETCHER						EMPLOYEE'S CHILD	1/17/2011	250.00
CHILDREN'S MIRACLE NETWORK	931 EAST 32ND STREET		JOPLIN	MO	64804	CHARITY	1/11/2011	100.00
COMMERCE HIGH SCHOOL	YEARBOOK/SHELLY RHODES	420 D ST	COMMERCE	OK	74339	CHARITY	10/24/2011	45.00
COMMUNITY CRISIS CENTER	17 NORTH MAIN		MIAMI	OK	74354	CHARITY	10/31/2011	50.00
COMMUNITY CRISIS CENTER	17 NORTH MAIN		MIAMI	OK	74354	CHARITY	11/3/2011	500.00
FAIRLAND DANCE TEAM	202 W. WASHINGTON ST.		FAIRLAND	OK	74343	CHARITY	10/24/2011	50.00
FAIRLAND LIONS CLUB	335 W. RITTER RD.		FAIRLAND	OK	74343	CHARITY	3/8/2011	100.00
FESTIVAL OF TREES	COMMUNITY CRISIS CENTER	17 NORTH MAIN	MIAMI	OK	74354	CHARITY	11/22/2010	350.00
HORSES OF HOPE RIDING CENTER	6968 SE 20TH STREET		BAXTER SPRINGS	KS	66713	CHARITY	11/17/2010	75.00
KINLEY RICKEY						EMPLOYEE'S CHILD	1/17/2011	250.00
LAUREN HUGHES						EMPLOYEE'S CHILD	1/17/2011	250.00
LEADERSHIP DEVELOPMENT NETWORK	7101 WISCONSIN AVENUE	SUITE 1300	BETHESDA	MD	20814	CHARITY	4/12/2011	250.00
MARCH OF DIMES	EASTERN OK DIVISION	7146 S. BRADEN AVENUE, STE 700	TULSA	OK	74136	CHARITY	6/8/2011	500.00
MATT MCCLAIN						EMPLOYEE'S CHILD	1/17/2011	250.00
MIAMI HIGH SCHOOL	2000 EAST CENTRAL		MIAMI	OK	74354	CHARITY	3/11/2011	100.00
MIAMI HIGH SCHOOL	2000 EAST CENTRAL		MIAMI	OK	74354	CHARITY	10/31/2011	50.00
MICKEY MANTLE CLASSIC	COMMERCE PUBLIC SCHOOLS	500 E. COMMERCE AVENUE	COMMERCE	OK	74339	CHARITY	4/12/2011	90.00
OTTAWA CO. DEPT. OF HUMAN SERVICES	1930 NORTH ELM		MIAMI	OK	74354	CHARITY	11/17/2010	50.00
OTTAWA CO. YOUTH BASEBALL	JARED FUSER	10871 S. WEA CIRCLE	MIAMI	OK	74354	CHARITY	4/5/2011	50.00
OTTAWA COUNTY FAIRBOARD	OTTAWA COUNTY EXTENSION	123 E. CENTRAL, SUITE 101	MIAMI	OK	74354	CHARITY	4/26/2011	60.00
PERCH JERK TOURNAMENT	JIM WILLIAMS	53851 E. 120 RD	MIAMI	OK	74354	CHARITY	4/6/2011	250.00
PROJECT I.D.	FRATERNAL ORDER OF POLICE	PO BOX 739	MIAMI	OK	74355	CHARITY	8/19/2011	100.00
PUBLIC RELATIONS INSTITUT	P.O. BOX 890287		CHARLOTTE	NC	28289-0	CHARITY	12/3/2010	534.56
QUAPAW HIGH SCHOOL	300 W I		QUAPAW	OK	74363	CHARITY	3/29/2011	100.00
QUAPAW LITTLE LEAGUE	ALICIA TINSLEY	309 SENECA	QUAPAW	OK	74363	CHARITY	4/11/2011	50.00
ROMAN BASS						EMPLOYEE'S CHILD	1/17/2011	250.00
SPECIAL EDITION WARDOGS	EDDIE KNOX	P.O. BOX 546	MIAMI	OK	74354	CHARITY	4/20/2011	100.00
V.F.W. & LADIES AUXILIARY	ATTN: HOWARD LEGRON	2311 NORTH CENTRAL, STE. 1200	OKLAHOMA CITY	OK	73105	CHARITY	11/12/2010	115.00
WYANDOTTE BASEBALL	WYANDOTTE PUBLIC SCHOOLS	P.O. BOX 360	WYANDOTTE	OK	74370	CHARITY	12/10/2010	300.00
WYANDOTTE LIONS CLUB	BANK OF WYANDOTTE	ATTN: TONY MILLER P.O. BOXES 350	WYANDOTTE	OK	74370	CHARITY	3/29/2011	40.00
WYANDOTTE YOUTH BASKETBALL	TAMMIE PALMER	66390 E. 90 RD	MIAMI	OK	74354	CHARITY	12/8/2010	50.00
WYANDOTTE YOUTH BASKETBALL-BOYS	TAMMIE PALMER	66390 E. 90 RD	MIAMI	OK	74354	CHARITY	12/8/2010	50.00
								\$ 7,284.56

8. Losses

None

☐

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
See SOFA Attachment 8	See SOFA Attachment 8	See SOFA Attachment 8

In Re: Blitz, U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 8

Losses

Date	Description of property	Value of property	Claimed on insurance
06/27/11	Premises liability (miscellaneous incidents)	949,761.79	No Insurance
		25,364.19	No Insurance
05/31/11	Employment liability claim	25,000.00	Settled for \$25,000
			(Blitz responsible for \$9,000 deductible
			eroded with defense costs)
05/23/11	Flood claim at 2400 Industrial Parkway	313,840.41	\$52,174.79 Building (Less \$1,000 deductible)
			\$20,283.61 Contents (Less \$1,000 deductible)
02/04/11	Snow and ice storm damage at	48,525.00	\$48,525 (Less \$10,000 deductible)
	Blitz USA manufacturing facility		
01/31/11	Joint Petition workers compensation	8,670.00	No Insurance
	settlement; paid to Richard Wakefield		

9. Payments related to debt counseling or bankruptcy

None

☐

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 Attachment 9	See SOFA Attachment 9	See SOFA Attachment 9

In Re: Blita U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 9

Payments related to debt counseling or bankruptcy

Name of payee	Address 1	Address 2	City	State	Zip	Date of payment	Amount of money
KIRKLAND & ELLIS LLP	153 EAST 53RD STREET		NEW YORK	NY	10022-4611	10/13/2011	\$ 171,121.12
KIRKLAND & ELLIS LLP	153 EAST 53RD STREET		NEW YORK	NY	10022-4611	10/13/2011	250,000.00
KIRKLAND & ELLIS LLP	153 EAST 53RD STREET		NEW YORK	NY	10022-4611	10/31/2011	245,704.47
KURTZMAN CARSON CONSULTANTS, LLC.	DEPT CH 16639		PALATINE	IL	60055-6639	11/7/2011	25,000.00
RICHARDS LAYTON & FINGER	ONE RODNEY SQUARE	920 NORTH KING STREET	WILMINGTON	DE	19801	10/31/2011	75,000.00
RICHARDS LAYTON & FINGER	ONE RODNEY SQUARE	920 NORTH KING STREET	WILMINGTON	DE	19801	11/7/2011	150,000.00
ZOLFO COOPER, LLC	101 EISENHOWER PARKWAY	3RD FLOOR	ROSELAND	NJ	7068	10/20/2011	100,000.00
ZOLFO COOPER, LLC	101 EISENHOWER PARKWAY	3RD FLOOR	ROSELAND	NJ	7068	10/31/2011	200,000.00
							\$ 1,216,825.59

10. Other transfers

None

☐

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 OR TRANSEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
See SOFA Attachment 10a	See SOFA Attachment 10a	See SOFA Attachment 10a

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 TRANSFERS	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)
Attachment 10A
Other transfers

Name of transferee	Address 1	Address 2	City	State	Zip	Relationship to the debtor	Date	Description of property transferred	Value received
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/1/2011	RAW MATERIALS	\$ 1,864,601.95
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/1/2011	FINISHED GOODS	1,094,168.24
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/1/2011	PP&E	6,193,223.57
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/14/2011	PAYROLL FUNDING	42,672.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/14/2011	AP DISBURSEMENT	91,025.53
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/19/2011	PAYROLL W/E 10/15/11	86,764.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/20/2011	AP/DELTA DENTAL	57,151.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/24/2011	MEDICAL CLAIMS	15,017.60
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/25/2011	PAYROLL W/E 10.22.11	95,044.07
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/27/2011	DELTA DENTAL WIRE	1,385.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	10/28/2011	MEDICAL FUND TRANSFER	2,828.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	11/1/2011	PAYROLL	79,885.34
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	11/4/2011	PAYABLES	28,062.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	11/4/2011	PAYABLES	47,435.00
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	11/4/2011	MEDICAL FUND	5,596.17
F3 BRANDS, LLC	2400 NW INDUSTRIAL PARKWAY		MIAMI	OK	74354	SUBSIDIARY	11/8/2011	PAYROLL	74,846.82
TODD TRACY TRUST ACCOUNT	5473 BLAIR ROAD, SUITE 200		DALLAS	TX	75231	LITIGANT	3/24/2011	CASH DEPOSIT	250,000.00
									\$10,029,706.29

11. Closed financial accounts

None



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

12. Safe deposit boxes

None



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	DATE OF TRANSFER OR SURRENDER, IF ANY

13. Setoffs

None



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 person

None



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 debtor

None



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	DATE OF OCCUPANCY

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

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

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.

SITE NAME AND ADDRESS	DOCKET NUMBER	STATUS OR DISPOSITION

18. Nature, location and name of business

None

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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	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
See SOFA Attachment 18a	See SOFA Attachment 18a	See SOFA Attachment 18a	See SOFA Attachment 18a

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

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 18A

Nature, location, and name of business

Name	Taxpayer I.D. number	Address 1	Address 2	City	State	Zip	Nature of business	Beginning and ending dates of operation
F3 BRANDS LLC	XX-XXX2604	404 26TH AVENUE NW		MIAMI	OK	74354	CONSUMER PRODUCTS	OCT 1, 2011 - PRESENT

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 SERVICE RENDERED
See SOFA Attachment 19a	See SOFA Attachment 19a

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
See SOFA Attachment 19b	See SOFA Attachment 19b	See SOFA Attachment 19b

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
See SOFA Attachment 19c	See SOFA Attachment 19c

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	ADDRESS
See SOFA Attachment 19d	See SOFA Attachment 19d

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 19A

Books, records and financial statements

Name	Address 1	City	State	Zip	Title	Dates services rendered
BRUCE JONES	404 26TH AVE., NW	MIAMI	OK	74354	CONSULTANT	11/10/09-10/31/11
MINDI FUSER	404 26TH AVE., NW	MIAMI	OK	74354	CONTROLLER	11/10/09-current
JENNIFER RICKEY	404 26TH AVE., NW	MIAMI	OK	74354	ACCTG SUPERVISOR	11/10/09-current

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 19B

Books, records and financial statements - Auditors

Name	Address 1	City	State	Zip	Dates services rendered
CBIZ MAHONEY COHEN	1065 AVE. OF THE AMERICAS	NEW YORK	NY	10018	Sep 2010 -Jan 2011
HOGAN TAYLOR	2200 SOUTH UTICA PL., STE 400	TULSA	OK	74114-7000	Jun-11
The WFA GROUP	13231 CHAMPION FOREST DR., STE 400	HOUSTON	TX	77069	Oct-11

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 19C

Books, records and financial statements - Firms in possession of books and records

Name	Address 1	City	State	Zip	Title
MINDI FUSER	404 26TH AVE., NW	MIAMI	OK	74354	CONTROLLER
JENNIFER RICKEY	404 26TH AVE., NW	MIAMI	OK	74354	ACCTG SUPERVISOR

In Re: Blitz U.S.A., Inc.
Case No. 11-13603 (PJW)

Attachment 19D

Books, records and financial statements - Financial institution to whom financial statement was issued

Name	Address 1	City	State	Zip	Date Issued
BANK OF OKLAHOMA	BANK OF OKLAHOMA TOWER	TULSA	OK	74192-0001	VARIOUS
CHEVRON PHILLIPS (#1) CHEMICAL	P.O. BOX 847885	DALLAS	TX	75284-7885	VARIOUS

20. Inventories

None

☐

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.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
See SOFA Attachment 20a	See SOFA Attachment 20a	See SOFA Attachment 20a

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 ADDRESS OF CUSTODIAN OF INVENTORY RECORDS
See SOFA Attachment 20b	See SOFA Attachment 20b

In Re: Blitz, USA., Inc.
Case No. 11-13603 (PJW)
Attachment 20A
Inventories

Date of inventory	Inventory supervisor	Dollar amount of inventory
3/26/2011	AARON KWOLEK	\$ 8,358,304.96
10/1/2011	AARON KWOLEK	\$ 8,802,331.82

In Re: Blitz, USA., Inc.
Case No. 11-13603 (PJW)
Attachment 20B
Inventories - Name of supervisors

Date of inventory	Name	Address 1	City	State	Zip
3/26/2011	AARON KWOLEK	404 26th Ave. NW	MIAMI	OK	74354
10/1/2011	AARON KWOLEK	404 26th Ave. NW	MIAMI	OK	74354

21. Current Partners, Officers, Directors and Shareholders

None



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 Attachment 21b	See SOFA Attachment 21b	See SOFA Attachment 21b

In Re: Blitz, USA., Inc.
Case No. 11-13603 (PJW)

Attachment 21B

Current Partners, Officers, Directors and Shareholders

[illegible]

22. Former partners, officers, directors and shareholders

None



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

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
Charles C. Neal PO Box 269 25 First Ave NE Miami, OK 74355	Director	9/16/2011

23. Withdrawals from a partnership or distributions by a corporation

None

☐

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
Please refer to Statement of Financial Affairs Section 3c		

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)
Crestwood Holdings Inc.	20-3917069
Blitz Acquisition Holdings, Inc.	26-1078825

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)

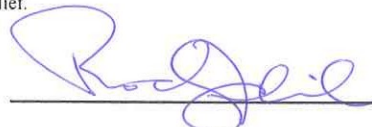
[If completed by an individual or individual and spouse]

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	_____	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	12/19/2011	Signature	
		Print Name and Title	Rocky Flick, Chief Executive Officer

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

____ 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.

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.

Address

Signature of Bankruptcy Petition Preparer

Date

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.