

**United States Bankruptcy Court  
District of Arizona**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): Arizona Granulation Technologies, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 86-0973997	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 1850 N. Higley Rd. Mesa, AZ <div style="text-align: right; margin-top: 5px;">                     ZIP Code                      85205                 </div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>
County of Residence or of the Principal Place of Business: Maricopa	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">                     ZIP Code                 </div>
Location of Principal Assets of Business Debtor (if different from street address above): 1850 N. Higley Rd. Mesa, AZ 85205	

<b>Type of Debtor</b> (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<b>Statistical/Administrative Information</b> *** Allan D. NewDelman, Esq. 004066 *** <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000	
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Arizona Granulation Technologies, LLC
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p><b>X</b> _____ Signature of Attorney for Debtor(s) (Date)</p>
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**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

*(This page must be completed and filed in every case)*

Name of Debtor(s):

Arizona Granulation Technologies, LLC

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Allan D. NewDelman, Esq.  
Signature of Attorney for Debtor(s)

Allan D. NewDelman, Esq. 004066  
Printed Name of Attorney for Debtor(s)

ALLAN D. NEWDELMAN, P.C.  
Firm Name  
80 EAST COLUMBUS AVENUE  
PHOENIX, AZ 85012

\_\_\_\_\_  
Address

Email: ANEWDELMAN@QWESTOFFICE.NET  
(602) 264-4550 Fax: (602) 277-0144

\_\_\_\_\_  
Telephone Number

February 8, 2013  
Date

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

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 in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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 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. 11 U.S.C. §110; 18 U.S.C. §156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** /s/ Jerry Butel  
Signature of Authorized Individual

Jerry Butel  
Printed Name of Authorized Individual

President/Owner  
Title of Authorized Individual

February 8, 2013  
Date

\_\_\_\_\_  
Date

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granulation Technologies, LLC

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, 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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Arizona Department of Revenue 1600 West Monroe 7th Floor Phoenix, AZ 85007	Arizona Department of Revenue 1600 West Monroe 7th Floor Phoenix, AZ 85007	taxes		12,226.00
Arizona Department of Economic Security PO Box 6028 Phoenix, AZ 85005	Arizona Department of Economic Security PO Box 6028 Phoenix, AZ 85005	unemployment tax		9,134.92  (0.00 secured)
Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Bank of America P.O. Box 15184 Wilmington, DE 19850-5184			33,200.00
DCSJ LLC 1908 N. Rosemont	DCSJ LLC 1908 N. Rosemont	Lot 7 of the Higley-McKellips Business Center located at: 1856 N. Higley Road, Mesa, AZ 85205 equitable interest in an unperfected Installment Con	Disputed	2,100,000.00  (1,500,000.00 secured)
DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205	DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205	Lot 8 of Higley-McKellips Business Center located at 1850 N. Higley Road, msa, Arizona 85205 Equitable interest in an unperfected Installment Contr	Disputed	2,100,000.00  (1,500,000.00 secured)
Equadorian Rainforest, LLC	Equadorian Rainforest, LLC			80,167.30
Internal Revenue Service 1818 E. Southern Ave #15A ME 7178 Mesa, AZ 85204	Internal Revenue Service 1818 E. Southern Ave #15A ME 7178 Mesa, AZ 85204			119,647.12  (0.00 secured)

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Jerry Butel P.O. Box 6000 Apache Junction, AZ 85119	Jerry Butel P.O. Box 6000 Apache Junction, AZ 85119	loan		408,265.90
Lorrain Kunnary 624 S. 108th Place Mesa, AZ 85208	Lorrain Kunnary 624 S. 108th Place Mesa, AZ 85208	loan		40,894.00
North Ameica LLC 229 Durham Ave. South Plainfield, NJ 07080	North Ameica LLC 229 Durham Ave. South Plainfield, NJ 07080			13,200.00
Pinal Credit Union P.O. Box 672051 Dallas, TX 75267-2021	Pinal Credit Union P.O. Box 672051 Dallas, TX 75267-2021	Visa		9,500.00
Pinal Credit Union 1000 E. Florence Blvd. Casa Grande, AZ 85122	Pinal Credit Union 1000 E. Florence Blvd. Casa Grande, AZ 85122	All Assets, including all accounts (including account receivables), instruments, documents, deposit accounts, all Inventory, Chattel Paper, Accounts,		498,000.00  (0.00 secured)
Shanghai Freeman Americas, LLC Graham Curtin 4 Headquarters Plaza PO Box 1991 Morristown, NJ 07962-1991	Shanghai Freeman Americas, LLC Graham Curtin 4 Headquarters Plaza PO Box 1991 Morristown, NJ 07962-1991	Judgment		38,947.92
Shanghai Freeman Americas, LLC 377Hoes Lane Ste. #240 Piscataway, NJ 08854	Shanghai Freeman Americas, LLC 377Hoes Lane Ste. #240 Piscataway, NJ 08854		Disputed	12,993.00
Steve Butel 549 s. Bermuda Ct. Mesa, AZ 85206	Steve Butel 549 s. Bermuda Ct. Mesa, AZ 85206	laon		14,000.00
Suheung-America Corp 16610 Marquardt Ave. Cerritos, CA 90703	Suheung-America Corp 16610 Marquardt Ave. Cerritos, CA 90703			70,000.00
TR Nutritionals 1048 Southerby Lane Alpharetta, GA 30004	TR Nutritionals 1048 Southerby Lane Alpharetta, GA 30004			12,261.17
Twenty-First Century Healthcare, Inc. Attn: Steven P. Snyder 2119 S. Wilson Street Tempe, AZ 85282	Twenty-First Century Healthcare, Inc. Attn: Steven P. Snyder 2119 S. Wilson Street Tempe, AZ 85282	inventory and equipment - UCC Financing Statement		107,000.00  (0.00 secured)

In re Arizona Granulation Technologies, LLC  
Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
United States Container Corp. 11096 Jersey Blvd. Ste. 102 Rancho Cucamonga, CA 91730	United States Container Corp. 11096 Jersey Blvd. Ste. 102 Rancho Cucamonga, CA 91730			9,000.00
Yvonne Butel P.O. Box 1608 Apache Junction, AZ 85178	Yvonne Butel P.O. Box 1608 Apache Junction, AZ 85178	loan		234,946.41

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President/Owner of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date February 8, 2013

Signature /s/ Jerry Butel  
Jerry Butel  
President/Owner

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

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granulation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	3,000,000.00		
B - Personal Property	Yes	9	1,663,343.83		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		4,942,529.78	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		12,226.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	12		1,117,274.83	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		28			
Total Assets			4,663,343.83		
Total Liabilities				6,072,030.61	

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granulation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		



In re Arizona Granualation Technologies, LLC  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Lot 8 of Higley-McKellips Business Center located at 1850 N. Higley Road, msa, Arizona 85205 Equitable interest in an unperfected Installment Contract Real Estate Contract See Schedule G	Fee simple	-	1,500,000.00	2,100,000.00
Lot 7 of the Higley-McKellips Business Center located at: 1856 N. Higley Road, Mesa, AZ 85205 equitable interest in an unperfected Installment Contract Real Estate Contract see Schedule G	Fee simple	-	1,500,000.00	2,100,000.00

Sub-Total > 3,000,000.00 (Total of this page)  
 Total > 3,000,000.00

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re Arizona Granualation Technologies, LLC

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		Cash on Hand	-	680.00
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of America Business Checking Account ending 7112	-	3,218.00
		Bank of America Business Checking Account ending in 9736 for Payroll	-	1,217.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
Sub-Total >				5,115.00
(Total of this page)				

2 continuation sheets attached to the Schedule of Personal Property

In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE B - PERSONAL PROPERTY**  
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		See Attached Total receivables are \$282,180.99. It is presumed that \$164,392.36 is uncollectible.	-	117,788.63
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > 117,788.63  
 (Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE B - PERSONAL PROPERTY**  
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		See Equipment Inventory attached	-	1,540,440.20
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	1,540,440.20
(Total of this page)	
Total >	1,663,343.83

Sheet 2 of 2 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

**Arizona Granulation Technologies, LLC**  
**A/R Aging Summary**  
As of February 8, 2013

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>&gt; 90</u>	<u>TOTAL</u>
21st Century HealthCare, Inc.	0.00	0.00	1,534.65	0.00	0.00	0.00
A to B Calm	0.00	0.00	655.44	0.00	843.01	1,498.45
Advanced Protein Systems	0.00	0.00	0.00	0.00	2,199.50	2,199.50
ANP, INC.	0.00	0.00	0.00	0.00	0.00	0.00
ANU International LLC	0.00	0.00	0.00	0.00	0.00	0.00
Applied Health Solutions, Inc.	0.00	0.00	0.00	0.00	0.00	0.00
Arizona Nutritional Sciences	0.00	0.00	0.00	0.00	49,196.40	49,196.40
Arizona Nutritional Supplements	0.00	0.00	0.00	0.00	101,293.38	101,293.38
Best Life Pharmanaturals LLC	0.00	393.62	2,451.95	0.00	0.00	2,845.57
Bri O Nu, LLC	0.00	0.00	0.00	0.00	0.00	0.00
Carotec, Inc.	0.00	0.00	0.00	0.00	1,787.51	1,787.51
Clinical Study Applications, Inc.	0.00	5,871.10	2,103.52	0.00	0.00	7,974.62
DAWLP	0.00	0.00	0.00	0.00	150.00	150.00
Deodorant Stones LLC	0.00	0.00	0.00	0.00	0.00	0.00
Ed Hardy Green Coffee Company- Tom Vella	0.00	0.00	0.00	0.00	3,581.66	3,581.66
Enzyme Process International	0.00	0.00	0.00	0.00	241.88	241.88
FarmaSea Health, LLC	0.00	14,863.10	0.00	0.00	0.00	14,863.10
Forever Nutraceutical LLC	0.00	69,894.22	0.00	0.00	0.00	69,894.22
Fusion Formulations	0.00	0.00	0.00	0.00	787.84	787.84
GH Associates/Snore Formula	0.00	0.00	0.00	0.00	-669.20	-669.20
Go Bean	0.00	0.00	0.00	0.00	0.00	0.00
Health Network Inc/ Health Thru Nutrition	0.00	1,051.20	0.00	0.00	0.00	1,051.20
Health Thru Nutrition	0.00	0.00	0.00	0.00	0.00	0.00
Healthy Solutions	0.00	0.00	0.00	0.00	0.00	0.00
Higher Source Products	0.00	0.00	0.00	0.00	0.00	0.00
International Health & Education Inc	0.00	0.00	0.00	0.00	0.00	0.00
J & D Laboratories, Inc.	0.00	2,161.18	0.00	0.00	0.00	2,161.18
Karuna Corporation	0.00	0.00	-5,000.00	0.00	0.00	-5,000.00
Legere Pharmaceuticals	0.00	1,413.33	3,220.48	0.00	0.00	4,633.81
LHP, Inc	0.00	0.00	0.00	0.00	0.00	0.00
LifeSpan International	0.00	0.00	0.00	0.00	0.00	0.00
Lotus Brands	0.00	8,794.22	0.00	44.47	0.00	8,838.69
Lysson Pharmaceutical	0.00	0.00	0.00	0.00	0.00	0.00
MSM Consulting Int'l Ltd.	0.00	0.00	0.00	0.00	0.00	0.00
National Vitamin Company, Inc	0.00	0.00	0.00	0.00	0.00	0.00
Novus Research	0.00	0.00	0.00	0.00	0.00	0.00

Arizona Granulation Technologies, LLC  
A/R Aging Summary  
As of February 8, 2013

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>&gt; 90</u>	<u>TOTAL</u>
Nutralliance	0.00	0.00	0.00	0.00	3,863.91	3,863.91
Nutrition Dynamics	0.00	0.00	1,836.52	0.00	0.00	1,836.52
Nutritional Mfg. Services	0.00	2,231.06	0.00	0.00	0.00	2,231.06
Olax International, Inc.	0.00	0.00	0.00	0.00	1,276.47	1,276.47
Optimal Labs Direct, LLC	0.00	1,951.30	0.00	0.00	0.00	1,951.30
Vemma	0.00	2,241.90	-223.63	0.00	0.00	2,018.27
Wellness Alternatives, LLC	0.00	0.00	0.00	0.00	-160.00	-160.00
Western Research	0.00	0.00	0.00	0.00	0.00	0.00
World Nutrition Inc.	0.00	0.00	0.00	299.00	0.00	299.00
<b>TOTAL</b>	<b>0.00</b>	<b>110,866.23</b>	<b>6,578.93</b>	<b>343.47</b>	<b>164,392.36</b>	<b>282,180.99</b>

## ARIZONA GRANULATION TECHNOLOGIES - SHOP EQUIPMENT BY ROOMS

8/22/2012

	Model	Ser.#	Description	MANUFACTURER
<b>PACKAGING RM#1</b>				
Automatic Bottling	Modular	TB4AN01671	Bottling machine	Kinc
Automatic Bottling	KDC101	B1131	Bottling machine	Kwang/D&H Ent. Co.
Labeling Machine		2226NSFG0001	Labeler	Quardrel
Heat Tunnel	SBT59 18	889076	heat shrink wrap bottles	Latter Packaging
Batch counters (2)	KDC101	B1		Kwang/D&H Ent. Co.
Table			5' metal leg/wood like top	
Cabinet			6' metal 4 shelves	
<b>PACKAGING RM#2</b>				
Labeling Machine	1183899	CM31D18NZ5242C	Webmaster 500 in line	Webmaster
Induction Sealer	n/a	n/a	Compak Jr Enercon Ind.	Enercon Ind.
Tables (2)			5'x 30 white	
<b>COATING RM #1</b>				
Chair	1		Black Office Chair	
Chair			Pink Upholstered	
Coating Pan	48 V	559	Coat tablets	Accela-Cota
Table			3 4'x30 plastic	
<b>INSPECTION RM#1</b>				
Inspection Machine	TB10 25304	81 209	Cap Insp. #3	Production Eq. Inc.
Scale	708			Cardinal
Concrete Mixer	350		salt tumble pills	Kushlan Products
Polisher	CPT200	11497 9 1541	polish pills	CPT Technologies
<b>COATING RM #2</b>				
Seamer	25D600	97312	Dixie Double Seamer	Dixie
Conveyer Belt			green 5 1/2 16 40	
Cabinet			48 x 24 x 30 wood slid door	
Mixer			Clear Coat Mixer	Whitey
<b>SAMPLE ROOM</b>				
Draft Table/work st.			metal -4 shelves	

File Cabinet			Gray/ metal 4 drawers	
Cart			metal 3 shelves 4'x20	
<b>PACKAGING RM#2B</b>				
Feeder Machine	20A #25	Style 26	High Volumn Vibratory E	Eriez Magnetics
Table			4' x 70 metal	
Cart			gray plastic	
<b>Encapsulation RM#4</b>				
Encapsulator	Shionogi Q	1 49		Qualicaps Sheonage
Cart			gray plastic	
<b>Encapsulation Rm#3</b>				
Encapsulator	MSF40	35 40		Sejong Machine
Inspection Machine		1993 20		Pro Quip
<b>Encapsulation RM#2</b>				
Encapsulator	040 02	AFS 1000B		Jet
scale			sm table scale	
<b>Encapsulation RM#1</b>				
Encapsulator	GKF1500	7050 640171		Bosch
Fan			large circular	
Table			sm plastic black	
<b>STORAGE ROOM</b>				
Heat Tunnel	STE 9560	SN9560	6646 2 23 58	BELCO
Vacumn	C4996	E30	Vacumn	Bosch
Sealing Machine	300D	3376	Matic Case Sealing Sys.	3M
Coating Machine	48 5	SA48 548		Accela-Cota
Conveyer Belt				
Shrink Tunnel	T148		Mini tunnel	Bestronic
Filling Machine	ACI L	1141	Pharmafill	Dietz Co.
Rollers (2)			2 steel roller carts wheels	
Racks			1 lg.holds 40 slots	
Polisher	MM2310C	0999 9 180	Mid CPT 200	Cap Plus Technology
<b>Old Product. Office</b>				



Shelf			4 metal shelves	
Sink Industrial			large industrial	
<b>DRESSING ROOM</b>				
Lockers			16 metal lockers	
Racks			clothes racks (2)	
<b>SUPPLY ROOM</b>				
CABINETS			(2) METAL	
<b>EXTRA RM NEXT BREAK ROOM</b>				
File			2 4 Drawer metal	
File			1 2 Drawer metal	
Copier		MC7400	Bother MFC Copier	
<b>BREAK ROOM</b>				
Table			1 sm white plastic	
Clothes Rack				1
2 Tables			6' Tables	
Folding Chairs			12 folding chairs gray	
Refrigerator w/freezer				GE
Refrigerator w/freezer				Kenmore
Microwave				Emerson
Microwave				Sharp Carousel
Microwave				GE
Fan			large	
<b>SHIPPING ROOM</b>				
Copier	MC7440			Brother
Computer				Lenovo
Monitor				E-Machine
File			3 / 2 drawer metal files	
Chair			Black office chair	
Chair			Black folding chair	
Calculator			Casio	Casio
Cabinet			4'x6' white wood	
<b>OUTSIDE SHIPPING RM</b>				

Cabinet			Vertical with 3 shelves	
Scale	P2505			Plouze
<b>INCOMING SHIPMT.RM</b>				
Fork Lift	CA45049 50			NISSAN ENDIO
Fork Lift				RAYMOND
<b>HALLWAY EAST SIDE</b>				
Lockers			5 DRAWER BROWN	
<b>MAINTENANCE RM</b>				
Oscillator	900-43-6	T665540		STOKES
COMMUNITOR	DAS06	669287		FITZ MILL
FLOOR SWEEPERS	Mod 28		2 just alike	ADVANCED CARPET
Tablet Press	FJS B2			STOKES
Tablet Press	FJS PD3			STOKES
TABLET PRESS	Manesty	E78 102 B		Manesty Express
STEAM CLEANER				HOTSY
BRAKER	CAN'T READ	MAKE OR MODEL	BENDS STEEL	TOO MUCH PAINT
COFFEE GRINDER		WI84T	NEW	

In re Arizona Granulation Technologies, LLC

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No. xxx4803									
Arizona Department of Economic Security PO Box 6028 Phoenix, AZ 85005		2010/4 - 2012/3	UCC Financing Statement	unemployment tax					
		Value \$	0.00				9,134.92	9,134.92	
Account No.		February 2, 2009	Unrecorded Real Estate Contract	Lot 8 of Higley-McKellips Business Center located at 1850 N. Higley Road, msa, Arizona 85205					
DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205		Equitable interest in an unperfected Installment Contract Real Estate Contract	See Schedule G			X			
		Value \$	1,500,000.00				2,100,000.00	600,000.00	
Account No.		February 2, 2009	Unrecorded Real Estate Contract	Lot 7 of the Higley-McKellips Business Center located at: 1856 N. Higley Road, Mesa, AZ 85205					
DCSJ LLC 1908 N. Rosemont		equitable interest in an unperfected Installment Contract Real Estate Contract				X			
		Value \$	1,500,000.00				2,100,000.00	600,000.00	
Account No. 86-0973997		June and September 2012							
Internal Revenue Service 1818 E. Southern Ave #15A ME 7178 Mesa, AZ 85204		941							
		Value \$	0.00				8,747.74	8,747.74	
Subtotal								4,217,882.66	1,217,882.66
(Total of this page)									

1 continuation sheets attached

In re Arizona Granulation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxxxx0112  Internal Revenue Service 1818 E. Southern Ave #15A ME 7178 Mesa, AZ 85204	-	-	-				119,647.12	119,647.12
		2011 & 2012	tax lien					
		Value \$	0.00					
Account No.  Pinal Credit Union 1000 E. Florence Blvd. Casa Grande, AZ 85122	-	-	-				498,000.00	498,000.00
		UCC Financing Statement	All Assets, including all accounts (including account receivables), instruments, documents, deposit accounts, all Inventory, Chattel Paper, Accounts, Equipment and General Intangibles; whether any of the foregoing is owned now or acquired I					
		Value \$	0.00					
Account No.  Thermo Fisher Financial P.O. Box 41602 Philadelphia, PA 19101-1602	-	-	-				0.00	Unknown
		October 2010	UCC Financing Statement on Lease 1 Demo Nicolet iS10 Mid Infrared FT-IR Spectrometer, Smart TR Diamond, ValPro Qualified Smart iTR Add-on, ValPro Nicolet Series Install Certification					
		Value \$	Unknown					
Account No.  Twenty-First Century Healthcare, Inc. Attn: Steven P. Snyder 2119 S. Wilson Street Tempe, AZ 85282	X	-	-				107,000.00	107,000.00
		April 16, 2012	Security Agreement  inventory and equipment - UCC Financing Statement					
		Value \$	0.00					
Account No. 20413441  US Bancorp P.O. Box 580337 Minneapolis, MN 55458-0337	-	-	-				0.00	0.00
		October 2009	UCC Financing Statement  Lease on equipment					
		Value \$	0.00					
Subtotal (Total of this page)							724,647.12	724,647.12
Total							4,942,529.78	1,942,529.78

Sheet 1 of 1 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

(Report on Summary of Schedules)

In re Arizona Granulation Technologies, LLC

Case No. \_\_\_\_\_

Debtor

### SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

#### TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

**Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

**Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

**Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

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

In re Arizona Granulation Technologies, LLC  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
 (Continuation Sheet)

Taxes and Certain Other Debts  
 Owed to Governmental Units

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. 86-0973997			taxes					
Arizona Department of Revenue 1600 West Monroe 7th Floor Phoenix, AZ 85007		-					12,226.00	
							12,226.00	0.00
Account No.								
Account No.								
Account No.								
Account No.								

Sheet <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Priority Claims	Subtotal (Total of this page)	12,226.00	12,226.00	0.00
	Total (Report on Summary of Schedules)	12,226.00	12,226.00	0.00

In re Arizona Granulation Technologies, LLC, Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	Husband, Wife, Joint, or Community				CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
	C	O	D	E				
Account No.								
Advanced Engineering Mfg. Co. #1 Vance Drive O Fallon, MO 63366			-					2,854.00
Account No.								
American Laboratoried, Inc. 4410 S. 102nd Stree Omaha, NE 68127			-					3,805.00
Account No.								
Apex Express P.O. Box 1807 Tempe, AZ 85280			-					257.97
Account No.								
Arizona Natural Products			-					292.50
Subtotal (Total of this page)								7,209.47

11 continuation sheets attached

In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  Ashland P.O. Box 116022 Atlanta, GA 30368-6022		-					5,548.20	
Account No. 3156  Bank of America P.O. Box 15184 Wilmington, DE 19850-5184		-					33,200.00	
Account No. 8703  Bank of America P.O. Box 15710 Wilmington, DE 19886-5710		-					5,700.00	
Account No.  Barrington Chmical Corporation 500Mamaroneck Ave. Harrison, NY 10528		-					968.00	
Account No.  Battle Chem Inc. P.O. Box 73218 San Clemente, CA 92673		-					4,824.90	
Sheet no. <u>1</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	50,241.10



In re Arizona Granulation Technologies, LLC, Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  Bredemann & McFarlane PLC 8655 E. Via De Ventura Ste. F-100 Scottsdale, AZ 85258	-					2,424.01
Account No.  Bright Pharma Caps 1908 Orchard Rd. Hood River, OR 97031	-					8,788.00
Account No.  Butel Scales 1623 N. Apache Trail Apache Junction, AZ 85219	-					6,717.00
Account No.  Capsugel P.O. Box 640091 Pittsburgh, PA 15264-0091	-					8,601.41
Account No.  Cater Chemical Corp. 30 Monaco Drive Roselle, IL 60172	-					804.35
Sheet no. <u>2</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	27,334.77

In re Arizona Granulation Technologies, LLC Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  Culver Equipment, LLC 1080 E. Pecos Rd., Ste. 18	-					5,540.83
Account No.  Ehler 31 Robinson Lane Buffalo, WY 82834	-	loan				8,250.00
Account No. CV2012-051186  Equadorian Rainforest, LLC	-	2011				80,167.30
Account No.  Gregory P. Gillis NUSSBAUM GILLIS & DINNER, PC 14850 N. Scottsdale Rd., # 450 Scottsdale, AZ 85254		Representing: Equadorian Rainforest, LLC				Notice Only
Account No.  Farbest-Tallman Foods Corporation P.O. Box 48073 Newark, NJ 07101-4873	-					235.12
Sheet no. <u>3</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	94,193.25

In re Arizona Granulation Technologies, LLC, Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.  Fed -Ex Freight Dept CH P.O. Box 10306 Palatine, IL 60055-0306		-				1,583.17	
Account No.  Frutarom USA Inc. P.O. Box 11901 Newark, NJ 07101-4901		-				1,728.00	
Account No.  Fusion Formulations 1430 W. Auto Drive Ste. 101 Tempe, AZ 85284		-				478.54	
Account No.  Hanover Insurance Group P.O. Box 580045 Charlotte, NC 28258		-				1,073.40	
Account No.  Higley- Mckellips Business Center Assoc. 1908 N. Rosemont Mesa, AZ 85205		-				6,564.93	
Sheet no. <u>4</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	11,428.04

In re Arizona Granulation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.		
Account No. 0456  Home Depot P.O. Box 6029 The Lakes, NV 88901-6029	-				2,500.00
Account No.  Honeyvill Farms 33 S. 56th Street - Ste. 1 Chandler, AZ 85226	-				1,885.00
Account No.  Jerry Butel P.O. Box 6000 Apache Junction, AZ 85119	-	loan			408,265.90
Account No.  Lorrain Kunnary 624 S. 108th Place Mesa, AZ 85208	-	loan			40,894.00
Account No.  LPH Inc.	-				1,432.00
Sheet no. <u>5</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	454,976.90

In re Arizona Granulation Technologies, LLC, Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  LSI Ingredients Internation P.O. Box 75162 Chicago, IL 60675		-				3,876.00
Account No.  Maricopa Count Environmental Serv 1001 N. Central Ave. Ste. 100 Phoenix, AZ 85004-1936		-				25.00
Account No.  Natoli Engineering Company Inc. 28 Research Park Circle Saint Charles, MO 63304		-				1,631.47
Account No.  North Ameica LLC 229 Durham Ave. South Plainfield, NJ 07080		-				13,200.00
Account No.  NSF International Dept. Lockbox #771380 P.O. Box 77000 Detroit, MI 48277-1380		-				7,511.00
Sheet no. <u>6</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	26,243.47

In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.  Nutraceuticals International 11 Wallace St. Elmwood Park, NJ 07407	-					1,868.29
Account No.  Nutralliance 23600 Via Del Rio Ste. B Yorba Linda, CA 92887	-					6,504.87
Account No. CV2012-4018  Nutrient Innovations, Inc. 210 S. Hamilton Dr. Ste. 7 Beverly Hills, CA 90211	-				X	6,774.50
Account No.  Pierce Designs 5133 E. Kathleen Rd. Scottsdale, AZ 85254	-					900.00
Account No. 0078  Pinal Credit Union P.O. Box 672051 Dallas, TX 75267-2021	-	Visa				9,500.00
Sheet no. <u>7</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	25,547.66

In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H	W					
Account No.  Premium Ingredients International 285 E. Fullerton Ave. Carol Stream, IL 60188	-							1,604.54
Account No.  Prudential Overall Supply P.O. Box 11210 Santa Ana, CA 92711	-							1,036.38
Account No.  Republic Services 4811 W. Lower Buckeye Rd. Phoenix, AZ 85043	-							575.66
Account No.  SBA Loan	-							7,630.00
Account No.  Science Pure Nutraceuticals Inc. 7696 Bradner Rd. Abbotsford BC, Canada V4X2B6	-							1,719.00
Sheet no. <u>8</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	12,565.58

In re Arizona Granulation Technologies, LLC, Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  Sensient Colors, LLC 62453 Collections Center Drive Chicago, IL 60693	-						5,030.78
Account No. xxxxxx xx. xxx-x-xx92-11  Shanghai Freeman Americas, LLC Graham Curtin 4 Headquarters Plaza PO Box 1991 Morristown, NJ 07962-1991	-		2/29/12 Judgment				38,947.92
Account No. Docket No. MIDL819211  Shanghai Freeman Americas, LLC 377Hoes Lane Ste. #240 Piscataway, NJ 08854	-					X	12,993.00
Account No.  Graham Curtin & Sheridan 4 Headquarters Plaza P.O. Box 1991 Morristown, NJ 07962-1911	-		Representing: Shanghai Freeman Americas, LLC				Notice Only
Account No.  Sprint P.o. Box 4181 Carol Stream, IL 60197-4181	-						764.27
Sheet no. <u>9</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	57,735.97



In re Arizona Granulation Technologies, LLC,  
 Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.  SRP P.O. Box 2950 Phoenix, AZ 85062	-						3,613.89	
Account No.  Steve Butel 549 s. Bermuda Ct. Mesa, AZ 85206	-	laon					14,000.00	
Account No.  Suheung-America Corp 16610 Marquardt Ave. Cerritos, CA 90703	-						70,000.00	
Account No.  Tharco P.O. Box 742854 Los Angeles, CA 90074-2854	-						288.00	
Account No.  Thermo Fisher Financial P.O. Box 41602 Philadelphia, PA 19101-1602	-						3,311.50	
Sheet no. <u>10</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	91,213.39

In re Arizona Granulation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
Account No.  TNT Back Flow Testing, LLC 9442 E. Meseto Ave. Mesa, AZ 85209		-					250.00	
Account No.  TR Nutritionals 1048 Southerby Lane Alpharetta, GA 30004		-					12,261.17	
Account No.  United States Container Corp. 11096 Jersey Blvd. Ste. 102 Rancho Cucamonga, CA 91730		-					9,000.00	
Account No.  UPAC P.O. 212516 Kansas City, MO 64121-2516		-					2,127.65	
Account No.  Yvonne Butel P.O. Box 1608 Apache Junction, AZ 85178			loan				234,946.41	
Sheet no. <u>11</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	258,585.23
							Total (Report on Summary of Schedules)	1,117,274.83

In re Arizona Granualation Technologies, LLC Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205	Unrecorded Installment Contract Real Estate Contract lot 7 Higley-McKellips Business Center located at 1856 N. Higley Road, Mesa, AZ 85205 \$1,490,000.00 at 7% per annum in monthly installments of \$10,600.00
DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205	Unrecorded Installment Contract Real Estate Contract lot 8 Higley-McKellips Business Center located at 1856 N. Higley Road, Mesa, AZ 85205 \$1,490,000.00 at 7% per annum in monthly installments of \$10,600.00
Thermo Fisher Financial P.O. Box 41602 Philadelphia, PA 19101-1602	equipment lease \$778.62 per month
U.S. Bank P.O. Box 790448 Saint Louis, MO 63179-0448	Equipment lease 5 year term with monthly payments of \$1400.00

In re Arizona Granualation Technologies, LLC  
Debtor

Case No. \_\_\_\_\_

### SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. 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 the eight year period 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Jerry Vern Butel 1850 N. Higley Rd. Mesa, AZ 85205	Twenty-First Century Healthcare, Inc. Attn: Steven P. Snyder 2119 S. Wilson Street Tempe, AZ 85282

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granualation Technologies, LLC  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President/Owner of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 30 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date February 8, 2013

Signature /s/ Jerry Butel  
Jerry Butel  
President/Owner

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

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granulation Technologies, LLC  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**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; 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 persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

**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
\$1,900,000.00	2012: Gross Receipts
\$1,700,000.00	2011: Gross Receipts
\$1,900,000.00	2010: Gross Receipts

**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, or 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
--------	--------

**3. Payments to creditors**

None  **Complete a. or b., as appropriate, and c.**

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

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None  b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
DCSJ LLC 1908 N. Rosemont Mesa, AZ 85205		\$10,600.00	\$0.00

None  c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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**4. Suits and administrative proceedings, executions, garnishments and attachments**

None  a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Shanghai Freeman Americas LLC v. Arizona Granulation Technologies, LLC	garnishment \$26031.54 attached July 2012	Superior Court of New Jersey, Middlesex County Docket No. MIDL819211	pending
Ecuadorian Rainforest, LLC v. Arizona Granualtion Technologies, LLC	breach of contract	Maricopa County Arizona Superior Court CV 2012-051186	pending
Nutrient Innovations, Inc. v. Arizona Granualtion Technologies, LLC, et al	breach of contract bad debt	Pinal County Arizona Justice Court	Pending

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.)

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

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

None  List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and 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
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None  b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. 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 AND VALUE OF GIFT
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**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
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**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 the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Allan D. NewDelaman PC 80 E. Columbus Ave. Phoenix, AZ 85018	January 2013	\$10,000

**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 OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None  b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial 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
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**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	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**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
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**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
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**15. Prior address of debtor**

None  If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

None  If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

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

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

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

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

None  a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None  b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None  c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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

None  a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

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

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

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None  b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

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

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

**19. Books, records and financial statements**

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Kelli Ramirez 2254 W. 23rd Ave. Apache Junction, AZ 85120	2008- current

None  b. List all firms or individuals who within the **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
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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
Arizona Granulation Technologies, LLC	1850 N. Higley Rd. Mesa, AZ 85205
Kelli Ramirez	2254 W. 23rd Ave. Apache Junction, AZ 85120

None  d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS  
Bank of America

DATE ISSUED

**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)
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None  b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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**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 Jerry Vern Butel 1850 N. Higley Rd. Mesa, AZ 85205	NATURE OF INTEREST 100% ownership	PERCENTAGE OF INTEREST
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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
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**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
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None  b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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**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
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**24. Tax Consolidation Group.**

None  
 If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

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**25. Pension Funds.**

None  
 If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

\* \* \* \* \*

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

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 February 8, 2013

Signature /s/ Jerry Butel  
Jerry Butel  
President/Owner

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

*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*

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granualation Technologies, LLC,  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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None

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the President/Owner of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date February 8, 2013

Signature /s/ Jerry Butel  
Jerry Butel  
President/Owner

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

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granualation Technologies, LLC  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DECLARATION**

I, the President/Owner of the corporation named as the debtor in this case, do hereby certify, under penalty of perjury, that the Master Mailing List, consisting of 7 sheet(s), is complete, correct and consistent with the debtor(s)' schedules.

Date: February 8, 2013

/s/ Jerry Butel  
Jerry Butel/President/Owner  
Signer/Title

Date: February 8, 2013

/s/ Allan D. NewDelman, Esq.  
Signature of Attorney  
Allan D. NewDelman, Esq. 004066  
ALLAN D. NEWDELMAN, P.C.  
80 EAST COLUMBUS AVENUE  
PHOENIX, AZ 85012  
(602) 264-4550 Fax: (602) 277-0144

MML-5



Arizona Granualation Technologies, LLC -

ADVANCED ENGINEERING MFG. CO.  
#1 VANCE DRIVE  
O FALLON MO 63366

AMERICAN LABORATORIED, INC.  
4410 S. 102ND STREE  
OMAHA NE 68127

APEX EXPRESS  
P.O. BOX 1807  
TEMPE AZ 85280

ARIZONA DEPARTMENT OF REVENUE  
1600 WEST MONROE  
7TH FLOOR  
PHOENIX AZ 85007

ARIZONA DEPARMENT OF ECONOMIC SECURITY  
PO BOX 6028  
PHOENIX AZ 85005

ARIZONA NATURAL PRODUCTS

ASHLAND  
P.O. BOX 116022  
ATLANTA GA 30368-6022

BANK OF AMERICA  
P.O. BOX 15184  
WILMINGTON DE 19850-5184

BANK OF AMERICA  
P.O. BOX 15710  
WILMINGTON DE 19886-5710

BARRINGTON CHMICAL CORPORATION  
500MAMARONECK AVE.  
HARRISON NY 10528

BATTLE CHEM INC.  
P.O. BOX 73218  
SAN CLEMENTE CA 92673

Arizona Granulation Technologies, LLC -

BREDEMANN & MCFARLANE PLC  
8655 E. VIA DE VENTURA STE. F-100  
SCOTTSDALE AZ 85258

BRIGHT PHARMA CAPS  
1908 ORCHARD RD.  
HOOD RIVER OR 97031

BUTEL SCALES  
1623 N. APACHE TRAIL  
APACHE JUNCTION AZ 85219

CAPSUGEL  
P.O. BOX 640091  
PITTSBURGH PA 15264-0091

CATER CHEMICAL CORP.  
30 MONACO DRIVE  
ROSELLE IL 60172

CULVER EQUIPMENT, LLC  
1080 E. PECOS RD., STE. 18

DCSJ LLC  
1908 N. ROSEMONT  
MESA AZ 85205

DCSJ LLC  
1908 N. ROSEMONT

EHLER  
31 ROBINSON LANE  
BUFFALO WY 82834

EQUADORIAN RAINFOREST, LLC

FARBEST-TALLMAN FOODS CORPORATION  
P.O. BOX 48073  
NEWARK NJ 07101-4873

Arizona Granualation Technologies, LLC -

FED -EX FREIGHT  
DEPT CH  
P.O. BOX 10306  
PALATINE IL 60055-0306

FRUTAROM USA INC.  
P.O. BOX 11901  
NEWARK NJ 07101-4901

FUSION FORMULATIONS  
1430 W. AUTO DRIVE STE. 101  
TEMPE AZ 85284

GRAHAM CURTIN & SHERIDAN  
4 HEADQUARTERS PLAZA  
P.O. BOX 1991  
MORRISTOWN NJ 07962-1911

GREGORY P. GILLIS  
NUSSBAUM GILLIS & DINNER, PC  
14850 N. SCOTTSDALE RD., # 450  
SCOTTSDALE AZ 85254

HANOVER INSURANCE GROUP  
P.O. BOX 580045  
CHARLOTTE NC 28258

HIGLEY- MCKELLIPS BUSINESS CENTER ASSOC.  
1908 N. ROSEMONT  
MESA AZ 85205

HOME DEPOT  
P.O. BOX 6029  
THE LAKES NV 88901-6029

HONEYVILL FARMS  
33 S. 56TH STREET - STE. 1  
CHANDLER AZ 85226

INTERNAL REVENUE SERVICE  
1818 E. SOUTHERN AVE #15A  
ME 7178  
MESA AZ 85204

Arizona Granulation Technologies, LLC -

JERRY BUTEL  
P.O. BOX 6000  
APACHE JUNCTION AZ 85119

JERRY VERN BUTEL  
1850 N. HIGLEY RD.  
MESA AZ 85205

LORRAIN KUNNARY  
624 S. 108TH PLACE  
MESA AZ 85208

LPH INC.

LSI INGREDIENTS INTERNATIONAL  
P.O. BOX 75162  
CHICAGO IL 60675

MARICOPA COUNT ENVIRONMENTAL SERV  
1001 N. CENTRAL AVE. STE. 100  
PHOENIX AZ 85004-1936

NATOLI ENGINEERING COMPANY INC.  
28 RESEARCH PARK CIRCLE  
SAINT CHARLES MO 63304

NORTH AMERICA LLC  
229 DURHAM AVE.  
SOUTH PLAINFIELD NJ 07080

NSF INTERNATIONAL  
DEPT. LOCKBOX #771380  
P.O. BOX 77000  
DETROIT MI 48277-1380

NUTRACEUTICALS INTERNATIONAL  
11 WALLACE ST.  
ELMWOOD PARK NJ 07407

NUTRALLIANCE  
23600 VIA DEL RIO STE. B  
YORBA LINDA CA 92887

Arizona Granulation Technologies, LLC -

NUTRIENT INNOVATIONS, INC.  
210 S. HAMILTON DR. STE. 7  
BEVERLY HILLS CA 90211

PIERCE DESIGNS  
5133 E. KATHLEEN RD.  
SCOTTSDALE AZ 85254

PINAL CREDIT UNION  
1000 E. FLORENCE BLVD.  
CASA GRANDE AZ 85122

PINAL CREDIT UNION  
P.O. BOX 672051  
DALLAS TX 75267-2021

PREMIUM INGREDIENTS INTERNATIONAL  
285 E. FULLERTON AVE.  
CAROL STREAM IL 60188

PRUDENTIAL OVERALL SUPPLY  
P.O. BOX 11210  
SANTA ANA CA 92711

REPUBLIC SERVICES  
4811 W. LOWER BUCKEYE RD.  
PHOENIX AZ 85043

SBA LOAN

SCIENCE PURE NUTRACEUTICALS INC.  
7696 BRADNER RD.  
ABBOTSFORD BC, CANADA V4X2B6

SENSIENT COLORS, LLC  
62453 COLLECTIONS CENTER DRIVE  
CHICAGO IL 60693

SHANGHAI FREEMEN AMERICAS, LLC  
GRAHAM CURTIN  
4 HEADQUARTERS PLAZA PO BOX 1991  
MORRISTOWN NJ 07962-1991

Arizona Granualation Technologies, LLC -

SHANGHAI FREEMEN AMERICAS, LLC  
377HOES LANE STE. #240  
PISCATAWAY NJ 08854

SPRINT  
P.O. BOX 4181  
CAROL STREAM IL 60197-4181

SRP  
P.O. BOX 2950  
PHOENIX AZ 85062

STEVE BUTEL  
549 S. BERMUDA CT.  
MESA AZ 85206

SUHEUNG-AMERICA CORP  
16610 MARQUARDT AVE.  
CERRITOS CA 90703

THARCO  
P.O. BOX 742854  
LOS ANGELES CA 90074-2854

THERMO FISHER FINANCIAL  
P.O. BOX 41602  
PHILADELPHIA PA 19101-1602

TNT BACK FLOW TESTING, LLC  
9442 E. MESETO AVE.  
MESA AZ 85209

TR NUTRITIONALS  
1048 SOUTHERBY LANE  
ALPHARETTA GA 30004

TWENTY-FIRST CENTURY HEALTHCARE, INC.  
ATTN: STEVEN P. SNYDER  
2119 S. WILSON STREET  
TEMPE AZ 85282

U.S. BANK  
P.O. BOX 790448  
SAINT LOUIS MO 63179-0448

Arizona Granualation Technologies, LLC -

UNITED STATES CONTAINER CORP.  
11096 JERSEY BLVD. STE. 102  
RANCHO CUCAMONGA CA 91730

UPAC  
P.O. 212516  
KANSAS CITY MO 64121-2516

US BANCORP  
P.O. BOX 580337  
MINNEAPOLIS MN 55458-0337

YVONNE BUTEL  
P.O. BOX 1608  
APACHE JUNCTION AZ 85178

**United States Bankruptcy Court  
District of Arizona**

In re Arizona Granualation Technologies, LLC  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Arizona Granualation Technologies, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

February 8, 2013

Date

/s/ Allan D. NewDelman, Esq.

Allan D. NewDelman, Esq. 004066

Signature of Attorney or Litigant

Counsel for Arizona Granualation Technologies, LLC

ALLAN D. NEWDELMAN, P.C.

80 EAST COLUMBUS AVENUE

PHOENIX, AZ 85012

(602) 264-4550 Fax:(602) 277-0144

ANEWDELMAN@QWESTOFFICE.NET