

**United States Bankruptcy Court
Central District of California**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Fabtech Industries Inc.	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): FKA David J. Winner Enterprises, Inc; AKA Fabtech Motor Sports; FDBA Fabtech Engineering	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) 33-0715834	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): 4331 Eucalyptus Avenue Chino, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 91710	ZIP Code
County of Residence or of the Principal Place of Business: San Bernardino	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (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.)	Nature of Business (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 <hr/> Tax-Exempt Entity (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).	Chapter of Bankruptcy Code Under Which the Petition is Filed (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 Nature of Debts (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.
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Filing Fee (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.	Chapter 11 Debtors 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 \$2,190,000. 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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Statistical/Administrative Information <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.									
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" 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									
Estimated Assets <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									
Estimated Liabilities <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 \$50 million <input type="checkbox"/> \$10,000,001 to \$100 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									

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Fabtech Industries Inc.
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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;">Exhibit A</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;">Exhibit 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>X _____ 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):
Fabtech Industries Inc.

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/ Steven R. Fox
Signature of Attorney for Debtor(s)

Steven R. Fox 138808
Printed Name of Attorney for Debtor(s)

Law Offices of Steven R. Fox
Firm Name

**17835 Ventura Blvd.
Suite 306
Encino, CA 91316**

Address

Email: emails@foxlaw.com

(818) 774-3545 Fax: (818) 774-3707
Telephone Number

March 9, 2009 **138808**
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

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/ David J. Winner
Signature of Authorized Individual

David J. Winner
Printed Name of Authorized Individual

CEO
Title of Authorized Individual

March 9, 2009
Date

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number

Steven R. Fox
Law Offices of Steven R. Fox
17835 Ventura Blvd.
Suite 306
Encino, CA 91316
(818) 774-3545 Fax: (818) 774-3707
138808

Attorney for.

FOR COURT USE ONLY

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA**

In re:

Fabtech Industries Inc.

Debtor(s).

CASE NO.:

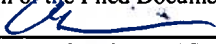
CHAPTER: **11**

ADV. NO.:

ELECTRONIC FILING DECLARATION (CORPORATION/PARTNERSHIP)

- Petition, statement of affairs, schedules or lists Date Filed: _____
- Amendments to the petition, statement of affairs, schedules or lists Date Filed: _____
- Other: _____ Date Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.



Signature of Authorized Signatory of Filing Party

February 3, 2009

Date

David J. Winner

Printed Name of Authorized Signatory of Filing Party

CEO

Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.


Signature of Attorney for Filing Party

February 3, 2009

Date

Steven R. Fox 138808

Printed Name of Attorney for Filing Party

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

Fabtech Industries, Inc.
a California Corporation

A special meeting of the Shareholders was held on February 3, 2009, at 17835 Ventura Blvd. Suite 306, Encino, CA 91316. Present at the meeting was Fabtech Industries David Winner, 90% shareholder, and Brent Riley, 10% shareholder.

A quorum of shareholders present, notice being waived, the meeting commenced.

It was announced that the corporation had professional counseling concerning the financial status of its business. A general discussion ensued, and it was the consensus of opinion of those present that a Bankruptcy Case should be instituted under Chapter 11 of the United States Bankruptcy Code.

Thereupon, upon motion, duly made, seconded and passed, the following resolution was adopted:

Resolved: That Fabtech Industries institute a case under Chapter 11 of the United States Bankruptcy Code, and that the Law Offices of Steven R. Fox, be and hereby is authorized and directed to prepare any and all documents required for this purpose on behalf of the corporation, and that David Winner be authorized to sign any and all documents to effect this decision.

Resolved: That Fabtech Industries retain the services of Law Offices of Steven R. Fox, as its attorney to represent the corporation in the Bankruptcy Case.

Resolved: That Law Offices of Steven R. Fox, when seeking instructions from the corporation, shall seek said instructions from David Winner and/or Brent Riley who shall be deemed to speak for the corporation.

There being no further business to come before the meeting, upon motion, duly made and seconded, the same was adjourned.

DATED: February 3, 2009



David Winner, C.E.O.

**United States Bankruptcy Court
Central District of California**

In re **Fabtech Industries Inc.**

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>
ARC Fastener Supply 8715 Boston Place Rancho Cucamonga, CA 91730	shudson@arcfasteners ARC Fastener Supply 8715 Boston Place Rancho Cucamonga, CA 91730 909-481-81712 fax 909-481-7750	Vendor		17,725.39
Auto Max 2695 Dow Avenue Tustin, CA 92780	Ralph Foster Auto Max 2695 Dow Avenue Tustin, CA 92780 714-368-0498 fax 714-544-5478	Vendor		27,672.92
Bell Foundry Company 5310 Southern Avenue South Gate, CA 90280-1070	Cesar Cappellini Bell Foundry Company 5310 Southern Avenue South Gate, CA 90280-1070 323-564-5701 fax 323-564-9717	Vendor		210,480.15
Bullet Freight Systems P O Box 25449 Anaheim, CA 92825-5449	Erik Back Bullet Freight Systems P O Box 25449 Anaheim, CA 92825-5449 714-948-7400 fax 714-948-7579	Vendor		16,211.86
Creel Printing 6330 W Sunset Blvd. Las Vegas, NV 89118	Linda Lecher Creel Printing 6330 W Sunset Blvd. Las Vegas, NV 89118 702-735-8161 fax 702-735-6312	Vendor		54,998.00
Duer Carolina Coil, Inc. P O Box 402826 Atlanta, GA 30384-2826	Dickb@dccoil.com Duer Carolina Coil, Inc. P O Box 402826 Atlanta, GA 30384-2826 800-525-9067 fax 864-989-4144	Vendor		38,029.70
Electrolurgy 1121 Duryea Avenue Irvine, CA 92614-5519	sales@electrolurgy.com Electrolurgy 1121 Duryea Avenue Irvine, CA 92614-5519 949-250-4494 fax 949-250-4362	Vendor		23,319.60

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>
Ellison Manufacturing Technologies Dept 0962 Los Angeles, CA 90088-0962	David Knight Ellison Manufacturing Technologies Dept 0962 Los Angeles, CA 90088-0962 562-949-8311 fax 562-942-8084	Vendor		24,187.70
Fundamental Industries, LLC 7891 SVL Box Victorville, CA 92395	Joe Stanish Fundamental Industries, LLC 7891 SVL Box Victorville, CA 92395 760-912-5769 fax 866-612-0160	Vender		18,094.61
Rick Huseman 1511 Heather Lane Riverside, CA 92504	Rick Huseman Rick Huseman 1511 Heather Lane Riverside, CA 92504 909-223-5975 fax951-780-0738	Vendor		20,000.00
Industrias Sandoval De Occidente De C V Juarez #28 Toluquilla Tlaquepaque Jalisco MX 45610	Alejandro Garcia Industrias Sandoval De Occidente De C V Juarez #28 Toluquilla Tlaquepaque Jalisco MX 45610 52-33-3540-1000 fax 52 33 3510 1018	Vendor		39,384.39
Mabry Castings, Ltd. P O Box 201555 Dallas, TX 75320	jfreeman@mabrycastings.com Mabry Castings, Ltd. P O Box 201555 Dallas, TX 75320 409-842-2223 fax 409-842-2894	Vendor		50,823.53
Marmon Keystone Corporation File 96657 Los Angeles, CA 90074-6657	Imiller@marmonkeystone.com Marmon Keystone Corporation File 96657 Los Angeles, CA 90074-6657 909-207-7500 fax 909-620-7889	Vendor		28,313.62
Metalz International P O Box 146 Corona Del Mar, CA 92625	jcastleton@metalproducts.com Metalz International P O Box 146 Corona Del Mar, CA 92625 949-759-8100 fax 949-642-3344	Vendor		28,119.00
MICO 558 Birch St. Bldg. 3 Lake Elsinore, CA 92530-2715	philc@inland.net MICO 558 Birch St. Bldg. 3 Lake Elsinore, CA 92530-2715 951-674-9149 fax 951-674-7410	Vendor		16,605.10
Monroe Automotive Equipment P O Box 99584 Chicago, IL 60693	Jonathan Gruber Monroe Automotive Equipment P O Box 99584 Chicago, IL 60693 734-243-8475 fax734-243-8443	Vendor		21,104.59

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>
S & R Metals, Inc. 2070 Randolph Street Huntington Park, CA 90255	Larry Hulsey S & R Metals, Inc. 2070 Randolph Street Huntington Park, CA 90255 323-583-8904 fax 323-583-0906	Vendor		68,370.60
S G S Supply 214 S Bradford Avenue Placentia, CA 92870	Dave Smith S G S Supply 214 S Bradford Avenue Placentia, CA 92870 714-290-8624 Fax 714-993-4746	Vendor		16,706.69
Source Interlink Enthusiast Media P O Box 933852 Atlanta, GA 31193-3852	Larry Wilson Source Interlink Enthusiast Media P O Box 933852 Atlanta, GA 31193-3852 717-540-6623 fax 717-671-4348	Vendor		67,729.84
Warren Packaging LA Dept 22280 Pasadena, CA 91185	Ed Fuentes Warren Packaging LA Dept 22280 Pasadena, CA 91185 805-987-8577 fax 909-986-1247	Vendor		34,300.81

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

I, the CEO 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 **March 9, 2009**Signature **/s/ David J. Winner**

David J. Winner
CEO

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
Central District of California**

In re **Fabtech Industries Inc.** ,
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
Brent Riley 4331 Eucalyptus Avenue Chino, CA 91710		10%	
David J. Winner 4331 Eucalyptus Avenue Chino, CA 91710		90%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO 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 **March 9, 2009**

Signature **/s/ David J. Winner**

David J. Winner
CEO

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.

STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

none

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

none

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

none

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

none

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at _____, California.

/s/ David J. Winner

David J. Winner

Debtor

Dated March 9, 2009

Joint Debtor

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

**United States Bankruptcy Court
Central District of California**

In re **Fabtech Industries Inc.**,
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	0.00		
B - Personal Property	Yes	8	7,333,685.74		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	8		5,717,124.27	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		39,472.96	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	33		3,700,071.15	
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		55			
Total Assets			7,333,685.74		
Total Liabilities				9,456,668.38	

**United States Bankruptcy Court
Central District of California**

In re **Fabtech Industries Inc.**,
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 Fabtech Industries Inc.
 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
none		-	0.00	0.00

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Fabtech Industries Inc.
Debtor

Case No. _____

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 petitioner 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		Petty cash fund as of 12/31/08 Location: 4331 Eucalyptus Avenue, Chino CA	-	111.30
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 the West Checking Account XXXXX2423 3021 Yorba Linda Blvd Fullerton CA 92831	-	17,707.46
		PFF Bank and Trust Checking Account XXXXX6185 12801 Central Avenue, Chino CA 91710	-	34,647.20
		Bank of the West Checking Account XXXXX2415 3022 Yorba Linda Blvd., Fullerton CA 92831	-	381.52
		Bank of the West Check Account XXXXX8032 3023 Yorba Linda Blvd., Fullerton CA 92831	-	892.79
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security Deposit (Former Landlord) Pro Logis 2817 E Cedar Street, Suite 200 Ontario CA	-	36,000.00
		Security Deposit with State Board of Equalization Location: 4331 Eucalyptus Avenue, Chino CA	-	1,000.00
		Security Deposit Triple A Freight 1350 E Lexington Avenue #100 Pomona CA	-	24,057.00
		Security Deposit (Current Landlord) Eucalyptus Properties LP 34331 Eucalyptus Avenue, Chino CA	-	55,821.69
4. Household goods and furnishings, including audio, video, and computer equipment.	X			

Sub-Total > **170,618.96**
(Total of this page)

7 continuation sheets attached to the Schedule of Personal Property

In re Fabtech Industries Inc.
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
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.		Miscellaneous posters and artwork Location: 4331 Eucalyptus Avenue, Chino CA	-	500.00
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			
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.		401(k) Employee Profit Sharing Plan Transamerica Retirement Services Contract 997441 1150 South Olive Street, T-8-05 Los Angeles, CA 90015-2211	-	0.00
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.		Accounts Receivable Dec 2008 Face value 12/22/08 \$1,204,776.00 Value adjusted to reflect insolvent accounts and uncollectible debts Location: 4331 Eucalyptus Avenue, Chino CA	-	795,876.00
			Sub-Total >	796,376.00
			(Total of this page)	

Sheet 1 of 7 continuation sheets attached to the Schedule of Personal Property

In re Fabtech Industries Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON 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
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.		IRS Prepaid Tax Refund, available after Jan 1, 2009	-	93,506.00
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			
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.		Judgment against World Classic Furniture LLC. Former tenant, location unknown Debtor has additional claims against World Classic Furniture LLC, but believes that claims are not collectable.	-	25,820.00
22. Patents, copyrights, and other intellectual property. Give particulars.		Federal Trademark for FABTECH, Registration T-40772 Expires August 20, 2012 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		Federal Trademark for Dirt Logic, Registration 3107263 Expires June 20, 2006 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		Floating Spring Divider for a Shock Absorber in Automobile: Patent App No 11/591,439 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		Truck Radius Arm Patent Application 29/216,137 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		EPA License # CAL000265428 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.		Department of Transportation License #1024687 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown

Sub-Total > **119,326.00**
(Total of this page)

Sheet 2 of 7 continuation sheets attached
to the Schedule of Personal Property

In re **Fabtech Industries Inc.**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON 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
		City of Chino License 27500 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		State of California License C1780194 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		State of Washington License 602-669-758 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
		State Board License SREH99935516 Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
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.		Customer List (Customers are those businesses which sell the debtor's products to the end user) Location: 4331 Eucalyptus Avenue, Chino CA	-	Unknown
25. Automobiles, trucks, trailers, and other vehicles and accessories.		1997 Isuzu Box Truck 1.5 Ton Van No lienholder Location: 4331 Eucalyptus Avenue, Chino CA	-	8,000.00
		2000 Kentucky Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	70,000.00
		2001 Mack Tractor Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	50,000.00
		2002 Mighty Mover Trailer Location: 4331 Eucalyptus Avenue, Chino CA No Lienholder	-	700.00
		1993 Jeep Cherokee Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	10,000.00
		1995 Road Systems Storage Trailer Location: 4331 Eucalyptus Avenue, Chino CA No Lienholder	-	590.00
		2004 Haulmark Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	12,000.00
		Sub-Total >		151,290.00
		(Total of this page)		

Sheet 3 of 7 continuation sheets attached
to the Schedule of Personal Property

In re Fabtech Industries Inc.

Case No. _____

Debtor

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
		2004 Jeep Wrangler Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	40,000.00
		2005 Ford F250 Superduty Crew Cab Pickup Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Ford Motor Co.	-	35,000.00
		1998 Mack Tractor Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	20,000.00
		2005 Four Winds Intl Fun Mover, Motor Home Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	78,758.00
		2005 Chevy C2500 Silverado Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	27,000.00
		2005 Ford Super Duty SRW Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	75,000.00
		2005 Ford Truck Ranger Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	10,000.00
		2006 Haulmark Edge Race Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	12,000.00
		2007 Chevy Tahoe Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	32,000.00
		2006 Nissan Frontier Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	23,000.00
		2006 Dodge 1500 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	24,000.00
		2007 Jeep Wrangler Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	40,000.00
			Sub-Total >	416,758.00
			(Total of this page)	

Sheet 4 of 7 continuation sheets attached
to the Schedule of Personal Property

In re Fabtech Industries Inc.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	NONE	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
		2004 Dodge 2500 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	21,000.00
		2007 Chevy Silverado Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West	-	28,000.00
		2007 Chevy Silverado Location: 4331 Eucalyptus Avenue, Chino CA Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: GMAC	-	41,000.00
		2008 Ford F350 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	50,000.00
		2008 Ford F250 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Ford Motor Co.	-	42,000.00
		2007 Toyota Tundra 4X4 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	35,000.00
		2007 Dodge Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	26,000.00
		1999 Ford F150 Location: 4331 Eucalyptus Avenue, Chino CA No Lienholder	-	6,000.00
		2006 Rhino Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	9,500.00
		2007 Off Road Trophy Car Location: 4331 Eucalyptus Avenue, Chino CA No Lienholder	-	6,000.00
		2008 Off Road Razor Polaris Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP	-	7,500.00

- 26. Boats, motors, and accessories. **X**
- 27. Aircraft and accessories. **X**

Sub-Total > **272,000.00**
 (Total of this page)

Sheet 5 of 7 continuation sheets attached to the Schedule of Personal Property

In re Fabtech Industries Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON NE	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
28. Office equipment, furnishings, and supplies.		Large desks, small desks, counters, swivel chairs, side chairs, hutchs, vertical files, horizontal files, cabinets, dry erase boards, phone system, bookshelves, bookcases, copy machines, fax machines, cameras, studio lighting, television, computers, printers, scanners, monitors, speakers, conference room table and chairs, coffee machines, projection equipment, drawing boards, drafting tables, awards, pictures, trophy cases, books, reference material and general office supplies. Liquidation value based on 10/31/08 balance sheet with adjustment to 10% of estimated value. Location: 4331 Eucalyptus Avenue, Chino CA	-	62,800.00
29. Machinery, fixtures, equipment, and supplies used in business.		A variety of adapters, baskets, benches, benders, broaches, booths, breaker shears, cabinets, chests, clamps, compactors, containers, coolers, curtains, cutters, ductwork, dust collectors, engravers, extinguishers, fans, feeders, grinders, hand tools, hand trucks, hangers, hoses, housings, jacks, ladders, lasers, lathes, lighting equipment, load beams, Machining Centers, markers, measurers, mills, notchers, pallet trucks, pallets, platforms, polishers, presses, printers, racks, radios, riviters, rollers, sandblasters, saws, shades, shears, strappers, tappers, test equipment, tool boxes, tools sets, vacuums, vises, spindles, welders, welding equipment, wrappers. Location: 4331 Eucalyptus Avenue, Chino CA	-	3,442,490.00
		Warehouse Racks, Scale & Office Cubicals Location: 4331 Eucalyptus Avenue, Chino CA	-	12,000.00
		Trash Compactor Location: 4331 Eucalyptus Avenue, Chino CA	-	9,000.00
		Press Break Location: 4331 Eucalyptus Avenue, Chino CA	-	46,000.00
		Lincoln Robotic Welder Location: 4331 Eucalyptus Avenue, Chino CA	-	62,000.00
		Amada Saw Location: 4331 Eucalyptus Avenue, Chino CA	-	60,000.00
		Trade Booth, Bar Loader Location: 4331 Eucalyptus Avenue, Chino CA	-	38,400.00
		Warehouse Racks Location: 4331 Eucalyptus Avenue, Chino CA	-	50,000.00
		Sub-Total >		3,782,690.00
		(Total of this page)		

Sheet 6 of 7 continuation sheets attached
to the Schedule of Personal Property

In re Fabtech Industries Inc.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	NON 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
		Computer System Location: 4331 Eucalyptus Avenue, Chino CA	-	3,000.00
		YCI CNC Machine Location: 4331 Eucalyptus Avenue, Chino CA	-	52,000.00
		Tools Location: 4331 Eucalyptus Avenue, Chino CA	-	3,500.00
30. Inventory.		Raw Material Inventory Dec 22, 2008 Location: 4331 Eucalyptus Avenue, Chino CA	-	673,317.00
		Component Parts Inventory, Dec 22, 2008 Location: 4331 Eucalyptus Avenue, Chino CA	-	148,229.00
		Finished Goods Inventory Dec 22, 2008 Location: 4331 Eucalyptus Avenue, Chino CA	-	381,220.00
		Finished Goods Purchased Dec 22, 2008 Location: 4331 Eucalyptus Avenue, Chino CA	-	100,808.00
		Work in Progress Dec 2008 Debtor believes WIP inventory has no realizable value. Location: 4331 Eucalyptus Avenue, Chino CA	-	1.00
		Returned Goods from Distributors Dec 2008 Liquidation value Location: 4331 Eucalyptus Avenue, Chino CA	-	81,780.00
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.		Tooling and product patterns 9/30/08 Balance sheet Location: 4331 Eucalyptus Avenue, Chino CA	-	180,771.78

Sub-Total >	1,624,626.78
(Total of this page)	
Total >	7,333,685.74

Sheet 7 of 7 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re **Fabtech Industries Inc.**

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. XXXXXX69-5 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831		-						
			2004 Lien 2005 Four Winds Intl Fun Mover, Motor Home Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				10,879.00	0.00
			Value \$ 78,758.00					
Account No. XXXXXX61-2 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831		-						
			2004 Lien 2005 Chevy C2500 Silverado Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				3,108.10	0.00
			Value \$ 27,000.00					
Account No. XXXXXX76-0 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831		-						
			Nov 2005 Lien 2005 Ford Truck Ranger Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				6,167.00	0.00
			Value \$ 10,000.00					
Account No. XXXXXX76-0 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831		-						
			2004 Lien 2006 Haulmark Edge Race Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				3,691.00	0.00
			Value \$ 12,000.00					
Subtotal								
(Total of this page)							23,845.10	0.00

7 continuation sheets attached

In re Fabtech Industries Inc.
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. XXXXXX81-8 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		2005 Lien 2006 Nissan Frontier Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				10,282.36	0.00
		Value \$ 23,000.00					
Account No. XXXXXX80-2 Bank of the West 15165 Ventura Blvd Sherman Oaks, CA 91403	-						
		2005 Lien 2006 Dodge 1500 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				12,538.00	0.00
		Value \$ 24,000.00					
Account No. XXXXX86-9 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		2006 Lien 2007 Jeep Wrangler Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				13,701.26	0.00
		Value \$ 40,000.00					
Account No. XXXXXX88-5 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		2006 Lien 2007 Chevy Silverado Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West				18,784.62	0.00
		Value \$ 28,000.00					
Account No. 3-4 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	X -						
		Line of Credit Blanket Lien					
		Value \$ 5,000,000.00				4,832,615.75	0.00
Subtotal						4,887,921.99	0.00
(Total of this page)							

Sheet 1 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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.							
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		Various loans					
		Various loans for personal property, non-specific					
		Value \$ 55,241.00				55,241.00	0.00
Account No.							
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		lien					
		2006 Haulmark Trailer & Various Equipment Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Bank of the West					
		Value \$ 78,000.00				77,579.27	0.00
Account No. -89							
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		11/21/06					
		Purchase lien					
		Trash Compactor Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 9,000.00				7,969.79	0.00
Account No. -91							
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		2-21-07					
		Purchase lien					
		Press Break Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 46,000.00				26,224.23	0.00
Account No. -87							
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		10-5-06					
		Purchase lien					
		Lincoln Robotic Welder Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 62,000.00				51,218.45	0.00
Subtotal						218,232.74	0.00
(Total of this page)							

Sheet 2 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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. -55 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		Warehouse Racks, Scale & Office Cubicals Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 12,000.00				9,906.17	0.00
Account No. -56 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		12/24/04 Purchase Lien Amada Saw Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 60,000.00				7,864.44	0.00
Account No. -54 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		11-30-04 Purchase Lien Trade Booth, Bar Loader Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 38,400.00				8,731.27	0.00
Account No. -81 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		3/23/06 Purchase Lien Warehouse Racks Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 50,000.00				49,104.19	0.00
Account No. -71 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-						
		4/18/05 Purchase Lien Computer System Location: 4331 Eucalyptus Avenue, Chino CA					
		Value \$ 3,000.00				2,248.21	0.00
Subtotal (Total of this page)						77,854.28	0.00

Sheet 3 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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. -75 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-	8/15/05	Purchase Lien YCI CNC Machine Location: 4331 Eucalyptus Avenue, Chino CA				18,228.33	0.00
		Value \$	52,000.00					
Account No. -67 Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	-	3/10/05	Purchase Tools Location: 4331 Eucalyptus Avenue, Chino CA				1,584.83	0.00
		Value \$	3,500.00					
Account No. F51202 Ford Motor Company 21175 Oakwood Blvd Dearborn, MI 48124	-	2004 Lien 2005 Ford F250 Superduty Crew Cab Pickup Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Ford Motor Co.					5,539.00	0.00
		Value \$	35,000.00					
Account No. F80063 Ford Motor Company 21175 Oakwood Blvd Dearborn, MI 48124	-	2007 Lien 2008 Ford F250 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Ford Motor Co.					25,426.00	0.00
		Value \$	42,000.00					
Account No. 270342 GMAC P O Box 78234 Phoenix, AZ 85062-8234	-	2006 Lien 2007 Chevy Silverado Location: 4331 Eucalyptus Avenue, Chino CA Location: 4331 Eucalyptus Avenue, Chino CALienholder: GMAC					20,492.00	0.00
		Value \$	41,000.00					
Subtotal							71,270.16	0.00
(Total of this page)								

Sheet 4 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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.		2007						
Whitestar Properties LLC 4331 Eucalyptus Ave Chino, CA 91710	-	Lien 2007 Chevy Tahoe Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP						
		Value \$	32,000.00				32,000.00	0.00
Account No.		2007						
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-	Lien 2000 Kentucky Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP						
		Value \$	70,000.00				70,000.00	0.00
Account No.		2007						
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-	Lien 2001 Mack Tractor Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP						
		Value \$	50,000.00				50,000.00	0.00
Account No.		2007						
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-	Lien 1993 Jeep Cherokee Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP						
		Value \$	10,000.00				10,000.00	0.00
Account No.		2007						
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-	Lien 2004 Haulmark Trailer Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP						
		Value \$	12,000.00				12,000.00	0.00
Subtotal							174,000.00	0.00
(Total of this page)								

Sheet 5 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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.							
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-						
		2007 Lien 2004 Jeep Wrangler Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP					
		Value \$ 40,000.00				40,000.00	0.00
Account No.							
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-						
		2004 Lien 2005 Ford Super Duty SRW Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP					
		Value \$ 75,000.00				75,000.00	0.00
Account No.							
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-						
		2003 Lien 2004 Dodge 2500 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP					
		Value \$ 21,000.00				21,000.00	0.00
Account No.							
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-						
		2006 Lien 2008 Ford F350 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP					
		Value \$ 50,000.00				50,000.00	0.00
Account No.							
Whitestar Properties LLC 4331 Eucalyptus Avenue Chino, CA	-						
		2006 Lien 2007 Toyota Tundra 4X4 Location: 4331 Eucalyptus Avenue, Chino CA Lienholder: Whitestar Properties LP					
		Value \$ 35,000.00				35,000.00	0.00
Subtotal						221,000.00	0.00
(Total of this page)							

Sheet **6** of **7** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Fabtech Industries Inc.
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 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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H	W					
Account No.								
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-							
		2006						
		Lien						
		2007 Dodge						
		Location: 4331 Eucalyptus Avenue, Chino CA						
		Lienholder: Whitestar Properties LP						
		Value \$					26,000.00	0.00
Account No.								
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-							
		2005						
		Lien						
		2006 Rhino						
		Location: 4331 Eucalyptus Avenue, Chino CA						
		Lienholder: Whitestar Properties LP						
		Value \$					9,500.00	0.00
Account No.								
Whitestar Properties LLC 329 Copa De Oro Brea, CA 92823	-							
		2007						
		Lien						
		2008 Off Road Razor Polaris						
		Location: 4331 Eucalyptus Avenue, Chino CA						
		Lienholder: Whitestar Properties LP						
		Value \$					7,500.00	0.00
Account No.								
		Value \$						
Account No.								
		Value \$						
Subtotal (Total of this page)							43,000.00	0.00
Total (Report on Summary of Schedules)							5,717,124.27	0.00

Sheet 7 of 7 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal
(Total of this page)
Total
(Report on Summary of Schedules)

43,000.00	0.00
5,717,124.27	0.00

In re Fabtech Industries Inc.

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 \$10,950* 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 \$5,400* 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 \$2,425* 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).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

2 continuation sheets attached

In re Fabtech Industries Inc.
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 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. California Franchise Tax Board PO Box 942857 Sacramento, CA 94257-0540	-		Notice Only				0.00	0.00	
Account No. Dick Larsen Treasurer Tax Collector 172 W 3rd Street San Bernardino, CA 92415-0360	-		Jul 2008 Property Taxes				35,569.62	0.00	
Account No. xxxxxx495 8 Dick Larsen Treasurer Tax Collector 172 W Third Street San Bernardino, CA 92415	-		July 2008 Property Taxes				703.97	703.97	
Account No. E D D P O Box 826805 Sacramento, CA 94205-0001	-		Notice Only				Unknown	0.00	
Account No. IRS - LA & SFV Ch 7,11,13 Noticing Insolvency Stop 5022 300 N Los Angeles St, Room 4062 Los Angeles, CA 90012-9903	-		Notice Only				0.00	0.00	
Subtotal							36,273.59	35,569.62	703.97
(Total of this page)							36,273.59	35,569.62	703.97

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Fabtech Industries Inc.
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	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.								
State Board of Equalization P.O. Box 942879 Sacramento, CA 94279								
			Dec 2008					
			Sales Tax					
							3,199.37	
							3,199.37	0.00
Account No.								
Account No.								
Account No.								
Account No.								

Sheet 2 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

3,199.37	3,199.37	0.00
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Total
(Report on Summary of Schedules)

39,472.96	38,768.99	703.97
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In re **Fabtech Industries Inc.**
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.)	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
Account No. ACRA ACRA Machining 1620 South Carlos Avenue Unit H Ontario, CA 91761	-						4,991.13
Account No. 4133119 Advanstar Communications Inc. P O Box 64584 Saint Paul, MN 55164-0584	-						13,163.10
Account No. ARC AEP 125 Phillips Avenue South Hackensack, NJ 07606	-						7,296.64
Account No. All4 Alliance Plastics Express File 57204 Los Angeles, CA 90074-7204	-						190.94
Subtotal (Total of this page)							25,641.81

32 continuation sheets attached

In re Fabtech Industries Inc.,
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. 1128 ARC Fastener Supply 8715 Boston Place Rancho Cucamonga, CA 91730		-	2008-2009 Vendor			17,725.39
Account No. 060100 0001 Arvin Meritor P O Box 70276 Chicago, IL 60673-0276		-	Jul-Oct 2008 Vendor			3,763.00
Account No. 2065 Aurora Bearing Company 901 Aucutt Road Montgomery, IL 60538-1338		-	Apr-May 2008 Vendor			8,552.36
Account No. Austin Intl Manufacturing Inc. 409 N. Figueroa Street Wilmington, CA 90744		-	Jun-Jul 2008 Vendor			5,400.00
Account No. 0004 Auto Max 2695 Dow Avenue Tustin, CA 92780		-	Jun-Sep 2008 Vendor			27,672.92
Sheet no. <u>1</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	63,113.67

In re Fabtech Industries Inc.,
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. FAB 1500 B & M Machine Inc. 8439 Cherry Avenue Fontana, CA 92335		-	2008-2009 Vendor			145.00
Account No. 2099 B & W Industrial Sales Co Inc. 1065 Hailton Road Duarte, CA 91010		-	Oct 2008 Vendor			874.98
Account No. 86138 BB's Auto Sales & Arnold J Trahan Dalton & Associates Richard C. Dalton 111 Park West Drive Scott, LA 70583		-	2005 Lawsuit		X	Unknown
Account No. Fabtech Bell Foundry Company 5310 Southern Avenue South Gate, CA 90280-1070		-	Oct 2008 Vendor			210,480.15
Account No. Best Way Metal Stamping Inc 14943 Desman Road La Mirada, CA 90638		-	Jun-Jul 2008 Vendor			1,269.00
Sheet no. <u>2</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	212,769.13

In re Fabtech Industries Inc.
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 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. 4580 Betts Spring Company, Inc. File 50413 Los Angeles, CA 90074-0413	-		Jul-Sep 2008 Vendor			8,572.80	
Account No. 7263 Black Oxide Industries Inc 1745 Orangethorpe Park Anaheim, CA 92801	-		Aug 2008 Vendor			157.50	
Account No. 3175 Boatman Marking Inc. 2553 Lee Avenue South El Monte, CA 91733	-		Jul 2008 Vendor			609.44	
Account No. 112268 Bokers Inc 3104 Snelling Minneapolis, MN 55406	-		Sep-Oct 2008 Vendor			9,564.90	
Account No. Brother Mezas Pallet P O Box 310506 Fontana, CA 92331	-		Apr 2008 Vendor			375.00	
Sheet no. <u>3</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	19,279.64

In re Fabtech Industries Inc.,
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. Bullet Freight Systems P O Box 25449 Anaheim, CA 92825-5449			Jun-Sep 2008 Vendor				16,211.86	
Account No. 203294 Chem Arrow Corp Intl 13643 Live Oak Lane Irwindale, CA 91706			Sep 2008 Vendor				2,033.75	
Account No. 25729 Coast Driveline & Gear 2457 Palma Drive Ventura, CA 93003			Jun-Aug 2008 Vendor				2,687.81	
Account No. 1067667 Cole International Inc 201, 17637 1st Avenue Surry BC V3S 9S1			Jun 2008 Vendor				485.31	
Account No. 720 Computer Solutions 507 S Myrtle Avenue Monrovia, CA 91016-2006			May-Sep 2008 Vendor				4,200.00	
Sheet no. <u>4</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	25,618.73

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Con-Way Freight Inc P O Box 5160 Portland, OR 97208-5160		-	Aug-Sep 2008 Vendor			3,204.19	
Account No. 13174161 Corporate Express Inc P O Box 95708 Chicago, IL 60694-5708		-	Apr-Oct 2008 Vendor			4,610.04	
Account No. 126-3079 Coverall North America, Inc P O Box 802825 Chicago, IL 60680-2825		-	Nov 2008 Vendor			1,400.00	
Account No. 13056 Creel Printing 6330 W Sunset Blvd. Las Vegas, NV 89118		-	Mar 2008 Vendor			54,998.00	
Account No. Crest Coating 1361 S Allec St Anaheim, CA 92805		-	Aug-Oct 2007 Vendor			4,730.85	
Sheet no. <u>5</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	68,943.08

In re Fabtech Industries Inc.,
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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No. Crowley Logistics Inc 135 N First Street Pulaski, TN 38478			Sep 2008 Vendor				1,245.59	
Account No. Crown Performance Inc 2440 LaMirada Drive Vista, CA 92081			May 2008 Vendor				5,610.00	
Account No. Custom Sweeping & Landscape Service P O Box 752 Baldwin Park, CA 91706			Jun-Sep 2008 Vendor				880.00	
Account No. Cutting Edge Systems 2950 Airway Avenue Unit D-1 Costa Mesa, CA 92626			Jul 2008 Vendor				120.68	
Account No. 42838 Cutting Edge Tool Supply Inc 1120 B Elkton Drive Colorado Springs, CO 80907			May-Jul 2008 Vendor				3,713.81	
Sheet no. <u>6</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	11,570.08

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. D G A Machine Shop Inc 5825 Ordway St. Riverside, CA 92504		-	Apr-Aug 2008 Vendor			13,853.89	
Account No. DEC Transport Inc. 7400 E Slauson Ave Los Angeles, CA 90040		-	Oct-Nov 2008 Vendor			1,170.70	
Account No. 62162 Dee Engineering Inc 3560 Cadillac Avenue Costa Mesa, CA 92626		-	Jul-Aug 2008 Vendor			4,175.50	
Account No. 241104-5-010 Dill Air Controls, LLC 75 Remittance Drive Suite 6413 Chicago, IL 60675-6413		-	May 2008 Vendor			3,644.50	
Account No. Direct Communications Inc 7177 Hickman Road, Unit 6 Des Moines, IA 50322		-	2008 Vendor			1,240.00	
Sheet no. <u>7</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	24,084.59

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. FAB002 Direct Connection Printing & Mailin 1968 Yeager Avenue La Verne, CA 91750-5832			2008 Vendor			905.25	
Account No. 1601 Don Steves Chevrolet 1001 E Whittier Blvd La Habra, CA 90631			Jun 2008 Vendor			472.66	
Account No. 103610 Duer Carolina Coil, Inc. P O Box 402826 Atlanta, GA 30384-2826			Sep 2007-Aug 2008 Vendor			38,029.70	
Account No. Dunham Metal Processing P O Box 3736 Orange, CA 92857			Aug 2008 Vendor			1,174.00	
Account No. Dusty Times 20761 Plummer Street Chatsworth, CA 91311			Jun-Sep 2008 Vendor			2,200.00	
Sheet no. 8 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	42,781.61

In re Fabtech Industries Inc.,
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. 12290 Eibach Springs 264 Mariah Circle Corona, CA 92879-1751		-	Jun-Jul 2008 Vendor				12,523.21	
Account No. FABTEC Electrolurgy 1121 Duryea Avenue Irvine, CA 92614-5519		-	May--Aug 2008 Vendor				23,319.60	
Account No. 88 Ellison Manufacturing Technologies Dept 0962 Los Angeles, CA 90088-0962		-	May-2008 Vendor				24,187.70	
Account No. 14E398612 Emedco Inc. 39209 Treasury Center Chicago, IL 60694-9200		-	2008 Vendor				463.67	
Account No. 1920 Energy Suspensions 1131 Via Callejon San Clemente, CA 92673		-	May-Jul 2008 Vendor				4,348.50	
Sheet no. <u>9</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	64,842.68

In re Fabtech Industries Inc.
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Rent Eucalyptus Properties 4331 Eucalyptus Avenue Chino, CA 91710	-		Feb 2009 Landlord			1,153,775.00	
Account No. 17945 Exact Software 1136 Paysphere Circle Chicago, IL 60674	-		Sep 2008 Vendor			12,707.18	
Account No. 78513 FANUC Robotics America, Inc. 3900 West Hamlin Road Rochester, MI 48309-3253	-		Sep 2008 Vendor			1,500.00	
Account No. CIVRS812064 Sheldon J. Fleming 2030 Main Street Suite 1300 Irvine, CA 92614	-		Dec 2008 Notice Only, Collection for Prologis			0.00	
Account No. C00649 Foote Axle 3954 Whiteside Street Los Angeles, CA 90063	-		May-Jun 2008 Vendor			9,671.89	
Sheet no. <u>10</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	1,177,654.07

In re Fabtech Industries Inc.,
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. Forecast Product Develop,ent 2221 E. Rutherford Road Carlsbad, CA 92008			Aug 2008 Vendor			1,300.00
Account No. Frontline Carrier Systems 10205 Painter Avenue Santa Fe Springs, CA 90670			Oct-Nov 2008 Vendor			6,149.45
Account No. Fundamental Industries, LLC 7891 SVL Box Victorville, CA 92395			Jul-Sep 2008 Vender			18,094.61
Account No. FABTEC Garian Graphix Printing Center 12540 E Slauson Avenue, Unit E Santa Fe Springs, CA 90670			Jul 2008 Vendor			340.43
Account No. 9900 Goodridge USA Inc 529 Van Ness Avenue Torrance, CA 90501			May-Jul 2008 Vendor			3,161.10
Sheet no. <u>11</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	29,045.59

In re Fabtech Industries Inc.,
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			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.	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	
Account No. 25654 Grainger Dept 860605831 Palatine, IL 60038-0001	-		May-Sep 2008 Vendor					6,087.31
Account No. 10698 Hawkeye Equipment Rentals P O Box 1298 Rancho Cucamonga, CA 91729-1298	-		Jun 2008 Vendor					771.09
Account No. Holiday Motorsports Awnings Inc. 1600 W Acoma Blvd #56 Lake Havasu City, AZ 86403	-		May 2008 Vendor					13,312.00
Account No. Hollywood Delivery Service Inc 2828 S Willow Avenue Bloomington, CA 92316-3261	-		Jun 2008 Vendor					204.60
Account No. Rick Huseman 1511 Heather Lane Riverside, CA 92504	-		Aug-Sep 2008 Sponsorship					20,000.00
Sheet no. <u>12</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	40,375.00

In re Fabtech Industries Inc.,
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. 103611 ID Industries Inc 2755 E Philadelphia Street Ontario, CA 91761		-	Sep 2008 Vendor			1,243.91
Account No. 1208645, 1454953 Ikon Financial Services P O Box 650073 Dallas, TX 75265-0073		-	Aug-Sep 2008 Vendor			8,433.79
Account No. 7867 Industrial Metal Supply 2072 Alton Parkway Irvine, CA 92606		-	Oct 2008 Vendor			9,197.53
Account No. Industrias Sandoval De Occidente De C V Juarez #28 Toluquilla Tlaquepaque Jalisco MX 45610		-	Jul 2008 Vendor			39,384.39
Account No. Inland Powder Coating Corp P O Box 3427 Ontario, CA 91761		-	Dec 2007-Jan 2008 Vendor			2,009.66
Sheet no. <u>13</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						60,269.28
						Subtotal (Total of this page)

In re Fabtech Industries Inc.,
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			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.	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
Account No. 2556595 J & L Industrial Supply P O Box 382070 Pittsburgh, PA 15250-8070	-		Jun 2008 Vendor				859.22
Account No. J E Reel Drive Shaft Specialists 448 South Reservoir Pomona, CA 91766	-		Jul-Sep 2008 Vendor				8,745.93
Account No. Jan Pro Commercial Cleaning Systems 8130 Baymeadows Circle West Suite 306 Jacksonville, FL 32256-1837	-		Jun-Jul 2008 Vendor				2,657.14
Account No. 01 1 3842 0021 Janel Group of Los Angeles, Inc. 460A S. Hindry Ave. Inglewood, CA 90301	-		Aug-Sep 2008 Vendor				710.40
Account No. Jeff Huseman 2875 Antares Drive Riverside, CA 92503	-		2008 Vendor				1,250.00
Sheet no. <u>14</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)		14,222.69

In re Fabtech Industries Inc.
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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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	
Account No. 135565 Earle M.Jorgensen Co. P O Box 79017 City Of Industry, CA 91716-9017	-		Jul-Sep 2008 Vendor				7,907.39	
Account No. K & S Window Washing P O Box 28434 Anaheim, CA 92809	-		May-Jul 2008 Vendor				2,636.00	
Account No. BC406317 Kathleen C. Jaffries Scopelitis, Garvin Light et al 2 North Lake Avenue, Suite 460 Pasadena, CA 91101	-		Dec 2008 Notice Only, collection for Bullet Freight				0.00	
Account No. Laser Tech Inc 4675 Vinita Court Chino, CA 91710	-		Jun 2008 Vendor				600.00	
Account No. Su08CV1226-9 David and Barabara Leddon Pop McGlamry Kilpatrick, et al P O Box 2128 Columbus, GA 31902-2128	-		2008 Lawsuit pending			X	Unknown	
Sheet no. <u>15</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	11,143.39

In re Fabtech Industries Inc.
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. 2787 Lodi Iron Works, Inc. P O Box 1150 Lodi, CA 95241		-	Apr 2008 Vendor				7,728.88	
Account No. 2630 Maas Hansen Steel Corporation 2435 E 37th St. Vernon, CA 90058		-	Aug 2008 Vendor				8,580.00	
Account No. 10105 Mabry Castings, Ltd. P O Box 201555 Dallas, TX 75320		-	Apr-Jul 2008 Vendor				50,823.53	
Account No. Mark A McNally P O Box 616 La Habra, CA 90631		-	Aug- Sep 2008 Vendor				5,070.00	
Account No. 452491 Marmon Keystone Corporation File 96657 Los Angeles, CA 90074-6657		-	May-Jun 2008 Vendor				28,313.62	
Sheet no. <u>16</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	100,516.03

In re Fabtech Industries Inc.,
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. Max Parker & Assoc 23940 Madison Street Torrance, CA 90505			Aug-Sep 2008 Vendor				9,163.73	
Account No. McFadden Dale Hardware 2925 E La Palma Avenue Anaheim, CA 92806			Jul 2008 Vendor				322.44	
Account No. 96131300 McMaster Carr Supply Co P O Box 7690 Chicago, IL 60680-7690			Aug Sep 2008 Vendor				1,023.91	
Account No. Medlin & Son Engineering Services 12484 Whittier Blvd Whittier, CA 90602			Apr-May 2008 Vendor				12,133.44	
Account No. Merit Trucking Co 1220 Pioneer Street Suite A Brea, CA 92821-3711			Sep-Oct 2008 Vendor				6,637.95	
Sheet no. <u>17</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	29,281.47

In re Fabtech Industries Inc.,
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. Metalz International P O Box 146 Corona Del Mar, CA 92625	-		Jul-Aug 2008 Vendor				28,119.00	
Account No. MICO 558 Birch St. Bldg. 3 Lake Elsinore, CA 92530-2715	-		May-Aug 2008 Vendor				16,605.10	
Account No. wb f0608 Mid West Fabricating Co P O Box 218 Amanda, OH 43102	-		Sep 2008 Vendor				5,312.19	
Account No. LAO 0873355 Jose Molina c/o Kathaleen E Miller Dietz, Gilmor and Associates 818 N Mountain Ave, Suite 211 Upland, CA 91786	-		2006 Lawsuit pending			X	Unknown	
Account No. CC08-49 Juan J and Irma Molina c/o Michael F. O'Connor P O Box 592 Bryan, TX 77806	-		Aug 2008 Lawsuit pending			X	Unknown	
Sheet no. <u>18</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	50,036.29

In re Fabtech Industries Inc.,
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. 9502879 Monroe Automotive Equipment P O Box 99584 Chicago, IL 60693						21,104.59
Account No. mcmw 541841 Monster, Inc. File 70104 Los Angeles, CA 90074-0104						2,650.00
Account No. National Poly Film/ Flex Mate 1855 E 29th St #E Signal Hill, CA 90755						422.53
Account No. Neway Packaging Corp 1973 E Via Arado Rancho Dominguez, CA 90220-6102						1,331.10
Account No. Newport Printing Solutions 250 W First St. Suite 202 Claremont, CA 91711						4,351.86
Subtotal (Total of this page)						29,860.08
Sheet no. <u>19</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						

In re Fabtech Industries Inc.,
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 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. Ntense Tees 1042 North Mountain Avenue, #336 Upland, CA 91786			Jun 2008 Vendor				1,274.40	
Account No. Oakline Transportation LLC 2385 Buena Vista Street Irwindale, CA 91010			Oct 2008 Vendor				2,225.00	
Account No. 639245 Office Max P O Box 79515 City Of Industry, CA 91716			Nov-Dec 2008 Vendor				1,273.25	
Account No. 131356 OnTrac Department 1664 Los Angeles, CA 90084-1664			Jun-Sep 2008 Vendor				5,537.63	
Account No. ORBA 1701 Westwind Drive, #216 Bakersfield, CA 93301			Jul-Oct 2008 Vendor				2,500.00	
Sheet no. <u>20</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	12,810.28

In re Fabtech Industries Inc.,
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. d 8022568 Orkin, Inc 465 Borrego Ct. Unit A San Dimas, CA 91773-2904		-	Jun-Sep 2008 Vendor				1,027.20	
Account No. Fabmo Pacific Toll Processing Inc 24724 S Wilmington Carson, CA 90745		-	Jan 2009 Vendor				9,547.85	
Account No. PacWest Scale 21326 Arrow Hwy Covina, CA 91724		-	Jun-Sep 2008 Vendor				562.74	
Account No. Paramount Imports 7457 Harwin Drive, Suite 364 Houston, TX 77036		-	May-Sep 2008 Vendor				14,644.50	
Account No. Paramount Innovative Mfg. 6450 E Bandini Blvd. Los Angeles, CA 90040		-	Jul 2008 Vendor				250.00	
Sheet no. <u>21</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	26,032.29

In re Fabtech Industries Inc.,
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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Performance Warehouse Assoc 41 701 Corporate Way #1 Palm Desert, CA 92260	-		Dec 2008 Vendor				400.00
Account No. Praxair 245 Praxair Distribution Inc Dept LA 21511 Pasadena, CA 91185-1511	-		Aug-Oct 2008 Vendor				685.00
Account No. Primedia 13266 Collection Center Drive Chicago, IL 60693	-		Sep 2008 Vendor				3,047.25
Account No. Prologis California I LLC File 56074 Los Angeles, CA 90074-6074	-		Oct 2008 Lawsuit			X	Unknown
Account No. 21192-01 Prudential Overall Supply P O Box 11210 Santa Ana, CA 92711	-		Jul-Dec 2008 Vendor				8,432.68
Sheet no. <u>22</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	12,564.93

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Quik X Transportation 1660 Dixie Highway Markham, IL 60428-4420	-		Oct 2008 Vendor			1,887.00	
Account No. R L Stephens Tool & Equipment Co 1717 N Raymond Avenue Anaheim, CA 92801-1114	-		April-Jul 2008 Vendor			4,683.67	
Account No. Randy Orlik Cox Castle & Nicholson 2049 Century Park E #2800 □ □ Los Angeles, CA 90067-3284	-		Notice Only, Counsel for Bank of the West			0.00	
Account No. Raymond Handling Solutions P O Box 3683 Santa Fe Springs, CA 90670-3258	-		May-Sep 2008 Vendor			2,588.07	
Account No. Respond Systems 599 4th Street San Fernando, CA 91340	-		Jul 2008 Vendor			394.48	
Sheet no. <u>23</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	9,553.22

In re Fabtech Industries Inc.,
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. Ring Master Inc. 240 6th Street NW Massillon, OH 44647			Oct 2008 Vendor			666.28
Account No. Rudell Carbide Inc. P O Box 456 Chino, CA 91708			Sep-Oct 2008 Vendor			313.10
Account No. 1222487 Rutland Tool & Supply Co Inc File 50612 Los Angeles, CA 90074-0612			Jun-Jul 2008 Vendor			369.23
Account No. 1052 S & D Industrial Tool Supply 685 S Manchester Anaheim, CA 92802			Oct 2008 Vendor			644.56
Account No. S & R Metals, Inc. 2070 Randolph Street Huntington Park, CA 90255			Apr-Aug 2008 Vendor			68,370.60
Sheet no. <u>24</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						70,363.77
Subtotal (Total of this page)						70,363.77

In re Fabtech Industries Inc.,
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. S C Steel Inc 1705 S Campus Avenue Ontario, CA 91761			Sep-Oct 2008 Vendor				565.00	
Account No. S G S Supply 214 S Bradford Avenue Placentia, CA 92870			Jun-Oct 2008 Vendor				16,706.69	
Account No. S L Fusco 1966 Via Arado Rancho Dominguez, CA 90020			2008 Vendor				306.54	
Account No. Safety Kleen P O Box 7170 Pasadena, CA 91109-7170			Jun-Oct 2008 Vendor				5,221.04	
Account No. Saw Service of America, Inc. 8210 Industry Avenue Pico Rivera, CA 90660-4828			Jul-Aug 2008 Vendor				859.76	
Sheet no. <u>25</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	23,659.03

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Sealed Air P O Box 60000 File 74090 San Francisco, CA 94160-4090			Jun-Jul 2008 Vendor			5,004.52	
Account No. Seals & Packings Inc P O Box 678075 Dallas, TX 75267-8075			Oct 2008 Vendor			3,268.00	
Account No. Searing Industries P O Box 3059 Rancho Cucamonga, CA 91729			Jun-Jul 2008 Vendor			650.28	
Account No. Shopatron P O Box 5351 San Luis Obispo, CA 93403			Aug 2008 Vendor			8,000.00	
Account No. Signpros Custom Lettering 849 Lambert Brea, CA 92821			May-Jun 2008 Vendor			1,087.50	
Sheet no. <u>26</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	18,010.30

In re Fabtech Industries Inc.
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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No. 102300 Source Interlink Enthusiast Media P O Box 933852 Atlanta, GA 31193-3852	-		May Sep 2008 Vendor				67,729.84	
Account No. Sourcing Specialist LLC 2601 Westgate Drive Pearland, TX 77581	-		Jun-Aug 2008 Vendor				3,899.25	
Account No. 42034 Souther Counties Lubricants 1825 W Collins Ave Orange, CA 92867	-		Dec 2008 Vendor				233.39	
Account No. X-XX-XXX-4551 Southern CA Edison 6000 N Irwindale, Suite F Azusa, CA 91702	-		2008 Utility				0.00	
Account No. Specialty Products Co 4045 Specialty Place Longmont, CO 80502-0923	-		Jul-Sep 2008 Vendor				799.89	
Sheet no. <u>27</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	72,662.37

In re Fabtech Industries Inc.,
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. Spectrum Lifts & Loaders Inc 13600 5th St Chino, CA 91710-5167	-		Jun-Aug 2008 Vendor			562.95
Account No. 00221332 Ronald Stephens, Stephens Tool 1717 N Raymond Avenue Anaheim, CA 92801	-		Jan 2009 Judgment			4,781.91
Account No. Stork Materials Testing & Inspect 15062 Bolsa Chica St. Huntington Beach, CA 92649	-		May-Jul 2008 Vendor			419.50
Account No. 1654-023002 Suburban Propane 438 E Shaw Avenue Fresno, CA 93710	-		Apr-Oct 2008 Fendor			551.16
Account No. fabt 7800 Tech Color Craft 1860 Wright Avenue La Verne, CA 91750	-		Dec 2008 Vendor			7,085.26
Sheet no. <u>28</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	13,400.78

In re Fabtech Industries Inc.,
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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Tennessee Stampings LLC P O Box 440517 Nashville, TN 37244-0076	-		Sep 2008 Vendor			370.23	
Account No. 06CECG03872 Tire Pros c/o Bertrand LeBlanc II Carroll, Burdick & McDonough LLP 14 Montgomery Street San Francisco, CA 94104	-		Dec 2007 Lawsuit pending		X	Unknown	
Account No. 86138 Arnold J Trahan Richard C Dalton 111 Park West Drive Scott, LA 70583	-		2005 Lawsuit pending		X	Unknown	
Account No. Trumpf Inc Dept 135 P O Box 150473 Hartford, CT 06115	-		Apr-Sep 2008 Vendor			3,760.21	
Account No. Tubular Steel Inc P O Box 52 Saint Louis, MO 63150	-		Oct 2008 Vendor			2,457.09	
Sheet no. 29 of 32 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	6,587.53

In re Fabtech Industries Inc.,
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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. U S Equipment 22515 Network Place Los Angeles, CA 90015			May 2008 Vendor				1,178.66
Account No. 309588 Uline 2200 S Lakeside Waukegan, IL 60085			Jun-Aug 2008 Vendor				8,574.54
Account No. United Four Wheel Drive 14525 S W Milikan #22622 Beaverton, OR 97005			Oct 2008 Vendor				500.00
Account No. 7Y4189 United Parcel Service P O Box 894820 Los Angeles, CA 90189-4820			Dec 2008 Vendor				8,632.11
Account No. 0803229 USF Reddaway 26401 Network Place Chicago, IL 60673			Sep-Nov 2008 Vendor				2,760.32
Sheet no. <u>30</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	21,645.63

In re Fabtech Industries Inc.,
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. 1154 Warren Packaging LA Dept 22280 Pasadena, CA 91185			Sep 2007-Sep 2008 Vendor			34,300.81
Account No. CHI 0029175 0161 7 Waste management 800 S Termescal St Corona, CA 92879			Dec 2008 Vendor			3,438.25
Account No. West Coast Metal Finishing Inc 11661 San Vincente Los Angeles, CA 90049			Oct 2008 Vendor			1,240.93
Account No. Whitestar Properties LP 4221 Eucalyptus Ave Chino, CA 91710			Aug 2008 money loan			608,345.46
Account No. David Winner 4331 Eucalyptus Avenue Chino, CA 91710			money loan			652,000.00
Sheet no. <u>31</u> of <u>32</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	1,299,325.45

In re Fabtech Industries Inc.,
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. World Industrial Supply 23272 Vista Grande Bldg B Laguna Hills, CA 92653			Oct 2008 Vendor			2,883.52
Account No. Wrico Stamping Co. of Arizona 1310 N Hobson Street Gilbert, AZ 85233			May-Jul 2008 Vendor			9,021.64
Account No. Yellow Freight Systems Inc P O Box 100299 Pasadena, CA 91189			Jul 2008 Vendor			501.50
Account No.						
Account No.						

Sheet no. 32 of 32 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **12,406.66**

Total
(Report on Summary of Schedules) **3,700,071.15**

In re Fabtech Industries Inc.

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.
Championship Off Road Racing 270 Newport Center Drive Newport Beach, CA 92660	Sponsorship Contract, Advertising and Marketing
Competition Specialties 2402 West Valley Hwy N. Auburn, WA 98001	Storage Space Lease Rancho Cucamonga
Eucalyptus Properties LP 4331 Eucalyptus Ave Chino, CA 91710	25 year building lease established August 15, 2007
Ikon Financial Services P O Box 650073 Dallas, TX 75265-0073	Multiple Copier Leases
Pitney Bowes 2225 American Drive Neenah, WI 54956	Postage Meter and Platform Lease
Praxair 245 Praxair Distribution Inc Dept LA 21511 Pasadena, CA 91185-1511	Bulk Gas Supply Agreement
Prudential Overall Supply 6997 Jurupa Avenue Riverside, CA 92504-1009	Uniform Service for Employees
Raymond Leasing Corporation Greene, NY 13778	Equipment lease
Shopatron, Inc. 825 Buckley Road, Suite 200 San Luis Obispo, CA 93401	eCommerce Hosted Application, Transaction and Payment Processing Contract
South Coast Water 1449 W Orangegrove Ave Orange, CA 92860	Deionizer Service Contract
Toyota Financial P.O. Box 60116 City Of Industry, CA 91716-0116	Multiple Forklift leases through Southwest Material Handling

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_____ continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

In re Fabtech Industries Inc.
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
David Winner 4331 Eucalyptus Avenue Chino, CA 91710	Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831

**United States Bankruptcy Court
Central District of California**

In re **Fabtech Industries Inc.**
Debtor(s)

Case No. _____
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO 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 **57** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 9, 2009**

Signature **/s/ David J. Winner**
David J. Winner
CEO

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
Central District of California**

In re **Fabtech Industries Inc.**

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 owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of 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
\$31,746,382.00	2006 S Corporation Gross Receipts / Sales, from Income Tax Return for tax year ending September 30 2007.
\$22,248,994.00	2007 S Corporation Gross Receipts / Sales, from Income Tax Return for tax year ending September 30 2008.
\$2,054,685.00	2008 Gross Receipts / Sales, fiscal year todate, (10/1/08 - 01/12/09)

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 (*) 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 creditor 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 \$5,475. 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 creditor 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/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Anthem Blue Cross Department 5812 Los Angeles, CA 90074-5812	Oct, Nov, Dec 2008	\$17,037.25	\$17,000.00
AFCO Dept LA21315 Pasadena, CA 91185-1315	Oct, Nov, Dec 2008	\$49,230.58	\$39,412.00
American Express Box 0001 Los Angeles, CA 90096-0001	Oct, Nov, Dec 2008	\$36,375.59	\$0.00
Blue Cross of California Dept 5812 Los Angeles, CA 90074-5812	Oct, Nov, Dec 2008	\$67,685.50	\$16,355.00
Bokers Inc 3104 Snelling Minneapolis, MN 55406	Oct, Nov, Dec 2008	\$9,107.45	\$0.00
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	Oct, Nov, Dec 2008	\$275,721.59	\$5,352,000.00
Business Card P O Box 15710 Wilmington, DE 19886-5710	Oct, Nov, Dec 2008	\$38,556.13	\$0.00
Capstone Financial Group 11 Palmetto Parkway, Suite 104 Hilton Head Island, SC 29926	Oct, Nov, Dec 2008	\$24,024.59	\$7,500.00

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Crest Coating 1361 South Allec Street Anaheim, CA 92805	Oct, Nov, Dec 2008	\$16,357.67	\$1,423.00
C T Moffitt 137 S Bedford Drive Beverly Hills, CA 90212	Sep-Dec 2008	\$11,357.00	\$0.00
Data Entree P O Box 5967 Auburn, CA 95604-5967	Oct, Nov, Dec 2008	\$6,645.27	\$745.00
DEC Transport Inc. 7400 E Slauson Ave Los Angeles, CA 90040	Oct, Nov, Dec 2008	\$6,581.85	\$0.00
Dick Larsen 172 W Third Street San Bernardino, CA 92415-0360	Oct 2008	\$35,569.65	\$35,570.00
Electronic Precision Specialties In 545 W Mercury Lane Brea, CA 92821	Oct, Nov, Dec 2008	\$6,997.34	\$0.00
Frontline Carrier Systems 10205 Painter Avenue Santa Fe Springs, CA 90670	Oct, Nov, Dec 2008	\$14,199.64	\$5,611.00
Ford Credit P O Box 7172 Pasadena, CA 91109-7172	Oct, Nov, Dec 2008	\$6,319.41	\$2,106.00
Steven R. Fox 17835 Ventura Blvd. Suite 306 Encino, CA 91316	Dec 2008	\$75,000.00	\$0.00
Good Swartz Brown & Burns LLP 21700 Oxnard St. 7th Floor Woodland Hills, CA 91367	Nov 2008	\$5,500.00	\$0.00
ICW Group 11455 El Camino Real San Diego, CA 92130	Oct, Nov, Dec 2008	\$30,608.00	\$3,000.00
Industrial Metal Supply 8300 San Fernando Rd Sun Valley, CA 91352	Oct, Nov, Dec 2008	\$64,362.03	\$7,184.00
J E Reel Drive Shaft Specialists 448 South Reservoir Pomona, CA 91766	Oct, Nov, Dec 2008	\$8,989.69	\$8,745.00
Lockmann Precision 13550 Tonikan Road, Unit 1 Apple Valley, CA 92308-4254	Oct, Nov, Dec 2008	\$7,664.00	\$3,005.00
Praxair 245 Praxair Distribution Inc Dept LA 21511 Pasadena, CA 91185-1511	Oct, Nov, Dec 2008	\$9,567.69	\$685.00
Quik X Transportation 1660 Dixie Highway Markham, IL 60428-4420	Oct, Nov, Dec 2008	\$8,865.47	\$0.00
Southern California Edison P O Box 300 Rosemead, CA 91771-0001	Oct, Nov, Dec 2008	\$40,371.65	\$0.00

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
SGS Supply 214 S Bradford Ave Placentia, CA 92870	Oct, Nov, Dec 2008	\$11,909.57	\$16,706.00
Monroe Automotive Equipment P O Box 99584 Chicago, IL 60693	Oct, Nov, Dec 2008	\$29,089.11	\$31,554.00
Transamerica Retirement Services 1150 S Olive St, T 8 05 Los Angeles, CA 90015	Oct, Nov, Dec 2008	\$52,180.08	\$1,430.00
Tubular Steel Inc P O Box 52 Saint Louis, MO 63150	Oct, Nov, Dec 2008	\$17,867.33	\$2,457.00
United Parcel Service P O Box 894820 Los Angeles, CA 90189-4820	Oct, Nov, Dec 2008	\$30,809.12	\$7,088.00
USF Reddaway 26401 Network Place Chicago, IL 60673-1264	Oct, Nov, Dec 2008	\$35,730.48	\$6,231.00
Warren Packaging L A Dept 22280 Pasadena, CA 91185-2280	Oct, Nov, Dec 2008	\$8,976.27	\$34,300.00
West Coast Metal Finishing Inc 11661 San Vicente Blvd Los Angeles, CA 90049	Oct, Nov, Dec 2008	\$14,332.91	\$2,631.00
World Industrial Supply 23272 Vista Grande Bldg B Laguna Hills, CA 92653	Oct, Nov, Dec 2008	\$12,366.54	\$2,883.00
Wrico Stamping Co of Arizona 1310 N Hobson St Gilbert, AZ 85233	Oct, Nov, Dec 2008	\$5,662.53	\$9,021.00
Whitestar Properties LLC 4331 Eucalyptus Ave Chino, CA 91710	Oct, Nov, Dec 2008	\$50,366.54	\$0.00
Marty Brill Levene, Neale, Bender, Rankin & Brill LLP 10250 Constellation Blvd Suite 1700 Los Angeles, CA 90067	Oct, Nov, Dec	\$25,000.00	\$0.00
Patrick Reddick Corp 9821 Independence Ave Chatsworth, CA 91311	Dec 2008	\$10,000.00	\$5,000.00
Steven R. Fox 17835 Ventura Blvd., Suite 306 Encino, CA 91316	Sep-Dec 2008	\$66,011.00	\$0.00
Toyota Financial Service P O Box 60116 City Of Industry, CA 91716-0116		\$5,722.12	\$1,430.00
Lovell Rock Racing 1764 Fuller Road Colorado Springs, CO 80920	Dec 2008	\$25,000.00	\$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
David Winner 4331 Eucalyptus Avenue Chino, CA 91710 CEO	Monthly income, paydown on note Feb 2008, monthly interest on note	\$965,309.43	\$652,000.00
Brent Riley 4331 Eucalyptus Avenue Chino, CA 91710 President & CFO	2008	\$395,031.06	\$0.00
Whitestar Properties LLC 4331 Eucalyptus Avenue Chino, CA 91710 CEO of Debtor is Stockholder	Loan paydown	\$50,366.54	\$636,764.41
Eucalyptus Properties LLC 4331 Eucalyptus Avenue Chino, CA 91710 CEO of Debtor is Stockholder	Monthly lease payments and interest on note	\$740,976.86	\$1,153,775.00

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
BB's Auto Sales and Arnold J. Trahan vs. Ford Motor Company, Bay City Motors, Inc., Superchips, Inc. and Fabtech Industries, Inc. 06-0355-FMC	Civil case for money	Fifteenth Judicial District Court Parish of Vermilion State of Louisiana	Pending
Barabara Leddon, Administratrix of the Estate of Melissa Elaine Leddon, deceased: David Leddon, surviving father of Melissa Elaine Leddon, a deceased minor v. Jerry C. Lightsey formerly dba Lightsey's Off Road Equipment Specialists, Jeff's Truck Tops; Fabtech Motorsports; Fabtech Industries Inc. dba Fabtech Motorsports; Tire Enterprises, Inc dba Bit T Tire and Auto Service. SU08CV1226-9	Civil Case for Money	Superior Court of Muscogee County State of Georgia	Pending
Fabtech Motorsports, Inc. v. World Classic Furniture LLC. UDCS 800577	Unlawful Detainer	San Bernardino Superior Court, Chino CA 91710	Judgment
Jose Molina v. Fabtech Motorsports LAO 0873355	Workers Comp Case	Workers Compan Board 320 W Fourth Street, 9th Flr Los Angeles, CA 90013	Pending

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Irma Molina, as Guardian of Juan Carlos Molina, individually, and Juan J. Molina as Guardian of the Estate of Juan Carlos Molina v. Christopher Lee Sorrells, Marty Sorrells and Fabtech Industries, Inc. Case CC08-49	Civil case for money	Jim Hogg District Court P O Box 878 Hebbronville TX 78361	Pending
Prologis California I LLC v. Triple A Freight, Robert Duncan, Jamie Duncan, Fabtech Motorsports Inc., World Classic Furniture LLC Case UDCS 800577	Civil Case for Money	San Bernardino Superior Court, Chino	Unknown
Tire Pros v. Fabtech Case 06CECC03872 AM	Civil Case for Money	Superior Court of Fresno County 1100 Van ness Fresno CA 93724-0002	Pending
Micheal L. Decenso v. Rexhall Industries, Inc, Capital Watersports and RV BC392570	Suit for money	Los Angeles Superior Court 12720 Norwalk Blvd. Norwalk, CA 90650	Pending
Thomas and Karen Woodard v. Rexhall Industries Inc., Workhorse Custom Chassis MC018391	Suit for money	Los Angeles Superior Court 42011 4th Street West Lancaster CA 93534	RVIA between Defendants, Plaintiff matter is settled.
Prologis California I LLC v. Triple A Freight Inc, Robert Duncan, Jamie A. Duncan, Fabtech Motorsports Inc., World Classic Furniture LLC CIVR812064	Suit for Money	Riverside Superior Court 8303 Haven Ave Rancho Cucamonga CA 91730	Pending
Bullet Freight Systems, Inc., v. Fabtech Industries BC406317	Suit for Money	Los angeles Suprior Court 111 N. Hill Street LA CA 90012	Pending
Yager v Mullahey Ford, et al 06CECGO3872	complaint for money	Fresno County Superior Court Fresna, CA	Settled
Ronald Stephens DBA Stephen Tool 7 Equipment v. Fabtach Industries Inc. Case 30-2008-00221332SC-SC-NJC	Suit for money	Superior Court, County of Orange 1275 N. Berkeley Avenue Fullerton CA 92838	Judgment

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
Miscellaneous		Debtor has returned overstock inventory or non-conforming goods to sellers as part of routine business practices in the past year.

6. Assignments and receiverships

- None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT

- None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY

7. Gifts

- None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT

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

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
Capstone	Sep, Oct, Nov 2008	\$7,500 per month plus travel expenses

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Martin Brill Levene, Neale, Bender, Rankin & Brill 10250 Constellation Blvd Suite 1700 Los Angeles, CA 90067	Aug, Oct 2008	\$25,000
Chuck Moffit 137 S. Bedford Drive Beverly Hills, CA 90212	Sep, Nov, 2008	\$21,357.00
Patrick Reddick Corporation 9821 Independence Avnue Chatsworth, CA 91311	Dec 2008	\$10,000
Lucove, Say & Co. 23901 Calabasas Road, Suite 2085 Calabasas, CA 91302	Dec 2008	\$7,500.00
Law Office of Steven R. Fox 17835 Ventura Blvd., Suite 306 Encino, CA 91316	Dec 2008	\$66,039.00

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
Pro Surplus Inc 1350 E 6th St Corona, CA 92880 none	9/3/08	Warehouse Racks purchased in 2002 for \$9,200, sold to Pro Surplus for \$2,300

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Helvetia Cedrati 15010 Morbello Via Tenuta Rimorsi Italy none	April 2008	2003 Jeep Wrangler purchased in Aug 2003 for \$27,879 sold to Helvetia Cedrati for \$19,000
Matthew Johnson 447 Dog Leg Drive Fernley, NV 89408 none	May 2008	1995 Jeep purchased for \$15,141 in 1996 and sold to Matthew Johnson for \$18,500
Miller Machinery 8112 River Bluffs Lane Corona, CA 92880 none	5/20/08	Debtor purchased CNC Vertical Machining Center in May 2002 for \$89,433, Sold May 2008 for \$23,000
Miller Machinery 8112 River Bluffs Lane Corona, CA 92880 none	Mar 2007	Hydraulic Press Brake purchased for \$48,103 and sold to Miller Machinery for \$12,500.00
Robert Marriott 6547 Sequoia Drive Buena Park, CA none	Aug 2007	2001 Chevy purchased for \$38,287 in 2001, and sold to Robert Marriott for \$10,000 in Aug 2007.
Kurt Robinson 12414 96A St. Canada Grande Prairie none	Jan 2007	2005 Chev pickup truck purchased in 2005 for \$43,807 and sold to Kurt Robinson for \$39,000 in Jan 2007.

- 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
World Classic Furniture 4451 Eucalyptus Ave, Unit 330 Chino, CA 91710	Furniture and Imports Abandoned by Leasee when sublease expired Value unknown	Debtor Facility

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
Fabtech Industries Inc.	33-0715834	4331 Eucalyptus Avenue Chino, CA 91710	Manufacturer of suspension systems and motorsports accessories.	03/14/96-Present

- 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
Debtors internal bookkeeping staff	Jan 2007 to present
Good, Swartz, Brown & Berns LLP 21700 Oxnard Street, 7th Floor Woodland Hills, CA 91367	June 2006 to present

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
Good, Swartz, Brown & Berns LLP	21700 Oxnard St, 7th Floor Woodland Hills, CA 91367	To be provided
Jim Lees	4331 Eucalyptus Chino, CA 91710	Nov 2000 - Present

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
Jim Lees	4331 Eucalyptus Ave Chino, CA 91710
Good, Swartz, Brown, Berns LLP	21700 Oxnard St. 7th Flr Woodland Hills, CA 91367

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

NAME AND ADDRESS	DATE ISSUED
G E Capitol 10900 NE 4th, Suite 500 Bellevue, WA 98004	2008
Bank of the West 3021 Yorba Linda Blvd. Fullerton, CA 92831	2008
Capstone 11 Palmetto Parkway, Suite 104 Hilton Head Island, SC 29926	2008 (Investment banker issued information to others)
Loan Oak Fund LLC 11611 San Vicente Blvd, Suite 640 Los Angeles, CA 90049	2008

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)
Pertetual	Jim Lees	See Schedule B, Personal Property, taken from Balance Sheet 09/08

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
Pertetual	Fabtech Enterprises Inc. 4331 Eucalyptus Ave Chino, CA 91710

21 . Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
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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
Brent Riley 4331 Eucalyptus Ave Chino, CA 91710	President	10% Stock Certificates
David Winner 4331 Eucalyptus Avenue Chino, CA 91710	CEO	90% Stock Certificates

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
David Winner 4331 Eucalyptus Avenue Chino, CA 91710 CEO	February 2008, paydown on note Monthly interest payments on note	Interest on note: \$30,160.82 Paydown on note: \$50,000.00

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)
Transamerican Retirement Services 1150 South Olive Street Los Angeles, CA 90015-2211	33-0715834

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 **March 9, 2009** _____

Signature **/s/ David J. Winner** _____
David J. Winner
CEO

[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 CENTRAL DISTRICT OF CALIFORNIA	
In re Fabtech Industries Inc. Debtor.	Case No.: <div style="text-align: center;">DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR</div>

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	\$ <u>66,039.00</u>
Prior to the filing of this statement I have received.....	\$ <u>66,039.00</u>
Balance Due.....	\$ <u>0.00</u>

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services

CERTIFICATION	
I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.	
<p><u>March 9, 2009</u> Date</p>	<p><u>/s/ Steven R. Fox</u> Steven R. Fox 138808 <i>Signature of Attorney</i> Law Offices of Steven R. Fox <i>Name of Law Firm</i> 17835 Ventura Blvd. Suite 306 Encino, CA 91316 (818) 774-3545 Fax: (818) 774-3707</p>

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Steven R. Fox 138808

Address 17835 Ventura Blvd. Suite 306 Encino, CA 91316

Telephone (818) 774-3545 Fax: (818) 774-3707

Attorney for Debtor(s)

Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
List all names including trade names used by Debtor(s) within last 8 years: Fabtech Industries Inc. FKA David J. Winner Enterprises, Inc; AKA Fabtech Motor Sports; FDBA Fabtech Engineering	Case No.:
	Chapter: 11

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 22 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: March 9, 2009

/s/ David J. Winner
David J. Winner/CEO
 Signer/Title

Fabtech Industries Inc.
4331 Eucalyptus Avenue
Chino, CA 91710

Steven R. Fox
Law Offices of Steven R. Fox
17835 Ventura Blvd.
Suite 306
Encino, CA 91316

ACRA Machining
1620 South Carlos Avenue
Unit H
Ontario, CA 91761

Advanstar Communications Inc.
P O Box 64584
Saint Paul, MN 55164-0584

AEP
125 Phillips Avenue
South Hackensack, NJ 07606

Alliance Plastics Express
File 57204
Los Angeles, CA 90074-7204

ARC Fastener Supply
8715 Boston Place
Rancho Cucamonga, CA 91730

Arvin Meritor
P O Box 70276
Chicago, IL 60673-0276

Aurora Bearing Company
901 Aucutt Road
Montgomery, IL 60538-1338

Austin Intl Manufacturing Inc.
409 N. Figueroa Street
Wilmington, CA 90744

Auto Max
2695 Dow Avenue
Tustin, CA 92780

B & M Machine Inc.
8439 Cherry Avenue
Fontana, CA 92335

B & W Industrial Sales Co Inc.
1065 Hailton Road
Duarte, CA 91010

Bank of the West
3021 Yorba Linda Blvd.
Fullerton, CA 92831

Bank of the West
15165 Ventura Blvd
Sherman Oaks, CA 91403

BB's Auto Sales & Arnold J Trahan
Dalton & Associates
Richard C. Dalton
111 Park West Drive
Scott, LA 70583

Bell Foundry Company
5310 Southern Avenue
South Gate, CA 90280-1070

Best Way Metal Stamping Inc
14943 Desman Road
La Mirada, CA 90638

Betts Spring Company, Inc.
File 50413
Los Angeles, CA 90074-0413

Black Oxide Industries Inc
1745 Orangethorpe Park
Anaheim, CA 92801

Boatman Marking Inc.
2553 Lee Avenue
South El Monte, CA 91733

Bokers Inc
3104 Snelling
Minneapolis, MN 55406

Brother Mezas Pallet
P O Box 310506
Fontana, CA 92331

Bullet Freight Systems
P O Box 25449
Anaheim, CA 92825-5449

California Franchise Tax Board
PO Box 942857
Sacramento, CA 94257-0540

Chem Arrow Corp Intl
13643 Live Oak Lane
Irwindale, CA 91706

Coast Driveline & Gear
2457 Palma Drive
Ventura, CA 93003

Cole International Inc
201, 17637 1st Avenue
Surry BC V3S 9S1

Computer Solutions
507 S Myrtle Avenue
Monrovia, CA 91016-2006

Con-Way Freight Inc
P O Box 5160
Portland, OR 97208-5160

Corporate Express Inc
P O Box 95708
Chicago, IL 60694-5708

Coverall North America, Inc
P O Box 802825
Chicago, IL 60680-2825

Creel Printing
6330 W Sunset Blvd.
Las Vegas, NV 89118

Crest Coating
1361 S Allec St
Anaheim, CA 92805

Crowley Logistics Inc
135 N First Street
Pulaski, TN 38478

Crown Performance Inc
2440 LaMirada Drive
Vista, CA 92081

Custom Sweeping & Landscape Service
P O Box 752
Baldwin Park, CA 91706

Cutting Edge Systems
2950 Airway Avenue Unit D-1
Costa Mesa, CA 92626

Cutting Edge Tool Supply Inc
1120 B Elkton Drive
Colorado Springs, CO 80907

D G A Machine Shop Inc
5825 Ordway St.
Riverside, CA 92504

DEC Transport Inc.
7400 E Slauson Ave
Los Angeles, CA 90040

Dee Engineering Inc
3560 Cadillac Avenue
Costa Mesa, CA 92626

Dick Larsen Treasurer Tax Collector
172 W 3rd Street
San Bernardino, CA 92415-0360

Dill Air Controls, LLC
75 Remittance Drive
Suite 6413
Chicago, IL 60675-6413

Direct Communications Inc
7177 Hickman Road, Unit 6
Des Moines, IA 50322

Direct Connection Printing & Mailin
1968 Yeager Avenue
La Verne, CA 91750-5832

Don Steves Chevrolet
1001 E Whittier Blvd
La Habra, CA 90631

Duer Carolina Coil, Inc.
P O Box 402826
Atlanta, GA 30384-2826

Dunham Metal Processing
P O Box 3736
Orange, CA 92857

Dusty Times
20761 Plummer Street
Chatsworth, CA 91311

E D D
P O Box 826805
Sacramento, CA 94205-0001

Eibach Springs
264 Mariah Circle
Corona, CA 92879-1751

Electrolurgy
1121 Duryea Avenue
Irvine, CA 92614-5519

Ellison Manufacturing Technologies
Dept 0962
Los Angeles, CA 90088-0962

Emedco Inc.
39209 Treasury Center
Chicago, IL 60694-9200

Energy Suspensions
1131 Via Callejon
San Clemente, CA 92673

Eucalyptus Properties
4331 Eucalyptus Avenue
Chino, CA 91710

Exact Software
1136 Paysphere Circle
Chicago, IL 60674

FANUC Robotics America, Inc.
3900 West Hamlin Road
Rochester, MI 48309-3253

Sheldon J. Fleming
2030 Main Street
Suite 1300
Irvine, CA 92614

Foote Axle
3954 Whiteside Street
Los Angeles, CA 90063

Ford Motor Company
21175 Oakwood Blvd
Dearborn, MI 48124

Forecast Product Development
2221 E. Rutherford Road
Carlsbad, CA 92008

Frontline Carrier Systems
10205 Painter Avenue
Santa Fe Springs, CA 90670

Fundamental Industries, LLC
7891 SVL Box
Victorville, CA 92395

Garian Graphix Printing Center
12540 E Slauson Avenue, Unit E
Santa Fe Springs, CA 90670

GMAC
P O Box 78234
Phoenix, AZ 85062-8234

Goodridge USA Inc
529 Van Ness Avenue
Torrance, CA 90501

Grainger
Dept 860605831
Palatine, IL 60038-0001

Hawkeye Equipment Rentals
P O Box 1298
Rancho Cucamonga, CA 91729-1298

Holiday Motorsports Awnings Inc.
1600 W Acoma Blvd #56
Lake Havasu City, AZ 86403

Hollywood Delivery Service Inc
2828 S Willow Avenue
Bloomington, CA 92316-3261

Rick Huseman
1511 Heather Lane
Riverside, CA 92504

ID Industries Inc
2755 E Philadelphia Street
Ontario, CA 91761

Ikon Financial Services
P O Box 650073
Dallas, TX 75265-0073

Industrial Metal Supply
2072 Alton Parkway
Irvine, CA 92606

Industrias Sandoval De Occidente
De C V Juarez #28 Toluquilla
Tlaquepaque Jalisco MX 45610

Inland Powder Coating Corp
P O Box 3427
Ontario, CA 91761

IRS - LA & SFV Ch 7,11,13 Noticing
Insolvency Stop 5022
300 N Los Angeles St, Room 4062
Los Angeles, CA 90012-9903

J & L Industrial Supply
P O Box 382070
Pittsburgh, PA 15250-8070

J E Reel Drive Shaft Specialists
448 South Reservoir
Pomona, CA 91766

Jan Pro Commercial Cleaning Systems
8130 Baymeadows Circle West
Suite 306
Jacksonville, FL 32256-1837

Janel Group of Los Angeles, Inc.
460A S. Hindry Ave.
Inglewood, CA 90301

Jeff Huseman
2875 Antares Drive
Riverside, CA 92503

Earle M. Jorgensen Co.
P O Box 79017
City Of Industry, CA 91716-9017

K & S Window Washing
P O Box 28434
Anaheim, CA 92809

Kathleen C. Jaffries
Scopelitis, Garvin Light et al
2 North Lake Avenue, Suite 460
Pasadena, CA 91101

Laser Tech Inc
4675 Vinita Court
Chino, CA 91710

David and Barabara Leddon
Pop McGlamry Kilpatrick, et al
P O Box 2128
Columbus, GA 31902-2128

Lodi Iron Works, Inc.
P O Box 1150
Lodi, CA 95241

Maas Hansen Steel Corporation
2435 E 37th St.
Vernon, CA 90058

Mabry Castings, Ltd.
P O Box 201555
Dallas, TX 75320

Mark A McNally
P O Box 616
La Habra, CA 90631

Marmon Keystone Corporation
File 96657
Los Angeles, CA 90074-6657

Max Parker & Assoc
23940 Madison Street
Torrance, CA 90505

McFadden Dale Hardware
2925 E La Palma Avenue
Anaheim, CA 92806

McMaster Carr Supply Co
P O Box 7690
Chicago, IL 60680-7690

Medlin & Son Engineering Services
12484 Whittier Blvd
Whittier, CA 90602

Merit Trucking Co
1220 Pioneer Street Suite A
Brea, CA 92821-3711

Metalz International
P O Box 146
Corona Del Mar, CA 92625

MICO
558 Birch St. Bldg. 3
Lake Elsinore, CA 92530-2715

Mid West Fabricating Co
P O Box 218
Amanda, OH 43102

Jose Molina
c/o Kathaleen E Miller
Dietz, Gilmore and Associates
818 N Mountain Ave, Suite 211
Upland, CA 91786

Juan J and Irma Molina
c/o Michael F. O'Connor
P O Box 592
Bryan, TX 77806

Monroe Automotive Equipment
P O Box 99584
Chicago, IL 60693

Monster, Inc.
File 70104
Los Angeles, CA 90074-0104

National Poly Film/ Flex Mate
1855 E 29th St #E
Signal Hill, CA 90755

Neway Packaging Corp
1973 E Via Arado
Rancho Dominguez, CA 90220-6102

Newport Printing Solutions
250 W First St. Suite 202
Claremont, CA 91711

Ntense Tees
1042 North Mountain Avenue, #336
Upland, CA 91786

Oakline Transportation LLC
2385 Buena Vista Street
Irwindale, CA 91010

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City Of Industry, CA 91716

OnTrac
Department 1664
Los Angeles, CA 90084-1664

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1701 Westwind Drive, #216
Bakersfield, CA 93301

Orkin, Inc
465 Borrego Ct. Unit A
San Dimas, CA 91773-2904

Pacific Toll Processing Inc
24724 S Wilmington
Carson, CA 90745

PacWest Scale
21326 Arrow Hwy
Covina, CA 91724

Paramount Imports
7457 Harwin Drive, Suite 364
Houston, TX 77036

Paramount Innovative Mfg.
6450 E Bandini Blvd.
Los Angeles, CA 90040

Performance Warehouse Assoc
41 701 Corporate Way #1
Palm Desert, CA 92260

Praxair
245 Praxair Distribution Inc
Dept LA 21511
Pasadena, CA 91185-1511

Primedia
13266 Collection Center Drive
Chicago, IL 60693

Prologis California I LLC
File 56074
Los Angeles, CA 90074-6074

Prudential Overall Supply
P O Box 11210
Santa Ana, CA 92711

Quik X Transportation
1660 Dixie Highway
Markham, IL 60428-4420

R L Stephens Tool & Equipment Co
1717 N Raymond Avenue
Anaheim, CA 92801-1114

Randy Orlik
Cox Castle & Nicholson
2049 Century Park E #2800□□
Los Angeles, CA 90067-3284

Raymond Handling Solutions
P O Box 3683
Santa Fe Springs, CA 90670-3258

Respond Systems
599 4th Street
San Fernando, CA 91340

Ring Master Inc.
240 6th Street NW
Massillon, OH 44647

Rudell Carbide Inc.
P O Box 456
Chino, CA 91708

Rutland Tool & Supply Co Inc
File 50612
Los Angeles, CA 90074-0612

S & D Industrial Tool Supply
685 S Manchester
Anaheim, CA 92802

S & R Metals, Inc.
2070 Randolph Street
Huntington Park, CA 90255

S C Steel Inc
1705 S Campus Avenue
Ontario, CA 91761

S G S Supply
214 S Bradford Avenue
Placentia, CA 92870

S L Fusco
1966 Via Arado
Rancho Dominguez, CA 90020

Safety Kleen
P O Box 7170
Pasadena, CA 91109-7170

Saw Service of America, Inc.
8210 Industry Avenue
Pico Rivera, CA 90660-4828

Sealed Air
P O Box 60000 File 74090
San Francisco, CA 94160-4090

Seals & Packings Inc
P O Box 678075
Dallas, TX 75267-8075

Searing Industries
P O Box 3059
Rancho Cucamonga, CA 91729

Shopatron
P O Box 5351
San Luis Obispo, CA 93403

Signpros Custom Lettering
849 Lambert
Brea, CA 92821

Source Interlink Enthusiast Media
P O Box 933852
Atlanta, GA 31193-3852

Sourcing Specialist LLC
2601 Westgate Drive
Pearland, TX 77581

Souther Counties Lubricants
1825 W Collins Ave
Orange, CA 92867

Southern CA Edison
6000 N Irwindale, Suite F
Azusa, CA 91702

Specialty Products Co
4045 Specialty Place
Longmont, CO 80502-0923

Spectrum Lifts & Loaders Inc
13600 5th St
Chino, CA 91710-5167

State Board of Equalization
P.O. Box 942879
Sacramento, CA 94279

Ronald Stephens, Stephens Tool
1717 N Raymond Avenue
Anaheim, CA 92801

Stork Materials Testing & Inspect
15062 Bolsa Chica St.
Huntington Beach, CA 92649

Suburban Propane
438 E Shaw Avenue
Fresno, CA 93710

Tech Color Craft
1860 Wright Avenue
La Verne, CA 91750

Tennessee Stampings LLC
P O Box 440517
Nashville, TN 37244-0076

Tire Pros
c/o Bertrand LeBlanc II
Carroll, Burdick & McDonough LLP
14 Montgomery Street
San Francisco, CA 94104

Arnold J Trahan
Richard C Dalton
111 Park West Drive
Scott, LA 70583

Trumpf Inc
Dept 135 P O Box 150473
Hartford, CT 06115

Tubular Steel Inc
P O Box 52
Saint Louis, MO 63150

U S Equipment
22515 Network Place
Los Angeles, CA 90015

Uline
2200 S Lakeside
Waukegan, IL 60085

United Four Wheel Drive
14525 S W Milikan #22622
Beaverton, OR 97005

United Parcel Service
P O Box 894820
Los Angeles, CA 90189-4820

USF Reddaway
26401 Network Place
Chicago, IL 60673

Warren Packaging
LA Dept 22280
Pasadena, CA 91185

Waste management
800 S Termescal St
Corona, CA 92879

West Coast Metal Finishing Inc
11661 San Vincente
Los Angeles, CA 90049

Whitestar Properties LLC
4331 Eucalyptus Ave
Chino, CA 91710

Whitestar Properties LP
4221 Eucalyptus Ave
Chino, CA 91710

David Winner
4331 Eucalyptus Avenue
Chino, CA 91710

World Industrial Supply
23272 Vista Grande Bldg B
Laguna Hills, CA 92653

Wrico Stamping Co. of Arizona
1310 N Hobson Street
Gilbert, AZ 85233

Yellow Freight Systems Inc
P O Box 100299
Pasadena, CA 91189

Attorney or Party Name, Address, Telephone & FAX Number, and California State Bar Number Steven R. Fox 17835 Ventura Blvd. Suite 306 Encino, CA 91316 (818) 774-3545 Fax: (818) 774-3707 California State Bar Number: 138808 <i>Attorney for Debtor</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Fabtech Industries Inc. <div style="text-align: right;"> Debtor(s), Plaintiff(s), Defendant(s). </div>	CASE NO.: ADV. NO.: CHAPTER: 11

**Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

Pursuant to F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, Steven R. Fox 138808, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)

under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
- I am the president or other officer or an authorized agent of the debtor corporation
 - I am a party to an adversary proceeding
 - I am a party to a contested matter
 - I am the attorney for the debtor corporation
- 2.a. The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:
 See Addendum
- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

/s/ Steven R. Fox
 Signature of Attorney or Declarant

March 9, 2009
 Date

Steven R. Fox 138808
 Printed Name of Attorney or Declarant

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

In re Fabtech Industries Inc.	Debtor.	CHAPTER <u>11</u> CASE NUMBER
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**Addendum to Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

Brent Riley
4331 Eucalyptus Avenue
Chino, CA 91710

David J. Winner
4331 Eucalyptus Avenue
Chino, CA 91710
