

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Baja Tile, 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):	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) 33-0058658	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): 2130 South Haven Avenue Ontario, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 91761	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): 2130 South Haven Avenue Ontario, CA 91761	

<p align="center">Type of Debtor (Form of Organization) (Check one box)</p> <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.)	<p align="center">Nature of Business (Check one box)</p> <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	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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
<p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<p align="center">Nature of Debts (Check one box)</p> <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.

<p align="center">Filing Fee (Check one box)</p> <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.	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <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

Debtor estimates that funds will be available for distribution to unsecured creditors.
 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 checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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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
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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 \$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
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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): Baja Tile, 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 checked="" 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><input checked="" type="checkbox"/> _____ 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):
Baja Tile, 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/ Winfield S. Payne, III
Signature of Attorney for Debtor(s)

Winfield S. Payne, III 90148
Printed Name of Attorney for Debtor(s)

Winfield Payne and Associates
Firm Name

4308 Lime Street
Riverside, CA 92501-3821

Address

Email: Wpaynelaw@aol.com

951-276-9300 Fax: 951-276-9301
Telephone Number

March 25, 2009 90148
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/ Don Rapp
Signature of Authorized Individual

Don Rapp
Printed Name of Authorized Individual

CEO
Title of Authorized Individual

March 25, 2009
Date

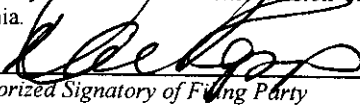
Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Winfield S. Payne, III Winfield Payne and Associates 4308 Lime Street Riverside, CA 92501-3821 951-276-9300 Fax: 951-276-9301 90148 <input checked="" type="checkbox"/> Attorney for: Debtor	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Baja Tile, Inc. Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

<input checked="" type="checkbox"/>	Petition, statement of affairs, schedules or lists	Date Filed: _____
<input type="checkbox"/>	Amendments to the petition, statement of affairs, schedules or lists	Date Filed: _____
<input type="checkbox"/>	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.

/s/ Don Rapp 
Signature of Authorized Signatory of Filing Party

March 25, 2009
Date

Don Rapp
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.

/s/ Winfield S. Payne, III 
Signature of Attorney for Filing Party

March 25, 2009
Date

Winfield S. Payne, III 90148
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.

BAJA TILE, INC.
RESOLUTION PURSUANT TO EMERGENCY MEETING
OF MEMBERS

Date of Meeting: March 25, 2009

Present: Don Rapp

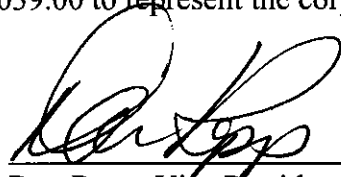
Absent: None.

The above stated directors of BAJA TILE, INC. held an emergency meeting on March 25, 2009, at The offices of Winfield S. Payne, III, 4308 Lime Street, Riverside, California 92501. At the meeting, discussion was held concerning the current financial situation of the Corporation. Discussion was had concerning having the Corporation file a Chapter 11 bankruptcy and hiring Winfield Payne to represent the corporation in the proceeding.

After discussion, allof the directors being present, it was voted by a 1-0 vote to give the corporation authority to file a voluntary Chapter 11 Bankruptcy Petition in the Central District of California, Riverside Division, and to hire Winfield S. Payne, III for a sum of \$10,000.00 plus the filing fee of \$1,039.00 to represent the Corporation.

RESOLVED, that the Corporation is hereby authorized to file a voluntary Chapter 11 Bankruptcy Petition in the Central District of California, Riverside Division, and to hire Winfield S. Payne, III for a sum of \$10,000.00 plus the filing fee of \$1,039.00 to represent the corporation.

Dated: March 25, 2009



Don Rapp, Vice President/CEO

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

In re **Baja Tile, Inc.**
Debtor

Case No. _____
Chapter **11**

Exhibit "A" to Voluntary Petition

- If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **None.**
- The following financial data is the latest available information and refers to debtor's condition on **March 25, 2009**.

a. Total assets	\$ <u>1,617,201.08</u>	
b. Total debts (including debts listed in 2.c., below)	\$ <u>1,238,018.67</u>	
c. Debt securities held by more than 500 holders.		Approximate number of holders
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock	<u>0</u>	<u>0</u>
e. Number of shares of common stock	<u>100,000</u>	<u>1</u>

Comments, if any:

- Brief description of debtor's business:
Tile Sales.
- List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
Don Rapp

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

In re Baja Tile, 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>
Bostik, Inc. 22838 Network Place Chicago, IL 60673	Bostik, Inc. 22838 Network Place Chicago, IL 60673	trade debt.		50,548.34
Cer. Vallelunga Model Tile Via Valle d'aosta 6/B 41049 Sassuolo-MD, Italy	Cer. Vallelunga Model Tile Via Valle d'aosta 6/B 41049 Sassuolo-MD, Italy	trade debt.		92,237.97
Ceramica Fondovalle Model Tile Via Valle D'Aosta 6/8 Sassuolo, Italy 41049	Ceramica Fondovalle Model Tile Via Valle D'Aosta 6/8 Sassuolo, Italy 41049	trade debt.		45,495.06
Ceramica Magica c/o Banca Comm. Italia One William Street New York, NY 10004	Ceramica Magica c/o Banca Comm. Italia One William Street New York, NY 10004	trade debt.		101,253.04
Cerdomus Ceramiche, S.P.A. 105 Antigua Court Coronado, CA 92118	Cerdomus Ceramiche, S.P.A. 105 Antigua Court Coronado, CA 92118	trade debt.		96,721.61
Dolce Vita, S. R. L. Via Statale 467NN. Ste. 128-130 Sant Antonio, Di Casa, Italy 42013	Dolce Vita, S. R. L. Via Statale 467NN. Ste. 128-130 Sant Antonio, Di Casa, Italy 42013	trade debt.		77,029.90
Don Caraniche c/o Glendale Tile Sales 1607 Golf Club Drive Glendale, CA 91206	Don Caraniche c/o Glendale Tile Sales 1607 Golf Club Drive Glendale, CA 91206	trade debt.		57,683.67
General Noli, USA 148-08 Guy R. Brewer Bl. Jamaica, NY 11434	General Noli, USA 148-08 Guy R. Brewer Bl. Jamaica, NY 11434	trade debt.		28,596.00
Glover Family LLC P.O. Box 90634 City Of Industry, CA 91715	Glover Family LLC P.O. Box 90634 City Of Industry, CA 91715	property taxes.		17,044.36
Hispania Ceramica 5162 Del Este Circle La Palma, CA 90623	Hispania Ceramica 5162 Del Este Circle La Palma, CA 90623	trade debt.		12,296.89

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>
Inter Globo Morra NA 2 Colony Road Jersey City, NJ 07305	Inter Globo Morra NA 2 Colony Road Jersey City, NJ 07305	trade debt.		23,710.00
Lanzi Ceramica Av. Luis Augusto Lanzi 2000 JD.YPE 13640000 Mogi Guacu SP-Brazil	Lanzi Ceramica Av. Luis Augusto Lanzi 2000 JD.YPE 13640000 Mogi Guacu	trade debt.		21,593.20
Majestic Runway Partners IV 13191 Crossroads Pkwy N 6th Floor La Puente, CA 91746	Majestic Runway Partners IV 13191 Crossroads Pkwy N 6th Floor La Puente, CA 91746	trade debt.		13,201.57
Northstar Ceramic Trading, LLC 14500 E. Beltwood Pkwy Dallas, TX 75244	Northstar Ceramic Trading, LLC 14500 E. Beltwood Pkwy Dallas, TX 75244	trade debt.		126,058.28
Panamerican Ceramics 16610 E. Gale Avenue Hacienda Heights, CA 91745	Panamerican Ceramics 16610 E. Gale Avenue Hacienda Heights, CA 91745	trade debt		34,312.96
Paragon Building Products, Inc. 2895 Hamner Avenue Norco, CA 92860	Paragon Building Products, Inc. 2895 Hamner Avenue Norco, CA 92860	trade debt.		13,531.48
Paraxlahabra, Inc. Dept 2690 Los Angeles, CA 90084	Paraxlahabra, Inc. Dept 2690 Los Angeles, CA 90084	trade debt.		13,238.40
Ragno P.O. Box 840164 Dallas, TX 75284	Ragno P.O. Box 840164 Dallas, TX 75284	trade debt.		100,876.74
The Noble Company P.O. Box 350 Grand Haven, MI 49417	The Noble Company P.O. Box 350 Grand Haven, MI 49417	trade debt.		97,904.88
Vita Bella Impronta Italgramitti Springfield, VA 22150	Vita Bella Impronta Italgramitti Springfield, VA 22150	trade debt.		12,931.92

In re Baja Tile, Inc.
Debtor(s)

Case No. _____

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

**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 25, 2009

Signature /s/ Don Rapp
Don Rapp
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 Baja Tile, 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
Don Rapp 2130 South Haven Avenue Ontario, CA 91761	Common	100%	Common

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 25, 2009

Signature /s/ Don Rapp
Don Rapp
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/ Don Rapp

Don Rapp

Dated March 25, 2009

Debtor

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 Baja Tile, 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	16	1,690,800.50		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		26,241.60	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		3,032.06	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	21		1,208,745.01	
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		43			
			Total Assets	1,690,800.50	
			Total Liabilities	1,238,018.67	

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

In re **Baja Tile, 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 Baja Tile, 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

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 Baja Tile, 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 petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
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.		Money on deposit at Bank of America, Chino Branch. Amount approximate.	-	41,600.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	41,600.00
			(Total of this page)	

2 continuation sheets attached to the Schedule of Personal Property

In re Baja Tile, 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
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts receivable.	-	239,138.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > **239,138.00**
(Total of this page)

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

In re Baja Tile, 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
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Business equipment, furniture, furnishings, computers, printers, copiers, telephone systems, and other personal property used in business. Amount approximate.	-	165,000.00
30. Inventory.		Inventory of tile and other materials.	-	1,245,062.50
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	1,410,062.50
(Total of this page)	
Total >	1,690,800.50

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

(Report also on Summary of Schedules)

Form 4562

BAVA TILE, INC.

Form 1120 - Line 20

Depreciation and Amortization Report

Tax Year 2006

Keep for your records

33-0058658

2006

Asset Description	Code	Date in Service	Cost (net of land)	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation
DEPRECIATION											
WAREHOUSE EQUIPMENT		05/18/07	1,504	100.00			1,504	7.00	200DB/HY		215
SUBTOTAL CURRENT YEAR			1,504		0	0	1,504				215
COMPUTER PROFIT 21		08/16/93	18,414	100.00			18,414	10.00	SL/HY		18,414
N. FORKLIFT		09/20/94	11,508	100.00			11,508	10.00	200DB/HY		11,508
TELEPHONE SYSTEMS		04/20/96	1,992	100.00			1,992	7.00	200DB/HY		1,992
NISSAN FORKLIFT		03/09/97	23,059	100.00			23,059	7.00	200DB/HY		23,059
INTERNATIONAL TRUCK		12/08/97	43,148	100.00			43,148	7.00	200DB/HY		43,148
EQUIPMENT AMX		04/10/98	793	100.00			793	7.00	200DB/HY		793
ART FORKLIFT		08/10/98	12,536	100.00			12,536	7.00	200DB/HY		12,536
ARTS FORKLIFT		10/10/98	15,624	100.00			15,624	7.00	200DB/HY		15,624
AMERICAN MATERIAL		09/30/00	3,008	100.00			3,008	7.00	200DB/HY		2,605
IMPR. SEARS		12/31/00	435	100.00			435	7.00	200DB/HY		376
SOS FUR.		01/31/01	455	100.00			455	7.00	200DB/HY		394
TEL PLUS		03/31/01	795	100.00			795	7.00	200DB/HY		689
SOS FUR.		07/31/01	1,112	100.00			1,112	7.00	200DB/HY		963
HYSTER FORKLIFT		09/01/01	20,843	100.00	5,000		15,843	7.00	200DB/HY		12,308
TIMER OF POWER		12/31/01	17,738	100.00	5,000		12,738	7.00	200DB/HY		9,896
CALUMET EQUIP		01/31/02	506	100.00	506		0	5.00	200DB/HY		0
EQUIPMENT 07-31-02		07/31/02	2,699	100.00	1,000		1,699	7.00	200DB/HY		1,320
LEASEHOLD IMPROVEMENTS		08/01/02	56,000	100.00			56,000	15.00	150DB/HY		21,095
EQUIPMENT 08/02/02		08/02/02	5,594	100.00	2,000		3,594	7.00	200DB/HY		2,792
EQUIPMENT		09/12/02	470	100.00			470	5.00	200DB/HY		272
LEASEHOLD IMPROVEMENT		11/10/02	4,800	100.00			4,800	15.00	150DB/HY		1,033
LEASEHOLD IMPROV.		12/12/02	5,576	100.00			5,576	15.00	150DB/HY		1,200
FURNITURE & FIXTURE		01/11/03	1,950	100.00			1,950	7.00	200DB/HY		939
LEASEHOLD IMPROV.		01/20/03	12,733	100.00			12,733	15.00	150DB/HY		2,741
EQUIPMENT		01/23/03	7,294	100.00			7,294	7.00	200DB/HY		3,511
LEASEHOLD IMPROV.		05/28/03	72,192	100.00			72,192	15.00	150DB/HY		15,538
OFFICE EQUIPMENT		07/14/04	861	100.00	861		0	5.00	200DB/HY		0
NEVADA EQUIPMENT		07/18/04	14,298	100.00	14,298		0	7.00	200DB/HY		0
OFFICE FURNITURE		08/10/04	1,143	100.00	1,143		0	7.00	200DB/HY		0
NEVADA EQUIPMENT		08/14/04	2,679	100.00	2,679		0	7.00	200DB/HY		0
S.O.S		09/01/04	377	100.00			377	7.00	200DB/HY		146
EQUIPMENT		10/30/04	4,366	100.00			4,366	7.00	200DB/HY		1,693
EQUIPMENT		02/28/05	5,815	100.00			5,815	7.00	200DB/HY		2,255

Code: S = Sold, A = Auto, L = Listed, C = COGS

Form 4562

BAJA TILE, INC.

Form 1120 - Line 20

Alternative Minimum Tax Depreciation Report

Tax Year 2006

Keep for your records

2006

33-0058658

Asset Description	Code	Date in Service	Cost (net of land)	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation	Adjustment/Preference
DEPRECIATION												
WAREHOUSE EQUIPMENT		05/18/07	1,504	100.00			1,504	7.00	150DB/HY		161	54.
SUBTOTAL CURRENT YEAR			1,504		0	0	1,504			0	161	54.
COMPUTER PROFIT 21		08/16/93	18,414	100.00			18,414	10.00	SL/HY			
N. FORKLIFT		09/20/94	11,508	100.00			11,508	10.00	150DB/HY			
TELEPHONE SYSTEMS		04/20/96	1,992	100.00			1,992	12.00	150DB/HY			
NISSAN FORKLIFT		03/09/97	23,059	100.00			23,059	12.00	150DB/HY			
INTERNATIONAL TRUCK		12/08/97	43,148	100.00			43,148	12.00	150DB/HY			
EQUIPMENT AMX		04/10/98	793	100.00			793	12.00	150DB/HY			
ART FORKLIFT		08/10/98	12,536	100.00			12,536	12.00	150DB/HY			
ARTS FORKLIFT		10/10/98	15,624	100.00			15,624	12.00	150DB/HY			
AMERICAN MATERIAL		09/30/00	3,008	100.00			3,008	7.00	150DB/HY			
IMPR. SEARS		12/31/00	435	100.00			435	7.00	150DB/HY			
SOS FUR.		01/31/01	455	100.00			455	7.00	150DB/HY			
TEL PLUS		03/31/01	795	100.00			795	7.00	150DB/HY			
SOS FUR.		07/31/01	1,112	100.00			1,112	7.00	150DB/HY			
HYSTER FORKLIFT		09/01/01	20,843	100.00	5,000		15,843	7.00	150DB/HY			
TIMER OF POWER		12/31/01	17,738	100.00	5,000		12,738	7.00	150DB/HY			
CALUMET EQUIP		01/31/02	506	100.00	506		0	5.00	150DB/HY			
EQUIPMENT 07-31-02		07/31/02	2,699	100.00	1,000		1,699	7.00	150DB/HY			
LEASEHOLD IMPROVEMENTS		08/01/02	56,000	100.00			56,000	15.00	150DB/HY			
EQUIPMENT 08/02/02		08/02/02	5,594	100.00	2,000		3,594	7.00	150DB/HY			
EQUIPMENT		09/12/02	470	100.00			329	5.00	200DB/HY			
LEASEHOLD IMPROVEMENT		11/10/02	4,800	100.00			3,360	15.00	150DB/HY			
LEASEHOLD IMPROV.		12/12/02	5,576	100.00			3,903	15.00	150DB/HY			
FURNITURE & FIXTURE		01/11/03	1,950	100.00			1,365	7.00	200DB/HY			
LEASEHOLD IMPROV.		01/20/03	12,733	100.00			8,913	15.00	150DB/HY			
EQUIPMENT		01/23/03	7,294	100.00			5,106	7.00	200DB/HY			
LEASEHOLD IMPROV.		05/28/03	72,192	100.00			50,534	15.00	150DB/HY			
OFFICE EQUIPMENT		07/14/04	861	100.00	861		0	5.00	150DB/HY			
NEVADA EQUIPMENT		07/18/04	14,298	100.00	14,298		0	7.00	150DB/HY			
OFFICE FURNITURE		08/10/04	1,143	100.00	1,143		0	7.00	150DB/HY			
NEVADA EQUIPMENT		08/14/04	2,679	100.00	2,679		0	7.00	150DB/HY			
S.O.S		09/01/04	377	100.00			377	7.00	150DB/HY			
EQUIPMENT		10/30/04	4,366	100.00			4,366	7.00	150DB/HY			
EQUIPMENT		02/28/05	5,815	100.00			5,815	7.00	150DB/HY			

Code: S = Sold, A = Auto, L = Listed, C = COGS, P = Passive

Form 4562

BAJA TILE, INC.

Form 1120 - Line 20

Alternative Minimum Tax Depreciation Report

Tax Year 2006

Keep for your records

33-0058658

2006

Asset Description	Code	Date in Service	Cost (net of land)	Business Use %	Section 179	Special Depreciation Allowance	Depreciable Basis	Life	Method/Convention	Prior Depreciation	Current Depreciation	Adjustment/Preference
NEVADA LEASEHOLD IMPROVEMENT		05/01/05	94,921	100.00			94,921	15.00	150DB/HY			
EQUIPMENT		05/01/05	2,043	100.00			2,043	7.00	150DB/HY			
LEASEHOLD IMPROVEMENT		05/31/05	5,687	100.00			5,687	15.00	150DB/HY			
EQUIPMENT		06/01/05	376	100.00			376	7.00	150DB/HY			
A/R EQUIPMENT		07/20/05	7,998	100.00			7,998	7.00	150DB/HY			
EXTRNL EQUIPMENT		07/31/05	1,530	100.00			1,530	7.00	150DB/HY			
EQUIPMENT		08/02/05	10,738	100.00			10,738	7.00	150DB/HY			
EQUIPMENT		10/12/05	1,620	100.00			1,620	7.00	150DB/HY			
FURNITURE		11/20/05	1,500	100.00			1,500	7.00	150DB/HY			
SUBTOTAL PRIOR YEAR			497,226		32,487	0	433,234			0	0	0.
TOTALS			498,730		32,487	0	434,738			0	161	54.

Code: S = Sold, A = Auto, L = Listed, C = COGS, P = Passive

ACE Depreciation Report
Tax Year 2006

33-0058658

2006

Keep for your records

Page 1

of 2

Asset Description	Date in Service	Cost	Business Use %	Basis	Depreciation before TY 1990	Life	Depreciation	Prior	ACE Adjustment
DEPRECIATION									
WAREHOUSE EQUIPMENT	05/18/07	1,504	100.00						
SUBTOTAL CURRENT YEAR		1,504		0	0		0	0	0
COMPUTER PROFIT 21	08/16/93	18,414	100.00	18,414		10.0000			
N. FORKLIFT	09/20/94	11,508	100.00						
TELEPHONE SYSTEMS	04/20/96	1,992	100.00						
NISSAN FORKLIFT	03/09/97	23,059	100.00						
INTERNATIONAL TRUCK	12/08/97	43,148	100.00						
EQUIPMENT AMX	04/10/98	793	100.00						
ART FORKLIFT	08/10/98	12,536	100.00						
ARTS FORKLIFT	10/10/98	15,624	100.00						
AMERICAN MATERIAL	09/30/00	3,008	100.00						
IMPR. SEARS	12/31/00	435	100.00						
SOS FUR.	01/31/01	455	100.00						
TEL PLUS	03/31/01	795	100.00						
SOS FUR.	07/31/01	1,112	100.00						
HYSTER FORKLIFT	09/01/01	20,843	100.00						
TIMER OF POWER	12/31/01	17,738	100.00						
CALUMET EQUIP	01/31/02	506	100.00						
EQUIPMENT 07-31-02	07/31/02	2,699	100.00						
LEASEHOLD IMPROVEMENTS	08/01/02	56,000	100.00						
EQUIPMENT 08/02/02	08/02/02	5,594	100.00						
EQUIPMENT	09/12/02	470	100.00						
LEASEHOLD IMPROVEMENT	11/10/02	4,800	100.00						
LEASEHOLD IMPROV.	12/12/02	5,576	100.00						
FURNITURE & FIXTURE	01/11/03	1,950	100.00						
LEASEHOLD IMPROV.	01/20/03	12,733	100.00						
EQUIPMENT	01/23/03	7,294	100.00						
LEASEHOLD IMPROV.	05/28/03	72,192	100.00						
OFFICE EQUIPMENT	07/14/04	861	100.00						
NEVADA EQUIPMENT	07/18/04	14,298	100.00						
OFFICE FURNITURE	08/10/04	1,143	100.00						
NEVADA EQUIPMENT	08/14/04	2,679	100.00						
S.O.S	09/01/04	377	100.00						
EQUIPMENT	10/30/04	4,366	100.00						
EQUIPMENT	02/28/05	5,815	100.00						

VENDOR 129 PANAMERICAN CERAMICS

ITEM	DESCRIPTION	UT	SIZE	ON-HAND-EA	AV-COST	LA-COST	AV-VALUE	LA-VALUE
MIAMI PERLA 13 129-0503	33.3CM 14 PC BX/.837 PCS	SF	1.0000	1533.19	0.5728	0.5700	878.20	873.92
MIAMI PERLA 18 129-0507	45 CM 8 PC BX/ .4545 PCS	SF	1.0000	74.80	0.9381	0.9500	70.17	71.06
MIAMI BEIGE 13 129-0511	33.3CM 14 PC BX .837 PCS	SF	1.0000	1156.39	0.5890	0.5700	681.06	659.14
MIAMI BEIGE 18 129-0515	45CM 8 PC BX/ .4545 PCS S	SF	1.0000	894.50	0.6500	0.6500	581.43	581.43
MIAMI NOCE 18 129-0523	45CM 8 PC BX/ .4545 PCS S	SF	1.0000	142.40	0.6500	0.6500	92.56	92.56
MIAMI NOCE 13 129-0529	33.3CM 14 PC BX.837 PCS S	SF	1.0000	1746.43	0.5839	0.5900	1019.66	1030.39
ROCK #1 13" 129-113	#1 BEIGE 13X13" +-	SF	1.0000	4849.34	0.7500	0.7500	3637.01	3637.01
ROCK #1 18" 129-118	1 BEIGE 18X18"(NOMINAL)+	SF	1.0000	9349.42	0.7900	0.7900	7386.04	7386.04
ROCK MOSAIC 129-123M	13"SHEET 2X2" PCS	EA	1.0000	139.00	2.3699	2.6548	329.41	369.02
ARALFI BEIGE 13 129-1591	33.3CM 13+ 14 PC BOX	SF	1.0000	121.44	0.7100	0.7100	86.22	86.22
ROCK #1 1/4 ROUND 129-1A	#1 BEIGE 6.5" QUARTER RND	EA	1.0000	741.00	0.9000	0.9000	666.90	666.90
ROCK #1 1/4RND CMP 129-1AC	#1 BEIGE 1/4 RND OUT CORN	EA	1.0000	32.00	1.3200	1.3200	42.24	42.24
ROCK #1 SBN 129-1BN	3X13" #1 BEIGE BULLNOSE	EA	1.0000	2258.00	0.9100	0.9100	2054.78	2054.78
ROCK #1 VCAP 129-1V	2X6.5" #1 BEIGE V-CAP	EA	1.0000	1443.00	1.0300	1.0300	1486.29	1486.29
ROCK #1 V-CAP CNR 129-1VC	#1 BEIGE V-CAP OUT CORNER	EA	1.0000	206.00	1.8400	1.8400	379.04	379.04
ROCK #2 13" 129-213	#2 SAND 13X13" +-	SF	1.0000	9184.42	0.7500	0.7500	6888.32	6888.32
ROCK #2 18" 129-218	#2 SAND 18X18" (NOMINAL)+	SF	1.0000	1467.45	0.7900	0.7900	1159.29	1159.29
ROMA MOSAIC 2" 129-22MX	2X2" MOSAIC 13X13" SHEET	EA	1.0000	36.00	2.2800	2.2800	82.08	82.08
ROCK #2 1/4 RND 129-2A	#2 SAND QUARTER RND 6.5"	EA	1.0000	1910.00	0.9000	0.9000	1719.00	1719.00
ROCK #2 1/4 RND CNR 129-2AC	#2 SAND QUARTER RND OUT C	EA	1.0000	295.00	1.3200	1.3200	389.40	389.40
ROCK #2 SBN 129-2BN	#2 SAND 3X13" BULLNOSE	EA	1.0000	9448.00	0.9400	0.9400	8881.12	8881.12
ROCK #2 V-CAP 129-2V	2X6.5 #2 SAND V-CAP	EA	1.0000	1887.00	1.0300	1.0300	1943.61	1943.61
ROCK #2 V-CAP CNR 129-2VC	#2 SAND V-CAP OUT CORNER	EA	1.0000	215.00	1.8400	1.8400	395.60	395.60
ROCK #3 13" 129-313	#3 NOCE 13X13" +-	SF	1.0000	7455.02	0.7500	0.7500	5591.27	5591.27
ROCK #3 18" 129-318	#3 NOCE 18X18" (NOMINAL)+	SF	1.0000	5981.72	0.7900	0.7900	4725.56	4725.56
ROMA BEIGE 13 129-3312	33CM (13") 13 PC BOX	SF	1.0000	1525.44	0.8274	1.0200	1262.16	1555.95
ROMA TAUPE 13 129-3322	33CM (13") 13 PC BOX	SF	1.0000	4474.97	0.7471	0.7400	3343.04	3311.48
ROMA NOCE 13 129-3332	33CM (13") 13 PC BOX	SF	1.0000	4892.71	0.7401	0.7400	3621.15	3620.61
ROCK #3 1/4 RND 129-3A	#3 NOCE 6.5" QUARTER RND.	EA	1.0000	1762.00	0.9000	0.9000	1585.80	1585.80
ROCK #3 1/4 RND CNR 129-3AC	#3 NOCE QUARTER RND OUT C	EA	1.0000	230.00	1.3200	1.3200	303.60	303.60
ROCK #3 SBN 129-3BN	#3 NOCE 3X13" BULLNOSE	EA	1.0000	4139.00	0.9400	0.9400	3890.66	3890.66
ROCK #3 V-CAP 129-3V	2X6.5" #3 NOCE V-CAP	EA	1.0000	2453.00	1.0300	1.0300	2526.59	2526.59
ROCK #3 V-CAP CNR 129-3VC	#3 NOCE V-CAP OUT CORNER	EA	1.0000	214.00	1.8400	1.8400	393.76	393.76
ROMA BEIGE 20 129-5012	50CM (20") 7 PC BOX	SF	1.0000	13264.23	0.7783	0.9800	10323.12	12998.95
ROMA TAUPE 20 129-5022	50CM (20") 7 PC BOX	SF	1.0000	8112.45	0.7617	0.7800	6179.35	6327.71
ROMA NOCE 20 129-5032	50CM (20") 7 PC BOX	SF	1.0000	7532.28	0.7749	0.7800	5836.48	5875.17
ROMA BEIGE 6 129-612	16.5CM (6.5")3.41 PCS	SF	1.0000	1359.96	1.1190	1.4500	1521.82	1971.94
ROMA BEIGE QRND 129-612A	13" OR 6" QTRNDS	EA	1.0000	1017.00	0.7913	0.7900	804.75	803.43
ROMA BEIGE BEAK 129-612AC	QUARTER ROUND OUT CORNER	EA	1.0000	29.00	1.1558	1.1700	33.52	33.93
ROMA BEIGE SBN 129-612BN	3X13 SURFACE BULLNOSE	EA	1.0000	720.00	0.9997	1.0000	719.77	720.00
ROMA BEIGE VCAP 129-612V	13" V-CAP	EA	1.0000	791.00	1.3326	1.3700	1054.10	1083.67
ROMA BEIGE VCNR 129-612VC	V-CAP OUT CORNER	EA	1.0000	113.00	1.5000	1.5000	169.50	169.50
ROMA TAUPE 6 129-622	16.5CM (6.5")3.41 PCS	SF	1.0000	47.75	1.0770	1.1100	51.43	53.00
ROMA TAUPE QRND 129-622A	13" OR 6" QTRNDS	EA	1.0000	1276.00	0.7707	0.7900	983.41	1088.04
ROMA TAUPE BEAK 129-622AC	QUARTER ROUND OUT CORNER	EA	1.0000	185.00	1.1334	1.1700	209.68	216.45
ROMA TAUPE SBN 129-622BN	3X13 SURFACE BULLNOSE	EA	1.0000	293.00	0.9838	1.0000	288.25	293.00
ROMA TAUPE VCAP 129-622V	13" V-CAP	EA	1.0000	913.00	1.3285	1.3700	1212.92	1250.81
ROMA TAUPE VCNR 129-622VC	V-CAP OUT CORNER	EA	1.0000	148.00	1.5000	1.5000	222.00	222.00

VENDOR 129 PANAMERICAN CERAMICS

ITEM	DESCRIPTION	UT	SIZE	ON-HAND-EA	AV-COST	LA-COST	AV-VALUE	LA-VALUE	
ROMA NOCE 6 129-632	16.5CM (6.5")	3.41 PCS SF	SF	1.0000	135.32	1.4511	1.4300	196.36	193.51
ROMA NOCE QTRND 129-632A	13" QR 6" QTRND		EA	1.0000	754.00	0.7826	0.7900	590.10	595.66
ROMA NOCE BEAK 129-632AC	QUARTER ROUND OUT CORNER		EA	1.0000	99.00	1.1124	1.1124	110.13	110.13
ROMA NOCE SBN 129-632AN	3X13" SURFACE BULLNOSE		EA	1.0000	152.90	0.9844	1.0000	150.52	152.90
ROMA NOCE VCAP 129-632V	13" V-CAP		EA	1.0000	753.00	1.3352	1.3700	1005.41	1031.61
ROMA NOCE VCMR 129-632VC	V-CAP OUT CORNER		EA	1.0000	172.00	1.5014	1.5014	258.24	258.24
ROCK #1 6" TMB 129-651	#1 BEIGE 5.75" TUMBLED		SF	1.0000	3151.05	1.4700	1.4700	4632.05	4632.05
ROCK #2 6" TMB 129-652	#2 SAND 5.75" TUMBLED		SF	1.0000	4455.89	1.4700	1.4700	6550.16	6550.16
ROCK #3 6" TMB 129-653	#3 NOCE 5.75" TUMBLED		SF	1.0000	3407.69	1.4700	1.4700	5009.30	5009.30
ANALFI GREY 13 129-6614	33.3CM 13+ 14 PC BOX		SF	1.0000	32.76	0.7100	0.7100	23.26	23.26
ROMA DECO 2 129-6LM1	GLASS DECO SOLD BY EA		EA	1.0000	37.00	0.2200	0.2800	8.14	10.36
ROMA MOSAIC 2" 129-6LM2	2X2" GLASS MOSAIC MIXED		EA	1.0000	96.00	9.5181	10.0800	913.74	967.68
ROMA DECO ROMBO 129-6LR1	2.75X4" GLASS SOLD BY EA		EA	1.0000	20.00	0.4500	0.4500	9.00	9.00
ROMA MOSAIC ROMBO 129-6LR2	2.75X4" GLASS MOSAIC MIXE		EA	1.0000	18.00	12.1523	13.7100	218.74	246.78
ROMA HARLEQUIN 129-HARMX	2.75X4" HARLEQUIN (ROMBO)		EA	1.0000	198.00	2.7282	2.9800	540.19	590.04
ROMA MOSAIC BRICK 129-MXB	1X3" BRICK MOSAIC MULTI		EA	1.0000	56.00	2.1949	2.2100	122.91	123.76
T-238	ROME CHIARO MATTE 2.5X12		EA	1.0000	8.00	6.4500	4.5150	51.60	36.12

VENDOR TOTALS 118092.97 121947.90
 Z AV/LA 96.84

GRAND TOTALS 118092.97 121947.90
 Z AV/LA 96.84

VENDOR 129 PANAMERICAN CERAMICS

VENDOR ITEM	DESCRIPTION	PROD	CLS	FREE	ALLO	BACK-ORD	ON-PO	MTHS
129 MIAMI PERLA 13 129-0503	33.3CM 14 PC BX/.837 PCS SF	20	0	1533.19	0.00	0.00	0.00	3.26
129 MIAMI PERLA 18 129-0507	45 CM 8 PC BX/ .4545 PCS SF	20	0	74.80	0.00	0.00	0.00	7.30
129 MIAMI BEIGE 13 129-0511	33.3CM 14 PC BX .837 PCS SF	20	0	1156.39	0.00	0.00	0.00	11.96
129 MIAMI BEIGE 18 129-0515	45CM 8 PC BX/ .4545 PCS SF	20	0	894.50	0.00	0.00	0.00	4.85
129 MIAMI NOCE 18 129-0523	45CM 8 PC BX/ .4545 PCS SF	20	0	142.40	0.00	0.00	0.00	0.37
129 MIAMI NOCE 13 129-0529	33.3CM 14 PC BX.837 PCS SF	20	0	1746.43	0.00	0.00	0.00	11.18
129 ROCK #1 13" 129-113	#1 BEIGE 13X13" +-	20	0	4678.84	170.50	0.00	3098.00	4.35
129 ROCK #1 18" 129-118	1 BEIGE 18X18"(NOMINAL)+-	20	0	9349.42	0.00	0.00	0.00	9.27
129 ROCK MOSAIC 129-123M	13"SHEET 2X2" PCS	20	0	135.00	4.00	0.00	600.00	4.07
129 AMALFI BEIGE 13 129-1591	33.3CM 13+" 14 PC BOX	70	0	121.44	0.00	0.00	0.00	*. **
129 ROCK #1 1/4 ROUND 129-1A	#1 BEIGE 6.5" QUARTER RND.	20	0	741.00	0.00	0.00	525.00	5.85
129 ROCK #1 1/4RND CNR 129-1AC	#1 BEIGE 1/4 RND OUT CORNER	20	0	32.00	0.00	0.00	50.00	11.19
129 ROCK #1 SBN 129-18N	3X13" #1 BEIGE BULLNOSE	20	0	2258.00	0.00	0.00	0.00	11.87
129 ROCK #1 VCAP 129-1V	2X6.5" #1 BEIGE V-CAP	20	0	1443.00	0.00	0.00	0.00	24.74
129 ROCK #1 V-CAP CNR 129-1VC	#1 BEIGE V-CAP OUT CORNER	20	0	206.00	0.00	0.00	0.00	31.99
129 ROCK #2 13" 129-213	#2 SAND 13X13" +-	20	0	9070.02	114.40	0.00	0.00	10.21
129 ROCK #2 18" 129-218	#2 SAND 18X18" (NOMINAL)+-	20	0	1467.45	0.00	0.00	3916.00	3.45
129 ROMA MOSAIC 2" 129-22MX	2X2" MOSAIC 13X13" SHEET	20	0	36.00	0.00	0.00	500.00	3.07
129 ROCK #2 1/4 RND 129-2A	#2 SAND QUARTER RND 6.5"	20	0	1910.00	0.00	0.00	0.00	13.34
129 ROCK #2 1/4 RND CNR 129-2AC	#2 SAND QUARTER RND OUT CNR	20	0	295.00	0.00	0.00	0.00	68.13
129 ROCK #2 SBN 129-28N	#2 SAND 3X13" BULLNOSE	20	0	9448.00	0.00	0.00	0.00	154.05
129 ROCK #2 V-CAP 129-2V	2X6.5 #2 SAND V-CAP	20	0	1887.00	0.00	0.00	0.00	24.46
129 ROCK #2 V-CAP CNR 129-2VC	#2 SAND V-CAP OUT CORNER	20	0	215.00	0.00	0.00	0.00	57.03
129 ROCK #3 13" 129-313	#3 NOCE 13X13" +-	20	0	7107.42	347.60	0.00	1549.00	8.41
129 ROCK #3 18" 129-318	#3 NOCE 18X18" (NOMINAL)+-	20	0	5981.72	0.00	0.00	0.00	8.63
129 ROMA BEIGE 13 129-3312	33CM (13") 13 PC BOX	20	0	1400.90	124.54	0.00	4024.00	4.94
129 ROMA TAUPE 13 129-3322	33CM (13") 13 PC BOX	20	0	4382.97	92.00	0.00	0.00	7.60
129 ROMA NOCE 13 129-3332	33CM (13") 13 PC BOX	20	0	4832.71	60.00	0.00	1345.00	13.91
129 ROCK #3 1/4 RND 129-3A	#3 NOCE 6.5" QUARTER RND.	20	0	1762.00	0.00	0.00	0.00	12.75
129 ROCK #3 1/4 RND CNR 129-3AC	#3 NOCE QUARTER RND OUT CNR	20	0	230.00	0.00	0.00	0.00	47.62
129 ROCK #3 SBN 129-38N	#3 NOCE 3X13" BULLNOSE	20	0	4134.00	5.00	0.00	0.00	82.14
129 ROCK #3 V-CAP 129-3V	2X6.5" #3 NOCE V-CAP	20	0	2453.00	0.00	0.00	0.00	43.68
129 ROCK #3 V-CAP CNR 129-3VC	#3 NOCE V-CAP OUT CORNER	20	0	214.00	0.00	0.00	0.00	65.44
129 ROMA BEIGE 20 129-5012	50CM (20") 7 PC BOX	20	0	12435.23	829.00	0.00	0.00	24.66
129 ROMA TAUPE 20 129-5022	50CM (20") 7 PC BOX	20	0	8112.45	0.00	0.00	0.00	24.47
129 ROMA NOCE 20 129-5032	50CM (20") 7 PC BOX	20	0	7532.28	0.00	0.00	0.00	7.91
129 ROMA BEIGE 6 129-612	16.5CM (6.5")3.41 PCS SF	20	0	1347.96	12.00	0.00	1549.00	6.28
129 ROMA BEIGE QRND 129-612A	13" DR 6" QTRNDS	20	0	1017.00	0.00	0.00	600.00	5.95
129 ROMA BEIGE BEAK 129-612AC	QUARTER ROUND OUT CORNER	20	0	29.00	0.00	0.00	100.00	7.23
129 ROMA BEIGE SBN 129-6128N	3X13 SURFACE BULLNOSE	20	0	491.00	229.00	0.00	320.00	4.37
129 ROMA BEIGE VCAP 129-612V	13" V-CAP	20	0	743.00	48.00	0.00	0.00	10.33
129 ROMA BEIGE VCNR 129-612VC	V-CAP OUT CORNER	20	0	113.00	0.00	0.00	0.00	19.12
129 ROMA TAUPE 6 129-622	16.5CM (6.5")3.41 PCS SF	20	0	47.75	0.00	0.00	2324.00	5.84
129 ROMA TAUPE QRND 129-622A	13" DR 6" QTRNDS	20	0	1276.00	0.00	0.00	400.00	6.09
129 ROMA TAUPE BEAK 129-622AC	QUARTER ROUND OUT CORNER	20	0	185.00	0.00	0.00	0.00	16.09
129 ROMA TAUPE SBN 129-6228N	3X13 SURFACE BULLNOSE	20	0	273.00	20.00	0.00	400.00	6.06
129 ROMA TAUPE VCAP 129-622V	13" V-CAP	20	0	913.00	0.00	0.00	0.00	13.66
129 ROMA TAUPE VCNR 129-622VC	V-CAP OUT CORNER	20	0	148.00	0.00	0.00	0.00	42.41

VENDOR 129 PANAMERICAN CERAMICS

VENDOR ITEM	DESCRIPTION	PROD	CLS	FREE	ALLO	BACK-ORD	ON-PO	MTHS
129 ROMA NOCE 6 129-632	16.5CM (6.5")3.41 PCS SF	20	0	53.32	82.00	0.00	1549.00	3.45
129 ROMA NOCE QRND 129-632A	13" OR 6" QTRND	20	0	711.00	43.00	0.00	300.00	5.62
129 ROMA NOCE BEAK 129-632AC	QUARTER ROUND OUT CORNER	20	0	91.00	8.00	0.00	0.00	10.18
129 ROMA NOCE SBN 129-632BN	3X13" SURFACE BULLNOSE	20	0	122.90	30.00	0.00	300.00	3.42
129 ROMA NOCE VCAP 129-632V	13" V-CAP	20	0	753.00	0.00	0.00	0.00	14.72
129 ROMA NOCE VCMR 129-632VC	V-CAP OUT CORNER	20	0	172.00	0.00	0.00	0.00	76.44
129 ROCK #1 6" TMB 129-651	#1 BEIGE 5.75" TUMBLED	20	0	3151.05	0.00	0.00	0.00	11.65
129 ROCK #2 6" TMB 129-652	#2 SAND 5.75" TUMBLED	20	0	4455.89	0.00	0.00	0.00	25.73
129 ROCK #3 6" TMB 129-653	#3 NOCE 5.75" TUMBLED	20	0	3407.69	0.00	0.00	0.00	22.75
129 ANALFI GREY 13 129-6614	33.3CM 13+ 14 PC BOX	70	0	32.76	0.00	0.00	0.00	*,**
129 ROMA DECO 2 129-GLM1	GLASS DECO SOLD BY EA	20	0	37.00	0.00	0.00	0.00	0.91
129 ROMA MOSAIC 2" 129-GLM2	2X2" GLASS MOSAIC MIXED	20	0	96.00	0.00	0.00	0.00	12.09
129 ROMA DECO ROMBO 129-GLR1	2.75X4" GLASS SOLD BY EA	20	0	20.00	0.00	0.00	0.00	0.58
129 ROMA MOSAIC ROMBO 129-GLR2	2.75X4" GLASS MOSAIC MIXED	20	0	18.00	0.00	0.00	0.00	4.92
129 ROMA HARLEQUIN 129-HARNX	2.75X4" HARLEQUIN (ROMBO)	20	0	198.00	0.00	0.00	0.00	7.29
129 ROMA MOSAIC BRICK 129-MXB	1X3" BRICK MOSAIC MULTI	20	0	49.00	7.00	3.00	400.00	6.54
129 T-238	ROME CHIARO MATTE 2.5X12	9999	89	8.00	0.00	0.00	0.00	*,**

CHECK #	PAYEE	PAY-TO	CHK-DATE	GROSS-AMT	DISC-AMT	NET-AMT	SRP#
0046880	NEVDEP	NEVADA DEPARTMENT OF TAXATION	02/27/09	6,905.75	0.00	6,905.75	1
0046881	AMEX	AMERICAN EXPRESS	03/02/09	853.88	0.00	853.88	1
0046882	ARTFOR	ART'S FORKLIFT REPAIR	03/02/09	188.11	0.00	188.11	1
0046883	CAPONE	CAPITAL ONE, F.S.B.	03/02/09	323.75	0.00	323.75	1
0046884	DAVID	DAVID DOMENICK	03/02/09	562.00	0.00	562.00	1
0046885	DOMI	DOMI CERVANTES	03/02/09	50.00	0.00	50.00	1
0046886	DONRAP	DON RAPP	03/02/09	500.00	0.00	500.00	1
0046887	EDISON	SO.CAL. EDISON	03/02/09	1,066.82	0.00	1,066.82	1
0046888	GARY	GARY D. RAPP	03/02/09	575.00	0.00	575.00	1
0046889	JANKIN	JANI-KING OF CA, INC. L.A./COL RE	03/02/09	360.00	0.00	360.00	1
0046890	MISLVI	FREQUSSO AUTO REPAIR	03/02/09	1,045.00	0.00	1,045.00	1
0046891	POMA	POMA FUELING INC	03/02/09	423.01	0.00	423.01	1
0046892	TERRIE	TERRESSA A. BLACK-BUSSE	03/02/09	550.00	0.00	550.00	1
0046893	MISLVI	CONSTRUCTION SEALANT SUPPLY	03/02/09	984.00	0.00	984.00	1
0046894	CAROL	CAROLYN MOORE	03/02/09	120.32	0.00	120.32	1
0046895	DAVID	DAVID DOMENICK	03/02/09	510.41	0.00	510.41	1
0046896	MICHAEL	MICHAEL PALAKOVICH	03/02/09	197.79	0.00	197.79	1
0046897	MISC	HR DIRECT	03/02/09	45.35	0.00	45.35	1
0046898	VICTOR	VICTOR DOMINBUEZ	03/02/09	50.00	0.00	50.00	1
0046899	MISLVI	NATURAL STONE RESOURCES INC.	03/03/09	465.00	0.00	465.00	1
0046900	ABS	ADVANCED BUSINESS	03/04/09	1,000.00	0.00	1,000.00	1
0046901	CACENT	CACTUS STONE & TILE	03/04/09	1,200.58	0.00	1,200.58	1
0046902	CITONT	CITY OF ONTARIO	03/04/09	769.76	0.00	769.76	1
0046903	LEEJEN	LEE JENNINGS ENTERPRISES, INC.	03/04/09	55.67	0.00	55.67	1
0046904	MOUVAL	MOUNTAIN VALLEY EXPRESS CO, INC	03/04/09	1,201.00	0.00	1,201.00	1
0046905	PHICON	PHILLIPS 66-COINCO 76	03/04/09	151.36	0.00	151.36	1
0046906	SANCLU	SAMS CLUB DISCOVER	03/04/09	116.44	0.00	116.44	1
0046907	TERRIE	TERRESSA A. BLACK-BUSSE	03/04/09	93.31	0.00	93.31	1
0046908	CITONT	CITY OF ONTARIO	03/04/09	694.19	0.00	694.19	1
0046909	MISC	G & S HOME SUPPLIES INC.	03/04/09	49.00	0.00	49.00	1
0046910	MESSTA	MSM, INC.	03/05/09	2,273.55	0.00	2,273.55	1
0046911	MISC	MCCANDLESS INT. TRUCKS INC.	03/05/09	150.74	0.00	150.74	1
0046912	AMEX	AMERICAN EXPRESS	03/05/09	1,779.33	0.00	1,779.33	1
0046913	MISC	VINTAGE DESIGN INC.	03/05/09	362.27	0.00	362.27	1
0046914	CHEVRD	CHEVRON AND TEXACO CARD SERV.	03/10/09	640.08	0.00	640.08	1
0046915	MICHAEL	MICHAEL PALAKOVICH	03/10/09	55.50	0.00	55.50	1
0046916	POMA	POMA FUELING INC	03/10/09	95.42	0.00	95.42	1
0046917	TERRIE	TERRESSA A. BLACK-BUSSE	03/10/09	65.49	0.00	65.49	1
0046918	REFUND	GLADIS CHACON	03/10/09	26.07	0.00	26.07	1
0046919	CLSBUP	CUSTOM BUILDING PRODUCTS	03/10/09	5,282.13	0.00	5,282.13	1
0046921	AMEINT	AMERICAN INTERNATIONAL CO	03/10/09	1,641.00	0.00	1,641.00	1
0046922	ASSHEA	ASSURANT HEALTH	03/10/09	2,128.60	0.00	2,128.60	1
0046923	KAISER	KAISER FOUNDATION HEALTH PLAN	03/11/09	2,728.00	0.00	2,728.00	1
0046925	ASSHEA	ASSURANT HEALTH	03/12/09	0.00	0.00	0.00	1
0046926	EDD	EMPLOYMENT DEV. DEPT.	03/12/09	3,032.06	0.00	3,032.06	1
				408,322.87	0.00	408,322.87	
BRANCH TOTALS 1				408,322.87	0.00	408,322.87	
				408,322.87	0.00	408,322.87	

CASH ACCOUNT: 00-01-100-105

CASH IN BANK

CHECK #	PAYEE	PAY-TO	CHK-DATE	GROSS-AMT	DISC-AMT	NET-AMT	GRP#
0046477	MAGICA	CERAMICA MAGICA	01/15/09	0.00	*****VOID*****	*****VOID*****	1
0046554	BLOFAM	BLODNER FAMILY,LLC.	01/01/09	24,025.52	0.00	24,025.52	1
0046556	CACMAT	CACTUS MAT INC.	01/05/09	192.10	0.00	192.10	1
0046557	CITVEN	CIT TECHNOLOGY FIN SERV INC	01/05/09	185.15	0.00	185.15	1
0046558	EMBARQ	DEX	01/05/09	1,246.00	0.00	1,246.00	1
0046559	STAPLE	STAPLES CREDIT PLAN	01/06/09	93.59	0.00	93.59	1
0046560	REFUND	SHANGARA SINGH	01/05/09	10.05	0.00	10.05	1
0046561	SCHSYS	SCHLUTER SYSTEMS L.P.	01/05/09	3,244.33	0.00	3,244.33	1
0046562	CAROL	CAROLYN MOORE	01/06/09	575.00	0.00	575.00	1
0046563	DAVID	DAVID DOMENICK	01/05/09	562.00	0.00	562.00	1
0046564	DOMI	DOMI CERVANTES	01/05/09	50.00	0.00	50.00	1
0046565	DOMRAP	DOM RAPP	01/05/09	500.00	0.00	500.00	1
0046566	GARY	GARY D. RAPP	01/06/09	575.00	0.00	575.00	1
0046567	MAJREA	MAJESTIC RUMWAY PARTNERS IV	01/06/09	12,893.16	0.00	12,893.16	1
0046568	NICHAE	MICHAEL PALAKOVICH	01/06/09	99.60	0.00	99.60	1
0046569	RASNO	RASNO	01/06/09	22,805.12	0.00	22,805.12	1
0046570	TERRIE	TERRESSA A. BLACK-BUSSE	01/06/09	550.00	0.00	550.00	1
0046571	VICTOR	VICTOR DOMINGUEZ	01/06/09	50.00	0.00	50.00	1
0046572	ARTFOR	ART'S FORKLIFT REPAIR	01/07/09	138.89	0.00	138.89	1
0046573	COLORF	COLORFAST INDUSTRIES INC.	01/07/09	994.08	0.00	994.08	1
0046574	DESOTO	DESOTO SALES INC.	01/07/09	2,868.75	0.00	2,868.75	1
0046575	DIAPRO	DIAMOND PROFESSIONALS	01/07/09	588.67	0.00	588.67	1
0046576	EMBARQ	DEX	01/07/09	1,246.00	0.00	1,246.00	1
0046577	EMPDIS	EMPIRE DISTRIBUTORS	01/07/09	151.20	0.00	151.20	1
0046578	GLASLD	GLASS BLOCKS UNLIMITED INC.	01/07/09	734.80	0.00	734.80	1
0046579	PENTRU	PENSKE TRUCK LEASING CO.,LP	01/07/09	1,609.57	0.00	1,609.57	1
0046580	EDISON	SO.CAL. EDISON	01/08/09	908.65	0.00	908.65	1
0046581	CUSBRP	CUSTOM BUILDING PRODUCTS	01/08/09	0.00	0.00	0.00	1
0046582	VIDRME	VIDREPUR	01/08/09	0.00	0.00	0.00	1
0046583	ZURICH	ZURICH NORTH AMERICA	01/09/09	1,760.00	0.00	1,760.00	1
0046584	ABS	ADVANCED BUSINESS	01/14/09	1,000.00	0.00	1,000.00	1
0046585	AFLAC	AFLAC	01/14/09	157.44	0.00	157.44	1
0046586	ALPWAT	ALPINE WATER SYSTEMS	01/14/09	37.30	0.00	37.30	1
0046587	AMEBUJ	AMERICAN BULLMOSE	01/14/09	1,211.75	0.00	1,211.75	1
0046588	AMEINT	AMERICAN INTERNATIONAL CO	01/14/09	1,641.00	0.00	1,641.00	1
0046589	ARCSTO	ARCADIA STONE	01/14/09	398.16	0.00	398.16	1
0046590	ASSHEA	ASSURANT HEALTH	01/14/09	1,064.30	0.00	1,064.30	1
0046591	ATTYEL	AT&T YELLOW PAGES	01/14/09	209.00	0.00	209.00	1
0046592	BARTOO	BARNALTO TOOL CO	01/14/09	2,191.24	0.00	2,191.24	1
0046593	BDSIIK	BDSIIK, INC.	01/14/09	7,482.15	0.00	7,482.15	1
0046594	CACENT	CACTUS STONE & TILE	01/14/09	596.65	0.00	596.65	1
0046595	CACMAT	CACTUS MAT INC.	01/14/09	37.25	0.00	37.25	1
0046596	GAPONE	CAPITAL ONE, F.S.B.	01/14/09	154.09	0.00	154.09	1
0046597	CAROL	CAROLYN MOORE	01/14/09	188.30	0.00	188.30	1
0046598	CENTRA	CENTRAL TRANSPORT	01/14/09	276.86	0.00	276.86	1
0046599	CHEVRO	CHEVRON AND TEXACO CARD SERV.	01/14/09	230.57	0.00	230.57	1
0046700	CINTAS	CINTAS CORP #59	01/14/09	151.14	0.00	151.14	1
0046701	CITONT	CITY OF ONTARIO	01/14/09	540.81	0.00	540.81	1
0046702	COLORF	COLORFAST INDUSTRIES INC.	01/14/09	764.72	0.00	764.72	1
0046703	CONCER	CONTEMPD CERAMIC TILE	01/14/09	472.50	0.00	472.50	1
0046704	CUSBRP	CUSTOM BUILDING PRODUCTS	01/14/09	9,410.93	0.00	9,410.93	1
0046705	DESOTO	DESOTO SALES INC.	01/14/09	120.72	0.00	120.72	1
0046706	DUNGER	DOM CERAMICHE	01/14/09	5,000.00	0.00	5,000.00	1
0046707	DUNRII	DUNN-RITE ASSOCIATES	01/14/09	63.00	0.00	63.00	1
0046708	EDD	EMPLOYMENT DEV.DEPT.	01/14/09	1,436.07	0.00	1,436.07	1

PAYABLES CHECK REGISTER

CHECK #	PAYEE	PAY-TO	CHK-DATE	GROSS-AMT	DISC-AMT	NET-AMT	GRP#
0046709	EMBTX	EMBARQ	01/14/09	358.11	0.00	358.11	1
0046710	GENNOL	GENERAL NOLI USA, INC.	01/14/09	4,310.00	0.00	4,310.00	1
0046711	SHATEC	SHA TECHNOLOGIES	01/14/09	231.66	0.00	231.66	1
0046712	GOLMES	GOLDEN WEST DENTAL & VISION	01/14/09	164.22	0.00	164.22	1
0046713	HCP	HCP INDUSTRIES INC	01/14/09	26.52	0.00	26.52	1
0046714	JAMHAR	JAMES HARDIE	01/14/09	10,886.40	0.00	10,886.40	1
0046715	JANKIN	JANI-KING OF CA, INC. L.A./COL RE	01/14/09	280.00	0.00	280.00	1
0046716	KAISER	KAISER FOUNDATION HEALTH PLAN	01/14/09	4,626.00	0.00	4,626.00	1
0046717	KORDES	KOREL DESIGN TILES	01/14/09	1,615.00	0.00	1,615.00	1
0046718	LASMAT	LAS VEGAS MATERIAL HANDLING	01/14/09	489.35	0.00	489.35	1
0046719	MARARQ	CLM FACTORING LTD.	01/14/09	1,000.00	0.00	1,000.00	1
0046720	MAREXP	MARBLE EXPRESS	01/14/09	1,091.25	0.00	1,091.25	1
0046721	MISOTI	HAYDEN'S CARPET INC.	01/14/09	1,021.88	0.00	1,021.88	1
0046722	MOUNVAL	MOUNTAIN VALLEY EXPRESS CO. INC	01/14/09	1,330.18	0.00	1,330.18	1
0046723	NATCHE	NATIONAL CHECK TRUST	01/14/09	219.72	0.00	219.72	1
0046724	NEVPOM	NEVADA POWER	01/14/09	606.36	0.00	606.36	1
0046725	PACPRO	PACIFIC COAST PROPANE LLC.	01/14/09	567.58	0.00	567.58	1
0046726	PACMHO	PACIFICA WHOLESALE	01/14/09	6,365.00	0.00	6,365.00	1
0046727	PANAM	PANAMERICAN CERAMICS	01/14/09	3,002.22	0.00	3,002.22	1
0046728	PARBUI	PARAGON BUILDING PRODUCTS, INC.	01/14/09	2,622.75	0.00	2,622.75	1
0046729	PENTRU	PENCKE TRUCK LEASING CO., LP	01/14/09	261.49	0.00	261.49	1
0046730	PESCOR	PESTAWAY CORPORATION	01/14/09	66.00	0.00	66.00	1
0046731	PHICON	PHILLIPS 66-COMOCO 76	01/14/09	24.86	0.00	24.86	1
0046732	PITBOM	PITNEY BOWES	01/14/09	80.82	0.00	80.82	1
0046733	REAL	REAL CERAMICA	01/14/09	750.00	0.00	750.00	1
0046734	REFLAS	CLAUDIO VEGA	01/14/09	217.39	0.00	217.39	1
0046735	SANCLU	SANS CLUB DISCOVER	01/14/09	90.52	0.00	90.52	1
0046736	SHELL	SHELL	01/14/09	97.60	0.00	97.60	1
0046737	SIENA	SIENA STONE DECOR	01/14/09	2,310.00	0.00	2,310.00	1
0046738	SPRLON	SPRINT-LONG DISTANCE	01/14/09	70.52	0.00	70.52	1
0046739	STYTOU	STYLISH TOUCH INC	01/14/09	29.50	0.00	29.50	1
0046740	TERRIE	TERRESSA A. BLACK-BUSSE	01/14/09	86.24	0.00	86.24	1
0046741	TKTRAN	TK TRANSPORT SERVICES	01/14/09	1,225.00	0.00	1,225.00	1
0046742	TOTSAF	TOTAL SAFETY INC.	01/14/09	135.00	0.00	135.00	1
0046743	UPS	UNITED PARCEL SERVICE	01/14/09	767.30	0.00	767.30	1
0046744	VEGPRO	VEGAS PROPANE, INC.	01/14/09	110.00	0.00	110.00	1
0046745	VERCAL	VERIZON CALIFORNIA	01/14/09	966.22	0.00	966.22	1
0046746	VIPCLE	VIPER CLEANING SYSTEMS	01/14/09	353.75	0.00	353.75	1
0046747	WJBYRN	W.J. BYRNES	01/14/09	5,789.93	0.00	5,789.93	1
0046748	YOSMAT	YOSEMITE MATERS	01/14/09	147.25	0.00	147.25	1
0046749	MESSTA	MSM, INC.	01/14/09	4,863.05	0.00	4,863.05	1
0046750	MESSTA	MSM, INC.	01/14/09	6,350.10	0.00	6,350.10	1
0046751	AMEINT	AMERICAN INTERNATIONAL CO	01/15/09	1,641.00	0.00	1,641.00	1
0046752	NISLVI	NATURAL STONE RESOURCES INC	01/19/09	1,110.00	0.00	1,110.00	1
0046753	MISC	GRAZIANOS PIZZA RESTAURANT	01/20/09	110.28	0.00	110.28	1
0046754	AMEX	AMERICAN EXPRESS	01/21/09	968.00	0.00	968.00	1
0046755	CAPONE	CAPITAL ONE, F.S.B.	01/21/09	168.57	0.00	168.57	1
0046756	KAISER	KAISER FOUNDATION HEALTH PLAN	01/21/09	3,788.00	0.00	3,788.00	1
0046757	SPETIL	SPECTRUM TILE & MARBLE	01/21/09	0.00	*****VOID*****	*****VOID*****	1
0046758	SPENFB	SPECTRUM MFG CORP.	01/21/09	3,463.80	0.00	3,463.80	1
0046759	SPETIL	SPECTRUM TILE & MARBLE	01/21/09	0.00	0.00	0.00	1
0046760	MAREXP	MARBLE EXPRESS	01/21/09	2,006.13	0.00	2,006.13	1
0046761	NISLVI	NATURAL STONE RESOURCES	01/22/09	165.00	0.00	165.00	1
0046762	CITONT	CITY OF ONTARIO	01/26/09	624.02	0.00	624.02	1
0046763	PACMHO	PACIFICA WHOLESALE	01/26/09	5,562.95	0.00	5,562.95	1
0046764	COLORF	COLORFAST INDUSTRIES INC.	01/27/09	616.94	0.00	616.94	1
0046765	CLSBUP	CUSTOM BUILDING PRODUCTS	01/27/09	6,181.91	0.00	6,181.91	1

In re Baja Tile, 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.

1 continuation sheets attached

In re Baja Tile, 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 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.			2009					
Employment Dev. Department Bankruptcy Group MIC 92E P.O. Box 826880 Sacramento, CA 94280		-	Payroll taxes.					0.00
							3,032.06	3,032.06
Account No.								
Account No.								
Account No.								

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

Subtotal
(Total of this page)

Total
(Report on Summary of Schedules)

0.00	0.00
3,032.06	3,032.06
0.00	0.00
3,032.06	3,032.06

In re Baja Tile, 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	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. A. Bottini Enterprises 1300 Industrial Road Ste. 11 San Carlos, CA 94070		-	2009 trade debt.			3,130.34
Account No. Activant P.O. Box 610069 Dallas, TX 75267		-	2009 trade debt.			1,889.06
Account No. ADD Spicer 1978 Del Amo Bl. Ste. A Torrance, CA 90501		-	2009 trade debt.			142.45
Account No. Advance Business Services 9661 Central Avenue Montclair, CA 91763		-	2009 trade debt.			7,283.71
Subtotal (Total of this page)						12,445.56

20 continuation sheets attached

In re Baja Tile, 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	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	
		H W J C						
Account No. AFLAC Columbus, GA 31999		-	2009 trade debt.				157.44	
Account No. Alarm Financial Services P.O. Box 2532 San Anselmo, CA 94979		-	2009 trade debt.				300.00	
Account No. Alpine Water Systems 6351 Hinson Street Ste. H Las Vegas, NV 89118		-	2009 trade debt.				37.30	
Account No. American Bullnose 1049 S. Melrose Unit G Placentia, CA 92870		-	2009 trade debt.				80.00	
Account No. American International Co. 22427 Network Place Chicago, IL 60673		-	2009 trade debt.				1,601.00	
Sheet no. <u>1</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	2,175.74

In re Baja Tile, 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. Art's Forklift Repair 1948 S. Grove Ontario, CA 91761		-	2009 trade debt.				421.19	
Account No. ATT Yellow Pages P.O. Box 989046 West Sacramento, CA 95798		-	2009 trade debt.				209.00	
Account No. Barwalt Tool Company E 5171 Seltice Way Post Falls, ID 83854		-	2009 trade debt.				2,187.82	
Account No. Bostik, Inc. 22838 Network Place Chicago, IL 60673		-	2008-2009 trade debt.				50,548.34	
Account No. C. H. Robinson Company P.O. Box 9121 Minneapolis, MN 55480		-	2009 trade debt.				2,423.30	
Sheet no. <u>2</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	55,789.65

In re Baja Tile, 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. Cactus Mat., Inc. P.O. Box 16078 Phoenix, AZ 85011		-	2009 trade debt.				133.30
Account No. Cactus Stone and Tile 401 S. 50th Street Phoenix, AZ 85034		-	2009 trade debt.				906.22
Account No. Cepac Tile 400 E. Ball Road Anaheim, CA 92805		-	2009 trade debt.				19.48
Account No. Cer. Vallelunga Model Tile Via Valle d'aosta 6/B 41049 Sassuolo-MD, Italy		-	2008-2009 trade debt.				92,237.97
Account No. Ceramica Fondovalle Model Tile Via Valle D'Aosta 6/8 Sassuolo, Italy 41049		-	2008-2009 trade debt.				45,495.06
<p align="right">Subtotal (Total of this page)</p>							138,792.03

Sheet no. 3 of 20 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Baja Tile, 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. Ceramica Magica c/o Banca Comm. Italia One William Street New York, NY 10004		-	2007-2008 trade debt.				101,253.04	
Account No. Ceramicasa Via Ferrari Carrazoli 19 Fiorano Modenese, Italy 41042		-	2007 trade debt.				5,072.51	
Account No. Cerdomus Ceramiche, S.P.A. 105 Antigua Court Coronado, CA 92118		-	2007-2009 trade debt.				96,721.61	
Account No. Cintas Corp. #59 2460 Kiel Way North Las Vegas, NV 89030		-	2009 trade debt.				226.68	
Account No. CIT Technology Fin. Serv. P.O. Box 100706 Pasadena, CA 91189		-	2009 trade debt.				205.21	
Sheet no. <u>4</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	203,479.05

In re Baja Tile, 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. CLAL Factoring, LTD 9 Ahad Haa'n St., East Wing 12th Floor		-	2008 trade debt.				4,000.00	
Account No. Colorfast Industries 3300 N. Bolt Avenue Fort Worth, TX 76110		-	2009 trade debt.				2,234.78	
Account No. Contempo Ceramic Tile 3732 S. 300 West Salt Lake City, UT 84115		-	2009 trade debt.				1,047.20	
Account No. Custom Building Products File 50683 Los Angeles, CA 90074		-	2009 trade debt.				12,195.33	
Account No. Dal Tile P.O. Box 100396 Pasadena, CA 91189		-	2009 trade debt.				135.35	
Sheet no. <u>5</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	19,612.66

In re Baja Tile, 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. Dependable Highway Express P.O. Box 58047 Los Angeles, CA 90058		-	2009 trade debt.				146.90	
Account No. Desoto Sales, Inc. 20945 Osborne Street Canoga Park, CA 91304		-	2009 trade debt.				454.28	
Account No. DEX 8499 Innovation Way Chicago, IL 60602		-	2009 trade debt.				988.34	
Account No. Diamond Professionals 575 Meadowrun St. Thousand Oaks, CA 91360		-	2009 trade debt.				1,203.35	
Account No. Dolce Vita, S. R. L. Via Statale 467NN. Ste. 128-130 Sant Antonio, Di Casa, Italy 42013		-	2009 trade debt.				77,029.90	
Sheet no. <u>6</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	79,822.77

In re Baja Tile, 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. Don Caraniche c/o Glendale Tile Sales 1607 Golf Club Drive Glendale, CA 91206		-	2009 trade debt.				57,683.67	
Account No. Dunn-Rite Associates 17475 La Junta Street Hesperia, CA 92345		-	2009 trade debt.				63.00	
Account No. Ebbe America, Inc. P.O. Box 160496 Clearfield, UT 84016		-	2009 trade debt.				298.31	
Account No. Embarq P.O. Box 660068 Dallas, TX 75266		-	2009 trade debt.				362.49	
Account No. Empire Distributors 4462 E. Airport Drive Ontario, CA 91761		-	2009 trade debt.				352.80	
Sheet no. <u>7</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	58,760.27

In re Baja Tile, 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. Flack's All Pest Exterminators P.O. Box 77553 Corona, CA 92877		-	20098 trade debt.				80.00	
Account No. Gazzini Ceraniche D'Arte Via Milano 2 Rubierra (Reggio E.), Italy 42048		-	2007 trade debt.				9,591.97	
Account No. General Noli, USA 148-08 Guy R. Brewer Bl. Jamaica, NY 11434		-	2008-2009 trade debt.				28,596.00	
Account No. Georgia Pacific Gypsum P.O. Box 911343 Dallas, TX 75391		-	2009 trade debt.				1,040.00	
Account No. GHA Technologies P.O. Box 29961-2090 Phoenix, AZ 85038		-	2009 trade debt.				102.36	
Sheet no. <u>8</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	39,410.33

In re Baja Tile, 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. Glover Family LLC P.O. Box 90634 City Of Industry, CA 91715		-	2008 property taxes.				17,044.36	
Account No. Golden West Dental and Vision P.O. Box 5066 Oxnard, CA 93031		-	2009 trade debt.				297.14	
Account No. Happy House Via Ruvinaldo N.67 41042 Fiorano Modenese, Italy		-	2009 trade debt.				6,548.75	
Account No. Hispania Ceramica 5162 Del Este Circle La Palma, CA 90623		-	2007-2008 trade debt.				12,296.89	
Account No. IDEARC P.O. Box 619009 Dallas, TX 75261		-	2009 trade debt.				2,185.00	
Sheet no. <u>9</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	38,372.14

In re Baja Tile, 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. Innovis Corp. 3790 Happy Lane Sacramento, CA 95827		-	2009 trade debt.				189.99	
Account No. Inola Gres SPA Via Emelia P.2070 Castelo Bolognese (RA) 48014, Italy		-	2008 trade debt.				5,323.81	
Account No. Inter Globo Morra NA 2 Colony Road Jersey City, NJ 07305		-	2008-2009 trade debt.				23,710.00	
Account No. Interceramic, Inc. P.O. Box 210433 Dallas, TX 75320		-	2009 trade debt.				82.69	
Account No. International Stone Distributors 1244 S. Claudina Street Anaheim, CA 92805		-	2009 trade debt.				954.37	
Sheet no. <u>10</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	30,260.86

In re Baja Tile, 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	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	
		H W J C						
Account No. Jani-King of CA. 500 N. State College Bl. Orange, CA 92868		-	2009 trade debt.				360.00	
Account No. Kaiser Foundation Health Plan File 5915 Los Angeles, CA 90074		-	2009 trade debt.				0.00	
Account No. Korel Design Tiles 12999 Los Nietos Drive Santa Fe Springs, CA 90670		-	2008-2009 trade debt.				1,241.50	
Account No. Lanzi Ceramica Av. Luis Augusto Lanzi 2000 JD.YPE 13640000 Mogi Guacu SP-Brazil		-	2008-2009 trade debt.				21,593.20	
Account No. Las Vegas Material Handling 4620 Cameron Street Ste. B Las Vegas, NV 89118		-	2009 trade debt.				1,103.68	
Sheet no. <u>11</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	24,298.38

In re Baja Tile, 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	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	
		H W J C						
Account No. Laticrete International P.O. Box 845723 Boston, MA 02284		-	2009 trade debt.				1,454.90	
Account No. Lee Jennings Enterprises 1465 E. Franklin Avenue Pomona, CA 91766		-	2009 trade debt.				48.56	
Account No. Leonari and Company "USA One Cross Island Plaza Ste. 312 Rosedale, NY 11422		-	2009 trade debt.				6,278.00	
Account No. Majestic Runway Partners IV 13191 Crossroads Pkwy N 6th Floor La Puente, CA 91746		-	2009 trade debt.				13,201.57	
Account No. Mountain Valley Express P.O. Box 2569 Manteca, CA 95336		-	2009 trade debt.				1,408.00	
Sheet no. <u>12</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	22,391.03

In re Baja Tile, 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	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	
		H W J C						
Account No. National Check Trust 3200 Executive Way Hollywood, FL 33025		-	2009 trade debt.			X	394.44	
Account No. Nevada Power P.O. Box 30086 Reno, NV 89520		-	2009 trade debt.				593.96	
Account No. Northstar Ceramic Trading, LLC 14500 E. Beltwood Pkwy Dallas, TX 75244		-	2008-2009 trade debt.				126,058.28	
Account No. Novabell Ceramiche Unicredito Italiano Attn: Lock Box Services New York, NY 10017		-	2007-2008 trade debt.				5,452.19	
Account No. Pacific Coast Propane P.O. Box 0427 Rialto, CA 92377		-	2009 trade debt.				667.50	
Sheet no. <u>13</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	133,166.37

In re Baja Tile, 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. Pacifica Wholesale 1304 S. Allec Street Anaheim, CA 92805			2009 trade debt.				768.50	
Account No. Pan Western Ccorporation P.O. Box 337500 North Las Vegas, NV 89033			2009 trade debt.				1,672.50	
Account No. Panamerican Ceramics 16610 E. Gale Avenue Hacienda Heights, CA 91745			2008-2009 trade debt				34,312.96	
Account No. Paragon Building Products, Inc. 2895 Hamner Avenue Norco, CA 92860			2008-2009 trade debt.				13,531.48	
Account No. Paraxlahabra, Inc. Dept 2690 Los Angeles, CA 90084			2008 trade debt.				13,238.40	
Sheet no. <u>14</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	63,523.84

In re Baja Tile, 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. Pasco Specialty and Mfg. P.O. Box 1747 Lynwood, CA 90262		-	2009 trade debt.				187.16	
Account No. Penske Truck Leasing P.O. Box 7429 Pasadena, CA 91109		-	2009 trade debt.				1,244.89	
Account No. Pitney Bowes P.O. Box 856042 Louisville, KY 40285		-	2009 trade debt.				180.90	
Account No. Prudential Overall Supply P.O. Box 11210 Santa Ana, CA 92711		-	2009 trade debt.				342.19	
Account No. Ragno P.O. Box 840164 Dallas, TX 75284		-	2008-2009 trade debt.				100,876.74	
Sheet no. <u>15</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	102,831.88

In re Baja Tile, 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. Real Ceramica 12592 Chilches Castellon, Spain		-	2008 trade debt.				8,880.72	
Account No. Republic Services, Inc. P.O. Box 78040 Phoenix, AZ 85062		-	2009 trade debt.			X	16.49	
Account No. Ryan Anthony Imports 9002 S. Hyssop Drive Rancho Cucamonga, CA 91730		-	2009 trade debt.				26.00	
Account No. Saime Ceramiche Credito Emeliano P.O. Box 6238 New York, NY 10249		-	2008 trade debt.				8,029.16	
Account No. Schluter Systems LLP 194 Pleasant Ridge Road Plattsburgh, NY 12901		-	2009 trade debt.				10,762.94	
Sheet no. <u>16</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	27,715.31

In re Baja Tile, 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 I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No. Shell P.O. Box 9010 Des Moines, IA 50368	-		2009 trade debt.		X 127.58
Account No. Siena Stone Decor 117 Via Treviso Corona, CA 92879	-		2009 trade debt.		 296.92
Account No. Southern California Floor Cv. Assoc P.O. Box 690 Artesia, CA 90702	-		2009 trade debt.		 300.00
Account No. Sprint P.O. Box 219000 Kansas City, MO 64121	-		2009 trade debt.		 68.77
Account No. Stonepeak Ceramics 34 West Superior Ste. 201 Chicago, IL 60654	-		2008-2009 trade debt.		 10,667.80
Sheet no. <u>17</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	11,461.07

In re Baja Tile, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	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. Tanimar/Viki Ceramiche SRL c/o Friends America 4218 N. E. 2nd Ave. Miami, FL 33137		-	2008 trade debt.				3,270.04	
Account No. Termanix P.O. Box 742592 Cincinnati, OH 45274		-	2009 trade debt.				66.00	
Account No. The Cronin Company 5230 N. Basin Avenue Portland, OR 97217		-	2009 trade debt.				2,839.14	
Account No. The Noble Company P.O. Box 350 Grand Haven, MI 49417		-	2008-2009 trade debt.				97,904.88	
Account No. TK Transport Services P.O. Box 32472 Long Beach, CA 90832		-	2009 trade debt.				2,145.00	
Sheet no. <u>18</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	106,225.06

In re Baja Tile, 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. Tuscany Stone Surfaces, Inc. 400 E. 10th Court Hialeah, FL 33010		-	2008 trade debt.				4,200.00	
Account No. ULINE Shipping 2200 S. Lakeaide Drive Waukegan, IL 60085		-	2009 trade debt.				62.89	
Account No. United Parcel Service P.O. Box 894820 Los Angeles, CA 90089		-	2009 trade debt.				834.37	
Account No. Verizon California P.O. Box 9688 Mission Hills, CA 91346		-	2009 trade debt.				1,042.51	
Account No. Vita Bella Impronta Italgramitti Springfield, VA 22150		-	2008 trade debt.				12,931.92	
Sheet no. <u>19</u> of <u>20</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	19,071.69

In re Baja Tile, 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	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
		H W J C					
Account No. W. J. Byrnes P.O. Box 90595 Los Angeles, CA 90009			2008-2009 trade debt.				7,588.06
Account No. Watts Radiant Dept CH 10442 Palatine, IL 60055			2009 trade debt				1,177.67
Account No. WSW, Inc. P.O. Box 3040 Ontario, CA 91761			2009 trade debt.				9,108.78
Account No. Yosemite Waters 1070 S. La Cadena Drive Colton, CA 92324			2009 trade debt.				84.50
Account No. Zinnair, Inc. 2024 Belle Avenue Fort Worth, TX 76106			2009 trade debt.				1,180.31

Sheet no. 20 of 20 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **19,139.32**

Total
(Report on Summary of Schedules) **1,208,745.01**

In re Baja Tile, 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.
<p>Glover Family LLC P.O. Box 90634 City Of Industry, CA 91715</p>	<p>Lease of Premises at 2130 S. Haven Avenue, Ontario, CA 91761.</p>
<p>Majestic Runway Partners IV 13191 Crossroads Pkwy North 6th Floor La Puente, CA 91746</p>	<p>Leave of Las Vegas business premises.</p>

In re Baja Tile, 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
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**United States Bankruptcy Court
Central District of California**

In re **Baja Tile, 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 **45** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 25, 2009**

Signature **/s/ Don Rapp**
Don Rapp
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 **Baja Tile, 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
\$1,715,920.05	Gross Sales, Fiscal Year 2009, to date.
\$5,721,537.88	Gross Sales, Fiscal year 2008.
\$9,766,224.67	Gross Sales, Fiscal year 2007.
\$9,226,160.78	Gross Sales, Fiscal Year 2006.

Note. Fiscal year ends August 31.

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

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

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

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

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

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

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

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

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

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

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

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

- None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

- None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Winfield Payne and Associates 4308 Lime Street Riverside, CA 92501	March 23, 2009.	\$11,039.00 including filing fee.

10. Other transfers

- None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

- None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

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

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

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

NAME

17. Environmental Information.

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

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

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

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

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

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

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

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

None

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

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

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

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Baja Tile, Inc.	8658	2130 S. Haven Avenue Ontario, CA 91761	Tile Sales.	9/2002 to present.
Baja Tile, Inc.	8658	3655 W. Sunset Road, Ste. F Las Vegas, NV 89118	Tile Sales	2003 to 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

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
Richardo Fonseca/Advanced Bus/Tax Serv. 9661 Central Avenue, Ste. 100 Montclair, CA 91763	1988 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

None

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

NAME ADDRESS

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

NAME AND ADDRESS

DATE ISSUED

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
March 9, 2009.

INVENTORY SUPERVISOR
Don Rapp.

DOLLAR AMOUNT OF INVENTORY
(Specify cost, market or other basis)
\$1,271,462.53.

- 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
March 9, 2009.

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS
Don Rapp
2130 S. Haven Avenue
Ontario, CA 91761

21 . Current Partners, Officers, Directors and Shareholders

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

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS
Don Rapp
2130 S. Haven Avenue
Ontario, CA 91761

TITLE
CEO

NATURE AND PERCENTAGE
OF STOCK OWNERSHIP
100%

22 . Former partners, officers, directors and shareholders

- None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

- None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS
Mario Villareal
2130 S. Haven Avenue
Ontario, CA 91761

TITLE
Former CEO

DATE OF TERMINATION
3/19/2009.

23 . Withdrawals from a partnership or distributions by a corporation

- None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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24. Tax Consolidation Group.

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

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.

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

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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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 25, 2009

Signature /s/ Don Rapp
Don Rapp
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 Baja Tile, 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>10,000.00</u>
Prior to the filing of this statement I have received.....	\$ <u>10,000.00</u>
Balance Due.....	\$ <u>0.00</u>

2. \$ 275.00 of the filing fee has been paid.

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

Debtor Other (specify):

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

Debtor Other (specify):

5. 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.

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

a. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;

b. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

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

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

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.

March 25, 2009
Date

/s/ Winfield S. Payne, III
Winfield S. Payne, III 90148
Signature of Attorney
Winfield Payne and Associates
Name of Law Firm
4308 Lime Street
Riverside, CA 92501-3821
951-276-9300 Fax: 951-276-9301

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

Name Winfield S. Payne, III 90148

Address 4308 Lime Street Riverside, CA 92501-3821

Telephone 951-276-9300 Fax: 951-276-9301

- 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: Baja Tile, Inc.	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 14 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 25, 2009

/s/ Don Rapp
Don Rapp/CEO
 Signer/Title

Date: March 25, 2009

/s/ Winfield S. Payne, III
 Signature of Attorney
Winfield S. Payne, III 90148
Winfield Payne and Associates
4308 Lime Street
Riverside, CA 92501-3821
951-276-9300 Fax: 951-276-9301

Baja Tile, Inc.
2130 South Haven Avenue
Ontario, CA 91761

Winfield S. Payne, III
Winfield Payne and Associates
4308 Lime Street
Riverside, CA 92501-3821

A. Bottini Enterprises
1300 Industrial Road
Ste. 11
San Carlos, CA 94070

Activant
P.O. Box 610069
Dallas, TX 75267

ADD Spicer
1978 Del Amo Bl.
Ste. A
Torrance, CA 90501

Advance Business Services
9661 Central Avenue
Montclair, CA 91763

AFLAC
Columbus, GA 31999

Alarm Financial Services
P.O. Box 2532
San Anselmo, CA 94979

Alpine Water Systems
6351 Hinson Street
Ste. H
Las Vegas, NV 89118

American Bullnose
1049 S. Melrose
Unit G
Placentia, CA 92870

American International Co.
22427 Network Place
Chicago, IL 60673

Art's Forklift Repair
1948 S. Grove
Ontario, CA 91761

ATT Yellow Pages
P.O. Box 989046
West Sacramento, CA 95798

Barwalt Tool Company
E 5171 Seltice Way
Post Falls, ID 83854

Bostik, Inc.
22838 Network Place
Chicago, IL 60673

C. H. Robinson Company
P.O. Box 9121
Minneapolis, MN 55480

Cactus Mat., Inc.
P.O. Box 16078
Phoenix, AZ 85011

Cactus Stone and Tile
401 S. 50th Street
Phoenix, AZ 85034

Cepac Tile
400 E. Ball Road
Anaheim, CA 92805

Cer. Vallelunga Model Tile
Via Valle d'aosta 6/B
41049 Sassuolo-MD, Italy

Ceramica Fondovalle Model Tile
Via Valle D'Aosta 6/8
Sassuolo, Italy 41049

Ceramica Magica
c/o Banca Comm. Italia
One William Street
New York, NY 10004

Ceramicasa
Via Ferrari Carrazoli 19
Fiorano Modenese, Italy 41042

Cerdomus Ceramiche, S.P.A.
105 Antigua Court
Coronado, CA 92118

Cintas Corp. #59
2460 Kiel Way
North Las Vegas, NV 89030

CIT Technology Fin. Serv.
P.O. Box 100706
Pasadena, CA 91189

CLAL Factoring, LTD
9 Ahad Haa'n St., East Wing
12th Floor

Colorfast Industries
3300 N. Bolt Avenue
Fort Worth, TX 76110

Contempo Ceramic Tile
3732 S. 300 West
Salt Lake City, UT 84115

Custom Building Products
File 50683
Los Angeles, CA 90074

Dal Tile
P.O. Box 100396
Pasadena, CA 91189

Dependable Highway Express
P.O. Box 58047
Los Angeles, CA 90058

Desoto Sales, Inc.
20945 Osborne Street
Canoga Park, CA 91304

DEX
8499 Innovation Way
Chicago, IL 60602

Diamond Professionals
575 Meadowrun St.
Thousand Oaks, CA 91360

Dolce Vita, S. R. L.
Via Statale 467NN. Ste. 128-130
Sant Antonio, Di Casa, Italy 42013

Don Caraniche
c/o Glendale Tile Sales
1607 Golf Club Drive
Glendale, CA 91206

Dunn-Rite Associates
17475 La Junta Street
Hesperia, CA 92345

Ebbe America, Inc.
P.O. Box 160496
Clearfield, UT 84016

Embarq
P.O. Box 660068
Dallas, TX 75266

Empire Distributors
4462 E. Airport Drive
Ontario, CA 91761

Employment Dev. Department
Bankruptcy Group MIC 92E
P.O. Box 826880
Sacramento, CA 94280

Flack's All Pest Exterminators
P.O. Box 77553
Corona, CA 92877

Gazzini Ceraniche D'Arte
Via Milano 2
Rubiera (Reggio E.), Italy 42048

General Noli, USA
148-08 Guy R. Brewer Bl.
Jamaica, NY 11434

Georgia Pacific Gypsum
P.O. Box 911343
Dallas, TX 75391

GHA Technologies
P.O. Box 29961-2090
Phoenix, AZ 85038

Glover Family LLC
P.O. Box 90634
City Of Industry, CA 91715

Golden West Dental and Vision
P.O. Box 5066
Oxnard, CA 93031

Happy House
Via Ruginello N.67
41042 Fiorano Modenese, Italy

Hispania Ceramica
5162 Del Este Circle
La Palma, CA 90623

IDEARC
P.O. Box 619009
Dallas, TX 75261

Innovis Corp.
3790 Happy Lane
Sacramento, CA 95827

Inola Gres SPA
Via Emelia P.2070
Castelo Bolognese (RA) 48014, Italy

Inter Globo Morra NA
2 Colony Road
Jersey City, NJ 07305

Interceramic, Inc.
P.O. Box 210433
Dallas, TX 75320

International Stone Distributors
1244 S. Claudina Street
Anaheim, CA 92805

Jani-King of CA.
500 N. State College Bl.
Orange, CA 92868

Kaiser Foundation Health Plan
File 5915
Los Angeles, CA 90074

Korel Design Tiles
12999 Los Nietos Drive
Santa Fe Springs, CA 90670

Lanzi Ceramica
Av. Luis Augusto Lanzi 2000
JD.YPE 13640000 Mogi Guacu
SP-Brazil

Las Vegas Material Handling
4620 Cameron Street
Ste. B
Las Vegas, NV 89118

Laticrete International
P.O. Box 845723
Boston, MA 02284

Lee Jennings Enterprises
1465 E. Franklin Avenue
Pomona, CA 91766

Leonari and Company "USA
One Cross Island Plaza
Ste. 312
Rosedale, NY 11422

Majestic Runway Partners IV
13191 Crossroads Pkwy N
6th Floor
La Puente, CA 91746

Majestic Runway Partners IV
13191 Crossroads Pkwy North
6th Floor
La Puente, CA 91746

Mountain Valley Express
P.O. Box 2569
Manteca, CA 95336

National Check Trust
3200 Executive Way
Hollywood, FL 33025

Nevada Power
P.O. Box 30086
Reno, NV 89520

Northstar Ceramic Trading, LLC
14500 E. Beltwood Pkwy
Dallas, TX 75244

Novabell Ceramiche
Unicredito Italiano
Attn: Lock Box Services
New York, NY 10017

Pacific Coast Propane
P.O. Box 0427
Rialto, CA 92377

Pacifica Wholesale
1304 S. Allec Street
Anaheim, CA 92805

Pan Western Csorporation
P.O. Box 337500
North Las Vegas, NV 89033

Panamerican Ceramics
16610 E. Gale Avenue
Hacienda Heights, CA 91745

Paragon Building Products, Inc.
2895 Hamner Avenue
Norco, CA 92860

Paraxlahabra, Inc.
Dept 2690
Los Angeles, CA 90084

Pasco Specialty and Mfg.
P.O. Box 1747
Lynwood, CA 90262

Penske Truck Leasing
P.O. Box 7429
Pasadena, CA 91109

Pitney Bowes
P.O. Box 856042
Louisville, KY 40285

Porcellanato Smaltato
Via Statale 467 mm,, Ste. 128-130
San Antonio di Casalgrande, Italy 4

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

Ragno
P.O. Box 840164
Dallas, TX 75284

Real Ceramica
12592 Chilches
Castellon, Spain

Republic Services, Inc.
P.O. Box 78040
Phoenix, AZ 85062

Ryan Anthony Imports
9002 S. Hyssop Drive
Rancho Cucamonga, CA 91730

Saime Ceramiche
Credito Emeliano
P.O. Box 6238
New York, NY 10249

Schluter Systems LLP
194 Pleasant Ridge Road
Plattsburgh, NY 12901

Shell
P.O. Box 9010
Des Moines, IA 50368

Siena Stone Decor
117 Via Treviso
Corona, CA 92879

Southern California Floor Cv. Assoc
P.O. Box 690
Artesia, CA 90702

Sprint
P.O. Box 219000
Kansas City, MO 64121

Stonepeak Ceramics
34 West Superior
Ste. 201
Chicago, IL 60654

Tanimar/Viki Ceramiche SRL
c/o Friends America
4218 N. E. 2nd Ave.
Miami, FL 33137

Termanix
P.O. Box 742592
Cincinnati, OH 45274

The Cronin Company
5230 N. Basin Avenue
Portland, OR 97217

The Noble Company
P.O. Box 350
Grand Haven, MI 49417

TK Transport Services
P.O. Box 32472
Long Beach, CA 90832

Tuscany Stone Surfaces, Inc.
400 E. 10th Court
Hialeah, FL 33010

ULINE Shipping
2200 S. Lakeaide Drive
Waukegan, IL 60085

United Parcel Service
P.O. Box 894820
Los Angeles, CA 90089

Verizon California
P.O. Box 9688
Mission Hills, CA 91346

Vita Bella Impronta Italgramitti
Springfield, VA 22150

W. J. Byrnes
P.O. Box 90595
Los Angeles, CA 90009

Watts Radiant
Dept CH 10442
Palatine, IL 60055

WSW, Inc.
P.O. Box 3040
Ontario, CA 91761

Yosemite Waters
1070 S. La Cadena Drive
Colton, CA 92324

Zinnair, Inc.
2024 Belle Avenue
Fort Worth, TX 76106

Attorney or Party Name, Address, Telephone & FAX Number, and California State Bar Number Winfield S. Payne, III 4308 Lime Street Riverside, CA 92501-3821 951-276-9300 Fax: 951-276-9301 California State Bar Number: 90148 <i>Attorney for Debtor</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: <p style="text-align: center;">Baja Tile, Inc.</p> <p style="text-align: right;">Debtor(s), Plaintiff(s), Defendant(s).</p>	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, Winfield S. Payne, III 90148, 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:
[For additional names, attach an addendum to this form.]
- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

/s/ Winfield S. Payne, III
 Signature of Attorney or Declarant

March 25, 2009
 Date

Winfield S. Payne, III 90148
 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.