WESTRIM, INC. dba WESTRIM CRAFTS All Other Names used by the Debtor in the last 8 years All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): (include married, maiden, and trade names): Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 95-4890701 EIN (if more than one, state all): Street Address of Debtor (No. & Street, City, State & Zip Code); Street Address of Joint Debtor (No. & Street, City, State & Zip Code): 7855 Havvenhurst Avenue Van Nuvs. CA ZIPCODE 91406 ZIPCODE County of Residence or of the Principal Place of Business: 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): ZIPCODE ZIPCODE Location of Principal Assets of Business Debtor (if different from street address above): ZIPCODE @ 1993-2010 EZ-Filing, Inc. [1-800-998-2424] - Forms Software Only Type of Debtor Chapter of Bankruptcy Code Under Which Nature of Business (Form of Organization) (Check one box.) the Petition is Filed (Check one box.) (Check one box.) ☐ Health Care Business Chapter 15 Petition for Chapter 7 ☐ Individual (includes Joint Debtors) Single Asset Real Estate as defined in 11 Chapter 9 Recognition of a Foreign Chapter 11 U.S.C. § 101(51B) Main Proceeding See Exhibit D on page 2 of this form. Corporation (includes LLC and LLP) Chapter 12 Chapter 15 Petition for 🔲 Railroad Stockbroker Chapter 13 Partnership Recognition of a Foreign Commodity Broker
Clearing Bank Other (If debtor is not one of the above entities, Nonmain Proceeding check this box and state type of entity below.) Nature of Debts Other (Check one box.) Debts are primarily consumer Debts are primarily Tax-Exempt Entity debts, defined in 11 U.S.C. business debts. § 101(8) as "incurred by an (Check box, if applicable.) Debtor is a tax-exempt organization under individual primarily for a Title 26 of the United States Code (the personal, family, or house-Internal Revenue Code). hold purpose." Filing Fee (Check one box) Chapter 11 Debtors Check one box: Full Filing Fee attached □ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). 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 Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less except in installments. Rule 1006(b). See Official Form 3A. than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Filing Fee waiver requested (Applicable to chapter 7 individuals Check all applicable boxes: only). Must attach signed application for the court's A plan is being filed with this petition consideration. See Official Form 3B. Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). THIS SPACE IS FOR Statistical/Administrative Information COURT USE ONLY Debtor estimates that funds will be available for distribution to unæcured 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 \mathbf{Z} П П П П П 1-49 50-99 100-199 200-999 1,000-5,001-10,001-25,001-50.001-Over 10,000 50,000 100,000 100,000 5,000 25,000

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Filed 04/29/11 Entered 04/29/11 14:37:19

Name of Joint Debtor (Spouse) (Last, First, Middle):

Voluntary Petition

B1 (Offic Case 1:1)1(4)(5)15313-GM Doc 1 Filed 04/29/11 Entered

Main Document Page 1 of 46

United States Bankruptcy Court

Name of Debtor (if individual, enter Last, First, Middle):

Central District of California, San Fernando Division

Estimated Assets

П

\$50,000 \$100,000

Estimated Liabilities

\$50,000 \$100,000 \$500,000

\$500,000

\$50,001 to \$100,001 to \$500,001 to \$1,000,001 to \$10,000,001

\$50,001 to \$100,001 to \$500,001 to \$1,000,001 to \$10,000,001

\$1 million

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\$1 million \$10 million

\$10 million

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Prior Bankruptcy Case 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:
Exhibit A (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.) Exhibit A is attached and made a part of this petition.	whose debts are primarily consumer debts.) 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 § 342(b) of the Bankruptcy Code.	
· .	Signature of Attorney for D	Debtor(s) Date
Yes, and Exhibit C is attached and made a part of this petition. No Exh (To be completed by every individual debtor. If a joint petition is filed, a graph of Exhibit D completed and signed by the debtor is attached and made of the second	ade a part of this petition.	
	ing the Debtor - Venue applicable box.) of business, or principal ass to days than in any other Di	sets in this District for 180 days immediately strict.
☐ There is a bankruptcy case concerning debtor's affiliate, general	partner, or partnership pen	ding 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 Distor 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 of 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 Resident (Check all ap Landlord has a judgment against the debtor for possession of de	plicable boxes.)	
(Name of landlord or les	sor that obtained judgment)	
(Address of la	indlord or lessor)	
☐ Debtor claims that under applicable nonbankruptcy law, there a	·	ch 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

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

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WESTRIM, INC. dba WESTRIM CRAFTS

Desc

Page 2

Case 1:11-bk-15313-GM

filing of the petition.

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

Voluntary Petition

Doc 1

Main Documen

Filed 04/29/11

B1 (Official Form 1) (4/10) Main Documen	4/29/11 Entered 04/29/11 14:37:19 Desc Page 3
Voluntary Petition	Name of Debtor(s):
(This page must be completed and filed in every case)	WESTRIM, INC. dba WESTRIM CRAFTS
Signa	atures
Signature(s) of Debtor(s) (Individual/Joint)	Signature of a Foreign Representative
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 State 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.	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
Signature of Debtor	Signature of Potengin Representative
X	Printed Name of Foreign Representative
Signature of Joint Debtor	
Telephone Number (If not represented by attorney)	Date .
Date	
Signature of Attorney*	Signature of Non-Attorney Petition Preparer
X /s/ David M. Poitras P.C. Signature of Attorney for Debtor(s) David M. Poitras P.C. 141309 Jeffer Mangels Butler & Mitchell LLP 1900 Avenue Of The Stars, 7th Floor Los Angeles, CA 90067-4301 (310) 203-8080 Fax: (310) 203-0567 dpoitras@jmbm.com	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); 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
April 29, 2011	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.)
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.	Address
Signature of Debtor (Corporation/Partnership)	X
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.	Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above. Date
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.	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:
X /s/ Ronald B. Cooper	
Signature of Authorized Individual Ronald B. Cooper Printed Name of Authorized Individual President and CEO	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
Title of Authorized Individual April 29, 2011 Date	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.

Attorney or Party Name, Address, Telephone & FAX Numbers, and California Stafe Bar Number DAVID M. POITRAS P.C. (SBN 141309) JEFFER MANGELS BUTLER & MITCHELL LLP 1900 AVENUE OF THE STARS, 7TH FLOOR LOS ANGELES, CA 90067 TEL: (310) 203-8080 / FAX: (310) 203-0567 EMAIL: dpoitras@jmbm.com Attorney for: DEBTOR UNITED STATES BANKRUPTCY COURT	FOR COURT USE ONLY
CENTRAL DISTRICT OF CALIFORNIA	
In re: WESTRIM, INC. dba WESTRIM CRAFTS, a Delaware corporation,	CASE NO.: CHAPTER: 11
Debtor(s).	ADV. NO.:
ELECTRONIC FILING DECLA (CORPORATION/PARTNE	
 ✓ Petition, statement of affairs, schedules or lists ✓ Amendments to the petition, statement of affairs, schedules or list ✓ Other: Declarations 	Date Filed: ists Date Filed: Date Filed:
PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR	OR OTHER PARTY
behalf the above-referenced document is being filed (Filing Party) to sign and document being filed electronically (Filed Document); (2) I have read and under in the Filed Document is true, correct and complete; (4) the "!s!," followed by no Filed Document serves as my signature on behalf of the Filing Party and statements, verifications and certifications by me and by the Filing Party to the signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document to the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party authorized the Filing Party's attorney to file the electronic version of the Filed Bankruptcy Court for the Central District of California.	d denotes the making of such declarations, requests, same extent and effect as my actual signature on such led Document in such places on behalf of the Filing Party, have
Signature of Authorized Signatory of Filing Party Date	
Ronald B. Cooper	
Printed Name of Authorized Signatory of Filing Party	
President and Chief Executive Officer 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 point the signature lines for the Attorney for the Filing Party in the Filed Documsuch declarations, requests, statements, verifications and certifications to the signature lines; (2) an authorized/signatory of the Filing Party signed the Declaration is a least to the filing Party signed that the California; (3) Playe actually signed a true and correct hard copy of the Filing Party is authorized signatory of the Filing Party's authorized signatory, on it is shall maintain the executed originals of this Declaration, the Declaration of Filed Document/for a period of five years after the closing of the case in which of this Declaration, the Declaration of Authorized Signatory of Debtor or Other request of the Court or other parties.	e same extent and effect as my actual signature on such transition of Authorized Signatory of Debtor or Other Party ited States Bankruptcy Court for the Central District of ed Document in the locations that are indicated by "is," hatory of the Fing Party in the locations that are indicated he true and correct hard copy of the Filed Document, (4) of Authorized Signatory of Debtor or Other Party, and the steep are filed; and (5) I shall make the executed originals
DAVID M. POTRAS P.C.	
Printed Name of Attorney for Filing Party	
This form is mandatory by Order of the United States Bankruptcy November 2006	/ Court for the Central District of California. American Legishlet, Inc. www.Formal/Yorkflow.com

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	D M. POITRAS P.C. (SBN 141309) Main Document Pa ER, MANGELS, BUTLER & MITCHELL LLP	ge 5 of 46	
	Avenue of the Stars, 7 th Floor		
	ngeles, California 90067		
	310) 203-8080/Fax: (310) 785-5357 dpoitras@jmbm.com		
I	tomey for: Debtor		
	UNITED STATES BANKRUPTCY COURT		
	CENTRAL DISTRICT OF CALIFORNIA		
In re:	TOWA INC. AND AMERICAN CRAFTS	CASE NO.:	
	TRIM, INC. dba WESTRIM CRAFTS, aware corporation,	ADV. NO.:	
a Dek	aware corporation,	CHAPTER: 11	
	Defendant(s		
	Corporate Ownership Staten	ent Pursuant to	
	F.R.B.P. 1007(a)(1) and 7007.1, and Loc	al 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, <u>Ron</u>	ald B. Cooper, the unde	rsigned 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 Americ	a that the following is true and correct:	
[Checl	k the appropriate boxes and, if applicable, provide the requ	ired information.]	
1.	I have personal knowledge of the matters set forth in this Sta	ement 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.	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:]		
	Creativity Crafts, Inc., a Delaware corporation.		
	[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.	
	nald B. Cooper 4/29/2011		
~	ure of Attorney or Declarant Date		
	d B. Cooper ent and Chief Executive Officer		
	d Name of Attorney or Declarant		
	This form is optional. It has been approved for use by the United States	Sankruptcy Court for the Central District of California	
	I his form is optional, it has been approved for use by the United States	Jankiuptoy Count for the Central District of Camonnia.	

MINUTES OF THE JOINT MEETING OF THE **BOARD OF DIRECTORS** of Creativity Crafts Inc. Westrim, Inc.

Via Telephonic Conference Call **April 17, 2011** 1:00 p.m. (PDT)

Creativity Inc.

The Board of Directors of Creativity Crafts Inc., Westrim, Inc. and Creativity Inc. held a special meeting via telephonic conference call on April 17, 2011, commencing at 1:00 p.m. (PDT), pursuant to a Notice of Meeting dated April 16, 2011.

Present were Directors Ron Cooper, Charles G. Davis, Ernest S. Leopold, and John M. Lillie, and David Poitras of Jeffer, Mangels, Butler & Mitchell LLP, and Christopher McLain, special counsel, all attending by telephonic conference call. Directors W. Roger Curry and William D. Walsh were absent.

Mr. Lillie served as Chairman of the Meeting and Director Leopold kept the minutes of the Meeting.

QUORUM

The meeting was called to order by Chairman Lillie, who noted that a quorum was present. The Chairman reminded the Board that they were acting as the Board of Westrim, Inc. or Creativity Crafts Inc. whenever appropriate.

UPDATE ON PROCESS FOR SALE OF THE BLUE MOON BEADS BUSINESS

At the request of the Chairman, Director Cooper reviewed the current status of the process to seek a purchaser for the Company's Bead Business. Director Cooper noted the various updates that he had been sharing with the Board via email. In summary, the prospective purchaser's offer had been enhanced somewhat since the last Board meeting, but the secured party had continued to change its decision to fund, or not fund, a Chapter 11 filing, needed to provide a clear title to the assets of the Blue Moon Beads Business. He noted that this morning, the secured party had agreed to do the necessary funding such that a Chapter 11 process can be undertaken. Director Cooper indicated that he was going to confirm the telephonic conversation in writing, and seek the funding on Monday to be able to proceed with the filing, assuming the Board authorized such filing.

In response to an inquiry, Director Cooper confirmed that the Licensing Agreement for one customer had been entered into with the prospective purchaser, substantially as described at a prior meeting of the Board.

Chapter 11 Authorization

At the request of the Chairman, Director Cooper led a discussion of the process of filing under Chapter 11 of the Bankruptcy Code, including the benefits of conducting a sale of the Blue Moon Beads Business pursuant to the process allowed under Chapter 11.

After discussion and on motion duly made and seconded, the following resolutions were approved, assuming that the secured party supports such filing by agreeing to and making the necessary payments to proceed with completing the sale of the Blue Moon Beads Business under Chapter 11:

RESOLVED, that, based on factors and information deemed relevant by the Board of Directors, in the judgment of the directors of Creativity Crafts, Inc. and Westrim, Inc. (hereinafter in these Resolutions referred to collectively as "the Company"), it is in the best interests of the Company and its stockholders, as well as the best interests of the Company's creditors and other interested parties under the circumstances set forth herein, that a petition be filed pursuant to Chapter 11 on behalf of the Company, and each of them, to preserve the value available to the creditors and stockholders of the Company.

RESOLVED FURTHER, that the officers of the Company (the "Authorized Officers"), or any of them, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to file a petition pursuant to Chapter 11 on or after April 19, 2011.

RESOLVED FURTHER, that each of the Authorized Officers be, and hereby is, authorized to execute and file all petitions, schedules, statements of affairs, lists and other papers and to take any and all related actions which such Authorized Officer may deem necessary or proper in connection with such Chapter 11 case.

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Jeffer Mangels Butler & Mitchell LLP as general bankruptcy counsel to the Company, to represent and assist the Company in filing under Chapter 11, and to take any and all actions to advance the Company's rights, and, in connection therewith, the Authorized Officers are hereby authorized and directed to pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Jeffer Mangels Butler & Mitchell LLP.

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ additional professionals, including any attorneys, financial advisors or consultants to the Company as any Authorized Officer may deem necessary to advise, represent and assist the Company in carrying out their duties under

Title 11 of the United States Code and other applicable law and to provide investigative, consulting, professional and other assistance in connection with the acts and transactions contemplated by these resolutions or related regulatory proceedings, and each Authorized Officer is authorized and directed to cause the Company to pay the fees and expenses of those so engaged (including appropriate retainers prior to and immediately upon the filing of the Chapter 11 case), to the extent any such Authorized Officer deems appropriate, to enter into agreements (including, without limitation, indemnity agreements) with such entities, and to cause to be filed one or more appropriate applications for authority to retain the services of such additional professionals and any such actions previously performed by any Authorized Officer of the Company are hereby approved and ratified.

RESOLVED FURTHER, that each of the Authorized Officers is authorized to cause the Company to pay any and all expenses and fees, including, without limitation, professional advisor fees and expenses, incurred by or on behalf of the Company arising in connection with the acts and transactions contemplated, including, without limitation, the review and preparation of the petitions and other documents necessary or advisable in connection with the filings under Chapter 11, and any and all schedules, statements of affairs, lists and other papers, together with any amendments or supplements thereto, the preparation and filing of any and all regulatory, administrative or legal reports, forms or other documents that any Authorized Officer may deem necessary or desirable in order to facilitate or permit consummation of the acts and transactions contemplated hereby and related or incidental transactions and any obligations of the Company in connection with the acts and transactions contemplated hereby.

RESOLVED FURTHER, that any Authorized Officer be, and hereby is, authorized, on behalf of the Company, to execute and verify voluntary petitions pursuant to Chapter 11 on behalf of the Company and to cause the same to be filed with the United States Bankruptcy Court for the Central District of California, or in such other jurisdiction or court as such Authorized Officer may deem necessary or appropriate.

RESOLVED FURTHER, that any actions heretofore taken by any Authorized Officer that are consistent with the authority granted by the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Company.

Authorization to Engage Special Consultant and Appointment as Officer

At the request of the Chairman, Director Cooper discussed the need to engage Christopher McLain as Special Consultant to the Companies, to assist in the Chapter 11 proceeding and the completion of the sale of the Blue Moon Beads Business, and to appoint Mr. McLain as a Senior Vice President of each of Creativity Crafts, Inc. and Westrim, Inc., recognizing that he would be one of the Authorized Officers with the powers as authorized in the resolutions adopted at this meeting and with such other authority as an officer of each of the Companies would have.

After discussion and on motion duly made and seconded, the following resolutions were adopted.

RESOLVED, that each of Creativity Crafts, Inc. and Westrim, Inc. (collectively "the Company") hereby engage Christopher McLain as a Special Consultant to the Company, to assist in the proceedings as outlined in the above Resolutions and in the completion of the sale of the Blue Moon Bead Business as outlined in the below Resolutions, and in such other activities as may be assigned from time to time by Ronald Cooper, with such compensation as is appropriate for such position.

RESOLVED FURTHER, that Christopher McLain be appointed as a Senior Vice President of each of Creativity Crafts, Inc. and Westrim, Inc. and have all authority and powers of that position to execute any and all documents, and perform any and all acts necessary or appropriate to affect any of the actions undertaken in accordance with the foregoing Resolution.

RESOLVED FURTHER, that Christopher McLain, as an officer of the Company, shall be entitled to the benefits of the indemnification provisions provided to officer under the By-Laws of the Company and be entitled to coverage under the existing Directors and Officers Insurance policy, and any renewals thereof.

Approval of the Sale of the Blue Moon Bead Business

At the request of the Chairman, Director Cooper reviewed the proposed purchase of the Blue Moon Beads Business. He indicated that the proposed purchaser, HIG/DCWV, has indicated that it remains committed to purchase the Business, substantially on the terms as discussed with this Board at its meetings held in February 2011. The purchaser has improved the proposed purchase price by adding an additional \$250,000 in cash to be paid in March 2012, with the other terms remaining the same as previously outlined to the Board. The proposed purchaser has agreed that its offer may be used as the "stalking horse" in the Chapter 11 proceeding. Mr. Cooper explained that it would be appropriate to approve the proposed purchase and resulting Asset Purchase Agreement to be entered into the Chapter 11 process at the earliest time.

After discussion and on motion duly made and seconded, the following resolutions were approved:

RESOLVED, that this Company hereby approves and accepts the revised offer for the Blue Moon Bead Business from HIG/DCWV as discussed at this meeting.

RESOLVED FURTHER, that each of the officers is hereby authorized to negotiate an appropriate Asset Purchase Agreement, a Transitions Service Agreement, and any other agreements as appropriate for the proposed transaction, and to take all actions appropriate and necessary, and execute all documents necessary, to give effect to the foregoing resolution.

ALTERNATIVE FILING UNDER CHAPTER 7

At the request of the Chairman, Director Cooper reviewed the alternative of filing under Chapter 7 of the U.S. Bankruptcy Code, an action that would be necessary if the secured party fails to provide sufficient funds to proceed with a Chapter 11 filing. He

noted that if such funding is not forthcoming, as expected, in the next several days, the Company will be unable to continue operations and have no alternative but to liquidate all of its assets through a Chapter 7 proceeding.

After discussion and on motion duly made and seconded, the following resolutions were approved, to be implemented in the event that the secured party fails to provide the necessary payments to proceed with completing the sale of the Blue Moon Beads Business under Chapter 11 as outlined above:

RESOLVED, that, based on factors and information deemed relevant by the Board of Directors, in the judgment of the directors of Creativity Crafts, Inc. and Westrim, Inc. (hereinafter in these Resolutions referred to collectively as "the Company"), it is in the best interests of the Company and its stockholders, as well as the best interests of the Company's creditors and other interested parties under the circumstances set forth herein, that a petition be filed pursuant to Chapter 7 on behalf of the Company, and each of them, to preserve the value available to the creditors and stockholders of the Company.

RESOLVED FURTHER, that the officers of the Company (the "Authorized Officers"), or any of them, be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to file a petition pursuant to Chapter on or after the day that the secured party fails to provide the necessary payments to proceed with completing the sale of the Blue Moon Beads Business under Chapter 11.

RESOLVED FURTHER, that each of the Authorized Officers be, and hereby is, authorized to execute and file all petitions, schedules, statements of affairs, lists and other papers and to take any and all related actions which such Authorized Officer may deem necessary or proper in connection with such Chapter 7 case.

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Jeffer Mangels Butler & Mitchell LLP as general bankruptcy counsel to the Company, to represent and assist the Company in filing under Chapter 7, and to take any and all actions to advance the Company's rights, and, in connection therewith, the Authorized Officers are hereby authorized and directed to pay appropriate retainers prior to and immediately upon the filing of the Chapter 7 case, and to cause to be filed an appropriate application for authority to retain the services of Jeffer Mangels Butler & Mitchell LLP.

RESOLVED FURTHER, that the Authorized Officers be, and they hereby are, authorized and directed to employ additional professionals, including any attorneys, financial advisors or consultants to the Company as any Authorized Officer may deem necessary to advise, represent and assist the Company in carrying out their duties under Title 7 of the United States Code and other applicable law and to provide investigative, consulting, professional and other assistance in connection with the acts and transactions contemplated by these resolutions or related regulatory proceedings, and each Authorized Officer is authorized and directed to cause the Company to pay the fees and expenses of those so engaged (including appropriate retainers prior to and immediately upon the filing

of the Chapter 7 case), to the extent any such Authorized Officer deems appropriate, to enter into agreements (including, without limitation, indemnity agreements) with such entities, and to cause to be filed one or more appropriate applications for authority to retain the services of such additional professionals and any such actions previously performed by any Authorized Officer of the Company are hereby approved and ratified.

RESOLVED FURTHER, that each of the Authorized Officers is authorized to cause the Company to pay any and all expenses and fees, including, without limitation, professional advisor fees and expenses, incurred by or on behalf of the Company arising in connection with the acts and transactions contemplated, including, without limitation, the review and preparation of the petitions and other documents necessary or advisable in connection with the filings under Chapter 7, and any and all schedules, statements of affairs, lists and other papers, together with any amendments or supplements thereto, the preparation and filing of any and all regulatory, administrative or legal reports, forms or other documents that any Authorized Officer may deem necessary or desirable in order to facilitate or permit consummation of the acts and transactions contemplated hereby and related or incidental transactions and any obligations of the Company in connection with the acts and transactions contemplated hereby.

RESOLVED FURTHER, that any Authorized Officer be, and hereby is, authorized, on behalf of the Company, to execute and verify voluntary petitions pursuant to Chapter 7 on behalf of the Company and to cause the same to be filed with the United States Bankruptcy Court for the Central District of California, or in such other jurisdiction or court as such Authorized Officer may deem necessary or appropriate.

RESOLVED FURTHER, that any actions heretofore taken by any Authorized Officer that are consistent with the authority granted by the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Company.

ADJOURNMENT

There being no further business, the meeting was adjourned at 1:25 pm (PDT).

Ernest Leopold, Secretary

Addendum: Mr. Cooper reported to the Secretary that he had discussed the meeting and the resolutions approved as per the above, with Director Walsh on April 16, 2011, and Mr. Walsh concurred with the actions so taken by the Board though was unable to attend.

Apr 19 11 03:44a

Christopher McLain Cargle and Ernie Leopolo 9252544347

p.2

of the Chapter 7 case), to the extent any such Authorized Officer deems appropriate, to enter into agreements (including, without limitation, indemnity agreements) with such entities, and to cause to be filed one or more appropriate applications for authority to retain the services of such additional professionals and any such actions previously performed by any Authorized Officer of the Company are hereby approved and ratified.

RESOLVED FURTHER, that each of the Authorized Officers is authorized to cause the Company to pay any and all expenses and fees, including, without limitation, professional advisor fees and expenses, incurred by or on behalf of the Company arising in connection with the acts and transactions contemplated, including, without limitation, the review and preparation of the petitions and other documents necessary or advisable in connection with the filings under Chapter 7, and any and all schedules, statements of affairs, lists and other papers, together with any amendments or supplements thereto, the preparation and filing of any and all regulatory, administrative or legal reports, forms or other documents that any Authorized Officer may deem necessary or desirable in order to facilitate or permit consummation of the acts and transactions contemplated hereby and related or incidental transactions and any obligations of the Company in connection with the acts and transactions contemplated hereby.

RESOLVED FURTHER, that any Authorized Officer be, and hereby is, authorized, on behalf of the Company, to execute and verify voluntary petitions pursuant to Chapter 7 on behalf of the Company and to cause the same to be filed with the United States Bankruptcy Court for the Central District of California, or in such other jurisdiction or court as such Authorized Officer may deem necessary or appropriate.

RESOLVED FURTHER, that any actions heretofore taken by any Authorized Officer that are consistent with the authority granted by the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Company.

ADJOURNMENT

There being no further business, the meeting was adjourned at 1:25 pm (PDT).

Ernest Leopold, Secretary

Addendum: Mr. Cooper reported to the Secretary that he had discussed the meeting and the resolutions approved as per the above, with Director Walsh on April 16, 2011, and Mr. Walsh concurred with the actions so taken by the Board though was unable to attend.

B4 (Official Case (12:07) -bk-15313-GM Doc 1 Filed 04/29/11 Entered 04/29/11 14:37:19 Desc

United States Bankruptcy Court Central District of California, San Fernando Division

IN RE:	Case No.
WESTRIM, INC. dba WESTRIM CRAFTS	Chapter 11
Debtor(s)	-

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 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Edwards Properties PO Box 1549 Springdale, AR 72765	Joe Edwards (479) 751-9591			2,500,000.00
Aurient International Corp. 8F-3 105 Chang An West Road Taipei, Taiwan,	Edmund Wu (886) 225-5239 98	Trade debt		1,598,845.43
VIF Valencia Gateway, LLC C/O CB Richard Ellis 500 Citadel Drive Commerce, CA 90040	Dee Eckman (323) 720-5363			1,400,000.00
Tin Hung Products Factory HK 223 G/F, Yu Chau Street Sham Shui Po, Hong Kong,	Tin Fu-Lap Yeung Yuk (011) 852-2307 8408	Trade debt		709,360.64
Kwan Hing Fareast Prod Fty Ltd Stg2 Blk A 6thF Wah Fung Id Bldg Ct33-39 Kwai Chung, Hong Kong,	Michelle-Kwan Hing (011) 852-9633 3127	Trade debt		550,589.89
Tru-Blu Industries LLC PO Box 793 Niles, MI 49120	Bob Demmett (479) 957-4884	Trade debt		216,426.37
Asian Craft Inc. 8th Fl, No 97 Sec 2, Nan King E Rd Taipei,Taiwan,	Donald Chen (011) 886-2254 15843	Trade debt		210,569.74
AMB Property Corp. PRJT# PVANNUY03/Leade ID LWESTCR01 PO Box 6156 Hicksville, NY 11802-6156	Kari Hughes (310) 641-2100	Lease Rent		179,149.93
Anthem Blue Cross PO Box 5812 Los Angeles, CA 90074-5812	Ruth Estrada (213) 553-5467	Health Insurance		172,404.97
Dumont Promotional Images Inc. 12947 Chadron Avenue Hawthorne, CA 90250	Lisa Machado (310) 538-1219 x 227	Trade debt		162,080.05
American Express-CPC/091678 CPC Remittance Processing PO Box 329000 Weston, FL 33332-9000	888 800-8564	Credit Card Debt		110,430.70
Bureau Veritas Consumer Products Services, Inc. 14624 Collection Center Drive Chicago, IL 60693	Teresa Keller (716) 505-3482	Trade debt		59,447.30
Kelly Lowry & Kelley LLP 6320 Canoga Ave #1650 Woodland Hills, CA 91367	John Kelly (818) 347-7900	Ð		57,840.00

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Doc 1 Filed 04/29	/11 Entered 04/29/11 14:37:19	Desc
Main Document Siddarth Gupta (915) 422-3701 61	Page 14 of 46 debt	53,793.89
Effie Lu (867) 558-6000 151x62	Trade debt	49,597.38
Lance Anderson (650) 463-7803		49,017.99
Daryl Ohland (213) 627-1717		48,651.50
Michelle Callahan (416) 754-0999	Ö	47,837.78
Peter Pang (852) 268-7138 7	Trade debt	43,827.92
Albert Chen (310) 674-8889	Trade debt	41,546.53
	Main Document Siddarth Gupta (915) 422-3701 61 Effie Lu (867) 558-6000 151x62 Lance Anderson (650) 463-7803 Daryl Ohland (213) 627-1717 Michelle Callahan (416) 754-0999 Peter Pang (852) 268-7138 7 Albert Chen (310) 674-8889	Main Document Siddarth Gupta (915) 422-3701 61 Effie Lu Trade debt (867) 558-6000 151x62 Lance Anderson (650) 463-7803 Daryl Ohland (213) 627-1717 Michelle Callahan (416) 754-0999 Peter Pang Trade debt (852) 268-7138 7

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

I, [the president or other officer or an authorized agent of the corporation] [or a member or an authorized agent of the partnership] 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:	April 29, 2011	Signature:	/s/ Ronald B. Cooper

Ronald B. Cooper, President and CEO

(Print Name and Title)

Case 1:11-bk-15313-GM Doc 1 Filed 04/29/11 Entered 04/29/11 14:37:19 Desc Main Document Page 15 of 46 United States Bankruptcy Court Central District of California, San Fernando Division

IN RE:	Case	No.
WESTRIM, INC. dba WESTRIM CRAF	TS Chap	ter 11
	Debtor(s)	
\mathbf{v}	ERIFICATION OF CREDITOR MAILING LIST	
Master Mailing List of creditors, cor	tor's attorney if applicable, do hereby certify under pensisting of23 sheet(s) is complete, correct and con 1007-2(d) and I/we assume all responsibility for errors	sistent with the debtor's schedules
Date: April 29, 2011	Signature: /s/ Ronald B. Cooper Ronald B. Cooper, President and CEO	Debtor
Date:	Signature:	Joint Debtor, if any
Date: April 29, 2011	Signature: /s/ David M. Poitras P.C. David M. Poitras P.C. 141309	Attorney (if applicable)

WESTRIM INC dba WESTRIM CRAFTS Ronald B. Cooper 7855 Hayvenhurst Avenue Van Nuys, CA 91406

David M Poitras PC Jeffer Mangels Butler & Mitchell LLP 1900 Ave of the Stars 7th Fl Los Angeles, CA 90067

Office of the US Trustee 21051 Warner Center Lane #115 Woodland Hills, CA 91367 1 Source Material Handling PO Box 8312 Glendale, CA 91224

ADP Inc PO Box 0500 Carol Stream, IL 60132

ADP Inc PO Box 78415 Phoenix, AZ 85062

AFCO
Department 7200
Los Angeles, CA 90088-7200

Agent For Bridge Lenders Ron Cooper 11222 Brooks Road Windsor, CA 95492

Alpha Bijoux 28 Rijna 1895/32 Jablonec N.CZ,

AMB Property Corp PRJT# PVANNUY03/Leade ID LWESTCR01 PO Box 6156 Hicksville, NY 11802-6156

American Express-CPC/091678 CPC Remittance Processing PO Box 329000 Weston, FL 33332-9000 American Office Products 7900 Alabama Aenue Canoga Park, CA 91304

Ameritas Dental & Vision PO Box 81889 Lincoln, NE 68501-1889

AMP Electric & Developmnt Co Inc 6617 Louise Avenue Lake Balboa, CA 91406

Anthem Blue Cross PO Box 5812 Los Angeles, CA 90074-5812

Aparicio Mirian C 7457 Milwood Avenue Canoga Park, CA 91303

Arkansas Western Gas Company PO Box 660559 Dallas, TX 75266-0559

Asian Craft Inc 8th Fl No 97 Sec 2 Nan King E Rd Taipei, Taiwan,

AT&T
Payment Center
Sacramento, CA 95887-0001

AT&T PO Box 5019 Carol Stream, IL 60197-5019 AT&T For DMD PO Box 105414 Atlanta, GA 30348-5414

Attorneys For Acquisition Corp Amit Mehta -Paul Hastings Janofsky 191 North Wacker Drive 30th Fl Chicago, IL 60606

Attorneys For Acquisition Corp Jennifer HildebrandtPaulHastingsJan 515 South Flower St 25th Fl Los Angeles, CA 90071

Attorneys For Newstar Business Cred Greg Hesse Hunton & Williams LLP 1445 Ross Avenue Ste 3700 Dallas, TX 75202

Aurient International Corp Edward Wu 8F-3 105 Chang An West Road Taipei, Taiwan,

AV Graphics Inc 20746 Plummer Street Chatsworth, CA 91311

Ayala Arcelia 21020 Covello Street Canoga Park, CA 91303

Bai Win Mercantile Corp Taiwan Branch 1FLane 405 Sec 6 Chung Shan N Rd Taipei Taiwan ROC, Bailey Heather 4080 E Oxford Lane Gilbert, AZ 85295

Balboa Equipment Rentals 16755 Roscoe Blvd North Hills, CA 91343

Banaras Beads Limited Siddarth Gupta A-1 Industrial Estate Varanasi-221 106 India,

Bankruptcy PIT MS A340 Franchise Tax Board PO Box 2952 Sacramento, CA 95812-2952

Barillas Corpeno 7261 Amigo Ave #6 Reseda, CA 91335

Bastajian Viken 16943 Schoolcraft Van Nuys, CA 91406

Benkoe Marlene 5305 D White Oak Avenue Encino, CA 91316

Bennett Tia 17225 85th Ave Court East Payallup, WA 98375 BMC Business Machine Consultants 6735 Odessa Avenue Lake Balboa, CA 91406-5747

Boissonnault Francine 524 St Joseph West St Alban, QC GOA 3B0

Bowlin Jenni 2004 Arden Ct Mt. Juliet, TN 37122

Breakaway Press 9620 Topanga Canyon Place#A Chatsworth, CA 91311

Bureau Veritas Teresa Keller - Consumer Prod Serv 14624 Collection Center Drive Chicago, IL 60693

Bureau Veritas Hong Kong Ltd Effie Lu 14630 Collection Center Drive Chicago, IL 60693

Cal Net Technology Group Inc 9241 Reseda Blvd #200 Northridge, CA 91324

Carmichael International Svcs Carmen Farfan/Acct Manager 533 Glendale Blvd Los Angeles, CA 90026 Castellanos Danny E 11587 Welk Avenue Pacoima, CA 91331

Century Distribution Woodbridge Corporate Plaza 485 E Rout 1 South Ste 100 Iselan, NJ 43081

Cervantes Oregel Juan M 8801 Willis Ave #F1 Panorama City, CA 91402

Charter Freeport Partners LP Peloton Real Estate Mgmt LLC 8402 Sterling Street Ste 101 Irving, TX 75063

Chevalier Victor 754 Puma Canyon Lane Glendora, CA 91740

Chief Container Co Inc PO Box 189 Acworth, GA 30101-0189

Chiu Elaine Wai Yan 2 Cricklewood Path Pasadena, CA 91107

CIT Technology Fin Serv Inc PO Box 100706 Pasadena, CA 91189 City Clerk's Tax And Permits 111 N Hope St Los Angeles, CA 90012-2607

Click Creative Group Inc Katie Pertiet 903 Cedarday Drive Bel Air, MD 21015

Coffey Renee Smith 651 Rock Elm Drive Auburn, GA 30011

Contreras Maria Dolores 9445 Sandusky Avenue Arleta, CA 91331

Contreras Xiomara Consepci 8007 Variel Avenue Canoga Park, CA 91304

Cooper Ronald 11220 Brooks Road Windsor, CA 95492

Copier Headquarters Inc 31368 Via Colinas Ste 109 Westlake Village, CA 91362

Cossia Carolina 5385 Birchcroft Street #179 Simi Valley, CA 93063 CSA Canadian Sales Agency Inc Michelle Callahan #1 Valleybrook Drive Toronto, ON M3B 2S7

CT Corporation PO Box 4349 Carol Stream, IL 60197-4349

De Lang Landen Fin Services PO Box 41602 Philadelphia, PA 19101-1601

Department Of Benefit Payments Collection Section 800 Capitol Mall Sacramento, CA 95814

Dependable Highway Express PO Box 58047 Los Angeles, CA 90058-0047

Design Space Modular Bldg Iinc 1935 Camino Vida Robles Ste 210 Carlsbad, CA 92008-5573

Domash Mike Mike The Printer 6933 Woodley Avenue Van Nuys, CA 91406

Dougan-Schoegje Susan 6640 De Celis Place Lake Balboa, CA 91406 Doukas Michael 1886 Bishop Lane #4 Simi Valley, CA 93063

Dumont Promotional Images Inc Lisa Machado 12947 Chadron Avenue Hawthorne, CA 90250

Edwards Properties Joe Edwards PO Box 1549 Springdale, AR 72765

Edwards Jesse 6515 Goldcoast Street Boise, ID 83714

Employment Development Department Bankruptcy Group MIC 92E PO Box 826880 Sacramento, CA 94280-0001

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Espinoza Maria Deisely 8527 Lehigh Avenue Sun Valley, CA 91352

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Exec-U-Care PO Box 533204 Atlanta, GA 30353

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Farrer Rhonna 1741 N Meadowlark Road Orem, UT 84097

Fed Ex PO Box 7221 Pasadena, CA 91109-7321

Fernquist Labeling Solutions 1245 Spacepark Way Ste C Mountain View, CA 94043

Fidelity Investmnts Inst OP Co PO Box 73307 Chicago, IL 60673

Flores Doris Alicia 12880 Crowley Street Arleta, CA 91331

Folgmann Crystal 193 Coventry Lane North Salt Lake City, UT 84054 Franchise Tax Board PO Box 942857 Sacramento, CA 94257-0511

Franchise Tax Board PO Box 942867 Sacramento, CA 94267-0001

Fun Kingdon Branch Banking And Trust Company PO Box 890011 Charlotte, NC 28289-0011

Future Edge Johnson Stapler Repair 42066 Avenida Alvarado Ste H Temecula, CA 92590

Gelfand Barbara 3471 Shernoll Place Sherman Oaks, CA 91403

Gentry Greg NewStar Business Credit 8080 North Central Expressway #800 Dallas, TX 75206

George Binu 11730 Sunset Blvd #123 Los Angeles, CA 90049

Gomez Arnulfo 619 S Brand Blvd San Fernando, CA 91340 Gonzalez Maria Ester 15202 Burton Street Panorama City, CA 91402

Gourmet Coffee Service PO Box 16727 Irvine, CA 92623

Grant Thornton LLP Daryl Ohland PO Box 51552 Los Angeles, CA 90051-5852

Grendell Amy 15309 88th Avenue Ct East Puyallup, WA 98375

GSPS Inc 26382 West Plata Lane Calabasas, CA 91302

Guard Tronic Inc PO Box 567 Fort Smith, AR 72902

H&H Logistics PO Box 941060 Simi Valley, CA 93094

Hagan Araba 326 North Avenue 64 Apt B Los Angeles, CA 90042

Hamilton Sales Inc 1409 East Blvd Charlotte, NC 28203 HKCJ Co Ltd Unit D 12F CDW Bldg 388 Castle Peak Road Tsen Wan NT Hong Kong,

Holthouse Carlin & Van Trigt Certified Public Accountants 1601 Cloverfield Blvd Ste 300 Sout Santa Monica, CA 90404

Hong Yu Intl Company Ltd Rm 907 JFZ 324 Wing Tuck Commercial Cntr 177-183 Wing LOK St HK,

Horjus Peter 350 Studio K St Studio #204 San Diego, CA 92101

Huerta Yolanda 14634 Blythe St #4 Panorama City, CA 91402

Importing Solutions Inc 998 Collingwood Drive Naperville, IL 60540

Inline Translation Svcs Inc 100 W Broadway Suite 520 Glendale, CA 91210-1221

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J&S Express Trucking Inc PO Box 571 Harbor City, CA 90710

Jade International Ltd Unit B 10/F Park Avenue Tower 5 Moreton Terrace Causeway Bay, Hong Kong,

Jarl-Bar Industry Co Ltd 255 Tong'an Park Tong'an Industrial Conctrtn Prk TongAn DistrXiamen, China, 36110

Jimenez De Ibarra Araceli 7224 Independence Ave #1 Canoga Park, CA 91303

Jones Allison Tyler 14118 South Jackson Circle Mesaert, AZ 85206

Joya Rigoberto 11077 Elm Street Lynwood, CA 90262

Kaboose Inc 2200 Yonge St Ste 1400 Toronto, ON M4S 2C6 Kelly Lowry & Kelley LLP John Kelly 6320 Canoga Ave #1650 Woodland Hills, CA 91367

King's Pipe Cleaners Ind Inc 523850 Xiagang 4th Industry Zone Tiawan,

Krieger Sande 1574 Michigan Avenue Salt Lake City, UT 84105

Kuehne & Nagel Ltd 5800 Hurontario St 12th Fl Mississauga, ON L5R 4B6

Kwan Hing Fareast Prod Fty Ltd Michelle-Kwan Hing Stg2 Blk A 6thF Wah Fung Id Bldg Ct Kwai Chung, Hong Kong,

Kyle Tracy 8940 Dewdney Trunk Rd Mission, BC V2V 6Y1

LA DWP WTC-CAN #1099094843 & CAN 4816 PO Box 30808 Los Angeles, CA 90038-0808

Label Pro 25846 McBean Parkway Valencia, CA 91355 Lallemand Lisa 2742 E Hyland Park Fayetteville, AR 72701

Landsberg Dept 6106 Los Angeles, CA 90084

Larabie Raymond Socia Legend #401 4-425-2 Naka-Otai Nushi-Ku Nagoya-Shi Alchi, JAPAN, 452-08

Lee Hecht Harrison LLC Dept CH #10544 Palatine, IL 60055-0544

Licet Miriam 7261 Amigo Ave #6 Reseda, CA 91335

Lightfoot Leslie 23 Holloway Hts RR#2 Stirling, ON KOK 3E0

Lohner Harold 777 Western Ave Albany, NY 12203

Longmore-Scroggins Lori 20 Hillcrest Road Ogden Dunes, IN 46368

Lopez Maria Del Rosario 15916 Vanowen Street #210 Van Nuys, CA 91406

Lopez Sydney W 12631 Vanowen Street #6 North Hollywood, CA 91605

Lorenzo Daisy 18553 Willard Street Reseda, CA 91335

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Marcone Joanne C 6949 Halbrent Avenue Van Nuys, CA 91405

McFayden Teresa 12505 B Street Omaha, NE 68144

McGuire Jennifer 7633 Fairwind Drive Cincinnati, OH 45242

McKinney Trailer Rentals 8400 E Slauson Ave Pico Rivera, CA 90660 McLain Chris 14 Bobolink Road Orinda, CA 94563-1706

Meijer Corporation PO Box X Grand Rapids, MI 49501

Menor Stephanie 13945 Fenton Avenue Sylmar, CA 91342

Metlife PO Box 8500-3895 Philadelphia, PA 19178-3895

Micro Shread Inc 16201 Stagg Street Van Nuys, CA 91406

Millennium Printing Int Ltd Rm 2721-272227/F - No Hung To Road Kwun Gong, Hong Kong,

Miller Starr & Regalia Lance Anderson Dept 05115 POB 39000 San Francisco, CA 94139-5115

Miller Starr Regalia 300 Hamilton Avenue 3rd Floor Palo Alto, CA 94301

Miller Rowena 10227 Tujunga Cyn Bl Tujunga, CA 91042 Molina Monica 27361 Sierra Highway Space 123 Canyon Country, CA 91351

Mulholland James 29329 Hacienda Ranch Valencia, CA 91354

Nash Mary Jane 3749 Citronella Street Simi Valley, CA 93063

Naylor Helen 4594 Robbins Street San Diego, CA 92122

New Approach Development Inc Peter Russo 3 Macintosh Road Bedford, MA 01730

New Trend Corp Rm 5 11th Floor 267 Dun Hua South Rd Sec 2 Taipei, Taiwan,

Nord Race Paper Intl Ltd P Pang -Unit 12 15/F Wah Wai Centr 38-40 Au Pui Wan St New Territories HongKong,

Omni Enterprise Corp 4/F No 139 Sung Chinag Road Taipei, Taiwan, Pacific Telemanagement Services 2175 North California Blvd Suite 40 Walnut Creek, CA 94596

Paetec Communications Inc PO Box 1283 Buffalo, NY 14240-1283

Paul Hastings Janofsky & Walker 695 Town Center Dr 17th Fl Costa Mesa, CA 92626-1924

PBM Maintenance Corp 1299 E Artesia Blvd Suite 240 Carson, CA 90746

Phillips Tracey 27602 Primrose Lane Castaic, CA 91384

Piedra Blanca L 2450 Naomi Street #A Burbank, CA 91504

Poole Jeff Lynn 2791 N Ringwood Street Simi Valley, CA 93063

Postmaster
USPS EMCA Remittance/#913369
PO Box 8350
Van Nuys, CA 91409-9998

Prudential Overall Supply PO Box 11210 Santa Ana, CA 92711 Pryor Thomas C 426 E Calle De Ocaso Sahuarita, AZ 85629

Rangel Patricia V 17927 Burton Street Reseda, CA 91335

Regent Publishing Services 6/F Hang Tung Resources Ctr #18 Shau Kei Wang HONG KONG,

Richoh Americas Corporation PO Box 4245 Carol Stream, IL 60197-4245

Rick & Associates LLC PO Box 201505 Arlington, TX 76006

Russo Lisa 1656 Millhouse Landing Marietta, GA 30066

Sahagun Silvia H 10001 Langdon Avenue Mission Hills, CA 91345

Sanchez Ma Rosario 21031 Parthenia Street #344 Canoga Park, CA 91304

Schnitzius Mark 698 Surf Street Lewisville, TX 75067 Secure US Inc 2308 Turner Suite 3 Springdale, AR 72764

Securities Exchange Commission 5670 Wilshire Boulevard 11th Floor Los Angeles, CA 90036

Serian Diana 29259 N Las Brisas Valencia, CA 91354

Sew Winner Co Ltd 4th Fl No 35 Lane 21 Sec 6 Ming Chuan E Road Taipei, Taiwan,

Shahriyarpour Farkhondeh 17443 Septo Street Northridge, CA 91325

Shandong Boxing Henga Grass
And Willow Arts & Crafts Co Ltd
173 5th Rd Bocheng Boxing Country
Shandong China, 256500

Shandong Qinglin Home Decor North Of Qingdao Rd Caoxian Shandong Province Heze Shangdong China, 274400

Shell Processing Center PO Box 183019 Columbus, OH 43218-3019 Silverwings Unique Inc Albert Chen 451 North Oak Street Inglewood, CA 90302

Smylie Donna 2222 W Bella Vista Lakeland, FL 33810

Solis Sherwin 7021 Jordan Ave #14 Canoga Park, CA 91303

Solorsoft Business Systems CMS Mfg Systems Inc PO Box 635830 Cincinnati, OH 45263-5830

Sosa Leonel 1908 Lucas Street #2 San Fernando, CA 91340

Southwestern Electric Power PO Box 24422 Canton, OH 44701-4422

Springdale Water Utilities PO Box 769 Springdale, AR 72765-0769

Starlight Products Limited
Unit B3/F Mei Wah Industrial Bld
1-7 Wah Sing Stret Treet
Kwai Chung, NT, Hong Kong,

State Board Of Equalization PO Box 942879 Sacramento, CA 94279-7072

State Board Of Equalization Supervisor Of Collection PO Box 942879 Sacramento, CA 95808

Stay-Linked Corporation Business Manager PO Box 1279 Sun Vallley, CA 91353

Stifel Nicolaus & Company Inc 501 North Broadway St. Louis, MO 63102

Stifel Nicolaus Investment Banking Mitchell Schaffer Managing Directo 237 Park Avenue New York, NY 10017

Takano Miti 119 N Electric Ave Apt G Alhambra, CA 91801

Terasawa Mindy 2205 Speyer Lane #B Redondo Beach, CA 90278

The Ink Pro Raminder S Maden 9526 Casaba Avenue Chatsworth, CA 91311 The Jackson Group Inc 825 Nicollet Mall Ste 1433 Minneapolis, MN 55402

Thermo Fisher Financial PO Box 712441 Cincinnati, OH 45271

Tiemstra Law Group PC 1111 Broadway Suite 1501 Oakland, CA 94607-4036

Tin Hung Products Factory HK Tin Fu-Lap Yeung Yuk 223 G/F Yu Chau Street Sham Shui Po, Hong Kong,

Torres Manuela C 926 Lucas Street San Fernando, CA 91340

TOYS R US
OPS Acct-Anthony Morin
One Geoffrey WayTerrace Bldg
Wayne, NJ 07470

Treasurer Of State Ohio Ohio Dept Of Taxation PO Box 182857 Columbus, OH 43216-2857

Trimble Erin 27423 N 97th Drive Peoria, AZ 85383 Tru-Blu Industries LLC Bob Demmett PO Box 793 Niles, MI 49120

TXU Energy PO Box 650638 Dallas, TX 75265-0700

Uline Attn: Accounts Receivable 2200 S Lakeside Drive Waukegan, IL 60085

United Wholesale Lumber Co 8009 West Doe Avenue Visalia, CA 93291-9284

UPS
Shipper NBR 1654XW5258R4620V525
PO Box 894820
Los Angeles, CA 90189-4820

Uy Edgard Navarrete 20224 Londelius Street Winnetka, CA 91306

Valencia Alberto 10026 Bevis Avenue Mission Hills, CA 91345

Valencia Olga Marina 10026 Bevis Avenue Mission Hills, CA 91345 Valstreet Transportation LLC 10061 Riverside Dr Ste 755 Toluca Lake, CA 91602

Vaught Colleen Leslie 6552 Franrivers Ave West Hills, CA 91307

Venturo Elga D 25015 Peachland Ave Unit #141 Newhall, CA 91321

Vergara Rosa 21721 Roscoe Blvd #38 Canoga Park, CA 91304

Verizon PO Box 17577 Baltimore, MD 21297-0513

Verizon Wireless PO Box 550108 Dallas, TX 75266-0108

Victoria Andrea A 16633 SE 171st Place Renton, WA 95058

VIF Valencia Gateway LLC C/O Dee Eckman CB Richard Ellis 500 Citadel Drive Commerce, CA 90040

Villa Maria D 8451 Stansbury Ave Panorama City, CA 91402 Villanueva Salvador 12000 Foothill Blvd #110 Lake View Terrace, CA 91342

Vivanco Maria D 20600 Romar Street Chatsworth, CA 91311

Walker Alma 522 W 127th Street #211 Los Angeles, CA 90044

Walker Vivian 80 Sequoia Drive Pasadena, CA 91105

Wallman Bjorn 2216 Foothill Drive G #217 Salt Lake City, UT 84109

Waste Management PO Box 78251 Phoenix, AZ 85062-8251

West Union Company Limited Flat B 19F Gold King Ind Bldg 35-41 Tai Lin Pai Rd Kwai Chung, NT HongKong,

Whitsitt Sales 8121 Davidson Drive Plano, TX 75025

Whitteker Kezia 730 East 150 South Hyde Park, UT 84318 Whittiker Paul PO Box 6305 Logan, UT 84341

Williamson Michele 11253 Garden Grove Northridge, CA 91326

Winland Enterprise Co Unit 1-3 19/F Eastern Centre 1065 Kings Road Quarry Bay, Hong Kong,

Wise Maryann 6 Purple Martin Place The Woodlands, TX 77381

Woods Joshua Paul 14913 Hubbard Street Sylmar, CA 91347

Worley Bruce A 13691 Gavina Avenue #470 Sylmar, CA 91342

Xerox Corporation PO Box 7405 Pasadena, CA 91109-7405

Xtra Personnel Services Inc 15545 Devonshire St Ste 302 Mission Hills, CA 91345

Yale Chase Materials Handling Dept 8905 Los Angeles, CA 90084-8905 Zeledon Maritza Beatriz 7342 Capps Avenue Reseda, CA 91335

Zuniga Teresa 12301 San Fernando #302 Sylmar, CA 91342