

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re (set forth here all names including married, maiden, and trade names used by the debtor within last 8 years): ATV Hardware, Inc. dba Andersons True Value dba Just Ask Rentals <div style="text-align: right;">Debtor.</div>	FOR COURT USE ONLY
Address: Suite #B1 3936 Phelan Road Phelan, CA 92371	Case No.: Chapter: 11
Last four digits of Social Security Number(s): Complete Employer's Tax Identification Number(s) (if any): 95-2943385	STATEMENT OF SOCIAL-SECURITY NUMBER(S) (OR OTHER INDIVIDUAL TAXPAYER-IDENTIFICATION NUMBER (ITIN))

1. Name of Debtor (enter Last, First, Middle): ATV Hardware, Inc.
 (Check the appropriate box and, if applicable, provide the required information.)
- Debtor has a Social Security Number and it is: _____
 (If more than one, state all.)
- Debtor does not have a Social-Security Number but has an Individual Taxpayer-Identification Number (ITIN), and it is:
95-2943385.
 (If more than one, state all.)
- Debtor does not have either a Social-Security Number or an Individual Taxpayer-Identification Number (ITIN).
2. Name of Joint Debtor (enter Last, First, Middle): _____
 (Check the appropriate box and, if applicable, provide the required information.)
- Joint Debtor has a Social Security Number and it is: _____
 (If more than one, state all.)
- Joint Debtor does not have a Social-Security Number but has an Individual Taxpayer-Identification Number (ITIN) and it is: _____
 (If more than one, state all.)
- Joint Debtor does not have either a Social-Security Number or an Individual Taxpayer-Identification Number (ITIN).

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

/s/ Kenneth Anderson August 3, 2011
 Signature of Debtor Date
 Kenneth Anderson, Director/Authorized person for ATV Hardware, Inc..

 Signature of Joint Debtor Date

* Joint debtors must provide information for both spouses.

Penalty for making a false statement: Fine of up to \$250,000 or up to 5 years imprisonment or both. 18U.S.C. §§ 152 and 3571.

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): ATV Hardware 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): dba Andersons True Value dba Just Ask Rentals	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): 95-2943385	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. & Street, City, State & Zip Code): 3936 Phelan Road Suite #B1 Phelan, CA	Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
ZIPCODE 92371	ZIPCODE
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):
ZIPCODE	ZIPCODE

Location of Principal Assets of Business Debtor (if different from street address above):
3936 Phelan Road, Suite #B1, Phelan, CA

ZIPCODE **92371**

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

<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><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).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>																			
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td><td>50-99</td><td>100-199</td><td>200-999</td><td>1,000-5,000</td><td>5,001-10,000</td><td>10,001-25,000</td><td>25,001-50,000</td><td>50,001-100,000</td><td>Over 100,000</td> </tr> </table>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1 million to \$10 million</td><td>\$10 million to \$50 million</td><td>\$50 million to \$100 million</td><td>\$100 million to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1 million to \$10 million	\$10 million to \$50 million	\$50 million to \$100 million	\$100 million to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1 million to \$10 million</td><td>\$10 million to \$50 million</td><td>\$50 million to \$100 million</td><td>\$100 million to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1 million to \$10 million	\$10 million to \$50 million	\$50 million to \$100 million	\$100 million to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
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\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1 million to \$10 million	\$10 million to \$50 million	\$50 million to \$100 million	\$100 million to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion											

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): ATV Hardware Inc.
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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:
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Location Where Filed:	Case Number:	Date Filed:
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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:
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District:	Relationship:	Judge:
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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.

Exhibit B

(To be completed if debtor is an individual 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.

X _____
 Signature of Attorney for Debtor(s) Date

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 a 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 or lessor that obtained judgment)

 (Address of landlord or lessor)

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)).

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Voluntary Petition

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

Name of Debtor(s):
ATV Hardware 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 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.

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/ Dennis G. Bezanson
 Signature of Attorney for Debtor(s)

Dennis G. Bezanson 63878
Best Best & Krieger LLP
3750 University Avenue, 4th Floor
Riverside, CA 92501-3347
(951) 686-1450 Fax: (951) 686-3083
dennis.bezanson@bbkllaw.com

August 3, 2011
 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 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); 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 _____
 Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

 Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional 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/ Kenneth Anderson
 Signature of Authorized Individual

Kenneth Anderson
 Printed Name of Authorized Individual

Director (Authorized Party)
 Title of Authorized Individual

August 3, 2011
 Date

Exhibit "A"

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

In re. ATV Hardware, Inc., <div style="text-align: right;">Debtor</div>	Case No. _____ Chapter No. <u>11</u>
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Exhibit "A" to Voluntary Petition

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is NOT APPLICABLE.
2. The following financial data is the latest available information and refers to the debtor's condition on N/A.
 - a. Total assets \$ 0.00
 - b. Total debts (including debts listed in 2.c., below) \$ 0.00

	\$	Approximate Number of holders
c. Debt securities held by more than 500 holders.		
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	\$ _____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	\$ _____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	\$ _____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	\$ _____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	\$ _____	_____
d. Number of shares of preferred stock	_____	_____
e. Number of shares common stock	_____	_____

Comments, if any: NOT APPLICABLE

3. Brief description of debtor's business: Hardware and Equipment Rental Store

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
NOT APPLICABLE

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Dennis G. Bezanson 63878 Best Best & Krieger LLP 3750 University Avenue, 4th Floor Riverside, CA 92501-3347 (951) 686-1450 (951) 686-3083 <input checked="" type="checkbox"/> Attorney for Debtor ATV Hardware, Inc.	FOR COURT USE ONLY
<p align="center">UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</p>	
In re: ATV Hardware Inc.	CASE NO.: CHAPTER: 11 ADV. NO.:

Debtor(s)

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

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

Date Filed: August 3, 2011
 Date Filed:
 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.

Date

Signature of Authorized Signatory of Filing Party

Kenneth Anderson
Printed Name of Authorized Signatory of Filing Party

Director (Authorized Party)
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.

Date

AUGUST 3, 2011

Signature of Attorney for Signing Party

Dennis G. Bezanson
Printed Name of Attorney for Signing Party

**JOINT UNANIMOUS WRITTEN CONSENT TO CORPORATE ACTION
BY DIRECTORS OF
ATV HARDWARE, INC.
a California corporation**

The undersigned, being all of the members of the Board of Directors of the above-named Corporation, by this writing approve the following resolutions and consent to their adoption:

BANKRUPTCY FILING

WHEREAS, the Directors of this Corporation have determined that it is in the best interests of this Corporation to file a voluntary petition of the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code; and

WHEREAS, officers of this Corporation have retained Best Best & Krieger LLP as counsel to represent the Corporation in its petition; it is

NOW THEREFORE, RESOLVED, that the Directors of this Corporation approve the filing for the Corporation of a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code.

RESOLVED FURTHER, that the retention of Best Best & Krieger LLP as counsel to represent the Corporation in its petition is hereby approved and ratified.

RESOLVED FURTHER, that the Corporation's Director, Kenneth D. Anderson is hereby authorized and directed to execute and deliver all documents, and perform all acts necessary to initiate and perfect a voluntary Chapter 11 bankruptcy case in the United States Bankruptcy Court for the Central District of California, in the name and on behalf of the Corporation.

RESOLVED FURTHER, that the President hereby is directed to do all acts necessary and provide such documentation as requested to carry out the intent of these resolutions.

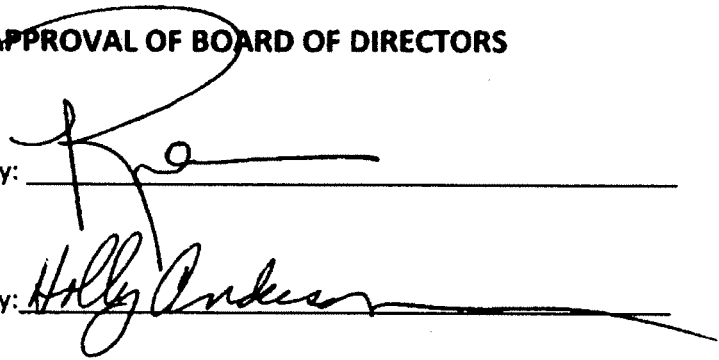
This consent is executed pursuant to Sections 309(b) the California Corporations Code which authorizes the taking of action by unanimous written consent without a formal meeting, and is to be filed with the minutes of Board proceedings.

DATED: July 20, 2011

APPROVAL OF BOARD OF DIRECTORS

By: _____

By: _____

The image shows two handwritten signatures. The first signature is a stylized, cursive mark that appears to be 'K' followed by a horizontal line. The second signature is more legible, appearing to be 'Holly Anderson' written in cursive above a horizontal line. The word 'APPROVAL OF BOARD OF DIRECTORS' is circled in the first signature.

Main Document Page 9 of 68
 United States Bankruptcy Court
 Central District of California

IN RE: _____ Case No. _____

ATV Hardware Inc. _____ 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)
Longs Drug Stores California, Inc. C/O William Rainey, Agent For Service 141 No. Civic Drive Walnut Creek, CA 94596	William J. Rainey (925) 937-1170	Trade debt	Contingent Unliquidated Disputed	562,500.00
SOUTHLAND CDC 400 N. TUSTIN AVE, SUITE 125 SANTA ANA, CA 92705	Unknown (714) 868-0001	Trade debt	Contingent Unliquidated Disputed Subject to Setoff	393,662.73
NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203	David Schallich (703) 302-8123	Trade debt	Contingent Unliquidated Disputed Subject to Setoff	393,662.73 Collateral: 0.00 Unsecured: 393,662.73
Parkplace Developments, LLC 1960 Carla Ridge Beverly Hills, CA 90210	(310) 276-4441	Trade debt	Contingent Unliquidated Disputed	185,000.00
VIRGINIA VAUGHAN 10200 JOHNSON RD 37 PHELAN, CA 92371	Virginia Vaughan (760) 868-4438	Loan		140,000.00
TRUE VALUE AND COMPANY STORE # 08852-6 FILE # 53004 LOS ANGELES, CA 90074-3004	Bill Strening (773) 695-5458	Trade debt		131,091.75
SAN BERNARDINO COUNTY 250 N. "D" Street, Sixth Floor SAN BERNARDINO, CA 92415	Unknown (909) 388-0844	Loan		84,879.32
California State Board of Equalization 3737 Main Street, Suite 1000 Riverside, CA 92501	Unknown (951) 680-6400	Taxes		44,325.33
NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202	David Schallich (703) 302-8123	Loan		390,929.21 Collateral: 349,974.87 Unsecured: 40,954.34
AXIS CAPITAL INC. fna LEAF FUNDING DEPARTMENT 1685 DENVER, CO 80291-1685	Unknown (800) 994-0016	Trade debt	Disputed	29,558.00 Collateral: 0.00 Unsecured: 29,558.00
GREAT AMERICA LEASING CORP. P.O. BOX 660831 DALLAS, TX 75266-0831	Unknown (866) 818-2378	Trade debt		25,738.52

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ORGILL INC STORE # 344515 P.O. BOX 1000- DEPT 7 MEMPHIS, TN 38148	Unknown (800) 350-3425	Trade debt	Disputed	14,412.40 Collateral: 0.00 Unsecured: 14,412.40
New Legacy Partners Management Ha & Yoo P.O. Box 25052 Los Angeles, CA 90025	Unknown (888) 234-2845	Trade debt		11,650.00
DIAL MANUFACTURING INC. 25 S. 51ST AVE PHOENIX, AZ 85043	Unknown (800) 347-2860	Trade debt		7,837.95
AMERIGAS 1975 S. RIVERSIDE AVE. BLOOMINGTON, CA 92316	Unknown (909) 877-2642	Trade debt		6,193.81
KUBOTA CREDIT CORP. P.O. BOX 894717 LOS ANGELES, CA 90189-4717	Unknown (888) 465-8268	Trade debt	Disputed	5,345.04 Collateral: 0.00 Unsecured: 5,345.04
TVL PROPERTIES P.O. Box 60590 Los Angeles, CA 90060	Unknown (949) 458-5861			3,752.40
ACTIVANT PO BOX 660147 DALLAS, TX 75266-0147	Unknown (888) 354-5812	Trade debt		1,915.25
YATES TRUCKING, INC. 1008 W AVE. M-4 STE. D PALMDALE, CA 93551	Unknown (805) 490-6896	Trade debt		1,878.19
ARMSTRONG GROWERS 2200 E. ROUTE 66 SUITE 200 GLENDDORA, CA 91740-4673	Unknown (800) 229-1707	Trade debt		1,529.65

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: **August 3, 2011** Signature: **/s/ Kenneth Anderson**

Kenneth Anderson, Director (Authorized Party)

(Print Name and Title)

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

IN RE:

Case No. _____

ATV Hardware Inc.

Debtor(s)

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371	100	Common Stockholder

Party Name, Address, and Telephone Number (CA State Bar No. If Applicable) Dennis G. Bezanson 63878 dennis.bezanson@bbklaw.com Best Best & Krieger, LLP 3750 University Avenue, 4th Floor Riverside, California 92502 Telephone: (951) 686-1450 Facsimile: (951) 686-3083	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: ATV Hardware, Inc. Debtor.	CHAPTER 11 CASE NUMBER (No Hearing Required)

**VENUE DISCLOSURE FORM
FOR CORPORATIONS FILING CHAPTER 11
(Required by General Order 97-02)**

Attach additional sheets as necessary and indicate so in each section

1. Specify the address of the principal office of the Debtor currently on file with the California Secretary of State (from Form S0100, S0200, or S0300):
3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335

2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335

3. Disclose the current business address(es) for all corporate officers:
Kenneth D. Anderson & Holly J. Anderson - Directors, 3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335
Jeanna Mills – Pres. / Vice Pres. / Treasurer, 3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335

4. Disclose the current business address(es) where the Debtor's books and records are located:
3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335

In re ATV Hardware, Inc.	Debtor.	CHAPTER 11 CASE NUMBER
-----------------------------	---------	---------------------------

5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor's most recent balance sheet:

3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335

6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es):

17376 A Main St. Hesperia, CA 92345 - Closed Store Dec.15, 2010
2420 E. Main St. Barstow, CA 92311 - Closed Store Sep. 30, 2010

7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (*specify*):

Kenneth Anderson, 3936 Phelan Rd. Suite B1 Phelan, CA 92371 760.868.3335, Director of Corporation

8. Total number of attached pages of supporting documentation: **NONE**

9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Executed on the _____ day of **August**, 2011, at **Riverside**, California.

Kenneth Anderson

Type Name of Officer

/s/ Kenneth Anderson

Signature of Declarant

Director / Authorized person of ATV Hardware, Inc.

Position or Title of Officer

Main Document Page 14 of 68
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, his or her current or former domestic partner, 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 Riverside, California.

/s/ Kenneth Anderson

Debtor

Kenneth Anderson, Director/Authorized person for ATV
Hardware, Inc.

Dated August 3, 2011

Joint Debtor

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

IN RE: _____ Case No. _____

ATV Hardware Inc. _____ Chapter 11

Debtor(s)

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 also must 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)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 0.00		
B - Personal Property	Yes	4	\$ 417,385.47		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	2		\$ 874,317.98	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	5		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	6		\$ 4,408,921.78	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		23	\$ 417,385.47	\$ 5,283,239.76	

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IN RE ATV Hardware Inc.

Debtor(s)

Case No. _____

(If known)

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 the 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				

TOTAL 0.00

(Report also on Summary of Schedules)

IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

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 the 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	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		Cash on Hand: Debtor's business location, 3936 Phelan Rd, Phelan, CA 92371		4,000.00
		NCB Checking Account		175.83
		Savings Account: Desert Community Bank, 4895 Phelan Road, Phelan, CA 92371		1,093.70
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.		Checking Account: Desert Community Bank, 4895 Phelan Road, Phelan, CA 92371		16,797.78
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, include 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. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issue.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			

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Debtor(s)

Case No. _____

(If known)

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

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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 non-negotiable instruments.	X			
16. Accounts receivable.		Accounts Receivables		19,913.76
		Credit Cards (pending payment) 3936 Phelan Rd, Phelan, CA		10,881.40
17. Alimony, maintenance, support, and property settlements in 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 interest, 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			
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.		1991 International Flatbed Truck		3,500.00
		1999 Chevy S10 Truck		1,500.00
		Dodge Dakota 2000 Truck		2,500.00
		Dodge Dakota Truck 2004		2,000.00
		F550 Stake Bed Truck 2001		1,000.00
		Ford F650 Flatbed Truck		15,000.00
		Ford Excursion 2002		1,500.00

B6B (Official Form 99) (12/07) - Cont.
 IN RE ATV Hardware Inc.

Debtor(s)

Case No. _____

(If known)

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

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Air Conditionner - Phe Cash register printer Cash register printer Cash register printer Computer software for PCI compliance File Cabinets Office Fax - Phe POS Bar Code Scanners POS Receipt Printers POS Reciept printers - 3 Printers 4ea. Security Camara Equipment Sharp Copy Machine Six (6) Computers Telephone Equipment -Phe		50.00 10.00 10.00 10.00 0.00 20.00 25.00 40.00 40.00 30.00 120.00 100.00 500.00 600.00 150.00
29. Machinery, fixtures, equipment, and supplies used in business.		1 Gallon Paint Shaker - Hesperia 5 Gallon Paint Shaker - Bar 5 Gallon Paint Shaker - Hesp 5 Gallon Paint Shaker - Phelan Chain Saw Sharpener - Phe Computer Hardware: (one RF Gun, ten Credit Card Terminals) Cross-cut Saw - Bar Crown Electric Lift - Hesp Crown Electric Lift 5A500258 - Lanc Delta Table Saw - Phe Dewalt Chop Saw - Phe Electronic Sign - Phe Electronic Sign - Phe Fork Lift, G30S-2 Daewoo - Phe Fork Lift, Komatsu - AV Glass Cutter - Phe Key machine - Phe Key machine tower only. Lumber Racks Lumber Saw, Dewalt - Phe Pallet Jack - Phe Panel Saw - Bar		100.00 200.00 200.00 200.00 30.00 200.00 30.00 1,500.00 2,000.00 50.00 30.00 0.00 0.00 2,500.00 3,500.00 50.00 200.00 10.00 3,000.00 50.00 25.00 50.00

IN RE **ATV Hardware Inc.**

Case No. _____

Debtor(s)

(If known)

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

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
		Panel Saw, Milwaukee - Phe		100.00
		Ridgid Pipe Threader - Phe		50.00
		Store fixtures: at debtor's business		10,000.00
		Yard Security Beams - Phe		100.00
		Zleman Trailer		1,500.00
30. Inventory.		Rental equipment (See Attached list)		122,064.00
		Retail Inventory		188,079.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
TOTAL				417,385.47

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0 continuation sheets attached

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

RENTAL EQUIPMENT		
Rent Air comp / wheelbarrow		200.00
Rent Air comp / generator		250.00
Rent Porta Power		25.00
Rent Engine puller Knockdown		100.00
Rent Jacks, Qty 2		5.00
Rent Jack Stands, Qty 2		2.00
Rent Trailer 5 x 10 Landscape		250.00
Rent Zieman Trailer		1,500.00
Rent Zieman Trailer SELL		1,500.00
Rent Zieman Trailer		1,500.00
Rent Zieman Trailer		1,500.00
Rent Engine Puller - Knock down SELL		100.00
Rent Engine puller Towable		150.00
Rent Short Service Jack		10.00
Rent Trailer Enclosed 6 x 12		250.00
Rent Tile Cutter		10.00
Rent Carpet Iron		5.00
Rent Floor Polisher		150.00
Rent Floor Scraper		50.00
Rent Floor Air Chisel		20.00
Rent Linoleum Roller		10.00
Rent Linoleum Roller		10.00
Rent Carpet Vaccumm		25.00
Rent Carpet Cleaner		50.00
Rent Carpet Cleaner		50.00
Rent Carpet Cleaner		50.00
Rent Carpet Blower		25.00
Rent Floor Sander		150.00
Rent Carpet Cleaner 4 Gal SELL		75.00
Rent Carpet Cleaner 4 Gal SELL		75.00
Rent Carpet Cleaner 4 Gal SELL		75.00
Rent Carpet Upholstery Kit		15.00
Rent Carpet Upholstery Kit		15.00
Rent Carpet Upholstery Kit		15.00
Rent Carpet Cleaner 2 Gal SELL		15.00
Rent Carpet Cleaner 2 Gal SELL		15.00
Rent Carpet Cleaner 2 Gal		15.00
Rent Linoleum Roller		10.00
Rent Carpet Vaccumm		25.00
Rent Carpet Kicker		10.00
Rent Carpet Trimmer		5.00
Rent Floor Sander		150.00
Rent Carpet Iron		5.00
Rent Carpet Cleaner		50.00
Rent Carpet Cleaner		50.00
Rent Floor Scraper SELL		50.00
Rent Linoleum Roller		10.00
Rent Power Stretcher		50.00
Rent Tile Cutter		10.00
Rent Floor Scraper		50.00
Rent Linoleum Roller		10.00
Rent Carpet Vaccumm		25.00
Rent Carpet Vaccumm		25.00
Rent Vibrating Plate Compactor		250.00
Rent Vibrating Plate Compactor		250.00
Rent Vibro Plate Tamper		300.00
Rent compactor thumper		250.00
Rent compactor vibrate plate SELL		250.00

Rent compactor thumper RED TAG	50.00
Rent Concrete Saw SELL	100.00
Rent Concrete saw 12"	100.00
Rent Concrete Saw 14"	120.00
Rent Chain Saw Masonry SELL	50.00
Rent Chain Saw Masonry SELL	50.00
Rent Concrete Tamper	30.00
Rent Cement Mixer Elec	150.00
Rent Cement Mixer Elec	150.00
Rent Cement Mixer Gas	350.00
Rent Concrete Mixer 1 Yard	1,500.00
Rent Cement Power Trowel SELL	250.00
Rent Concrete Saw 12"	100.00
Rent Cement Floor Saw 14"	250.00
Rent Concrete Surface Grinder	20.00
Rent Cement Mixer Elec SELL	150.00
Rent Cement Power Trowel	250.00
Rent Tile Saw 7"	150.00
Rent Concrete saw electric	75.00
Rent Cement Mixer Gas	350.00
Rent Tile Saw 10"	200.00
Rent Tile Saw 7"	150.00
Rent Rebar cutter / bender	25.00
Rent Brick Splitter - Portable	25.00
Rent Concrete saw electric	75.00
Rent Cement Floor Saw 14"	250.00
Rent Cement Power Trowel	250.00
Rent Tile Saw 10"	200.00
Rent Tile saw SELL	200.00
Rent Appl Truck/Carts	40.00
Rent Appl Truck/Carts	40.00
Rent Power stair climber	50.00
Rent Piano Dolly Carpeted - Metal	10.00
Rent Piano Dolly Carpeted - Metal	10.00
Rent Piano Dolly Carpeted - Wood	5.00
Rent Appl Truck/Carts	40.00
Rent Appl Truck/Carts	40.00
Rent Appl Truck/Carts	40.00
Rent Appl Truck/Carts	40.00
Rent Concrete Nail Gun	75.00
Rent Concrete Nail Gun	75.00
Rent Tractor # 513586 (BACKHOE) Year: Hours: 915.1	15,000.00
Rent Tractor # 62464 Year: Hours:2567.1	12,500.00
Rent Tractor Year: Hours: 1745.7	12,500.00
Rent Tractor Kubota s# 30603 Hours: 2894.0	5,000.00
Rent Tractor # 37684 (ENCLOSED) Year: Hours: 1890.5	12,500.00
Rent Tractor Year: Hours: 630.8	7,500.00
Rent Trencher - Walk behind	3,500.00
Rent Trencher Trailer - Walk behind	250.00
Rent Trencher	3,500.00
Rent Trencher Trailer SELL	250.00
Rent Trencher Walk-behind	3,500.00
Rent Trencher 36" SELL	3,500.00
Rent Forklift	5,000.00
Rent Brush Hog Attachment for Tractor	500.00
Rent Multi tool	4,500.00
Rent Trencher Trailer	250.00
Rent Trailer VIN 1340	200.00
Rent Trencher Year: Hours:	250.00

Rent Trencher walk behind 18"	250.00
Rent Porta Nailer	75.00
Rent Nail Gun	30.00
Rent Nail Gun	30.00
Rent Nail Gun	30.00
Rent Nail Gun	30.00
Rent Generator Gas 3000 watt	150.00
Rent Generator 6.0 KW	250.00
Rent Generator Gas 6000 watt	250.00
Rent Concrete Hammer Drill	75.00
Rent Concrete Drill SELL	150.00
Rent Paving Breaker box	200.00
Rent Paving Breaker	250.00
Rent Concrete Drill	150.00
Rent Patio Heater	75.00
Rent Air Cooler	40.00
Rent Drywall Carts 3ea	30.00
Rent Jack Stand	2.00
Rent Ladder Ext 40' - REDTAG	30.00
Rent Measuring roller	5.00
Rent Ladder Step 8'	25.00
Rent Ladder Ext 32'	50.00
Rent Ladder Ext 40'	50.00
Rent Builders Level - CST	25.00
Rent Ladder Ext 32'	50.00
Rent Builders Level	25.00
Rent Scaffolding	300.00
Rent Scaffolding	300.00
Rent Ladder Ext 32'	50.00
Rent Ladder Step 12'	25.00
Rent Tiller	150.00
Rent Tiller	150.00
Rent Lawn Roller	10.00
Rent Lawn Roller	10.00
Rent Manure Spreader	10.00
Rent Manure Spreader SELL	10.00
Rent Rear tine tiller	125.00
Rent High Weed Mower (NEEDS MOTOR)	50.00
Rent High Weed Mower	150.00
Rent Weed Trimmer - Gas	25.00
Rent Log Splitter	250.00
Rent Lawn Edger SELL	50.00
Rent Aerator	250.00
Rent Post Hole Digger	250.00
Rent Sod Cutter REDTAG	100.00
Rent Thatcher - PR18B5FA	100.00
Rent Weed Trimmer - Gas	25.00
Rent Hedge Trimmer - Gas	25.00
Rent Seeder - S22B5DA SELL	100.00
Rent Stump Grinder	250.00
Rent Post Hole digger hyd	250.00
Rent Tiller SELL	150.00
Rent Tiller SELL	150.00
Rent Log Splitter	250.00
Rent Post Hole auger 6"	20.00
Rent Post Hole auger 8"	20.00
Rent Post Hole auger 12"	20.00
Rent Post Hole digger hyd	250.00
Rent Tiller	150.00

Rent Tiller	150.00
Rent Halogen Lights	5.00
Rent Halogen Lights	5.00
Rent Paint Sprayer	200.00
Rent Paint Sprayer SELL	200.00
Rent Wallpaper Steamer	25.00
Rent Texture Spray Unit	50.00
Rent Paint Sprayer SELL	200.00
Rent Paint Sprayer	200.00
Rent Paint Sprayer	200.00
Rent Sound system	50.00
Rent Cotton Candy Machine	150.00
Rent Cotton Candy Machine	150.00
Rent Popcorn Machine	150.00
Rent Snowcone Machine	150.00
Rent Snowcone Machine SELL	150.00
Rent Slushee Machine - 2 Bowl SELL	250.00
Rent Slushie Machine	250.00
Rent Nacho & cheese machine	75.00
Rent Plywood Table - 21ea.	315.00
Rent Plywood Rectangle Table - 8ea. SELL	120.00
Rent Plywood Round Table - 13ea. SELL	130.00
Rent Stage - 11ea.	330.00
Rent Coffee Maker	20.00
Rent Punch Bowl SELL	15.00
Rent Bounce House Lyon	250.00
Rent Bounce House SELL	100.00
Rent BBQ	75.00
Rent Bounce House SELL	100.00
Rent Bounce House Blue/red	250.00
Rent Bounce House SELL	100.00
Rent Bounce House Dino SELL	250.00
Rent Chafing Dish, Quantity 2	20.00
Rent Slushie Machine SELL	250.00
Rent Brown Chairs - 129ea.	645.00
Rent Champaign Fountain SELL	100.00
Rent Bounce House	250.00
Rent Bounce House	250.00
Rent Hotdog Cooker SELL	25.00
Rent Popcorn Machine	150.00
Rent Slushie Machine	250.00
Rent Nacho & cheese machine SELL	75.00
Rent Champaign Fountain 7 Gallon	125.00
Rent Hotdog Cooker & Bun Warmer	75.00
Rent Cotton Candy Machine	150.00
Rent Snowcone Machine	150.00
Rent Champaign Fountain 5 Gallon	100.00
Rent Drain Auger SELL	75.00
Rent Drain Auger 50' power	50.00
Rent Water Jet Drain Clean	100.00
Rent Water Ram	100.00
Rent Drain Auger 1/2 x 75'	75.00
Rent Sewer Auger 1/2 x 75	75.00
Rent Sewer Auger 1/2 x 50	50.00
Rent Sewer Auger 5/8 x 100	100.00
Rent Sewer Auger 1/2 x 75	75.00
Rent Sewer Auger 5/8 x 100	100.00
Rent Pump - Sump 2"	50.00
Rent Pump - Trash	150.00

Rent Pump - Trash SELL	150.00
Rent Pump - Trash 3"	150.00
Rent Grinder	10.00
Rent Skil Saw	30.00
Rent Sawzall	30.00
Rent Pressure washer 3000 psi	200.00
Rent Pressure washer 3000 psi	200.00
Rent Pressure washer 3000 psi	200.00
Rent Fish Tape	10.00
Rent Come-along	10.00
Rent Chair Cart - 4ea.	40.00
Rent Concrete Drill Bits	20.00

IN RE **ATV Hardware Inc.**

Case No. _____

Debtor(s)

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:
(Check one box)

Check if debtor claims a homestead exemption that exceeds \$146,450. *

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

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* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

IN RE **ATV Hardware Inc.**

Case No. _____

Debtor(s)

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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

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

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

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

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

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. 1-1173366-001 AXIS CAPITAL INC. fna LEAF FUNDING DEPARTMENT 1685 DENVER, CO 80291-1685		Forklift, Computer Software UCC Financing Statement Filed: 10/16/2009 VALUE \$			X	29,558.00	29,558.00
ACCOUNT NO. 10435352 KUBOTA CREDIT CORP. P.O. BOX 894717 LOS ANGELES, CA 90189-4717		Kubota 4wd (Backhoe) Tractor/Front Loader/Loader Bucket/Box Scraper and Carrier UCC Financing Statement Filed: 8/17/2007 VALUE \$			X	5,345.04	5,345.04
ACCOUNT NO. 565257500 NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202	X	8/25/2006; 7:31a.m. UCC Financing Statement VALUE \$ 349,974.87				390,929.21	40,954.34
ACCOUNT NO. 565257600 NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203	X	DEBTOR IS GUARANTOR FOR NOTE SECURED BY DEED OF TRUST FOR BARSTOW STORE PROPERTY VALUE \$	X	X	X	393,662.73	393,662.73
Subtotal (Total of this page)						\$ 819,494.98	\$ 469,520.11
Total (Use only on last page)						\$	\$

1 continuation sheets attached

(Report also on
Summary of
Schedules.)

(If applicable, report
also on Statistical
Summary of Certain
Liabilities and Related
Data.)

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IN RE **ATV Hardware Inc.**

Debtor(s)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. 565257400 NCB 2012 Crystal Drive Arlington, VA 22203		5/18/2006 UCC Financing Statement VALUE \$ 390,385.47			40,410.60	
ACCOUNT NO. 344515 ORGILL INC STORE # 344515 P.O. BOX 1000- DEPT 7 MEMPHIS, TN 38148		UCC Financing Statement Filed 11/10/2008 VALUE \$		X	14,412.40	14,412.40
ACCOUNT NO. U.S. Small Business Administration 801 R. Street, Suite #11 Fresno, CA 93721	X	Guarantor for NCB Loans and Southland CDC VALUE \$			0.00	
ACCOUNT NO.		VALUE \$				
ACCOUNT NO.		VALUE \$				
ACCOUNT NO.		VALUE \$				

Sheet no. 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal (Total of this page)	\$ 54,823.00	\$ 14,412.40
Total (Use only on last page)	\$ 874,317.98	\$ 483,932.51

(Report also on
Summary of
Schedules.)

(If applicable, report
also on Statistical
Summary of Certain
Liabilities and Related
Data.)

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IN RE ATV Hardware Inc.

Debtor(s)

Case No.

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

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

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

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

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

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

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

Domestic Support Obligations

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

Extensions of credit in an involuntary case

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

Wages, salaries, and commissions

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

Contributions to employee benefit plans

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

Certain farmers and fishermen

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

Deposits by individuals

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

Taxes and Certain Other Debts Owed to Governmental Units

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

Commitments to Maintain the Capital of an Insured Depository Institution

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

Claims for Death or Personal Injury While Debtor Was Intoxicated

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

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

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

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. Barbara L. McCormick 11555 Lilac Road Victorville, CA 92392		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X	0.00		
ACCOUNT NO. Crystal L. McClane P.O. Box 290271 Phelan, CA 92329		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X	0.00		
ACCOUNT NO. Danelle Anderson 12737 Sheepcreek Road Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X	0.00		
ACCOUNT NO. Dawn M. Johnson 13758 Valle Vista Rd Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X	0.00		
ACCOUNT NO. Glenn F. Kinney P.O. Box 721126 Pinon Hills, CA 92372		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X	0.00		
ACCOUNT NO. James Robinson P.O. Box 290714 Phelan, CA 92329		It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition. In an abundance of caution the employee is listed within this schedule	X	X	0.00		

Sheet no. 1 of 4 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page)

\$	\$	\$
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Total

(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$		
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Total

(Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.)

	\$	\$
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IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

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

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT			AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED				
ACCOUNT NO. Jaymee M. Mills 9925 Alta Mesa Ave. Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Jeanna L. Mills 9925 Alta Mesa Ave. Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Jeffrey B. Carlson 10844 Kiavan Road Apple Valley, CA 92308		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Leslie L. McDowell P.O. Box 1541 Wrightwood, CA 92397		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Martha D. Dinkins P.O. Box 291344 Phelan, CA 92329		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		

Sheet no. 2 of 4 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page)

Total

(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total

(Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$	\$	\$
\$		
	\$	\$

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IN RE ATV Hardware Inc.

Debtor(s)

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

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT UNLIQUIDATED		DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Paulette E. Dattke P.O. Box 401391 Hesperia, CA 92340		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Quinton C. Steele 10424 Silverrock Rd Phelan, CA 92371		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Richard W. Wiese P.O. Box 290928 Phelan, CA 92329		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Ronald Konig P.O. Box 720711 Pinon Hills, CA 92372		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Sharon R. Figula P.O. Box 142 Llano, CA 93544		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO. Thomas W. Fundum 2233 Smoketree Pinon Hills, CA 92372		Wages --- It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		

Sheet no. 3 of 4 continuation sheets attached to Schedule of Creditors Holding Unsecured Priority Claims

Subtotal (Totals of this page)

\$	\$	\$
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Total (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$		
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Total (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

	\$	\$
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IN RE ATV Hardware Inc.

Debtor(s)

Case No.

(If known)

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

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED					
ACCOUNT NO. Tina M. Stanley 2623 Sierra Rd. Phelan, CA 92371		Wages — It is anticipated that all pre-petition wages will be paid to the employee prior to the filing of the Chapter 11 Petition.	X	X		0.00		
ACCOUNT NO.								
ACCOUNT NO.								
ACCOUNT NO.								
ACCOUNT NO.								
ACCOUNT NO.								

Sheet no. 4 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page)

\$	\$	\$
----	----	----

Total
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$		
----	--	--

Total
(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.)

	\$	\$
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IN RE **ATV Hardware Inc.**

Debtor(s)

Case No. _____

(If known)

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 nonpriority claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 5142-000 ACTIVANT PO BOX 660147 DALLAS, TX 75266-0147		Trade Debt				1,915.25
ACCOUNT NO. 1120023869 AMERIGAS 1975 S. RIVERSIDE AVE. BLOOMINGTON, CA 92316		Trade Debt				6,193.81
ACCOUNT NO. ANDERSON ARMSTRONG GROWERS 2200 E. ROUTE 66 SUITE 200 GLENORA, CA 91740-4673		Trade Debt				1,529.65
ACCOUNT NO. ATV Properties, LLC P.O. Box 291089 Phelan, CA 92329-1089		2006 -- Lease for property located at 560 East Virginia Way, Barstow, CA 92311				1,402,500.00

5 continuation sheets attached

Subtotal
(Total of this page) \$ **1,412,138.71**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules and, if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

\$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. ATV 205ATV Ben-E-Lect P.O. Box 7809 Visalia, CA 93291		Insurance				263.98
ACCOUNT NO. California State Board of Equalization 3737 Main Street, Suite 1000 Riverside, CA 92501		Sales Tax				44,325.33
ACCOUNT NO. Office Of The State Of California Attorney General 300 S. Spring St., Los Angeles, CA 90013		Assignee or other notification for: California State Board of Equalization				
ACCOUNT NO. State Board Of Equalization Legal Department 450 N. Street Sacramento, CA 92814		Assignee or other notification for: California State Board of Equalization				
ACCOUNT NO. 0001581 CHINO LUMBER P.O. BOX 397 CHINO, CA 91708		Trade Debt				598.69
ACCOUNT NO. Colonial Life Insurance Co. P.O. Box 1365 Columbia, SC 29202		Insurance				122.42
ACCOUNT NO. 16124 CRAMER DECKER INDUSTRIES 1641 E. ST. ANDREW PLACE SANTA ANA, CA 92705		Trade Debt				85.51

Sheet no. 1 of 5 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **45,395.93**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE **ATV Hardware Inc.** Debtor(s) Case No. _____ (If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. 11358 CROWN LIFT TRUCKS P.O. BOX 641173 CINCINNATI, OH 45264-1173		Trade Debt			455.98
ACCOUNT NO. 4120 DIAL MANUFACTURING INC. 25 S. 51ST AVE PHOENIX, AZ 85043		Trade Debt			7,837.95
ACCOUNT NO. 388611 Fish Window Cleaning P.O. Box 1713 Victorville, CA 92393-1713		Window Cleaning			47.00
ACCOUNT NO. Glenn B. Dorning, Inc. 1744 E. Holt Blvd Ontario, CA 91761-2110					0.00
ACCOUNT NO. 734260-3 Golden State Water P.O. Box 9016 San Dimas, CA 91773-9016		7/12/2011			209.38
ACCOUNT NO. 003-0403562 GREAT AMERICA LEASING CORP. P.O. BOX 660831 DALLAS, TX 75266-0831		Equipment Lease			25,738.52
ACCOUNT NO. 417741 HARDWARE EXPRESS BARNETT BRASS & COPPER P.O. BOX 404295 ATLANTA, GA 30384-4295		Trade Debt			117.62

Sheet no. 2 of 5 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **34,406.45**

Total
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Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT			AMOUNT OF CLAIM
			UNLIQUIDATED		DISPUTED	
ACCOUNT NO. 104137 KELLEHER CORPORATION 4774 E. AIRPORT DR. ONTARIO, CA 91761-7875		Trade Debt				101.59
ACCOUNT NO. Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371		Multiple Dates: Loans from stockholder				1,400,000.00
ACCOUNT NO. Longs Drug Stores California, Inc. C/O William Rainey, Agent For Service 141 No. Civic Drive Walnut Creek, CA 94596		2006 -- Sub-Lease for 1808 East Ave. "J", Lancaster, California	X	X	X	562,500.00
ACCOUNT NO. New Legacy Partners Management Ha & Yoo P.O. Box 25052 Los Angeles, CA 90025		Lease agreement for business location: 393 Phelan Road, Suite B1, Phelan, California 92371				11,650.00
ACCOUNT NO. 06829 PAINT SUNDRIES SOLUTIONS,INC 930-7TH AVE. KIRKLAND, WA 98033		Trade Debt				85.97
ACCOUNT NO. Parkplace Developments, LLC 1960 Carla Ridge Beverly Hills, CA 90210	X	04/2011 -- Lease Agreement	X	X	X	185,000.00
ACCOUNT NO. Saul Reiss Law Office Of Salul Reiss, P.C. 2800 28th St., Suite #328 Santa Monica, CA 90405		Assignee or other notification for: Parkplace Developments, LLC				

Sheet no. 3 of 5 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **2,159,337.56**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

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IN RE ATV Hardware Inc. Debtor(s) Case No. (If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Peter Grimm LTD/Goldcoast Sunwr 550 Rancheros Dr. San Marcos, CA 92069-2911						270.15
ACCOUNT NO. Petty Enterprises P.O. Box 20847 Riverside, CA 92516-0847		7/12/2011				0.00
ACCOUNT NO. 8261 R.E. Goodspeed & Sons P.O. Box 401924 Hesperia, CA 92340-1924						1,477.14
ACCOUNT NO. 3335003 RDO TRUST (VERMEER) #80-5800 10108 RIVERFORD RD LAKESIDE, CA 92040		Trade Debt				631.45
ACCOUNT NO. 2210 SAN BERNARDINO COUNTY 250 N. "D" Street, Sixth Floor SAN BERNARDINO, CA 92415		ATV Store Expansion				84,879.32
ACCOUNT NO. 1389556502 SOUTHLAND CDC 400 N. TUSTIN AVE, SUITE 125 SANTA ANA, CA 92705	X	ATV LLC - Barstow Virginia Way Building DEBTOR IS GUARANTOR FOR NOTE SECURED BY DEED OF TRUST FOR BARSTOW STORE Subject to Setoff	X	X	X	393,662.73
ACCOUNT NO. 8852-6 TRUE VALUE AND COMPANY STORE # 08852-6 FILE # 53004 LOS ANGELES, CA 90074-3004	X	Loan and Trade Debt				131,091.75

Sheet no. 4 of 5 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **612,012.54**

Total
(Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

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IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. True Value Company 8600 W. Bryn Mawr Avenue Chicago, IL 60631		Assignee or other notification for: TRUE VALUE AND COMPANY			
ACCOUNT NO. Trueserv Corporation 8600 West Bryn Mawr Avenue Chicago, IL 60631-3505		Assignee or other notification for: TRUE VALUE AND COMPANY			
ACCOUNT NO. TVL PROPERTIES P.O. Box 60590 Los Angeles, CA 90060		Trade Debt			3,752.40
ACCOUNT NO. VIRGINIA VAUGHAN 10200 JOHNSON RD 37 PHELAN, CA 92371		Business Loan			140,000.00
ACCOUNT NO. YATES TRUCKING, INC. 1008 W AVE. M-4 STE. D PALMDALE, CA 93551		Trade Debt			1,878.19
ACCOUNT NO.					
ACCOUNT NO.					

Sheet no. 5 of 5 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **\$ 145,630.59**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) **\$ 4,408,921.78**

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IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

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>Phelan Towne Square P.O. Box 291089 Phelan, CA 92329-1089</p>	<p>Lease agreement for business location: 3936 Phelan Road, Suite B1, Phelan, California 92371</p>
<p>Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>Holly Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>ATV Properties, LLC P.O. Box 291089 Phelan, CA 92329-1089</p>	<p>Lease for 560 East Virginia Way, Barstow, California</p>
<p>Trueserv Corporation 8600 West Bryn Mawr Avenue Chicago, IL 60631-3505</p>	<p>Retail Member Agreement with Trueserv Corporation an Independent Retailer Cooperative</p>
<p>Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>ATV Properties, LLC P.O. Box 291089 Phelan, CA 92329-1089</p>	
<p>Holly Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>Longs Drug Stores California, Inc. 141 No. Civic Drive Walnut Creek, CA 94596</p>	<p>Sublease for 44164 Fenhold, Lancaster, CA</p>
<p>Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	
<p>ATV Properties, LLC P.O. Box 291089 Phelan, CA 92329-1089</p>	

IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

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>Holly Anderson 9925 Valle Vista Road Phelan, CA 92371</p> <p>Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	

IN RE ATV Hardware Inc.

Case No. _____

Debtor(s)

(If known)

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 the 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
<p>Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	<p>NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202</p> <p>U.S. Small Business Administration 801 R. Street, Suite #11 Fresno, CA 93721</p>
<p>ATV Properties, LLC P.O. Box 291089 Phelan, CA 92329-1089</p>	<p>NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203</p> <p>NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202</p> <p>SOUTHLAND CDC 400 N. TUSTIN AVE, SUITE 125 SANTA ANA, CA 92705</p> <p>U.S. Small Business Administration 801 R. Street, Suite #11 Fresno, CA 93721</p>
<p>Holly J. Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	<p>NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203</p> <p>NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202</p> <p>SOUTHLAND CDC 400 N. TUSTIN AVE, SUITE 125 SANTA ANA, CA 92705</p> <p>TRUE VALUE AND COMPANY STORE # 08852-6 FILE # 53004 LOS ANGELES, CA 90074-3004</p> <p>U.S. Small Business Administration 801 R. Street, Suite #11 Fresno, CA 93721</p>
<p>Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371</p>	<p>NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203</p> <p>NCB 2011 CRYSTAL DRIVE ARLINGTON, VA 22202</p>

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IN RE **ATV Hardware Inc.**

Debtor(s)

Case No. _____

(If known)

**SCHEDULE H - CODEBTORS
(Continuation Sheet)**

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
	<p>SOUTHLAND CDC 400 N. TUSTIN AVE, SUITE 125 SANTA ANA, CA 92705</p> <p>TRUE VALUE AND COMPANY STORE # 08852-6 FILE # 53004 LOS ANGELES, CA 90074-3004</p> <p>Parkplace Developments, LLC 1960 Carla Ridge Beverly Hills, CA 90210</p> <p>U.S. Small Business Administration 801 R. Street, Suite #11 Fresno, CA 93721</p> <p>NCB 2012 CRYSTAL DRIVE ARLINGTON, VA 22203</p>

IN RE ATV Hardware Inc. Debtor(s) Case No. _____ (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342 (b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer _____ Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address _____

Signature of Bankruptcy Petition Preparer _____ Date _____

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision 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.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Director (Authorized Party)** _____ (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the **ATV Hardware Inc.**

(corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 24 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date: **August 3, 2011** Signature: **/s/ Kenneth Anderson**

Kenneth Anderson

(Print or type name of individual signing on behalf of debtor)

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

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.

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United States Bankruptcy Court
Central District of California

IN RE:

Case No. _____

ATV Hardware Inc.

Chapter 11

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. 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

4,102,749.99 2009: Operation of business

3,645,938.93 2010- Operation of business

783,438.65 Jan, 2011 through May, 2011 Operation of business

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors

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

None a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

NAME AND ADDRESS OF CREDITOR	DATE OF PAYMENTS/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
SEE ATTACHED		0.00	0.00
SEE ATTACHED			

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
See Attached		0.00	0.00
See Attached			

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
Parkplace Developments, LLC -vs- ATV Hardware, Inc., et al. Case No.: CIVBS 1100200	Complaint for Breach of Contract (Lease agreement)	Superior Court of California, County of San Bernardino	Default Judgment for Plaintiff

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.)*

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.)*

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 joint petition is not filed.)*

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.)*

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.)*

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.)*

Checks Written within last 90 days

Form 7 - Question 3(b)

CHECK-NO	CHECK DATE	CHECK NAME	UNRECONCILED CHECK-AMOUNT
501	5/1/2011	AXIS CAPITAL INC.	\$ 985.29
502	5/1/2011	NATIONAL COOPERATIVE BANK	\$ 3,363.00
503	5/1/2011	NATIONAL COOPERATIVE BANK	\$ 774.00
905061	5/6/2011	TRUSERV CORPORATION-530041	\$ 17,455.64
805101	5/10/2011	ORGILL INC	\$ 13,481.03
505	5/12/2011	PAYROLL	\$ 11,017.01
2173	5/13/2011	BEST BEST & KRIEGER	\$ 5,000.00
506	5/22/2011	PAYROLL	\$ 11,139.85
501	5/23/2011	CAPITAL ONE, F.S.B.	\$ 340.38
9058231	5/23/2011	TRUSERV CORPORATION-530041	\$ 19,787.90
805251	5/25/2011	ORGILL INC	\$ 9,554.31
2174	5/30/2011	C&R PIER	\$ 221.35
32646	5/30/2011	AMERIGAS	\$ 11,914.79
32647	5/30/2011	ARMSTRONG GROWERS	\$ 3,745.25
32648	5/30/2011	ASBURY ENVIRONMENTAL SERVICES	\$ 160.00
32649	5/30/2011	ANDERSON TRUE VALUE	\$ 4,003.91
32650	5/30/2011	BEN-E-LECT	\$ 102.38
32651	5/30/2011	BINGHAM'S WHOLESALE NURSERY	\$ 4,635.85
32652	5/30/2011	BANK OF THE WEST	\$ 721.40
32653	5/30/2011	CHINO LUMBER	\$ 344.37
32654	5/30/2011	MEMBER INSURANCE GROUP	\$ 2,246.00
32655	5/30/2011	COLONIAL LIFE INSURANCE CO	\$ 122.42
32656	5/30/2011	CROWN LIFT TRUCKS	\$ 119.73
32657	5/30/2011	DELOY ANDERSON	\$ 2,000.00
32658	5/30/2011	DIAL MANUFACTURING INC.	\$ 767.30
32659	5/30/2011	FISH WINDOW CLEANING	\$ 94.00
32660	5/30/2011	GREAT AMERICA LEASING CORP.	\$ 2,088.52
32661	5/30/2011	R.E. GOODSPEED & SONS	\$ 1,380.72
32662	5/30/2011	NEW LEGACY PARTNERS MGT HA & Y	\$ 19,300.00
32663	5/30/2011	HCD RENEWAL	\$ 41.00
32664	5/30/2011	KELLEHER CORPORATION	\$ 182.00
32665	5/30/2011	KENNETH D. ANDERSON	\$ 4,200.00
32666	5/30/2011	KENNETH D. ANDERSON	\$ 750.00
32667	5/30/2011	KUBOTA CREDIT CORP.	\$ 1,561.44
32668	5/30/2011	GLENN B. DORNING, INC.	\$ 381.50
32669	5/30/2011	MIKE'S TIRE & MUFFLER	\$ 420.61
32670	5/30/2011	MOUNTAINEER PROGRESS	\$ 157.50
32671	5/30/2011	SOCAL OFFICE TECHNOLOGIES	\$ 795.31
32672	5/30/2011	NAPA AUTO PARTS	\$ 219.95
32673	5/30/2011	PETTY ENTERPRISES	\$ 427.08
32674	5/30/2011	PHELAN EXPRESS	\$ 152.19
32675	5/30/2011	POSTMASTER	\$ 100.00
32676	5/30/2011	RAMMELL & COMPANY	\$ 2,090.00
32677	5/30/2011	VICTOR VALLEY ROOFING SUPPLY,I	\$ 883.68
32678	5/30/2011	SPRINT PCS	\$ 233.46
32679	5/30/2011	NEWS PLUS	\$ 50.00
32680	5/30/2011	TURNER SECURITY	\$ 47.00

32681	5/30/2011	VERIZON	\$	402.54
32682	5/30/2011	VIRGINIA VAUGHAN	\$	525.00
32683	5/30/2011	WEST COVINA NURSERIES	\$	978.95
32684	5/30/2011	YATES TRUCKING, INC.	\$	2,235.84
606	6/1/2011	NATIONAL COOPERATIVE BANK	\$	3,363.00
607	6/1/2011	NATIONAL COOPERATIVE BANK	\$	774.00
609	6/1/2011	AXIS CAPITAL INC.	\$	985.29
906061	6/6/2011	TRUSERV CORPORATION-530041	\$	49,510.68
621	6/9/2011	PAYROLL	\$	11,037.29
806171	6/17/2011	ORGILL INC	\$	11,694.47
906211	6/21/2011	TRUSERV CORPORATION-530041	\$	23,448.28
601	6/23/2011	CAPITAL ONE, F.S.B.	\$	2,852.21
620	6/23/2011	PAYROLL	\$	10,582.21
604	6/25/2011	KAISER FOUNDATION HEALTH PLAN	\$	714.00
605	6/25/2011	PAYROLL	\$	431.65
2176	6/25/2011	MISC. ACCOUNTS	\$	100.00
806271	6/27/2011	ORGILL INC	\$	9,303.95
603	6/30/2011	NATIONAL COOPERATIVE BANK	\$	35.00
32687	6/30/2011	AMERIGAS	\$	11,260.97
32688	6/30/2011	ARMSTRONG GROWERS	\$	2,353.05
32689	6/30/2011	ANDERSON TRUE VALUE	\$	1,838.73
32690	6/30/2011	BEN-E-LECT	\$	263.98
32691	6/30/2011	BINGHAM'S WHOLESALE NURSERY	\$	895.55
32692	6/30/2011	BANK OF THE WEST	\$	721.40
32693	6/30/2011	MEMBER INSURANCE GROUP	\$	3,560.00
32694	6/30/2011	COLONIAL LIFE INSURANCE CO	\$	122.42
32695	6/30/2011	CROWN LIFT TRUCKS	\$	117.00
32696	6/30/2011	CR&R INCORPORATED	\$	85.00
32697	6/30/2011	DELOY ANDERSON	\$	6,000.00
32698	6/30/2011	DIAL MANUFACTURING INC.	\$	17,660.84
32699	6/30/2011	DEPT OF INDUSTRIAL RELATIONS	\$	266.25
32700	6/30/2011	SOUTHERN CALIFORNIA EDISON CO.	\$	1,898.59
32701	6/30/2011	FISH WINDOW CLEANING	\$	94.00
32702	6/30/2011	GREAT AMERICA LEASING CORP.	\$	2,088.52
32703	6/30/2011	THE GAS COMPANY	\$	62.01
32704	6/30/2011	PETER GRIMM LTD/GOLDCOAST SUNW	\$	450.00
32705	6/30/2011	NEW LEGACY PARTNERS MGT HA & Y	\$	11,650.00
32706	6/30/2011	THE HARTFORD FIRE INSURANCE CO	\$	3,016.50
32707	6/30/2011	KELLOGG SUPPLY INC.	\$	792.12
32708	6/30/2011	KENNETH D. ANDERSON	\$	4,200.00
32709	6/30/2011	KENNETH D. ANDERSON	\$	1,500.00
32710	6/30/2011	KUBOTA CREDIT CORP.	\$	1,561.44
32711	6/30/2011	GLENN B. DORNING, INC.	\$	13,300.20
32712	6/30/2011	MAGIC GROWERS	\$	713.84
32713	6/30/2011	MIKE'S TIRE & MUFFLER	\$	40.00
32714	6/30/2011	MOUNTAINEER PROGRESS	\$	157.50
32715	6/30/2011	PETTY ENTERPRISES	\$	281.25
32716	6/30/2011	PHELAN EXPRESS	\$	142.70
32717	6/30/2011	PAINT SUNDRIES SOLUTIONS,INC	\$	138.04
32718	6/30/2011	RAMMELL & COMPANY	\$	400.00
32719	6/30/2011	RDO TRUST	\$	1,176.68
32720	6/30/2011	SUPERIOR SOD	\$	145.00

32721	6/30/2011	SPRINT PCS	\$	233.46
32722	6/30/2011	ACTIVANT	\$	952.67
32723	6/30/2011	NEWS PLUS	\$	50.00
32724	6/30/2011	TURNER SECURITY	\$	94.00
32725	6/30/2011	VERIZON	\$	783.84
32726	6/30/2011	VIRGINIA VAUGHAN	\$	525.00
32727	6/30/2011	SAN BERNARDINO COUNTY	\$	790.00
32728	6/30/2011	YATES TRUCKING, INC.	\$	2,697.14
710	7/1/2011	AXIS CAPITAL INC.	\$	985.29
710	7/1/2011	NATIONAL COOPERATIVE BANK	\$	3,362.00
712	7/1/2011	NATIONAL COOPERATIVE BANK	\$	341.00
608	7/5/2011	PAYROLL	\$	(431.65)
2177	7/5/2011	POSTMASTER	\$	88.00
720	7/7/2011	PAYROLL	\$	11,537.94
2178	7/8/2011	KUBOTA CREDIT CORP.	\$	485.84
907081	7/8/2011	TRUSERV CORPORATION-530041	\$	27,806.26
2179	7/11/2011	PRICE COSTCO	\$	58.55
807121	7/12/2011	ORGILL INC	\$	19,674.80
721	7/21/2011	PAYROLL	\$	10,489.75
602	7/23/2011	CAPITAL ONE, F.S.B.	\$	526.00
609	7/25/2011	KAISER FOUNDATION HEALTH PLAN	\$	1,631.00
610	7/25/2011	PAYROLL	\$	450.00
611	7/25/2011	PAYROLL	\$	449.64
2180	7/25/2011	BANK OF THE WEST	\$	1,917.00
907261	7/26/2011	TRUSERV CORPORATION-530041	\$	17,984.71

DCB Bank -- Checks written in the last 90 days
Form 7 - Question 3(b)

CHECK-NO	CHECK DATE	CHECK NAME	UNRECONCILED CHECK-AMOUNT
6751	5/1/2011	MISC. ACCOUNTS	\$100.00
6752	5/2/2011	POSTMASTER	\$96.00
501	5/6/2011	TRANSFER BANK ACCOUNTS	\$40,000.00
50111	5/10/2011	ARCO GASPRO PLUS	\$1,333.81
502	5/13/2011	TRANSFER BANK ACCOUNTS	\$45,000.00
503	5/17/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
507	5/20/2011	PRINCIPAL FINANCIAL GROUP	\$754.14
504	5/23/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
507	5/24/2011	BOARD OF EQUALIZATION	\$13,020.00
6753	5/25/2011	VITAMIN INSTITUTE	\$185.57
505	5/30/2011	TRANSFER BANK ACCOUNTS	\$40,000.00
505	5/30/2011	DESERT COMMUNITY BANK	\$116.31
506	5/30/2011	DESERT COMMUNITY BANK	\$3.00
617	6/1/2011	PRINCIPAL FINANCIAL GROUP	\$754.14
6754	6/1/2011	PRICE COSTCO	\$288.52
601	6/2/2011	TRANSFER BANK ACCOUNTS	\$40,000.00
601	6/3/2011	ARCO GASPRO PLUS	\$1,225.21
602	6/6/2011	TRANSFER BANK ACCOUNTS	\$15,000.00
603	6/6/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
6755	6/9/2011	PRICE COSTCO	\$123.22
6756	6/10/2011	SERRANO ASB	\$75.00
604	6/15/2011	TRANSFER BANK ACCOUNTS	\$50,000.00
605	6/21/2011	TRANSFER BANK ACCOUNTS	\$35,000.00
606	6/24/2011	KENNETH D. ANDERSON	(\$50,000.00)
615	6/24/2011	BOARD OF EQUALIZATION	\$15,200.00
608	6/27/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
6757	6/27/2011	BEST BEST & KRIEGER	\$54,138.55
611	6/29/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
607	6/30/2011	DESERT COMMUNITY BANK	\$161.99
6757	6/30/2011	DESERT COMMUNITY BANK	\$17.38
6758	7/2/2011	MISC. ACCOUNTS	\$297.06
701	7/6/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
702	7/8/2011	TRANSFER BANK ACCOUNTS	\$35,000.00
619	7/10/2011	ARCO GASPRO PLUS	\$1,841.26
703	7/14/2011	TRANSFER BANK ACCOUNTS	\$30,000.00
6759	7/14/2011	DMV RENEWAL	\$109.00
6760	7/15/2011	MISC. ACCOUNTS	\$12.00
704	7/19/2011	TRANSFER BANK ACCOUNTS	\$25,000.00
618	7/20/2011	PRINCIPAL FINANCIAL GROUP	\$754.14
6761	7/21/2011	MIKE'S TIRE & MUFFLER	\$10.00
6762	7/21/2011	NAPA AUTO PARTS	\$335.37
6763	7/21/2011	PHELAN EXPRESS	\$1,061.31
6764	7/25/2011	PRICE COSTCO	\$151.80
6765	7/25/2011	RAMMELL & COMPANY	\$650.00
616	7/29/2011	BOARD OF EQUALIZATION	\$18,136.00
6765	7/29/2011	MISC. ACCOUNTS	\$500.00
801	8/2/2011	PAYROLL	\$14,519.14

Statement of Financial Affairs

Question 3(c)

Trx Date	Debit Amount	Credit Amount	Reference
01/01/2010	\$2,000.00	0.00	INVOICE 72145 VENDOR DELOY
01/01/2010	\$1,167.00	0.00	INVOICE 72151 VENDOR KENA
01/07/2010	\$1,025.00	0.00	INVOICE 72149 VENDOR KEN
01/20/2010	\$1,326.99	0.00	INVOICE 72187 VENDOR CAP
01/21/2010	\$1,025.00	0.00	INVOICE 72150 VENDOR KEN
02/01/2010	\$2,000.00	0.00	INVOICE 72496 VENDOR DELOY
02/01/2010	\$1,167.00	0.00	INVOICE 72515 VENDOR KENA
02/04/2010	\$1,025.00	0.00	INVOICE 72500 VENDOR KEN
02/08/2010	\$2,050.00	0.00	INVOICE 73269 VENDOR KEN
02/11/2010	\$15,000.00	0.00	INVOICE 73278 VENDOR KEN
02/11/2010	\$0.00	30,000.00	INVOICE 73284 VENDOR KEN
02/18/2010	\$1,025.00	0.00	INVOICE 72501 VENDOR KEN
03/01/2010	\$2,000.00	0.00	INVOICE 72823 VENDOR DELOY
03/01/2010	\$1,167.00	0.00	INVOICE 72829 VENDOR KENA
03/04/2010	\$1,025.00	0.00	INVOICE 72827 VENDOR KEN
03/15/2010	\$800.00	0.00	INVOICE 72989 VENDOR FTB
03/18/2010	\$1,025.00	0.00	INVOICE 72828 VENDOR KEN
04/01/2010	\$2,000.00	0.00	INVOICE 73190 VENDOR DELOY
04/01/2010	\$1,025.00	0.00	INVOICE 73194 VENDOR KEN
04/01/2010	\$1,167.00	0.00	INVOICE 73197 VENDOR KENA
04/15/2010	\$1,025.00	0.00	INVOICE 73195 VENDOR KEN
04/29/2010	\$1,025.00	0.00	INVOICE 73196 VENDOR KEN
05/01/2010	\$2,000.00	0.00	INVOICE 73629 VENDOR DELOY
05/01/2010	\$1,167.00	0.00	INVOICE 73635 VENDOR KENA
05/13/2010	\$1,025.00	0.00	INVOICE 73633 VENDOR KEN
05/27/2010	\$1,025.00	0.00	INVOICE 73634 VENDOR KEN
06/01/2010	\$2,000.00	0.00	INVOICE 74097 VENDOR DELOY
06/01/2010	\$1,167.00	0.00	INVOICE 74103 VENDOR KENA
06/10/2010	\$1,025.00	0.00	INVOICE 74101 VENDOR KEN
06/24/2010	\$1,025.00	0.00	INVOICE 74102 VENDOR KEN
07/01/2010	\$2,000.00	0.00	INVOICE 74331 VENDOR DELOY
07/01/2010	\$1,167.00	0.00	INVOICE 74337 VENDOR KENA
07/08/2010	\$1,025.00	0.00	INVOICE 74335 VENDOR KEN
07/22/2010	\$1,025.00	0.00	INVOICE 74336 VENDOR KEN
08/01/2010	\$2,000.00	0.00	INVOICE 74539 VENDOR DELOY
08/01/2010	\$1,167.00	0.00	INVOICE 74545 VENDOR KENA
08/05/2010	\$1,025.00	0.00	INVOICE 74543 VENDOR KEN
08/19/2010	\$1,025.00	0.00	INVOICE 74544 VENDOR KEN
09/01/2010	\$2,000.00	0.00	INVOICE 74889 VENDOR DELOY
09/01/2010	\$1,167.00	0.00	INVOICE 74896 VENDOR KENA
09/02/2010	\$1,025.00	0.00	INVOICE 74893 VENDOR KEN
09/16/2010	\$1,025.00	0.00	INVOICE 74894 VENDOR KEN
09/30/2010	\$1,025.00	0.00	INVOICE 74895 VENDOR KEN
10/01/2010	\$2,000.00	0.00	INVOICE 75144 VENDOR DELOY
10/01/2010	\$1,167.00	0.00	INVOICE 75150 VENDOR KENA
10/14/2010	\$1,025.00	0.00	INVOICE 75148 VENDOR KEN
10/28/2010	\$1,025.00	0.00	INVOICE 75149 VENDOR KEN
11/01/2010	\$2,000.00	0.00	INVOICE 75280 VENDOR DELOY
11/01/2010	\$1,167.00	0.00	INVOICE 75286 VENDOR KENA

11/11/2010	\$1,025.00	0.00	INVOICE 75284	VENDOR KEN
11/22/2010	\$20,000.00	0.00	INVOICE 75810	VENDOR KEN
11/25/2010	\$1,025.00	0.00	INVOICE 75285	VENDOR KEN
12/01/2010	\$2,000.00	0.00	INVOICE 75492	VENDOR DELOY
12/01/2010	\$1,167.00	0.00	INVOICE 75498	VENDOR KENA
12/09/2010	\$1,025.00	0.00	INVOICE 75496	VENDOR KEN
12/23/2010	\$1,025.00	0.00	INVOICE 75497	VENDOR KEN
12/31/2010	\$0.00	73,030.99	RECLASS DIST AS	LOAN REPAYMENT
12/31/2010	\$0.00	800.00	RECLASS FTB	PAYMENT
01/01/2011	\$2,000.00	0.00	INVOICE 75751	VENDOR DELOY
01/01/2011	\$750.00	0.00	INVOICE 75756	VENDOR KENA
01/06/2011	\$2,100.00	0.00	INVOICE 75754	VENDOR KEN
01/20/2011	\$2,100.00	0.00	INVOICE 75755	VENDOR KEN
01/23/2011	\$3,644.97	0.00	INVOICE 75839	VENDOR CAP
02/01/2011	\$2,000.00	0.00	INVOICE 76041	VENDOR DELOY
02/01/2011	\$750.00	0.00	INVOICE 76046	VENDOR KENA
02/03/2011	\$2,100.00	0.00	INVOICE 76044	VENDOR KEN
02/17/2011	\$2,100.00	0.00	INVOICE 76045	VENDOR KEN
03/01/2011	\$2,000.00	0.00	INVOICE 76158	VENDOR DELOY
03/01/2011	\$750.00	0.00	INVOICE 76164	VENDOR KENA
03/03/2011	\$2,100.00	0.00	INVOICE 76161	VENDOR KEN
03/08/2011	\$0.00	8,000.00	INVOICE 76432	VENDOR KEN
03/17/2011	\$2,100.00	0.00	INVOICE 76162	VENDOR KEN
03/25/2011	\$0.00	10,000.00	INVOICE 76435	VENDOR KEN
03/25/2011	\$10,000.00	0.00	INVOICE 76436	VENDOR KEN
03/30/2011	\$0.00	10,000.00	INVOICE 76437	VENDOR KEN
03/31/2011	\$2,100.00	0.00	INVOICE 76163	VENDOR KEN
04/01/2011	\$2,000.00	0.00	INVOICE 76369	VENDOR DELOY
04/01/2011	\$750.00	0.00	INVOICE 76374	VENDOR KENA
04/14/2011	\$2,100.00	0.00	INVOICE 76372	VENDOR KEN
04/23/2011	\$443.00	0.00	INVOICE 76421	VENDOR CAP
04/27/2011	\$10,000.00	0.00	INVOICE 76733	VENDOR KEN
04/28/2011	\$2,100.00	0.00	INVOICE 76373	VENDOR KEN
05/01/2011	\$2,000.00	0.00	INVOICE 76538	VENDOR DELOY
05/01/2011	\$750.00	0.00	INVOICE 76543	VENDOR KENA
05/12/2011	\$2,100.00	0.00	INVOICE 76541	VENDOR KEN
05/26/2011	\$2,100.00	0.00	INVOICE 76542	VENDOR KEN
06/01/2011	\$2,000.00	0.00	INVOICE 76782	VENDOR DELOY
06/01/2011	\$750.00	0.00	INVOICE 76787	VENDOR KENA
06/09/2011	\$2,100.00	0.00	INVOICE 76785	VENDOR KEN
06/23/2011	\$319.79	0.00	INVOICE 77034	VENDOR CAP
06/23/2011	\$2,100.00	0.00	INVOICE 76786	VENDOR KEN
07/01/2011	\$2,000.00	0.00	INVOICE 76999	VENDOR DELOY
07/01/2011	\$750.00	0.00	INVOICE 77004	VENDOR KENA
07/07/2011	\$2,100.00	0.00	INVOICE 77002	VENDOR KEN

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 bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Best Best & Krieger, LLP Dennis G. Bezanson 3750 University Avenue Riverside, CA 92501	6/30/2011	50,000.00

This amount includes receipt of the Chapter 11 filing fee of \$1,039.00.

This retainer amount of \$48,961.00 is only the initial deposit. Attorney's fees and costs will likely exceed this amount. All compensation to be determined and paid in accordance with the applicable provisions of the United States Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and in conformity with the professional compensation guidelines and procedures of the Office of the United States Trustee

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.)

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.

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.)

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.)

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.)

14. Property held for another person

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

15. Prior address of debtor

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

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.

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.

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.

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.

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.

LAST FOUR DIGITS
OF SOCIAL-
SECURITY OR OTHER
INDIVIDUAL
TAXPAYER-I.D. NO.
(ITIN)/COMPLETE EIN

NAME	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Anderson's True Value	3936 Phelan Rd. Phelan, CA	Hardware Store	1986 to present
Anderson's True Value	21041 Bear Valley Rd Apple Valley, CA 92308	Hardware Store	2002 through 2008
Anderson's True Value	17376 Main Street Hesperia, CA 92345	Hardware Store	2004 through 2010
Anderson's True Value	2420 West Main Street Barstow, CA 92311		2006 through 2010
Anderson's True Value	1808 East "J" Street Lancaster, CA 93535	Hardware Store	2006 through 2007

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.

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 the 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 the **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
Rammell & Company	2008, 2009 and 2010 year end
3296 East Guastiro Road	
Ontario, CA 91761	

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 AND ADDRESS	DATES SERVICES RENDERED
Rammell & Company	2008, 2009, and 2010 year end
3296 East Guastiro Road	
Ontario, CA 91761	

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 AND ADDRESS
Kenneth Anderson
9925 Valle Vista Road
Phelan, CA 92371
Jeanna L. Mills
9925 Alta Mesa Ave.
Phelan, CA 92371

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

NAME AND ADDRESS	DATE ISSUED
True Value Corporation	
Orgil Incorporated	
Ncb	

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market, or other basis)
5/31/2011	Jeanna Mills	Market Value: 186,263.97
ATV Hardware maintains a perpetual inventory. Where inventory costs and quantity on hand is adjusted weekly when replenishment orders are manually processed, automatically updating the inventory on hand. All adjustments are recorded and losses are included in the Shrinkage on the P&L, but entire inventory is not physically counted at any given time.		
6/11/2011	Jeanna Mills	Market Value: \$188,260.34
ATV Hardware maintains a perpetual inventory. Where inventory costs and quantity on hand is adjusted weekly when replenishment orders are manually processed, automatically updating the inventory on hand. All adjustments are recorded and losses are included in the Shrinkage on the P&L, but entire inventory is not physically counted at any given time.		

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.

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21. Current Partners, Officers, Directors and Shareholders

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

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

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Anderson Family Trust UDT 9 Dec 2003 C/O Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371	NONE	100% Shareholder
Kenneth Anderson 9925 Valle Vista Road Phelan, CA 92371	Director	
Holly J. Anderson 9925 Valle Vista Road Phelan, CA 92371	Director	
Jeanna L. Mills 9925 Alta Mesa Ave. Phelan, CA 92371		
Jeanna L. Mills 9925 Alta Mesa Ave. Phelan, CA 92371	President/Secretary/Treasurer	

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.

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.

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.

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.

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 PLAN	TAXPAYER IDENTIFICATION NUMBER
Principal Financial Group, Simple IRA, ATV Hardware, Inc.	95-2943385

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: **August 3, 2011** Signature: **/s/ Kenneth Anderson**

Kenneth Anderson, Director (Authorized Party)

Print Name and Title

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

0 continuation pages attached

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

United States Bankruptcy Court
Central District of California

IN RE:

Case No. _____

ATV Hardware Inc.

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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 \$ 48,961.00

Prior to the filing of this statement I have received \$ 48,961.00

Balance Due \$ 0.00

2. The source of the compensation paid to me was: [X] Debtor [] Other (specify):

3. The source of compensation to be paid to me is: [] Debtor [] Other (specify):

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

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

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

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

This amount is only the initial deposit. Attorney's fees and costs will likely exceed this amount. All compensation to be determined and paid in accordance with the applicable provisions of the United States Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and in conformity with the professional compensation guidelines and procedures of the Office of the United States Trustee

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

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

August 3, 2011

Date

/s/ Dennis G. Bezanson

Dennis G. Bezanson 63878
Best Best & Krieger LLP
3750 University Avenue, 4th Floor
Riverside, CA 92501-3347
(951) 686-1450 Fax: (951) 686-3083
dennis.bezanson@bbklaw.com

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

IN RE:

Case No. _____

ATV Hardware Inc. _____

Debtor(s)

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 9 sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: **August 3, 2011** _____

Signature: **/s/ Kenneth Anderson** _____

Kenneth Anderson, Director (Authorized Party)

Debtor

Date: _____

Signature: _____

Joint Debtor, if any

Date: **August 3, 2011** _____

Signature: **/s/ Dennis G. Bezanson** _____

Dennis G. Bezanson 63878

Attorney (if applicable)

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Dawn M Johnson
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Ontario, CA 91761-2110

Glenn F Kinney
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Pinon Hills, CA 92372

Golden State Water
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San Dimas, CA 91773-9016

GREAT AMERICA LEASING CORP
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HARDWARE EXPRESS
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Jeanna L Mills
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