

B1 (Official Form 1)(12/11)

United States Bankruptcy Court District of Colorado		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Professional Roofing, 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 Professional Roofing; DBA Professional Exteriors; DBA Professional Roofing and Exteriors		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) 20-1358601		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 5790 Lamar Street Arvada, CO <div style="text-align: right;">ZIP Code 80002</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Jefferson		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$5 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Professional Roofing, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	Exhibit B <small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small> I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). 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? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> 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. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> 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)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> 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 <input type="checkbox"/> 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. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Professional Roofing, Inc.</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Stephen C. Nicholls</u> Signature of Attorney for Debtor(s)</p> <p><u>Stephen C. Nicholls 30139</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Nicholls & Associates, P.C.</u> Firm Name</p> <p><u>1850 Race Street</u> <u>Denver,, CO 80206</u> Address</p> <p><u>303-329-9700 Fax: 303-329-6950</u> Telephone Number</p> <p><u>September 4, 2012</u> Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>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:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Daniel J. Cupit</u> Signature of Authorized Individual</p> <p><u>Daniel J. Cupit</u> Printed Name of Authorized Individual</p> <p><u>President</u> Title of Authorized Individual</p> <p><u>September 4, 2012</u> Date</p>	

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.

Debtor(s)

Case No.

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

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

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

DEFINITIONS

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

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

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$7,077,393.00	2010 - Gross Income
\$2,789,144.00	2011 - Gross Income
\$1,725,545.47	2012 - Gross Income

2. Income other than from employment or operation of business

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE

3. Payments to creditors

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

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

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

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Colling Insurance Services 777 S. Wadsworth Blvd., Suite 1 Lakewood, CO 80226	May 31, 2012 through July 10, 2012 Liability Insurance	\$6,248.10	\$0.00
Kaiser Permanente Dept. 1697 Denver, CO 80271-1697	May 31, 2012 through June 21, 2012 Health Insurance	\$19,013.85	\$0.00
Lamar Industrial Park 4096 Youngfield Street Wheat Ridge, CO 80033	March 31, 2012 Rent	\$7,770.60	\$0.00
Riggs Abney Law Firm 7979 East Tuffts Ave., Suite 300 Denver, CO 80237	June 25, 2012 Lagal Fees	\$5,075.00	\$0.00

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Daniel Cupit 7506 Urban Court Arvada, CO 80005 President, shareholder	9/02/11 to 8/24/11	\$23,740.95	\$36,971.43
Professional Real Estate Investments LLC 7506 Urban Court Arvada, CO 80004 Affiliated company	11/04/11 to 5/23/11	\$3,112.49	\$27,637.50
Professional Real Estate Investments LLC 7506 Urban Court Arvada, CO 80004 Affiliated Company	09/02/11 to 8/30/12 Rent	\$12,500.00	\$7,500.00

* 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 AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Lori Cupit 7506 Urban Court Arvada, CO 80005 Secretary, shareholder	August 31, 2011 through August 31, 2012 Wages	\$14,471.42	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

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

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
American Builders & Supply Co., Inc. v. Professional Roofing, Inc. and Daniel James Cupit Case No. Unknown	Collection	Jefferson County District Court 100 Jefferson County Parkway Golden, CO 80401	Pending
American Roofing Supply v. Professional Roofing, Inc., dba Professional Roofing and Exteriors, and Daniel James Cupit Case No. 2011CV1116	Collection	Adams County District Court 1100 Judicial Center Drive Brighton, CO 80601	Trail Scheduled for September 6, 2012
Don Werner; Michael Goslin v. Professional Roofing Companies, Inc, d/b/a Professional Roofing and Exteriors Case No. 2011CV2725	Contract Dispute	Jefferson County District Court 100 Jefferson County Parkway Golden, CO 80401	Judgment entered
Beacon Sales Acquisitions, Inc., successor by merger to Fowler & Peth, Inc., v. Professional Roofing, Inc. Case No. 2012CV1482	Collection	Denver District Court 1437 Bannock Street Denver, CO 80202	Pending
Lincoln Financial Media Company of Colorado v. Professional Roofing, Inc. Case No. Unknown	Collection	Jefferson County District Court 100 Jefferson County Parkway Golden, CO 80401	Pending
MacArthur Company, Inc., f/d/b/a Milwaukee Insulation Company, Inc., and Southwest Insulation Company, Inc. v. Professional Roofing, Inc., and Dan Cupit Case No. 2012CV188	Collection	Jefferson County District Court 100 Jefferson County Parkway Golden, CO 80401	Pending
Roofing Supply of Colorado, LLC d/b/a Roofing Supply Group - Denver v. Professional Roofing Company and Daniel J. Cupit Case No. 12CV104	Collection	Denver District Court 1437 Bannock Street, Room 256 Denver, CO 80202	Pending
Salem Media v. Professional Roofing, Inc. Case No. 11C61318	Collection	Jefferson County Court 100 Jefferson County Parkway Golden, CO 80401	Judgment entered

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

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

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

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

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

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

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

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

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
Michelle & Paul Angelo Florez 1739 Harlan Street, Unit B Lakewood, CO 80214	Subcontractor	July 2, 2012	\$200 - Donation for fundraiser
Hillcrest Condos 9942 Orangewood Drive Denver, CO 80260	Customer	April 6, 2012	\$100 referral fee
John Radliff 4541 Saulsbury St. Wheat Ridge, CO 80033	Customer	April 6, 2012	\$100 referral fee
High Point Financial 215 Union, Suite 200 Lakewood, CO 80228	Vendor	May 30, 2012	\$150 Sponsorship Advertising

8. Losses

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

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Various sprayers, heat welders, gutter machine	\$15,800	11/15/11

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
1997 Ford F-150 XLT	\$3,100 - Blown Engine	11/15/11

9. Payments related to debt counseling or bankruptcy

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Nicholls & Associates, P.C.	August 17, 2012	\$5,000
1850 Race Street	August 23, 2012	\$5,000
Denver, CO 80206	August 30, 2012	\$2,500

10. Other transfers

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

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Unrelated Third Party	2011	1992 Chevy Astro van sold for \$500
Jake Ryan	02/08/2011	2002 Ford F-150 pick up truck sold for \$7,400
Unrelated Third Party	02/18/2011	42 Passenger Bus sold for \$6,000
Shonrock Ernest	03/16/2011	1996 K3500 Chevy Silverado Deisel sold for \$5,000
Nathan Olson	11/14/2011	1996 G3500 w Gutter Machine sold for \$8,500
Donald Werner	May 2011	1999 Ford E250 Super Van sold for \$900
Donald Werner	May 2011	1997 Ford Aerostar van sold for \$900
Daniel Cupit 7506 Urban Court Arvada, CO 80005	03/01/2011	2006 Ford Excursion sold for \$11,800

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

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

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

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

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

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

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

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	August 16, 2012	\$1,913.73
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	August 14, 2012	\$20,236.29
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	June 7, 2012	\$2,296.43
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	June 7, 2012	\$3,763.01

14. Property held for another person

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

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

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
5774 Lamar Street Arvada, CO 80002	Professional Roofing	November 2006 through present

16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

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

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

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

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

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

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

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

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

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

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

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

	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
NAME				

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

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

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

19. Books, records and financial statements

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Scott Wachtel, CPA Wachtel and Associates 2828 N. Speer, Suite 120 Denver, CO 80211	2008 Forward

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

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

NAME AND ADDRESS	DATE ISSUED
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	December 2011

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)
August 28, 2012	Daniel Cupit	\$8,355.28 - cost basis
March 15, 2012	Bryon Thomas	\$10,800 - cost basis

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

DATE OF INVENTORY August 28, 2012 March 15, 2012	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS Daniel Cupit 5790 Lamar Street Arvada, CO 80002 Daniel Cupit 5790 Lamar Street Arvada, CO 80002
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21 . Current Partners, Officers, Directors and Shareholders

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

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

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Daniel Cupit 7506 Urban Court Arvada, CO 80005	President	90% shareholder
Lori Cupit 7506 Urban Court Arvada, CO 80005	Secretary	10% shareholder

22 . Former partners, officers, directors and shareholders

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

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

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23 . Withdrawals from a partnership or distributions by a corporation

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Daniel Cupit 7506 Urban Court Arvada, CO 80005 President, Shareholder	See attached	
Daniel Cupit 7506 Urban Court Arvada, CO 80005 Secretary, shareholder	See attached	

24. Tax Consolidation Group.

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

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

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

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date September 4, 2012

Signature /s/ Daniel J. Cupit
Daniel J. Cupit
President

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

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

9/4/2012

2:14 AM

Professional Roofing
 5790 Lamar Street Arvada, CO 80002
Payments To Dan Cupit
 8/31/2011 To 8/31/2012

Date	Check #	Net Amount	Type
PAYROLL			
8/31/2011	????		
9/6/2011	????		
4/6/2012	50293	\$ 858.19	Dan Cupit, Payroll
4/13/2012	50311	\$ 858.19	Dan Cupit, Payroll
4/20/2012	50329	\$ 858.19	Dan Cupit, Payroll
4/27/2012	50347	\$ 858.19	Dan Cupit, Payroll
5/11/2012	50384	\$ 858.19	Dan Cupit, Payroll
Total Payroll		\$ 4,290.95	

DISBURSMENTS

Total Disbursements \$ - None Made

LOAN PAYMENTS RECEIVED

9/2/2011	35604	\$ 2,500.00	Dan Cupit, Loan Pmts Received
9/16/2011	35728	\$ 1,500.00	" "
10/21/2011	36030	\$ 600.00	" "
11/15/2011	36295	\$ 1,500.00	" "
12/9/2011	36493	\$ 1,000.00	" "
12/15/2011	35642	\$ 2,000.00	" "
5/25/2012	37555	\$ 690.00	" "
6/1/2012	37591	\$ 690.00	" "
6/8/2012	37659	\$ 690.00	" "
6/15/2012	37699	\$ 690.00	" "
6/22/2012	37754	\$ 690.00	" "
6/29/2012	37816	\$ 690.00	" "
7/6/2012	37883	\$ 690.00	" "
7/13/2012	37938	\$ 690.00	" "
7/20/2012	38028	\$ 690.00	" "
7/24/2012	38049	\$ 690.00	" "
8/3/2012	38123	\$ 690.00	" "
8/10/2012	38186	\$ 690.00	" "
8/17/2012	38264	\$ 690.00	" "
8/24/2012	38333	\$ 690.00	" "
8/31/2012	38384	\$ 690.00	" "

Total Loan Payments \$ 19,450.00

Total ALL Payments \$ 23,740.95

9/4/2012

2:23 AM

Professional Roofing
 5790 Lamar Street Arvada, CO 80002
Payments To Lori Cupit
 8/31/2011 To 8/31/2012

Date	Check #	Net Amount	Type
PAYROLL			
1/13/2012	52465	\$ 607.31	Lori Cupit, Net Payroll
1/20/2012	52477	\$ 609.47	" "
1/27/2012	52489	\$ 637.55	" "
2/3/2012	50126	\$ 418.93	" "
2/10/2012	50143	\$ 317.38	" "
2/17/2012	50161	\$ 409.43	" "
2/24/2012	50176	\$ 418.93	" "
3/2/2012	50192	\$ 350.18	" "
3/9/2012	50211	\$ 310.73	" "
3/16/2012	50234	\$ 418.93	" "
3/23/2012	50251	\$ 412.60	" "
3/30/2012	50271	\$ 415.76	" "
4/5/2012	50291	\$ 382.16	" "
4/13/2012	50312	\$ 325.86	" "
4/20/2012	50330	\$ 397.78	" "
4/27/2012	50348	\$ 400.95	" "
5/3/2012	50366	\$ 311.05	" "
5/11/2012	50385	\$ 407.27	" "
5/18/2012	50405	\$ 425.26	" "
5/25/2012	50423	\$ 364.99	" "
6/1/2012	50441	\$ 284.59	" "
6/8/2012	50457	\$ 418.93	" "
6/15/2012	50475	\$ 448.56	" "
6/22/2012	50493	\$ 478.19	" "
6/29/2012	52512	\$ 430.58	" "
7/6/2012	52533	\$ 466.54	" "
7/13/2012	52543	\$ 501.23	" "
7/20/2012	52567	\$ 389.30	" "
7/24/2012	52589	\$ 451.72	" "
8/3/2012	52616	\$ 487.35	" "
8/10/2012	52642	\$ 440.06	" "
8/17/2012	52664	\$ 440.06	" "
8/24/2012	52688	\$ 436.91	" "
8/31/2012	52714	\$ 454.88	" "
Total Payroll		\$ 14,471.42	

DISBURSMENTS

Total Disbursements \$ - None Made

Total ALL Payments \$ 14,471.42

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205	American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205	Trade Debt	Disputed	200,343.40
American Roofing Supply 4550 East 52nd Ave. P.O. Box 172688 Denver, CO 80217-2688	American Roofing Supply 4550 East 52nd Ave. P.O. Box 172688 Denver, CO 80217-2688	Trade Debt	Disputed	58,440.38
Century Insurance Group 465 N. Cleveland Ave. Westerville, OH 43082	Century Insurance Group 465 N. Cleveland Ave. Westerville, OH 43082	Insurance Subrogation Claims; Audit Charges	Disputed	40,171.00
Colorado Department of Revenue 1375 Sherman Street Room 504 Denver, CO 80261	Colorado Department of Revenue 1375 Sherman Street Room 504 Denver, CO 80261	Wage Withholding Taxes		10,492.86
Dex Media East P.O. Box 78041 Phoenix, AZ 85062	Dex Media East P.O. Box 78041 Phoenix, AZ 85062	Advertising	Disputed	154,738.10
Don Werner & Michael Goslin 3622 S. Peach Way Denver, CO 80237	Don Werner & Michael Goslin			19,342.37
Dufford & Brown, P.C. 1700 Broadway, Suite 2100 Denver, CO 80290	Dufford & Brown, P.C. 1700 Broadway, Suite 2100 Denver, CO 80290	Legal Fees		16,440.75
Energy Lighting & Electric Co. 1540 Billing St. Unit F22 Aurora, CO 80011	Energy Lighting & Electric Co. 1540 Billing St. Unit F22 Aurora, CO 80011	Trade Debt		13,202.64
Fowler & Peth 12567 W. Cedar Dr. Suite 100 Lakewood, CO 80228	Fowler & Peth 12567 W. Cedar Dr. Suite 100 Lakewood, CO 80228	Trade Debt		176,074.98

B4 (Official Form 4) (12/07) - Cont.

In re **Professional Roofing, Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	941 Wage Withholding Taxes		86,803.31
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	Mortgage secured by real estate titled in the name of Professional Real Estate Investments. The real property is valued at \$620,000		365,000.00
Lincoln Financial Media 7800 East Orchard Road Suite 400 Greenwood Village, CO 80111	Lincoln Financial Media 7800 East Orchard Road Suite 400 Greenwood Village, CO 80111	Advertising		31,390.00
MacArthur Company 12825 E. 37th Ave. Denver, CO 80239	MacArthur Company 12825 E. 37th Ave. Denver, CO 80239	Trade Debt		99,356.50
Orie Rechtman Riteman, LLC P.O. Box 870 CO 80272	Orie Rechtman Riteman, LLC P.O. Box 870 CO 80272	Settlement Agreement	Disputed	97,500.00
RC Precision Installations, Inc. 5764 Lamar Arvada, CO 80002	RC Precision Installations, Inc. 5764 Lamar Arvada, CO 80002	Trade Debt		9,317.44
Roofing Supply Group 11919 East 37th Ave. Denver, CO 80239	Roofing Supply Group 11919 East 37th Ave. Denver, CO 80239	Trade Debt		64,454.57
Salem Communications 3131 S. Vaughn Way, Suite 601 Aurora, CO 80014	Salem Communications 3131 S. Vaughn Way, Suite 601 Aurora, CO 80014	Advertising		10,866.55
The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	Business Credit Card		12,000.00
The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	Business Credit Card		29,723.17
Wilks Broadcast Group 720 South Colorado Blvd. Suite 1200 North Denver, CO 80246	Wilks Broadcast Group 720 South Colorado Blvd. Suite 1200 North Denver, CO 80246	Advertising	Disputed	20,278.85

B4 (Official Form 4) (12/07) - Cont.

In re **Professional Roofing, Inc.**
Debtor(s)

Case No. _____

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

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

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

Date **September 4, 2012**

Signature /s/ Daniel J. Cupit
Daniel J. Cupit
President

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.

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.,
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	14	327,215.64		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		250,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		99,032.95	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	17		1,574,733.54	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		37			
Total Assets			327,215.64		
Total Liabilities				1,923,766.49	

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.
Debtor

Case No. _____

Chapter 11

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

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

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

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

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

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

State the following:

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

State the following:

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

B6A (Official Form 6A) (12/07)

In re Professional Roofing, Inc. Case No. _____
 Debtor

SCHEDULE A - REAL PROPERTY

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

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

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

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

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

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

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

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

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

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

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		Petty Cash	-	127.94
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.		Key Bank Checking Account Balance	-	3,823.02
		Key Bank Payroll Account Balance	-	2,093.26
		TCF Checking Account Balance	-	200.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Lee Kunz Development Lamar Industrial Park	-	2,500.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.		Printed Apparel: T-Shirts, Polo Shirts, Jackets (See Attached)	-	1,326.50
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	10,070.72
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Open Accounts Receivable (See attached)	-	163,967.79
		Collection Account (See attached)	-	40,801.36
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Loan owed by Jessica Anderson	-	1,570.49
		Loan Owed by Brent Butcher	-	2,525.00
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.		Potential claims against Orië Reichtman, Riteman, LLC	-	Unknown

Sub-Total > **208,864.64**
(Total of this page)

Sheet 1 of 3 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
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.		Poential insurance claim arising from equipment theft	-	15,800.00
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		Trade Names: Professional Roofing, Professional Exteriors, Professional Roofing and Exteriors, Professional Roofing and Exteriors of Denver (licensed from Daniel J. Cupit)	-	0.00
		Regulatory Licenses (See attached)	-	0.00
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.		No salable value	-	0.00
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2002 Ford F150	-	4,500.00
		2001 Mitsubishi Fuso Box Truck	-	7,100.00
		2001 Chevy S10 Pickup	-	2,700.00
		2001 Ford F150	-	2,600.00
		2001 Ford Ranger	-	2,200.00
		1997 Ford F-250	-	3,200.00
		2004 Ford F-150	-	4,500.00
		1991 Ford Boom Truck	-	5,000.00
		2001 Dodge Ram 2500	-	3,500.00
		2007 HMD double axle open trailer	-	1,500.00
		2004 PAC double axle enclosed with gutter machine trailer	-	3,500.00
			Sub-Total >	56,100.00
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		2010 HOM Homesteader 6x12 double axle box trailer	-	4,500.00
		2010 HOM Homesteader 6x10 double axle box trailer	-	3,500.00
		2010 HOM Homesteader 5x10 enclosed trailer	-	1,800.00
		2010 HOM Homesteader 6x12 enclosed trailer	-	2,700.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office Furniture & Fixtures (See Attached)	-	6,425.00
		Office Equipment & Computers (See Attached)	-	11,665.00
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment (See Attached)	-	13,235.00
30. Inventory.		Inventory (See Attached)	-	8,355.28
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	52,180.28
(Total of this page)	
Total >	327,215.64

(Report also on Summary of Schedules)

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

Professional Roofing
Apparel Inventory
8/28/2012

ID	Name	Color	Size	Qty	Price	Amount
	Twill Cap	Navy Blue	-	8	8.00	\$ 64.00
	2-Tone Cap	Khaki/Navy	-	2	9.00	\$ 18.00
	T-Shirts	Navy Blue	S-XL	26	6.00	\$ 156.00
	Mock Turtleneck	Navy Blue	S-XL	8	12.00	\$ 96.00
	Ladies V-Neck T-Shirt	Navy Blue	S-XL	2	10.00	\$ 20.00
	Sweatshirt	Navy Blue	S-XL	12	14.50	\$ 174.00
	Hooded Sweatshirt	Navy Blue	S-XL	10	21.50	\$ 215.00
	Polo Shirt - Navy	Navy	S-XL	6	16.50	\$ 99.00
	Polo Shirt - Jaquard Collar	Navy/White	S-XL	2	16.50	\$ 33.00
	Polo Shirt - Yellow	Yellow	S-XL	6	16.50	\$ 99.00
	Dress Shirt - Light Weight	Khaki	S-XL	2	18.50	\$ 37.00
	Dress Shirt - Light Weight	Navy Blue	S-XL	1	18.50	\$ 18.50
	Dress Shirt - Long Sleeve	Blue Denim	S-XL	2	18.50	\$ 37.00
	Jacket - Fleece Lining	Navy Blue	S-XL	8	32.50	\$ 260.00
Total Apparel						\$ 1,326.50

Professional Roofing, Inc.

ACCOUNTS RECEIVABLE

Open Accounts		
Name	Date	Balance
Michie	04/13/10	\$2,838.29
Rice	07/28/10	\$1,254.91
Stever	05/23/11	\$230.94
Velasquez	05/16/11	\$445.00
Lynch	05/21/11	\$1,840.92
Hamilton	07/21/11	\$194.91
Gaz	08/29/11	\$583.85
Donley	09/07/11	\$946.07
The Villas	01/06/12	\$350.00
Huntley	10/28/11	\$300.00
Harris	11/12/11	\$68.87
The Villas	01/06/12	\$4,150.26
Rupert	02/10/12	\$385.11
Anthony	06/01/12	\$294.27
Plitz	06/08/12	\$458.50
Humiston	06/14/12	\$4,943.60
Humiston	06/11/12	\$156.74
Deets	06/20/12	\$489.67
Munson	07/06/12	\$1,556.88
Derek	07/13/12	\$3,076.75
Meyers	07/13/112	\$5,758.21
Johnson	07/13/12	\$1,000.00
Michael	07/18/12	\$2,302.04

Name	Date	Balance
Western Engineering	07/20/12	\$2,368.80
Ehringer	07/28/12	\$1,438.13
Hoeffner	07/30/12	\$9,175.86
Ken	08/01/12	\$5,797.73
Oh	08/03/12	\$5,173.30
Tracy	08/03/12	\$385.00
Gieges	08/06/12	\$3,387.59
Neyer	08/08/12	\$4,967.00
Ducot	08/09/12	\$5,948.20
Walker	08/10/12	\$4,782.92
Yu	08/10/12	\$4,792.09
Thomas	08/10/12	\$10,338.92
Browne	08/13/12	\$726.51
Ivy	08/16/12	\$13,839.07
Cla	08/20/12	\$13,319.25
Baker	08/22/12	\$4,644.54
Zin	08/22/12	\$2,546.35
Carroll	08/22/12	\$4,350.32
Real Living Select	08/22/12	\$6,541.82
D&J Enterprises	08/23/12	\$3,168.47
Koplin	08/28/12	\$1,234.32
Fairways	08/29/12	\$3,802.00
Higgins	08/29/12	\$10,769.22
Hunt	08/30/12	\$5,954.59
Adams	08/30/12	\$890.00
SUBTOTAL		\$163,967.79
Collection Accounts		

Name	Date	Balance
Orosz	08/10/10	\$3,739.93
Graves	04/15/03	\$3,662.30
Chan	10/11/09	\$930.00
Sw	02/15/10	\$2,738.95
Bellio	03/19/10	\$8,840.77
Thomas	05/03/10	\$1,104.74
Bullough	05/15/10	\$1,463.25
Yowell	08/26/10	\$981.60
Hunt	10/04/10	\$2,861.11
Kilmer	06/10/11	\$1,438.31
Edwards	09/01/11	\$1,825.40
Dekke	08/31/11	\$3,117.41
Noeland	11/03/11	\$4,345.79
Aguilar	01/30/12	\$2,206.15
Brandon	06/04/12	\$1,545.65
SUBTOTAL		\$40,801.36
TOTAL		\$204,769.15

LICENSES

Professional Roofing, Inc.

Adams County	Registered
Arapahoe County	Registered
Arvada	License #9R-0269
Aurora	License #2066 114230 00 CL
Avon	License #CC 00535
Boulder, City of	License #LIC-0007708-12
Brighton	License #CL-07850
Broomfield, City and County of	License #C2066-5299
Castle Pine North	License #CN-232
Castle Rock	License #P105136
Centennial, City of	License #CEN002948
Cherry Hills, City of	Registered
Cheyenne, Wyoming	License #CT-11-24016
Cherry Hills, City of	Registered
Colorado Springs	License #19087
Commerce City	License #111386
Denver, City and County of	License #238028
Douglas County	License #R050199
Eagle County	Registered
El Paso County	License #19087
Edgewater	License #1014
Englewood	License #15154
Erie, Town of	License #3041
Federal Heights	License #10-0063
Fort Collins	License #2965-R
Golden	License #2672
Greenwood Village	License #06 02535
Jefferson County	Registered
Lakewood	License #15987
Lafayette	License #L09-22
Larimer County	License #CL0241
Littleton	License #D40456
Longmont	License #D02000434
Loveland	License #4325
Louisville	License #CL01565
Longmont	License #D02000434
Milliken	Registered
Northglenn	License #11C00289
Thornton	License #CONT55441
Teller County	License #6093D
Pikes Peak Regional	License #19087
Vail	License #P215212
Westminster	License #060731043
Wheat Ridge	License #060114
Woodland Park	License #05885-1
Windsor	Registered

Professional Roofing, Inc.
 5790 Lamar Street Arvada, CO 80002
Office Furniture & Fixtures
 8/28/2012

Description	Qty	Unit	Mfr.	Model No.	Serial No.	Condition	Value	Amount
Desks	13	EA	Miscellaneous	N/A	N/A	Good	\$ 60.00	\$ 780.00
Desk w Hutch	4	EA				Good	\$ 200.00	\$ 800.00
Desk Center	1	EA				Good	\$ 500.00	\$ 500.00
Credenza	4	EA				Good	\$ 50.00	\$ 200.00
Desk Top Hutch	4	EA				Good	\$ 60.00	\$ 240.00
Book Cases	7	EA				Good	\$ 35.00	\$ 245.00
Podium	1	EA				Good	\$ 35.00	\$ 35.00
Cubicals	6	EA				Good	\$ 120.00	\$ 720.00
Tables	8	EA				Good	\$ 25.00	\$ 200.00
Office Chairs	17	EA				Good	\$ 20.00	\$ 340.00
Chairs	16	EA				Good	\$ 15.00	\$ 240.00
White Boards, Misc.	4	EA				Good	\$ 45.00	\$ 180.00
Misc. Office Furniture	1	Lot				Good	\$ 150.00	\$ 150.00
							\$	-
Microwave	1	EA	Sharp		R3100K 66161	Good	\$ 50.00	\$ 50.00
Microwave	1	EA	Sunbeam		SMB7700W/407TA154469	Good	\$ 50.00	\$ 50.00
Microwave	1	EA	Gold Star		MAB745W/405TA08849	Good	\$ 25.00	\$ 25.00
Refrigerator	1	EA				Good	\$ 150.00	\$ 150.00
Refrigerator, Mini	1	EA	Haier			Good	\$ 50.00	\$ 50.00
Refrigerator, Mini	1	EA	Magic Chef		MCBR445B1/0708	Good	\$ 75.00	\$ 75.00
Water Cooler	1	EA				Good	\$ 75.00	\$ 75.00
							\$	-
Warehouse Shelves	2	EA		2' x 8'	4 shelves	Good	\$ 120.00	\$ 240.00
Pallet Racking	6	EA		4' x 8'	3 to 5 shelves	Good	\$ 180.00	\$ 1,080.00
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
							\$	-
Total Office Furniture & Fixtures							\$ 6,425.00	

Professional Roofing, Inc.
5790 Lamar Street Arvada, CO 80002
Office Equipment Inventory
8/28/2012

Description	Qty	Unit	Mfr.	Model No.	Serial No.	Condition	Value	Amount
Printer	1	EA	Xerox	Documate 150	821CN108558AO400430	Good	\$ 50.00	\$ 50.00
Printer	1	EA	Xerox	Documate 150	821CN108558AO40059	Good	\$ 50.00	\$ 50.00
Fax Machine	1	EA	Brother	MFC-8220	U60995G8J425888	Good	\$ 100.00	\$ 100.00
Fax Machine	1	EA	Brother	MFC-7420	US61278D6J374061	Good	\$ 100.00	\$ 100.00
Fax Machine	1	EA	Brother	Intelefax 4100	U60298E2J355386	Good	\$ 100.00	\$ 100.00
Laser Printer	1	EA	Brother	HL-2220	U62804F1N299926	Good	\$ 50.00	\$ 50.00
Laser Printer	1	EA	Brother	HL-21	U61944M8J236160	Good	\$ 50.00	\$ 50.00
Laser Printer	1	EA	Brother	HL-22	U62804F1N299873	Good	\$ 50.00	\$ 50.00
Laser Printer	1	EA	Brother	HL-22	U62804F1N299912	Good	\$ 50.00	\$ 50.00
Laser Printer	1	EA	HP	CP1215	CNB1204611	Good	\$ 50.00	\$ 50.00
Postage Machine	1	EA	Francotype Postilla	T-1000	300266215	Good	\$ 150.00	\$ 150.00
Postage Scale	1	EA	Francotype Postilla	FP5L	7217747	Good	\$ 50.00	\$ 50.00
Printer / Copier	1	EA	Konica / Minolta	C350	AD-501/61106599	Good	\$ 1,500.00	\$ 1,500.00
Printer / Copier	1	EA	Konica / Minolta	C350	AD-501/611750609	Good	\$ 1,500.00	\$ 1,500.00
Printer / Copier	1	EA	Konica / Minolta	C200	FK-503	Good	\$ 800.00	\$ 800.00
Color Laser Printer	1	EA	Xerox	8860	HAV03770	Good	\$ 300.00	\$ 300.00
Projector	1	EA	Optoma	EP721	Q88N841QAAAAAC3307	Good	\$ 200.00	\$ 200.00
Phone Sytem	1	EA	ESI 100			Good	\$ 500.00	\$ 500.00
Digital Telephones	17	EA	ESI	48 Key HDFP		Good	\$ 65.00	\$ 1,105.00
Server RAID1, 2x250GB HD	1	EA	Systemax			Good	\$ 500.00	\$ 500.00
Network Switch, 48 Port	1	EA				Good	\$ 200.00	\$ 200.00
Network Switch, 12 Port	1	EA				Good	\$ 50.00	\$ 50.00
Computer - Pentium 4	6	EA				Good	\$ 150.00	\$ 900.00
Computer - Core Duo	4	EA				Good	\$ 200.00	\$ 800.00
Computer - AMD Athelon	2	EA				Good	\$ 250.00	\$ 500.00
Computer - i3	1	EA				Good	\$ 300.00	\$ 300.00
Computer - i5	1	EA				Good	\$ 350.00	\$ 350.00
Monitor - 19" LED	8	EA				Good	\$ 50.00	\$ 400.00
Monitor - 20" LED	2	EA				Good	\$ 55.00	\$ 110.00
Monitor - 22" LED	2	EA				Good	\$ 60.00	\$ 120.00
Monitor - 23" LED	2	EA				Good	\$ 70.00	\$ 140.00
Monitor - 24" LED	2	EA				Good	\$ 80.00	\$ 160.00
Hard Drives - Miscelaneuos	3	EA				Good	\$ 60.00	\$ 180.00
Miscellaneous cable, USB cards, e	1	Lot				Good	\$ 200.00	\$ 200.00
Total Office & Computer Equipment							\$ 11,665.00	

**Professional Roofing
Equipment List
8/28/2012**

Description	Qty	Manufacturer	Model No.	Serial No.	Condition	Value
Auto Sheer - Heavy Duty	1	VAN-MARK	Trimcutter		Good	\$ 2,000.00
BRAKE Trimcutter	1	VAN-MARK	Trimcutter		Good	\$ 1,500.00
BRAKE-Van Mark MarkIV	1	VAN-MARK	MARK IV		Good	\$ 300.00
Chop Saw	1	Chicago Tools			Good	\$ 150.00
Floor Brake - Heavy Duty	1				Good	\$ 2,500.00
Floor Deck Sander, Heavy Duty	1	CLARK	N/A	N/A	Good	\$ 350.00
Forklift	1	CLARK	TM-10	TM127-105-49 1FA	Broken, Scrap	\$ 300.00
Forklift - Propane	1				Broken, Scrap	\$ 300.00
Generator,	1	???	???		Broken	\$ 50.00
Generator, Gas	2	???	???		Broken	\$ 50.00
Generator, Gas - Includes 2-yr Warranty	1	???	???		Broken	\$ 50.00
Generator, Gas Multigrip GA6HA	1	Multigrip	GA6HA		Fair	\$ 100.00
Generator, Gas Power Boss 7000	1	Power Boss			Good	\$ 250.00
Grip-Pull, Stretcher for Duro-Last	2	Duro-Last			Good	\$ 200.00
Gutter Machine	1	JOBSITE			Good	\$ 2,500.00
Heat Welder, for Single Ply	1	Forsthoff			Good	\$ 250.00
Heat Welder, Leister, Green	1	LESTER	6060	4486	Good	\$ 250.00
HEIBLUFT HEATGUN	1	SCHWEBGERAT	42719		Good	\$ 50.00
Ladders	5	Misc. Ladders			Good	\$ 350.00
PAINT SPRAYER - 1 HP	1	GRACO	R-1000 Ultra Plus	84-6825498	Good	\$ 200.00
PAINT SPRAYER - 3/4 HP	1	GRACO	190 ES	244-287	Good	\$ 300.00
Paint Sprayer, Roof Rigs Paint Sprayer - 35 HP	1	GRACO	GH4030	W310	Fair	\$ 600.00
Pallet Jac	1				Good	\$ 150.00
Pallet Strapping Unit, Blue	1	???	???		Good	\$ 50.00
Power Drill	1				Good	\$ 25.00
Pressure Washer, 2750 Psi Honda Gc190 Dura	1	Honda	Gc190 Dura		Broken	\$ -
Pressure Washer, Excell 2500 PSI	1	Excell	BIT 101	EXA10	Good	\$ 250.00
Pressure Washer, Troy Built	1	TROY BUILT	20242	1013331531	Broken	\$ -
Ratchet Straps for Duro-Last	1	Duro-Last			Good	\$ 75.00
Skill Saw	1				Good	\$ 25.00
Wheel Barrows	3				Good	\$ 60.00
Total Equipment Inventory						\$ 13,235.00

Professional Roofing, Inc.

Inventory Item List

8/28/2012

Category	Description	Unit	Value	Qty	Amount	Notes
Shingles	Timberline HD - Weathered Wood	Bundle	\$ 29.33	2	\$ 58.66	
Shingles	Timberline HD - Birchwood	Bundle	\$ 29.33	2	\$ 58.66	
Shingles	Owens Corning Duration - Teak	Bundle	\$ 28.50	38	\$ 1,083.00	
Shingles	Owens Corning Classic 20-yr 3-Tab - Desert Tan	Bundle	\$ 25.00	7	\$ 175.00	
Shingles	3-Tab - Moss Green	Bundle	\$ 26.50	6	\$ 159.00	
Shingles	Grand Canyon - Storm Cloud Gray	Bundle	\$ 30.00	6	\$ 180.00	
Shingles	Owens Corning Supreme 3-Tab - Shasta White	Bundle	\$ 26.50	4	\$ 106.00	
Shingles	Owens Corning Duration - Driftwood	Bundle	\$ 28.50	4	\$ 114.00	
Shingles	Owens Corning Supreme 25-yr 3-Tab - Desert Tan	Bundle	\$ 26.50	11	\$ 291.50	
Shingles	GAF Camelot - San Gabriel	Bundle	\$ 32.00	16	\$ 512.00	
Shingles	Certainteed Presidential AR Shake - Weathered Wood	Bundle	\$ 32.00	14	\$ 448.00	
Shingles	3-Tab Shingles - Mesa Brown	Bundle	\$ 25.00	16	\$ 400.00	
Underlaym	Landscaping Fabric	Roll	\$ 45.00	2.0	\$ 90.00	
Underlaym	MFM Ice & Water Underlayment	Roll	\$ 82.50	2.0	\$ 165.00	
Underlaym	Tiger Paw Roofing Underlayment	Roll	\$ 120.00	2.0	\$ 240.00	
					\$ -	
Fastners	Round Plastic Cap- 1 1/4 x 3.175	Box	\$ 24.50	8.0	\$ 196.00	
Fastners	Screws, Misc Sizes	Box	\$ 64.50	3.5	\$ 225.75	
Fastners	Nails (Coil Nail) 1-1/4"	Box	\$ 29.95	3.5	\$ 104.83	
?	White Granules	5 Gal.	\$ 28.50	1.0	\$ 28.50	
?	Weathered Wood Granules	5 Gal.	\$ 28.50	1.0	\$ 28.50	
					\$ -	
Adhesives	Mule-Hide Bonding Adhesive - 5 Gal	5 Gal	\$ 26.50	1.0	\$ 26.50	
Adhesives	Mule-Hide Black Splice Adhesive - 1 Gal	1 Gal	\$ 18.50	1.0	\$ 18.50	
Adhesives	Mule-Hide Tape Primer - 1 Gal	1 Gal	\$ 14.50	0.5	\$ 7.25	
Adhesives	Mule-Hide TPO-C Bonding Adhesive - 5 Gal	5 Gal	\$ 86.00	1.0	\$ 86.00	
Adhesives	Mule-Hide Plastic Cement #211 - 4.75 Gal	4.75 Gal	\$ 27.50	3.0	\$ 82.50	
Adhesives	Mule-Hide Fibrated Emulsion Roof Coating - 4.75 Gal	4.75 Gal	\$ 28.50	1.0	\$ 28.50	
Adhesives	VersaFlex HM45 A - Red - 10 Gallon	10 Gal	\$ 350.00	1.0	\$ 350.00	
Adhesives	VersaFlex HM45 B - Blue - 10 Gallon	10 Gal	\$ 350.00	1.0	\$ 350.00	
Adhesives	STA Kool Siliconized Elastomeric Roof Coating - 5 Gal	5 Gal	\$ 85.00	8.0	\$ 680.00	
Adhesives	Gardner Gibson 57 Rubberized Asphalt	5 Gal	\$ 38.50	6.0	\$ 231.00	
Adhesives	Gardner Gibson Rubberized Asphalt Flashing Cement	5 Gal	\$ 28.50	3.0	\$ 85.50	
Coatings/S	Gardner Wet-R-Dri All Weather Plastic Roof Sealant - 5 Gal	5 Gal	\$ 1.85	12.0	\$ 22.20	
Coatings/S	Gardner Fibered Roof Coating - 5 Gal	5 Gal	\$ 65.00	2.0	\$ 130.00	
Coatings/S	Gardner Foundation and Roof Coating - 5 Gal	5 Gal	\$ 45.00	2.0	\$ 90.00	
Coatings/S	Black Jack Non-Fibered Asphalt Emulsion Roof Coating - 5 Gal	5 Gal	\$ 50.00	2.0	\$ 100.00	
Coatings/S	Lanco Siliconizer Ultra White Crack Filler - 1 Gal	1 Gal	\$ 8.50	8.0	\$ 68.00	
Coatings/S	TremCo Dymonic Sealant	10 Oz	\$ 3.50	12.0	\$ 42.00	
Coatings/S	Tile Bond	10 Oz	\$ 4.65	12.0	\$ 55.80	
Coatings/S	Everguard Cut Edge Sealant - 1 Pint	1 Pint	\$ 18.50	1.0	\$ 18.50	
Coatings/S	Everguard Waterblock 8008 - 10.5 Fluid Ounces	10.5 Oz	\$ 16.50	1.0	\$ 16.50	
Coatings/S	OSI Quad Advanced Formula Sealant - 10 Fluid Ounces	10 Oz	\$ 4.60	4.0	\$ 18.40	
Coatings/S	DAP Painter's Acrylic Latex Caulk - 10 Fluid Ounces	10 Oz	\$ 2.65	4.0	\$ 10.60	
Coatings/S	Leak Stopper Rubberized Roof Patch - 3.6 Quarts	3.6 Quart	\$ 65.00	1.0	\$ 65.00	
Metal	RBG53 12" Roof Vent - Weathered Wood	EA	\$ 10.75	8.0	\$ 86.00	
Metal	Soffit Vents - Brown	EA	\$ 2.65	2.0	\$ 5.30	
Metal	Soffit Vents - White	EA	\$ 2.65	2.0	\$ 5.30	
Metal	Type-B Gas Vent Cap - 4"	EA	\$ 12.50	5.0	\$ 62.50	
Metal	Type-B Gas Vent Cap - 6"	EA	\$ 14.00	6.0	\$ 84.00	
Metal	3-in-1 Pipe Jacks	EA	\$ 4.95	10.0	\$ 49.50	

Professional Roofing, Inc.**Inventory Item List**

8/28/2012

Category	Description	Unit	Value	Qty	Amount	Notes
Metal	B-Vent	EA	\$ 8.95	2.0	\$ 17.90	
Metal	2" x 4" Drip Edge 90 Degrees - Brown	EA	\$ 7.50	6.0	\$ 45.00	
Metal	2" x 4" Drip Edge 120 Degrees - White	EA	\$ 7.50	10.0	\$ 75.00	
Metal	2" x 4" Drip Edge 90 Degrees - Galvanized	EA	\$ 7.50	12.0	\$ 90.00	
Metal	Gravel Stop - Galvanized	EA	\$ 8.61	4.0	\$ 34.44	
Metal	D-Rake - Brown	EA	\$ 5.00	12.0	\$ 60.00	
Metal	D-Rake - White	EA	\$ 5.00	10.0	\$ 50.00	
Metal	24 ga. Metal Sheets - 4x10 Sheets various colors	EA	\$ 46.40	4.0	\$ 185.60	
Metal	Galvanized 4'x5" Headwall	EA	\$ 8.61	11.0	\$ 94.71	
Metal	Eve Riser - Black	EA	\$ 8.50	6.0	\$ 51.00	
Metal	Galvanized W-Valley	EA	\$ 21.50	2.0	\$ 43.00	
Metal	4'x5' Metal Sheet Brown	EA	\$ 8.61	8.0	\$ 68.88	
				Total Inventory	\$ 8,355.28	

B6D (Official Form 6D) (12/07)

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

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

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No.	X -	Blanket Security Interest						250,000.00	Unknown
Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401		All Inventory, Equipment, Accounts, Furniture, Fixtures, Equipment, Etc.							
Value \$		Unknown							
Account No.		Representing: Key Bank National Association						Notice Only	
Key Bank 1675 Broadway, Suite 200 Denver, CO 80202	Value \$								
Account No.		Value \$							
Account No.		Value \$							
Subtotal (Total of this page)								250,000.00	0.00
Total (Report on Summary of Schedules)								250,000.00	0.00

0 continuation sheets attached

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

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

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

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

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

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

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

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

 Domestic support obligations

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

 Extensions of credit in an involuntary case

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

 Wages, salaries, and commissions

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

 Contributions to employee benefit plans

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

 Certain farmers and fishermen

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

 Deposits by individuals

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

 Taxes and certain other debts owed to governmental units

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

 Commitments to maintain the capital of an insured depository institution

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

 Claims for death or personal injury while debtor was intoxicated

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

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

B6E (Official Form 6E) (4/10) - Cont.

In re Professional Roofing, Inc.
Debtor

Case No. _____

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

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. Colorado Department of Revenue 1375 Sherman Street Room 504 Denver, CO 80261		-	Wage Withholding Taxes				10,492.86	0.00 10,492.86
Account No. Colorado Dept. of Labor and Employ. Unemployment Insurance Tax Admin. P.O. Box 956 Denver, CO 80201-0956		-	Unemployment Taxes				1,736.78	0.00 1,736.78
Account No. Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346		-	941 Wage Withholding Taxes				86,803.31	0.00 86,803.31
Account No. 								
Account No. 								

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

Subtotal
(Total of this page) **99,032.95** **0.00**
99,032.95

Total
(Report on Summary of Schedules) **99,032.95** **0.00**
99,032.95

B6F (Official Form 6F) (12/07)

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

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

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. A World of Tile 9333 Wadsworth Parkway Broomfield, CO 80021		9/10 Trade Debt				572.14
Account No. ACE Cash Express, Inc. 1231 Greenway Drive Suite 700 Irving, TX 75038		2011 NFS Check				368.95
Account No. xxxx4497 AffinteQua, LLC 9198 S. Foxfire Way Highlands Ranch, CO 80129		2012 Networking Services				821.74
Account No. xxxx6100 American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205		Trade Debt				5,896.17
Subtotal (Total of this page)						7,659.00

16 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xxxx4000 American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205	-		10/10 Trade Debt				7,058.81
Account No. American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205	X -		Trade Debt			X	200,343.40
Account No. Nathan L. Andersohn, Esq. Andersohn Law Office, P.C. 11971 Quay Street Broomfield, CO 80020			Representing: American Builders & Contractors				Notice Only
Account No. American Roofing Supply 4550 East 52nd Ave. P.O. Box 172688 Denver, CO 80217-2688	X -		4/11 Trade Debt			X	58,440.38
Account No. Daniel T. Goodwin, Esq. Donaldson, Cianco & Goodwin, P.C. 8001 Arista Place, Suite 400 Broomfield, CO 80020			Representing: American Roofing Supply				Notice Only
						Subtotal (Total of this page)	265,842.59

Sheet no. 1 of 16 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Debtor
 Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No. Arbor Pro Tree Experts Co. 6405 W. Mississippi Ave. Lakewood, CO 80226	-		2/12 Trade Debt				682.86	
Account No. Arnold & Arnold 7691 Shaffer Parkway, Suite A Littleton, CO 80127	-		2/11 Legal Fees				2,353.02	
Account No. Auto Zone 9302 W. 58th Ave. Denver, CO 80221	-		3/11 Trade Debt				870.73	
Account No. 418411633 RMS 4836 Brecksville Rd. Richfield, OH 44286			Representing: Auto Zone				Notice Only	
Account No. Broadcast Billing Service P.O. Box 236 Northbrook, IL 60065-0236	-		2/12 Trade Debt				279.00	
Sheet no. <u>2</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	4,185.61

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. 0029 Century Insurance Group 465 N. Cleveland Ave. Westerville, OH 43082	-		4/11 Insurance Subrogation Claims; Audit Charges			X	40,171.00
Account No. 509020 International Recovery Group P.O. Box 23892 Portland, OR 97223			Representing: Century Insurance Group				Notice Only
Account No. Century Link P.O. Box 29040 Phoenix, AZ 85038-9040	-		2010 Data Service Overcharge			X	717.13
Account No. Dakota A/C & Heating, Inc. 13758 W. 59th Place Arvada, CO 80004	-		5/11 Trade Debt				1,080.00
Account No. Daniel Cupit 7506 Urban Court Arvada, CO 80005	-		2/11 Emergency Loan				36,971.43
Sheet no. 3 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	78,939.56

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No. DeWitt Products Company 5860 Plumer Ave. Detroit, MI 48209	-		8/10 Trade Debt		4,632.86
Account No. Dex Media East P.O. Box 78041 Phoenix, AZ 85062	-		10/10 Advertising	X	154,738.10
Account No. David Kraft & Associates, LLC P.O. Box 805 Denver, CO 80201			Representing: Dex Media East		Notice Only
Account No. James, Stevens & Daniels, Inc. 1283 College Park Drive Dover, DE 19904			Representing: Dex Media East		Notice Only
Account No. Diamond Vogel 4500 E. 48th Ave. Denver, CO 80216	-		3/11 Trade Debt		305.79
Sheet no. 4 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	159,676.75

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No. Don Werner & Michael Goslin 3622 S. Peach Way Denver, CO 80237			3/12 Judgment		19,342.37
Account No. Kevin M. Carlock, Esq. 5660 Greenwood Plaza Blvd. Suite 220 Englewood, CO 80111			Representing: Don Werner & Michael Goslin		Notice Only
Account No. Drexel Metal 204 Railroad Drive Ivyland, PA 18974			9/11 Trade Debt		6,452.56
Account No. xxxxx-0003 Dufford & Brown, P.C. 1700 Broadway, Suite 2100 Denver, CO 80290		X	12/10 Legal Fees		16,440.75
Account No. xxxxx(xxxx1233) Echo Pages 4251 S. Natches Ct. Suite G Sheridan, CO 80110			9/11 Advertising		712.96
Sheet no. <u>5</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	42,948.64

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xxxxx(xxxx1234) Echo Pages 1251 N. Cole Road Boise, ID 83704			10-11 Advertising				863.60
Account No. xxxx4640 Energy Lighting & Electric Co. 1540 Billing St. Unit F22 Aurora, CO 80011			4/11 Trade Debt				13,202.64
Account No. Fowler & Peth 12567 W. Cedar Dr. Suite 100 Lakewood, CO 80228			8/10 Trade Debt				176,074.98
Account No. Beacon Sales Acquisition, Inc. 4795 Forest Street Denver, CO 80216			Representing: Fowler & Peth				Notice Only
Account No. Brian Berardini, Esq. Brown, Berardini & Dunning, P.C. 2000 S. Colorado Blvd. Tower Two, Suite 200 Denver, CO 80222			Representing: Fowler & Peth				Notice Only
Sheet no. <u>6</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	190,141.22

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Front Range Lumber 1741 S. Wadsworth Blvd. Lakewood, CO 80232	-		8/11 Trade Debt				3,409.31
Account No. 24666 Tucker, Albin & Associates, Inc. 1702 N. Collins Blvd., Suite 100 Denver, CO 80222	-		Representing: Front Range Lumber				Notice Only
Account No. Gas Card Fleet Card	-						2,500.00
Account No. Helm Less Smith & Williams, LLP 7910 Ralston Road Arvada, CO 80002	-		11/10 Legal Fees			X	3,762.50
Account No. Hercules Industries P.O. Box 911434 Denver, CO 80291-1434	-		4/11 Trade Debt				197.54
Sheet no. <u>7</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	9,869.35

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401	X	-	3/2010 Mortgage secured by real estate titled in the name of Professional Real Estate Investments. The real property is valued at \$620,000				365,000.00	
Account No. Key Bank 1675 Broadway, Suite 200 Denver, CO 80202			Representing: Key Bank National Association				Notice Only	
Account No. KeyBank National Association 4910 Tiedeman Rd Ste B Cleveland, OH 44144-2338		-	5/11 Business Credit Card				3,813.28	
Account No. Key Bank 1675 Broadway, Suite 200 Denver, CO 80202			Representing: KeyBank National Association				Notice Only	
Account No. Lansing Building Products 6260 N. Washington Unit 12 Denver, CO 80216		-	11/10 Trade Debt				876.31	
Sheet no. <u>8</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	369,689.59

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Lincoln Financial Media 7800 East Orchard Road Suite 400 Greenwood Village, CO 80111							31,390.00
Account No. Miller & Cohen, P.C. P.O. Box 1259 344 Main Street Longmont, CO 80502-1259							Notice Only
Account No. Szabo Associates, Inc. 3355 Lenox Rd., NE 9th Floor Atlanta, GA 30326							Notice Only
Account No. MacArthur Company 12825 E. 37th Ave. Denver, CO 80239		X					99,356.50
Account No. MacArthur Company, Inc. 4444 Forest Street Denver, CO 80216							Notice Only
Sheet no. <u>9</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	130,746.50

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Debtor Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No. Phillip J. Jones, Esq. Williams, Turner & Holmes, P.C. P.O. Box 338 Grand Junction, CO 81502			Representing: MacArthur Company		Notice Only
Account No. xxx0091 Mile High Sports Radio 11203 E. Peakview Ave. Centennial, CO 80111		-	4/11 Advertising		3,000.00
Account No. Monitronics 8628 Innovation Way Chicago, IL 60682-0086		-	3/11 Trade Debt		338.52
Account No. 314084 Rosenthal Morgan and Thomas, Inc. 12747 Olive Blvd., Suite 250 Saint Louis, MO 63141			Representing: Monitronics		Notice Only
Account No. Orie Rechtman Riteman, LLC P.O. Box 870 CO 80272		-	12/10 Settlement Agreement		97,500.00
Sheet no. <u>10</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	100,838.52

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Orion Energy Systems 2210 Woodland Drive Manitowoc, WI 54220	-		7/11 Trade Debt				1,680.66
Account No. Professional Enterprises Tru Color 5774 Lamar Street Arvada, CO 80002	-		2/11 Trade Debt				15,247.59
Account No. Professional Real Estate Investments LLC 7506 Urban Court Arvada, CO 80004	-		2010 - 2011 Business Loan				27,637.50
Account No. Professional Real Estate Investments LLC 7506 Urban Court Arvada, CO 80004	-		2012 Rent				7,500.00
Account No. Professional Renovations 5774 Lamar Street Arvada, CO 80002	-		3/11 Trade Debt				792.77
Sheet no. <u>11</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	52,858.52

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Pure Water Works 1279 S. Cherokee St. Denver, CO 80223-3206	-		6/11 Trade Debt				551.90
Account No. 14498 Credit Mediators, Inc. P.O. Box 456 Upper Darby, PA 19082-0456			Representing: Pure Water Works				Notice Only
Account No. Quill Corporation P.O. Box 37600 Philadelphia, PA 19101-0600	-		4/11 Trade Debt				480.62
Account No. 410251748 Slater, Tenaglia, Fritz & Hunt, P.A. P.O. Box 5476 Mount Laurel, NJ 08054			Representing: Quill Corporation				Notice Only
Account No. RC Precision Installations, Inc. 5764 Lamar Arvada, CO 80002	-		3/11 Trade Debt				9,317.44
Sheet no. <u>12</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	10,349.96

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Roofing Supply Group 11919 East 37th Ave. Denver, CO 80239	X	-	11/10 Trade Debt				64,454.57	
Account No. Mark D. Gruskin Senn Visciano Canges P.C. 1801 California Street, Suite 4300 Denver, CO 80202			Representing: Roofing Supply Group				Notice Only	
Account No. Salem Communications 3131 S. Vaughn Way, Suite 601 Aurora, CO 80014		-	8/10 Advertising				10,866.55	
Account No. Miller & Cohen, P.C. P.O. Box 1259 344 Main Street Longmont, CO 80502-1259			Representing: Salem Communications				Notice Only	
Account No. Stout Street Foundation 7251 East 49th Ave. Commerce City, CO 80022		-	3/11 Temporary Labor			X	930.00	
Sheet no. <u>13</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	76,251.12

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Supermedia Idearc Media Corp Acct Receivable Dept. P.O. Box 619009 Dallas, TX 75261-9009	-		12/10 Advertising				5,303.81
Account No. 41869 Girsh and Rottman, P.C. 6000 East Evans Ave., Suite 1-211 Denver, CO 80222			Representing: Supermedia				Notice Only
Account No. The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	-		Business Credit Card				12,000.00
Account No. Citibank (South Dakota), N. A. 701 East 60th Street North Sioux Falls, SD 57104			Representing: The Home Depot Credit Service				Notice Only
Account No. LTD Financial Services, LP PO Box 630788 Houston, TX 77263-0788			Representing: The Home Depot Credit Service				Notice Only
Sheet no. 14 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	17,303.81

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. The Home Depot Credit Service P.O. Box 6029 The Lakes, NV 88901	-		Business Credit Card				29,723.17
Account No. F75515799 Northland Group Inc PO Box 390905 Minneapolis, MN 55439	-		Representing: The Home Depot Credit Service				Notice Only
Account No. Tiger Direct P.O. Box 449001 Miami, FL 33144-9001	-		1/11 Computer Supplies				5,532.87
Account No. USF Reddiway 10990 Roc Avenue Mail Stop F 310 Leawood, KS 66211	-		Trade Debt				369.66
Account No. Waste Management P.O. Box 78251 Phoenix, AZ 85062-8251	-		3/11 Services			X	520.09
Sheet no. <u>15</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	36,145.79

B6F (Official Form 6F) (12/07) - Cont.

In re Professional Roofing, Inc., Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. 412824948 RMS 4836 Brecksville Rd. Richfield, OH 44286							Notice Only
Account No. Wilks Broadcast Group 720 South Colorado Blvd. Suite 1200 North Denver, CO 80246		-	8/10 Advertising			X	20,278.85
Account No. 54574 Norman & Associates 1360 Union Hill Rd., Bldg 12 Alpharetta, GA 30004			Representing: Wilks Broadcast Group				Notice Only
Account No. xx-xxxx951-3 Xcel Energy P.O. Box 840 Denver, CO 80201		-	1/11 Construction Damages				1,008.16
Account No. 9930107 McCarthy, Burgess & Wolff The MBW Building 26000 Canon Road Cleveland, OH 44146			Representing: Xcel Energy				Notice Only
Subtotal (Total of this page)							21,287.01
Total (Report on Summary of Schedules)							1,574,733.54
Sheet no. <u>16</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							

B6G (Official Form 6G) (12/07)

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Century Link P.O. Box 29040 Phoenix, AZ 85038-9040	Phone Service Contract
Echo Pages 1251 N. Cole Road Boise, ID 83704	Directory Advertising
Ed Jalowsky 4911 E. Bates Ave. Denver, CO 80222	Advertising Services
Lamar Industrial Park 4096 Youngfield Street Wheat Ridge, CO 80033	Month to month property lease
Professional Real Estate Investments LLC 7506 Urban Court Arvada, CO 80004	Property Lease through March 1, 2016

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

B6H (Official Form 6H) (12/07)

In re Professional Roofing, Inc.

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	American Builders & Contractors Supply Co., Inc. 2401 E. 40th Ave. Denver, CO 80205
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	American Roofing Supply 4550 East 52nd Ave. P.O. Box 172688 Denver, CO 80217-2688
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	MacArthur Company 12825 E. 37th Ave. Denver, CO 80239
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	Roofing Supply Group 11919 East 37th Ave. Denver, CO 80239
Daniel J. Cupit 7506 Urban Court Arvada, CO 80005	Dufford & Brown, P.C. 1700 Broadway, Suite 2100 Denver, CO 80290
Professional Real Estate Investments 5774 Lamar Street Arvada, CO 80002	Key Bank National Association 1420 Denver West Blvd. Golden, CO 80401

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_____ continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.
Debtor(s)

Case No. _____
Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 39 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date September 4, 2012

Signature /s/ Daniel J. Cupit
Daniel J. Cupit
President

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

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.
Debtor

Case No. _____
Chapter 11

LIST OF EQUITY SECURITY HOLDERS

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Daniel Cupit 7506 Urban Court Arvada, CO 80005		90%	Shareholder
Lori Cupit 7506 Urban Court Arvada, CO 80005		10%	Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date September 4, 2012

Signature /s/ Daniel J. Cupit
Daniel J. Cupit
President

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

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: September 4, 2012

/s/ Daniel J. Cupit

Daniel J. Cupit/President

Signer/Title

**United States Bankruptcy Court
District of Colorado**

In re Professional Roofing, Inc.

Debtor(s)

Case No. _____

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

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

None [*Check if applicable*]

September 4, 2012

Date

/s/ Stephen C. Nicholls

Stephen C. Nicholls 30139

Signature of Attorney or Litigant

Counsel for Professional Roofing, Inc.

Nicholls & Associates, P.C.

1850 Race Street

Denver,, CO 80206

303-329-9700 Fax:303-329-6950