

United States Bankruptcy Court DISTRICT OF CONNECTICUT		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): American Alloy Wire Corporation, a Corporation		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): NONE		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): 06-0883948		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 57A Church Hill Road P.O. Box 667 Newtown, CT		Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 06470		ZIP CODE
County of Residence or of the Principal Place of Business: Fairfield		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 1 Wire Road P.O. Box 667 Sandy Hook, CT		Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 06482		ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): SAME		ZIP CODE
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 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.
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).	Chapter 11 Debtors: Check one box: <input checked="" type="checkbox"/> Debtor is a small business 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 checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000 .
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.		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 checked="" type="checkbox"/> 1-49 <input 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 type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$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		

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): American Alloy Wire Corporation, a Corporation</p>	
<p>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</p>		
<p>Location Where Filed: NONE</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>Location Where Filed:</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)</p>		
<p>Name of Debtor: NONE</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>District:</p>	<p>Relationship:</p>	<p>Judge:</p>
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under Chapter 11)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p style="text-align: center;">X</p> <p style="text-align: right;">_____ Signature of Attorney for Debtor(s) 11/13/2012 Date</p>	
<p>Exhibit C</p> <p>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?</p> <p><input type="checkbox"/> Yes, and exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No</p>		
<p>Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p>		
<p>Information Regarding the Debtor - Venue (Check any applicable box)</p> <p><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.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><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 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.</p>		
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><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</p> <p><input type="checkbox"/> Debtor has included with 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.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>		

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): American Alloy Wire Corporation, a Corporation</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.</p> <p>[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 /s/ Carl T. Gulliver Signature of Attorney for Debtor(s)</p> <p>Carl T. Gulliver ct00944 Printed Name of Attorney for Debtor(s)</p> <p>Coan, Lewendon, Gulliver & Miltenberger Firm Name</p> <p>495 Orange Street Address</p> <p>_____ New Haven, CT 06511</p> <p>(203) 624-4756 Telephone Number</p> <p>11/13/2012 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 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 _____</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X /s/ William J. McCarthy Signature of Authorized Individual</p> <p>William J. McCarthy Printed Name of Authorized Individual</p> <p>President Title of Authorized Individual</p> <p>11/13/2012 Date</p>	<p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</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>

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF CONNECTICUT**

In re *American Alloy Wire Corporation*
a Corporation

Case No.
Chapter 11

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 <i>Internal Revenue Service</i> <i>P.O. Box 7346</i> <i>Philadelphia PA 19101-7346</i>	Phone: <i>Internal Revenue Service</i> <i>Att: Dorren M. Murray</i> <i>14 Cottage Place</i> <i>Waterbury CT 06702-1997</i>	<i>Corporation Income Tax</i>		\$ 51,510.25
2 <i>Copper & Brass International Corp.</i> <i>P.O. Box 201710</i> <i>Little Rock AR 72216-1710</i>	Phone: <i>Copper & Brass International Corp.</i> <i>P.O. Box 201710</i> <i>Little Rock AR 72216-1710</i>	<i>Raw materials</i>		\$ 36,852.00
3 <i>Chase</i> <i>P.O. Box 15298</i> <i>Wilmington DE 19850</i>	Phone: <i>Chase</i> <i>P.O. Box 15298</i> <i>Wilmington DE 19850</i>	<i>Credit Card</i>		\$ 22,201.68
4 <i>State of Connecticut</i> <i>P.O. Box 5088</i> <i>Hartford CT 06102-5088</i>	Phone: <i>State of Connecticut</i> <i>Department of Revenue Services</i> <i>P.O. Box 5088</i> <i>Hartford CT 06102-5088</i>	<i>Tax Lien</i>	Value: Net Unsecured:	\$ 18,436.00 \$ 0.00 \$ 18,436.00
5 <i>CitiBusiness Card</i> <i>P.O. Box 6235</i> <i>Sioux Falls SD 57117-6235</i>	Phone: <i>CitiBusiness Card</i> <i>P.O. Box 6235</i> <i>Sioux Falls SD 57117-6235</i>	<i>Credit Card</i>		\$ 15,277.55

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 Central Wire Industries Inc. 1020 Highway 65 South Dumas AR 71639	Phone: Central Wire Industries Inc. 1020 Highway 65 South Dumas AR 71639	Raw materials		\$ 11,231.73
7 CL&P - Northeast Utilities Box Number 2960 Hartford CT 06104	Phone: CL&P - Northeast Utilities Box Number 2960 Hartford CT 06104	Utilities		\$ 5,242.01
8 Nocera, Dillon & Diorio LLC 91 Schraffts Drive, Suite 6 Waterbury CT 06705	Phone: Nocera, Dillon & Diorio LLC 91 Schraffts Drive, Suite 6 Waterbury CT 06705	Appraisals		\$ 2,650.00
9 R&R Corrugated Packing Group 360 Minor Road Bristol CT 06010	Phone: R&R Corrugated Packing Group 360 Minor Road Bristol CT 06010	Packagaing material		\$ 1,804.00
10 Privateer/Label One 500 Main Street Deep River CT 06417	Phone: Privateer/Label One 500 Main Street Deep River CT 06417	Labels for finished goods		\$ 1,143.79
11 W. B. Mason Co., Inc. 59 Centre Street Brockton MA 02301	Phone: W. B. Mason Co., Inc. 59 Centre Street Brockton MA 02301	Office Supplies		\$ 177.91
12 Newton Hardware 61 Church Hill Road Newtown CT 06470	Phone: Newton Hardware 61 Church Hill Road Newtown CT 06470	Misc. supplies		\$ 62.22

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, William J. McCarthy, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: 11/14/2012

Signature /s/ William J. McCarthy

Name: William J. McCarthy

Title: President

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF CONNECTICUT**

In re *American Alloy Wire Corporation,*
a Corporation

Case No.
Chapter 11

_____/ Debtor

Attorney for Debtor: *Carl T. Gulliver*

LIST OF EQUITY SECURITY HOLDERS

Number	Registered Name of Holder of Security	Number of Shares	Class of Shares, Kind of Interest
1	<i>William J. McCarthy 8 Topside Road Newtown CT 06470</i>	1.000	<i>Stock, 100%</i>

LIST OF EQUITY SECURITY HOLDERS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, William J. McCarthy, President of the corporation named as

debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that they are true and correct to the best of my knowledge, information and belief.

Date: 11/13/2012

Signature: /s/ William J. McCarthy

Name: William J. McCarthy

Title: President

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF CONNECTICUT**

In re *American Alloy Wire Corporation,*
a *Corporation*

Case No.
Chapter *11*

_____/ Debtor
Attorney for Debtor: *Carl T. Gulliver*

VERIFICATION OF CREDITOR MATRIX

The above named Debtor(s) hereby verify that the attached master mailing list of creditors is true and correct to the best of our knowledge.

Date: *11/13/2012*

/s/ William J. McCarthy
Debtor

American Wire Corporation
1 Wire Road
P.O. Box 667
Sandy Hook, CT 06482

American Wire Corporation
59 Church Street
Newtown, CT 06470

Central Wire Industries Inc.
1020 Highway 65 South
Dumas, AR 71639

Chase
P.O. Box 15298
Wilmington, DE 19850

CitiBusiness Card
P.O. Box 6235
Sioux Falls, SD 57117-6235

CL&P - Northeast Utilities
Box Number 2960
Hartford, CT 06104

State of Connecticut
Department of Revenue Services
P.O. Box 5088
Hartford, CT 06102-5088

Copper & Brass International Corp.
P.O. Box 201710
Little Rock, AR 72216-1710

D'Addario & Company, Inc.
Att: James D'Addario
595 Smith Street
Farmingdale, NY 11735

Goldman Gruder & Woods, LLC
Att: Howard R. Wolfe, Esq.
200 Connecticut Avenue
Norwalk, CT 06854

Internal Revenue Service
Centralized Insolvency Oper.
P.O. Box 7346
Philadelphia, PA 19101-7346

Internal Revenue Service
Att: Dorren M. Murray
14 Cottage Place
Waterbury, CT 06702-1997

Mary McCarthy
8 Topside Road
Newtown, CT 06470

Newton Hardware
61 Church Hill Road
Newtown, CT 06470

Nocera, Dillon & Diorio LLC
91 Schraffts Drive, Suite 6
Waterbury, CT 06705

Privateer/Label One
500 Main Street
Deep River, CT 06417

R&R Corrugated Packing Group
360 Minor Road
Bristol, CT 06010

Tax Collector, Newtown
P.O. Box 5
Newtown, CT 06470

W. B. Mason Co., Inc.
59 Centre Street
Brockton, MA 02301

William J. McCarthy
8 Topside Road
Newtown, CT 06470

Wilnin Capital, LLC
13 Aiken Road
Greenwich, CT 06831

**Resolution of the Shareholder and Directors
of American Alloy Wire Corporation**

The undersigned, constituting the sole Shareholder and Director of American Alloy Wire Corporation. ("the Company") hereby waives any otherwise required notice and in lieu of a special meeting of the shareholder and directors, unanimously agrees as follows:


WHEREAS, it is in the best interests of the Company and its creditors that it file a voluntary petition in the United States Bankruptcy Court for reorganization pursuant to Chapter 11 of Title 11, United States Code,

IT IS THEREFORE RESOLVED, William J. McCarthy, President of the Company, or any other officer, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case in the United States Bankruptcy Court on behalf of the Company, prepare and sign any and all other necessary documents, present company records, appear on behalf of the company at any hearings and take whatever other action is required in connection therewith,

AND IT IS FURTHER RESOLVED, that the Company, acting through its officers, be and hereby is, authorized and directed to employ on behalf of the Company, Carl T. Gulliver and the law firm of Coan, Lewendon, Gulliver & Miltenberger, LLC, of New Haven, Connecticut, as attorney to represent the Company in said bankruptcy proceedings and to pay said firm its fees at said firm's normal hourly rates for such matters, and to pay a pre-filing retainer to be credited to fees and costs expended and to be expended of \$33,046.

IN WITNESS HEREOF, the undersigned, being the sole Shareholder and its Director, has hereunto set his hand and seal.

Date: 11/13/12



William J. McCarthy, Director and Shareholder