

B1 (Official Form 1) (12/11)

United States Bankruptcy Court District of Delaware					Voluntary Petition					
Name of Debtor (if individual, enter Last, First, Middle): Barjan International Limited					Name of Joint Debtor (Spouse) (Last, First, Middle):					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):					
Street Address of Debtor (No. and Street, City, and State): 14045 Ballantyne Corporate Place Suite 100 Charlotte, NC ZIP CODE 28277					Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE					
County of Residence or of the Principal Place of Business: Mecklenburg					County of Residence or of the Principal Place of Business:					
Mailing Address of Debtor (if different from street address): ZIP CODE					Mailing Address of Joint Debtor (if different from street address): ZIP CODE					
Location of Principal Assets of Business Debtor (if different from street address above): 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					
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 type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). ----- 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 checked="" 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 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 checked="" 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 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										

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): Barjan International Limited
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed:	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: See Attachment	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input 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>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.

If this is a joint petition:

Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.

Information Regarding the Debtor - Venue
(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included 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.

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

<p>Voluntary Petition <i>(This page must be completed and filed in every case.)</i></p>	<p>Name of Debtor(s): Barjan International Limited</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/Christopher A. Ward</u> Signature of Attorney for Debtor(s) <u>Christopher A. Ward (No. 3877)</u> Printed Name of Attorney for Debtor(s) <u>Polsinelli Shughart PC</u> Firm Name <u>222 Delaware Avenue, Suite 101</u> Address <u>Wilmington, Delaware 19801</u> <u>302-252-0920</u> Telephone Number <u>March 7, 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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Barry L. Kasoff</u> Signature of Authorized Individual <u>Barry L. Kasoff</u> Printed Name of Authorized Individual Chief Executive Officer and Chief Restructuring Officer <u>March 7, 2012</u> Title of Authorized Individual Date</p>	

Attachment

Each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the “Court”). A motion has been filed or shortly will be filed with the Court requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered.

	Debtor	Date Filed	Case No.
1.	TSC Global, LLC	Filed 02/13/12	12-10505
2.	TSC Holdings, LLC	Filed 02/12/12	12-10481
3.	WAM Development, LLC	Filed 02/12/12	12-10484
4.	TSC Solutions, Inc.	Filed 02/12/12	12-10482
5.	TSC Service Group, LLC	Filed 02/12/12	12-10483
6.	National Tool Warehouse, LLC	Filed 02/12/12	12-10480
7.	Ascend Biotics, Inc.	Filed 02/12/12	12-10485
8.	Wire Shelf Additions, Inc.	Filed 02/12/12	12-10486
9.	Mackinaw, Inc.	Filed 02/12/12	12-10487
10.	Fort Worth Associates, LLC	Filed 02/12/12	12-10488
11.	TSC Sales & Marketing, LLC	Filed 02/12/12	12-10489
12.	TSC Group, LLC	Filed 03/07/12	12-10819

TSC GLOBAL, LLC

CONSENT IN LIEU OF SPECIAL MEETING OF THE BOARD OF MANAGERS

The undersigned, constituting the required number of members (the "Managers") of the Board of Managers (the "Board of Managers") of TSC Global, LLC, a Delaware limited liability company (the "Company"), hereby take the following actions and adopt the following resolutions by written consent:

Bankruptcy Authorization

RESOLVED, that the Board of Managers, after having consulted with management of the Company, has determined that it is desirable and in the best interests of the Company and its direct and indirect subsidiaries, including but not limited to, TSC Holdings, LLC, WAM Development, LLC, National Tool Warehouse, LLC, TSC Solutions, Inc., TSC Sales and Marketing, LLC, TSC Service Group, LLC, Ascend Biotics, Inc., Wire Shelf Additions, Inc., Fort Worth Associates, LLC, Barjan, LLC, Barjan International Limited, Mackinaw, Inc., and TSC Group, LLC (the "Subsidiaries" and together with the Company, the "Companies") and their creditors, employees, and other interested parties that petitions be filed seeking relief under the provisions of Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and

RESOLVED, the Board of Managers has determined that it is desirable and in the best interests of the Company to cause the Subsidiaries to initiate a petition, or petitions, as the case may be, for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware; and

RESOLVED, that Barry Kasoff, the Chief Executive Officer and Chief Restructuring Officer (the "Authorized Officer") is hereby authorized, empowered and directed, in the name and on behalf of the Companies, to initiate, execute and verify a petition, or petitions, as the case may be, for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware, at such time as said officer executing the same shall determine; and

RESOLVED, that the Authorized Officer is hereby also designated as the Chief Executive Officer of Barjan LLC, TSC Holdings, LLC and WAM Development, LLC ("2nd Tier Companies"), with sole and exclusive power and authority to act on behalf of such Companies, subject only to the control and authority of the Board of Managers. Without limiting the foregoing, the Authorized Officer is hereby authorized and empowered to cause the Company, in its capacity as the sole member of each of the 2nd Tier Companies, to remove, replace and/or appoint all or any members of the Boards of Managers of any of the 2nd Tier Companies. In addition, the Authorized Officer's power and authority over the 2nd Tier Companies shall include, without limitation, the authority to designate himself as Chief Executive Officer of Companies directly or indirectly controlled by the 2nd Tier Companies, with such duties and authority as are necessary to effectuate these resolutions; and

RESOLVED, that the law firm of McDonald Hopkins LLC, 300 N. LaSalle Street, Suite 2100, Chicago, Illinois 60654 is hereby employed as restructuring counsel for the Companies in the Companies' Chapter 11 Cases; and

RESOLVED, that the law firm of Polsinelli Shugart PC, 222 Delaware Avenue, Suite 1101, Wilmington, Delaware 19801-3062 is hereby employed as local Delaware attorneys for the Companies in the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that Realization Services, Inc., of which the Authorized Officer is a principal, P.O. Box 189, Bedford Hills, New York 10507, is hereby employed as financial and restructuring advisors for the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that Livingstone Partners LLC, 443 North Clark, Suite 200, Chicago, Illinois 60654, is hereby employed as investment banker for the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that the Company is authorized to interview, select, and employ a claims and noticing agent for the Companies' Chapter 11 Cases, subject to bankruptcy court approval; and

RESOLVED, that the Authorized Officer is hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals, and to take and perform any and all further acts and deeds which he may deem necessary, proper, or desirable in connection with the Companies' Chapter 11 Cases, with a view to the successful prosecution of such Chapter 11 Cases; and

RESOLVED, that the Authorized Officer is hereby authorized, empowered and directed, in the name and on behalf of the Companies, to cause the Companies to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of such officer shall be or become necessary, proper and desirable to prosecute to a successful completion the Companies' Chapter 11 Cases, to effectuate the restructuring of the debt, other obligations, organizational form and structure and ownership of the Companies consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and

Debtor in Possession Credit Facility

RESOLVED, that, in connection with the Companies' Chapter 11 Cases, it is in the best interests of the Company to enter into a debtor-in-possession financing and the Authorized Officer is hereby authorized and empowered to negotiate, document, finalize and executed, in the name and on behalf of the Companies, to any and all documentation, including without limitation, a debtor-in-possession loan and security agreement any related documents thereto (collectively, the "Financing Documents") with a debtor-in-possession lender (the "Lender"), subject to bankruptcy court approval and consultation with the Managers; and

RESOLVED, that the Authorized Officer is hereby authorized and empowered to negotiate, execute, deliver and perform, for and on behalf of the Company, the Financing Documents with such additional, modified or revised terms as may be acceptable to the Authorized Officer, with the approval thereof being conclusively evidenced by the Authorized Officer's execution thereof; and

RESOLVED, that the Authorized Officer is hereby authorized and empowered for and on behalf of the Company to grant Lender a security interest in all of the real and personal property and assets of the Company, including, without limitation, all accounts, inventory, equipment, fixtures, chattel paper, commercial tort claims, instruments, documents, letter of credit rights and letters of credit, investment property and general intangibles and the proceeds thereof, to secure repayment of the Company obligations under the Financing Documents; and

RESOLVED, that the Authorized Officer is hereby authorized and empowered for and on behalf of the Company: (i) to negotiate, execute and deliver all other agreements, certificates, other documents and instruments contemplated by the Financing Documents, with such additional, modified or revised terms as may be acceptable to the Authorized Officer, with the approval thereof being conclusively evidenced by the Authorized Officer's execution thereof; and (ii) to carry out, perform in accordance with, amend or otherwise modify any arrangements, instruments or agreements at any time existing between the Companies and the Lender; and

RESOLVED, that the Authorized Officer is hereby authorized and directed to take or cause to be taken any and all such additional actions on behalf of the Company including the payment of closing fees, transactions fees, expenses and other transaction costs arising in connection with the Financing Transaction, in the name and on behalf of the Companies, as in the Authorized Officer's judgment is necessary, desirable or appropriate in order to consummate the transactions contemplated by or to otherwise effect the purposes or intent of the foregoing resolutions; and

Asset Purchase Agreement

RESOLVED, that, in connection with the Chapter 11 Cases, the Authorized Officer is hereby authorized to negotiate, document, finalize, execute and perform for and on behalf of the Company any and all documents (the "Transaction Documents") to be executed by the Company in connection with the sale of the assets of the Company and/or the subsidiaries (the "Transaction") to a purchaser (the "Purchaser"), subject to consultation with the Board of Managers and Bankruptcy Court approval; and

RESOLVED, that the Authorized Officer is hereby authorized and empowered for and on behalf of the Company: (i) to negotiate, execute and deliver all other agreements, certificates, other documents and instruments contemplated by the Transaction Documents, and (ii) to carry out, perform in accordance with, amend or otherwise modify any arrangements, instruments or agreements at any time existing between the Company and the Purchaser; and

RESOLVED, that the Authorized Officer is hereby authorized and directed to take or cause to be taken any and all such additional actions on behalf of the Company, including the payment of closing fees, transaction fees, expenses and other transaction costs arising in connection with the Transaction Documents, in the name and on behalf of the Company, as in

such Authorized Officer's judgment are necessary, desirable or appropriate in order to consummate the transactions contemplated by or to otherwise effect the purposes or intent of the foregoing resolutions; and

Ancillary Agreements; General

RESOLVED, that the Authorized Officer be, and each hereby is, authorized and empowered to take all such further actions including, without limitation, to arrange for and enter into supplemental agreements, instruments, certificates or documents relating to the transactions contemplated by the foregoing resolutions as he deems to be necessary, proper or advisable in his sole judgment and to execute and deliver all such supplemental agreements, instruments, certificates or documents in the name and on behalf of the Company, which shall in his sole judgment be necessary, proper or advisable in order to perform the Company's obligations under

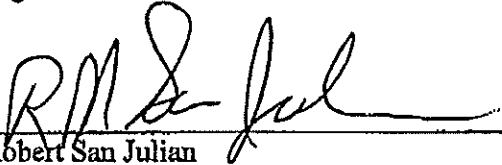
or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

This Action may be executed in multiple counterparts, each of which shall be deemed an original and all of which constitute one action, and the signature of any of the undersigned to any counterpart shall be deemed to be a signature to, and may be appended to, any other counterpart. Delivery of this Action may be made by facsimile, and facsimile signatures shall be treated as original signatures for all applicable purposes.

IN WITNESS WHEREOF, the undersigned have consented to the above resolutions as the dates set forth below:

February 10, 2012



Robert San Julian

February __, 2012

Daniel Collin

February __, 2012

Brice Reynolds

February __, 2012

John Wiesehan

February __, 2012

Todd Millard

BOARD OF MANAGERS

or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

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February ____, 2012

Robert San Julian

February 10, 2012



Daniel Collin

February ____, 2012

Brice Reynolds

February ____, 2012

John Wieschan

February ____, 2012

Todd Millard

BOARD OF MANAGERS

or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

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IN WITNESS WHEREOF, the undersigned have consented to the above resolutions as the dates set forth below:

February ____, 2012

Robert San Julian

February ____, 2012

Daniel Collin

February 9th, 2012



Brice Reynolds

February ____, 2012

John Wiesehan

February ____, 2012

Todd Millard

BOARD OF MANAGERS

or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

This Action may be executed in multiple counterparts, each of which shall be deemed an original and all of which constitute one action, and the signature of any of the undersigned to any counterpart shall be deemed to be a signature to, and may be appended to, any other counterpart. Delivery of this Action may be made by facsimile, and facsimile signatures shall be treated as original signatures for all applicable purposes.

IN WITNESS WHEREOF, the undersigned have consented to the above resolutions as the dates set forth below:

February ____, 2012

Robert San Julian

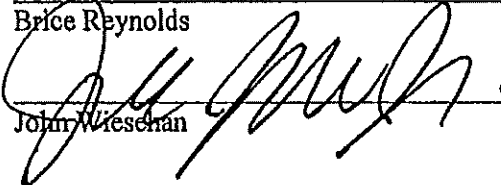
February ____, 2012

Daniel Collin

February ____, 2012

Brice Reynolds

February 10, 2012



John Wiesehan

February ____, 2012

Todd Millard

BOARD OF MANAGERS

or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

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IN WITNESS WHEREOF, the undersigned have consented to the above resolutions as the dates set forth below:

February __, 2012

Robert San Julian

February __, 2012

Daniel Collin

February __, 2012

Brice Reynolds

February __, 2012

John Wiesehan

February 10, 2012

Todd Millard

BOARD OF MANAGERS

The undersigned hereby ratifies, confirms, and approves each of the foregoing resolutions and any and all actions referenced therein as of the 10th day of February, 2012

TSC GLOBAL, LLC

By: Barry L. Kasoff
Name: Barry L. Kasoff
Title: Chief Executive Officer and
Chief Restructuring Officer

Barjan, LLC
Consent in Lieu of a Special Meeting of the Board of Managers of Barjan
International Limited, National Tool Warehouse LLC and TSC Group, LLC (the
"Companies")

WHEREAS, the undersigned is the sole member of each of the Companies (the "Member"); and

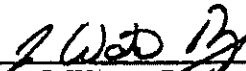
WHEREAS, the undersigned hereby takes the following actions and adopts the following resolutions by written consent:

RESOLVED, that the sole Member of each of the Companies hereby removes each and all of the current members of the Boards of Managers of each Company, including without limitation any positions any of them may hold on any committee of the Board, effective immediately; and

RESOLVED, that J. Watson Boxley is hereby appointed the sole member of the Board of Managers of each Company.

IN WITNESS WHEREOF, the undersigned sole Member of each Company has duly executed this Written Consent as of the date set forth below:

Barjan LLC



By: J. Watson Boxley
Its: Manager
Date: 2/19/11_____

Consent in Lieu of a Special Meeting

The undersigned (the "Undersigned"), being the (a) sole member of the Board of Managers of Barjan LLC, TSC Holdings, LLC, WAM Development, LLC, Barjan International Limited, National Tool Warehouse LLC, TSC Group, LLC, Fort Worth Associates, LLC, TSC Sales & Marketing, LLC, and TSC Service Group, LLC and (b) the sole member of the Board of Directors of TSC Solutions, Inc., Ascend Biotics, Inc., Wire Shelf Additions, Inc., and Mackinaw, Inc. hereby takes the following actions and adopts the following resolutions by written consent (collectively, the "Companies"):

RESOLVED, that the Undersigned, after having consulted with management of each Company, has determined that it is desirable and in the best interests of each Company, their direct and indirect subsidiaries, creditors, employees, and other interested parties that a petition or petitions be filed seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and

RESOLVED, that Barry Kasoff, the Chief Executive Officer and Chief Restructuring Officer of the sole ultimate parent of each of the Companies (the "Authorized Person"), is hereby also designated as the Chief Executive Officer of Barjan LLC, TSC Holdings, LLC and WAM Development, LLC ("2nd Tier Companies"), with sole and exclusive power and authority to act on behalf of the 2nd Tier Companies, subject only to the control and authority of the undersigned. The Authorized Person's power and authority over the 2nd Tier Companies shall include, without limitation, the authority to designate himself as Chief Executive Officer of the Companies directly or indirectly controlled by the 2nd Tier Companies, with such duties and authority as are necessary to effectuate these resolutions; and

RESOLVED, that the Authorized Person is hereby authorized and empowered, in the name and on behalf of each Company, to initiate, execute and verify a petition, or petitions, as the case may be, for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware, at such time as the Authorized Person shall determine; and

RESOLVED, that the law firm of McDonald Hopkins LLC, 300 N. LaSalle Street, Suite 2100, Chicago, Illinois 60654 is hereby employed as restructuring counsel for the Companies in the Companies' Chapter 11 Cases; and

RESOLVED, that the law firm of Polsinelli Shugart PC, 222 Delaware Avenue, Suite 1101, Wilmington, Delaware 19801-3062 is hereby employed as local Delaware attorneys for the Companies in the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that Realization Services, Inc., of which the Authorized Person is a principal, P.O. Box 189, Bedford Hills, New York 10507, is hereby employed as financial and restructuring advisors for the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that Livingstone Partners LLC, 443 North Clark, Suite 200, Chicago, Illinois 60654, is hereby employed as investment banker for the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that each Company is authorized to interview, select, and employ a claims and noticing agent for the Companies' Chapter 11 Cases, subject to Bankruptcy Court approval; and

RESOLVED, that the Authorized Person is hereby authorized and empowered to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals, and to take and perform any and all further acts and deeds which he may deem necessary, proper, or desirable in connection with the Companies' Chapter 11 Cases, with a view to the successful prosecution of such Chapter 11 Cases; and

RESOLVED, that the Authorized Person is hereby authorized and empowered, in the name and on behalf of each Company, to cause each Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of the Authorized Person shall be or become necessary, proper and desirable to prosecute to a successful completion the Companies' Chapter 11 Cases, to effectuate the restructuring of the debt, other obligations, organizational form and structure and ownership of the Companies consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and

Debtor in Possession Credit Facility

RESOLVED, that, in connection with the Companies' Chapter 11 Cases, it is in the best interests of each Company to enter into a debtor-in-possession financing, and the Authorized Person is hereby authorized and empowered to negotiate, document, finalize and execute, in the name and on behalf of each Company, any and all documentation, including without limitation, a debtor-in-possession loan and security agreement any related documents thereto (collectively, the "Financing Documents") with a debtor-in-possession lender (the "Lender"), subject to Bankruptcy Court approval and consultation with the Undersigned; and

RESOLVED, that the Authorized Person is hereby authorized and empowered to negotiate, execute, deliver and perform, for and on behalf of each Company, the Financing Documents with such additional, modified or revised terms as may be acceptable to the Authorized Person, with the approval thereof being conclusively evidenced by the Authorized Person's execution thereof; and

RESOLVED, that the Authorized Person is hereby authorized and empowered for and on behalf of each Company to grant Lender a security interest in all of the real and

personal property and assets of the Companies, including, without limitation, all accounts, inventory, equipment, fixtures, chattel paper, commercial tort claims, instruments, documents, letter of credit rights and letters of credit, investment property and general intangibles and the proceeds thereof, to secure repayment of the Companies' obligations under the Financing Documents; and

RESOLVED, that the Authorized Person is hereby authorized and empowered for and on behalf of each Company: (i) to negotiate, execute and deliver all other agreements, certificates, other documents and instruments contemplated by the Financing Documents, with such additional, modified or revised terms as may be acceptable to the Authorized Person, with the approval thereof being conclusively evidenced by the Authorized Person's execution thereof; and (ii) to carry out, perform in accordance with, amend or otherwise modify any arrangements, instruments or agreements at any time existing between the Companies and the Lender; and

RESOLVED, that the Authorized Person is hereby authorized and empowered to take or cause to be taken any and all such additional actions on behalf of each Company including the payment of closing fees, transactions fees, expenses and other transaction costs arising in connection with the Financing Transaction, in the name and on behalf of the applicable Company, as in the Authorized Person's judgment is necessary, desirable or appropriate in order to consummate the transactions contemplated by or to otherwise effect the purposes or intent of the foregoing resolutions; and

Asset Purchase Agreement

RESOLVED, that, in connection with the Chapter 11 Cases, the Authorized Person is hereby authorized to negotiate, document, finalize, execute and perform for and on behalf of each Company any and all documents (the "Transaction Documents") to be executed by some or all of each such Company in connection with the sale of the assets of the some or all of each such Company (the "Transaction") to a purchaser (the "Purchaser"), subject to consultation with the Undersigned and Bankruptcy Court approval; and

RESOLVED, that the Authorized Person is hereby authorized and empowered for and on behalf of each Company: (i) to negotiate, execute and deliver all other agreements, certificates, other documents and instruments contemplated by the Transaction Documents, and (ii) to carry out, perform in accordance with, amend or otherwise modify any arrangements, instruments or agreements at any time existing between the applicable Companies and the Purchaser; and

RESOLVED, that the Authorized Person is hereby authorized and empowered to take or cause to be taken any and all such additional actions on behalf of each Company, including the payment of closing fees, transaction fees, expenses and other transaction costs arising in connection with the Transaction and Transaction Documents, in the name and on behalf of each Company, as in such Authorized Person's judgment are necessary, desirable or appropriate in order to consummate the transactions contemplated by or to otherwise effect the purposes or intent of the foregoing resolutions; and

Ancillary Agreements: General

RESOLVED, that the Authorized Person be, and each hereby is, authorized and empowered to take all such further actions including, without limitation, to arrange for and enter into supplemental agreements, instruments, certificates or documents relating to the transactions contemplated by the foregoing resolutions as he deems to be necessary, proper or advisable in his sole judgment and to execute and deliver all such supplemental agreements, instruments, certificates or documents in the name and on behalf of each Company, which shall in his sole judgment be necessary, proper or advisable in order to perform the applicable Company's obligations under or in connection with or pursuant to the foregoing resolutions, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that all of the acts of the officers, employees or agents of the Companies for and on behalf of the Companies in connection with the transactions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions and the agreements and instruments referred to herein are hereby ratified, confirmed and approved in all respects; and

IN WITNESS WHEREOF, the undersigned has consented to the above resolutions as the dates set forth below:

February 9, 2012



J. Watson Boxley

**United States Bankruptcy Court
District of Delaware**

In re Barjan International Limited
Debtor.

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 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 Joe Doe, guardian.” Do not disclose the child’s name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim (if secured, also state value of security)
NONE				

**United States Bankruptcy Court
District of Delaware**

In re Barjan International Limited
Debtor.

Case No. _____
Chapter **11**

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

I, the Chief Executive Officer and Chief Restructuring Officer of the company named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date: March 7, 2012

Signature /s/ Barry Kasoff
Printed Name: Barry Kasoff
Title: Chief Executive Officer and Chief Restructuring Officer

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.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

_____)	
In re:)	Chapter 11
)	
Barjan International Limited,)	
a Hong Kong private limited company,)	Case No. 12-_____ (____)
)	
Debtor.)	
)	
(I.D. No. 1306211))	
_____)	

DECLARATION CONCERNING THE CREDITOR MATRIX

I, Barry Kasoff, Chief Executive Officer and Chief Restructuring Officer of the above-captioned debtor and debtor in possession, declare under penalty of perjury that I have reviewed the foregoing Creditor Matrix and the information contained therein is true and correct to the best of my information and belief.

Dated: March 7, 2012

/s/ Barry Kasoff

Name: Barry Kasoff

Title: Chief Executive Officer and Chief
Restructuring Officer

NONE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
Barjan International Limited, a Hong Kong private limited company,)	Case No. 12-_____ (____)
)	
Debtor.)	
)	
(I.D. No. 1306211))	

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
Barjan, LLC 14045 Ballantyne Corporate Place Suite 100 Charlotte, NC 28277	Common	100%	

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

_____)	
In re:)	Chapter 11
)	
Barjan International Limited,)	
a Hong Kong private limited company,)	Case No. 12- _____ (____)
)	
Debtor.)	
)	
(I.D. No. 1306211))	
_____)	

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

I, the Chief Executive Officer and Chief Restructuring Officer 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 it is true and correct to the best of my information and belief.

Date: March 7, 2012

Signature: /s/ Barry Kasoff
Printed Name: Barry Kasoff
Title: Chief Executive Officer and Chief
Restructuring Officer

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.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

_____)	
In re:)	Chapter 11
)	
Barjan International Limited,)	
a Hong Kong private limited company,)	Case No. 12-_____ (____)
)	
Debtor.)	
)	
(I.D. No. 1306211))	
_____)	

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO RULES 1007(A)(1) AND
7007.1 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtor and debtor in possession (the “Debtor”), respectfully represents as follows:

A. Ownership of the Debtor’s Equity Interests

The following entities directly or indirectly own 10% or more of any class of any of the Debtor’s equity interests:

1. Barjan, LLC owns 100% of the equity interests of Barjan International Limited.

B. The Debtor’s Ownership of 10% or More of Equity Interests in Publicly Traded Corporations and General or Limited Partnership or Joint Venture Interests

2. The Debtor does not directly or indirectly own 10% or more of any class of equity interests in any corporation whose securities are publicly traded.

3. The Debtor does not own an interest in any general or limited partnership or joint venture.

Dated: March 7, 2012
Wilmington, Delaware

/s/ Barry Kasoff
Name: Barry Kasoff
Title: Chief Executive Officer and Chief
Restructuring Officer