

B1 (Official Form 1)(12/11)

**United States Bankruptcy Court
Middle District of Florida**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Advanced Manufacturing & Power Systems, 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):	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) 59-3583323	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): 1965 Bennett Drive Deland, FL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 32724	ZIP Code
County of Residence or of the Principal Place of Business: Volusia	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>		<p>Name of Debtor(s): Advanced Manufacturing & Power Systems, Inc.</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 delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (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.</p> <p><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 a 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</p> <p>(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 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.</p>			
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property</p> <p>(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="margin-left: 40px;">_____</p> <p style="margin-left: 40px;">(Name of landlord that obtained judgment)</p> <p style="margin-left: 40px;">_____</p> <p style="margin-left: 40px;">(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 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.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>			

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

Name of Debtor(s):
Advanced Manufacturing & Power Systems, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United 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).
 I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); 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.

 Printed Name and title, if any, of Bankruptcy Petition Preparer

 Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

 Address

X _____

 Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X /s/ Samuel R. Pennington
 Signature of Attorney for Debtor(s)

Samuel R. Pennington 0779326
 Printed Name of Attorney for Debtor(s)

Samuel R. Pennington
 Firm Name

303 N Texas Ave.
Tavares, FL 32778

 Address

Email: bankruptcy-guru@earthlink.net
(352)508-8277 Fax: (352) 508-5796

 Telephone Number

December 7, 2012
 Date

 Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Randy Weimer
 Signature of Authorized Individual

Randy Weimer
 Printed Name of Authorized Individual

Vice President
 Title of Authorized Individual

December 7, 2012
 Date

 Date

B 1A (Official Form 1, Exhibit A) (9/97)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
Middle District of Florida**

In re Advanced Manufacturing & Power Systems, Inc. Debtor(s)

Case No. _____
Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is NA.

2. The following financial data is the latest available information and refers to the debtor's condition on ____.

a. Total assets		\$	<u>0.00</u>					
b. Total debts (including debts listed in 2.c., below)		\$	<u>0.00</u>					
c. Debt securities held by more than 500 holders:				Approximate number of holders:				
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock			<u>0</u>					<u>0</u>
e. Number of shares common stock			<u>0</u>					<u>0</u>

Comments, if any:

3. Brief description of Debtor's business:

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Middle District of Florida

In re Advanced Manufacturing & Power Systems, 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>
Alro Metals P.O. Box 905071 Charlotte, NC 28290-5071	Alro Metals P.O. Box 905071 Charlotte, NC 28290-5071	Trade Debt		36,600.27
Bank of America P.O. Box 15796 Wilmington, DE 19886	Bank of America P.O. Box 15796 Wilmington, DE 19886	Credit card purchases		24,321.79
Bergari Solutions 2605 160th Street W Suite 109 Rosemount, MN 55068	Bergari Solutions 2605 160th Street W Suite 109 Rosemount, MN 55068	Trade Debt		47,710.46
Chase Visa P.O. Box 15153 Wilmington, DE 19886	Chase Visa P.O. Box 15153 Wilmington, DE 19886	Credit card purchases		27,724.31
County of Volusia Tax Processing Center P.O. Box 31336 Tampa, FL 33631-3336	County of Volusia Tax Processing Center P.O. Box 31336 Tampa, FL 33631-3336	Real Estate: 1965 Bennett Drive Deland, FL 32724 Volusia County Parcel ID: 33-16-30-11-00-027 0 Lot 27 Deland Business & I		36,117.14 (592,640.00 secured) (960,588.29 senior lien)
Forest Capital, LLC 54 Scott Adam Road Suite 101 Cockeysville, MD 21030-3351	Forest Capital, LLC 54 Scott Adam Road Suite 101 Cockeysville, MD 21030-3351	Trade Debt		36,897.26
GTE Industries 4121 NW 37th Street Lincoln, NE 68524	GTE Industries 4121 NW 37th Street Lincoln, NE 68524	Trade Debt		31,150.07
Industrial Power Systems Inc 3010 Powers Ave Suite 16 Jacksonville, FL 32207	Industrial Power Systems Inc 3010 Powers Ave Suite 16 Jacksonville, FL 32207	Trade Debt		27,742.03

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

In re **Advanced Manufacturing & Power Systems, 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 Centralized Insolvency Ops P.O. Box 21126 Philadelphia, PA 19114-0326	Internal Revenue Service Centralized Insolvency Ops P.O. Box 21126 Philadelphia, PA 19114-0326	Payroll Taxes		62,000.00
Joseph Scofield 1340 Sonnet Court Deltona, FL 32738	Joseph Scofield 1340 Sonnet Court Deltona, FL 32738	Trade Debt		49,398.26
Metal Products Company P.O. Box 8 Suwanee, GA 30024	Metal Products Company P.O. Box 8 Suwanee, GA 30024	Trade Debt		12,152.00
Northwest Tech Con Systems 104-7450 Lowland Drive Burnady, BC V5J5A4	Northwest Tech Con Systems 104-7450 Lowland Drive Burnady, BC V5J5A4	Trade Debt		17,161.87
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	All Assets Excluding Building/Land		531,212.19 (601,377.00 secured) (87,406.26 senior lien)
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	Real Estate: 1965 Bennett Drive Deland, FL 32724 Volusia County Parcel ID: 33-16-30-11-00-027 0 Lot 27 Deland Business & I		960,588.29 (592,640.00 secured)
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	Lot Adjacent to Building Bennett Drive, Deland FL 32724		278,568.02 (115,653.00 secured)
Professional Svc Industries 7192 Solution Center Chicago, IL 60677-7001	Professional Svc Industries 7192 Solution Center Chicago, IL 60677-7001	Trade Debt		11,575.20
Randy Weimer 154 Hickory Road Ocala, FL 34472	Randy Weimer 154 Hickory Road Ocala, FL 34472			40,263.20
S&R Sales, Inc. 822 Mary's Park Place Winter Garden, FL 34787	S&R Sales, Inc. 822 Mary's Park Place Winter Garden, FL 34787	Trade Debt		27,986.00
US Bank, NA ND Visa P.O. Box 790408 Saint Louis, MO 63179	US Bank, NA ND Visa P.O. Box 790408 Saint Louis, MO 63179	Credit card purchases		15,979.58

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

In re Advanced Manufacturing & Power Systems, Inc.
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
Wells Fargo Payment Remittance Center P.O. Box 6426 Carol Stream, IL 60197-6426	Wells Fargo Payment Remittance Center P.O. Box 6426 Carol Stream, IL 60197-6426	Trade Debt		59,527.19

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

I, the Vice 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 December 7, 2012Signature /s/ Randy Weimer
Randy Weimer
Vice 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
Middle District of Florida**

In re Advanced Manufacturing & Power Systems, 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	708,293.00		
B - Personal Property	Yes	5	604,553.75		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	3		1,962,674.66	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		62,184.23	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	19		692,743.88	
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		32			
Total Assets			1,312,846.75		
Total Liabilities				2,717,602.77	

**United States Bankruptcy Court
Middle District of Florida**

In re Advanced Manufacturing & Power Systems, 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 Advanced Manufacturing & Power Systems, 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
Real Estate: 1965 Bennett Drive Deland, FL 32724		-	592,640.00	996,705.43
Volusia County Parcel ID: 33-16-30-11-00-0270 Lot 27 Deland Business & Industrial Park MB 45 PGS 131 to 139 INC PER OR 4649 PG 513				
Lot Adjacent to Building Bennett Drive, Deland FL 32724	Fee simple	-	115,653.00	278,568.02

Sub-Total > **708,293.00** (Total of this page)
 Total > **708,293.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

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

In re Advanced Manufacturing & Power Systems, 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	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Checking Account - Space Coast Credit Union	-	2,854.81
		Checking Account - Pinnacle	-	321.48
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
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.	X			
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 > **3,176.29**
(Total of this page)

4 continuation sheets attached to the Schedule of Personal Property

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

In re Advanced Manufacturing & Power Systems, 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.	X			
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.	X			
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.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > **0.00**
(Total of this page)

Sheet 1 of 4 continuation sheets attached
to the Schedule of Personal Property

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

In re Advanced Manufacturing & Power Systems, Inc.,

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON 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
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		1995 Chevrolet Van VIN: 1GCEG25K0SF208130 MILEAGE: 133,400	-	750.00
		2002 Ford Van VIN: 1FTNE24L82HB35657 MILEAGE: Engine Blown	-	1,000.00
		Trailer: 2005 AMPS TL VIN: 1A9BE15135D524071	-	300.00
		Trailer - 2008 FRDD TL VIN: 5WKBE162881001390	-	400.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		2001 Computer(2) [\$200]; Work Tables [\$200]; Tables for Shop Breakroom [\$75]; ANC Network Servcer [\$250]; 2003 Computer Equipment [\$100]; ID Pro Plus Label System [\$45]; Bookcases - Confernece Room (2) [\$25]; 2003 Celeron Computer (2) [\$200]; Desk, Office Chair, File Cabinet [\$125]; Bookcases (2) [\$25]; 2003 ANC Pro P4 Computer [\$100]; Current & Voltage Calculator, Extech 3ZH90 [\$20]; ANC Pro Celeron for Plasma Table [\$100]; Conference Room Table [\$75]; Auto Cad Programs [\$100]; ANC Pro Pentium for Auto Cad [\$100]	-	1,740.00
		2005 Plasma Table & Controls	-	1,500.00
			Sub-Total >	5,690.00
			(Total of this page)	

Sheet 2 of 4 continuation sheets attached to the Schedule of Personal Property

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

In re Advanced Manufacturing & Power Systems, Inc.,

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON 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
		Cad Operator Desk [\$75]; Desk [\$100]; Tables for Engineering Office (2) [\$20]; 60" Wide Double Pedestal - 8 [\$50]; 60" Wide Double Pedestal Desk [\$50]; Computer [\$100]; Monitor LCD VA902B [\$25]; Printer [\$500]; Computer Equipment [\$200]; Computer Equipment - ACER [\$100]; ACER DLP Projector [\$75]; Grey Lateral File 4 Drawer 36" [\$100]; Mahogany Desks (2) [\$200]; Laptop Computer [\$100]; Mini Laptop Computer [\$50]	-	1,745.00
		Desk [\$150]; ANC Pro Celeron [\$100]; ANC Pro P4 [\$100]; Desk & Chair [\$150]; Time Clock [\$200]; 2006 Computer [\$100]; 30 x 30 Double Pedestal Desk (2) [\$200]; Steelcase 2-Drawer Lateral File - 36"W (2) [\$70]; Steelcase 2-Drawer Lateral File - 36"W (2) [\$50]; Steelcase 3-Drawer Lateral File - 36"W (2) [\$70]; Celeron Computer [\$100]; Celeron System, 17" LCD Monitor [\$100]	-	1,390.00
29. Machinery, fixtures, equipment, and supplies used in business.		1999 Manufacturing Equipment [\$1000]; Work Bench [\$75]; Pressure Tank [\$50], Temperature Accessory [\$20]; 12000 lb Fork Lift [\$500]; 18 K Cap w/Upright Frame 42x120 [\$100]; 5" x 9' Long Beams [\$125]; Portable Load Bank [\$600]; Drum Spill Pallet [\$25]; Safety Drum Funnel [\$20]; Hoist Trolley [\$25]; Cable Cutters [\$20]; 2000 Manufacturing Equipment [\$1200]; Riding Lawn Mower [\$250]; Air Compressor [\$1000]; Paint Booth [\$1500]; Steel Racks [\$150];	-	6,660.00
		Pipe Threader [\$35]; Rivet Gun [\$40] ; Shop Tables [\$100]; 15' Mig Gun [\$50]; Lifting Bar [\$50]; 48" Aluminum Pipe Wrench [\$25]; Sander/Grinder [\$20]; 3 Drum Spill Skid (2) [\$125]; Metal Cutting Saw [\$50]; Milwaukee Metal Shear [\$45]; PMX 1250 Machine System 25' [\$250]; Pneumatic Nut Cert Tool [\$150]; Top Chain Hoist [\$75]; Drill Press & Welder [\$75]	-	1,090.00
		Test Cell Equipment [\$250]; MIG Welder [\$300]; Miller Syncrowave Tig Runner [\$350]; Blade Fabric Cutter [\$75]; MAG 400 GMAW Gun (Welding Equipment) [\$75]; Goose Neck Die for Press Brake [\$200]; Euro Mig Gun [\$50]; Roller Skid Kit [\$200]; Millermatic 350P 200/230/460V with Kit Drive Roll [\$700]; Spoolmatic [\$250]; 2550 PSI Pressure Washer [\$75]; Air Compressor [\$50]; High Inlet Refrig. Air Driver System [\$200]; Syncrowave 180 SD Runner [\$300]	-	3,075.00
			Sub-Total >	13,960.00
			(Total of this page)	

Sheet 3 of 4 continuation sheets attached to the Schedule of Personal Property

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

In re Advanced Manufacturing & Power Systems, Inc.,

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON 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
		Accupress 717512 Press Brake Equip. Table (\$15,000); Accupress 717512 Press Brak Equip Table (\$1,000); Bridgecrane TH1006-04/2 (\$5,000); Euromac Punch Press (\$15,000); Euromatic Punch Press (\$1,000)	-	37,000.00
		Horizontal Band Saw	-	1,200.00
		Robotic Welder	-	35,000.00
		Hyster Used Forklift	-	2,000.00
		Accurshear 62512 12"	-	10,000.00
		Accursheet 62512	-	10,000.00
		1998 12,000-lb Lift	-	1,500.00
		Robot Weld Table [\$200]; Spray Gun Washer [\$125]; Equipment - 60 Gallon Paint Storage [\$100]; Pyramid Roller [\$125]; Surface Grinder [\$100]; Aluminum Welding Kit for Robotic Welder [\$700]; Bullard Clean Air Box System for Paint Booth [\$600]; Shop Fox Dust Collector W1666 (2) [\$100]; MAG 400 GMAW Gun (Welding Equipment) [\$50]; Abrasive Blaster [\$200]; Fork Lift Extension [\$150]; Millermatic 250 Welding Machine [\$700]; Manitowoc Ice Machine [\$125]; RGD 700 Power Drive [\$125]; 200DX Dynasty Welder [\$250]; Air Cooled Tig Torch [\$50]; Genie GS 1930 Scissor Lift [\$500]	-	4,200.00
		Miller MIG Gun [\$35]; A/C Unit - Heat/Cool [\$75]; Rigid Pipe Threader Machine 2" Nidek 300T2 [\$25];	-	135.00
30. Inventory.		Business Inventory - due to volume of Inventory List - the List will be provided upon request	-	480,692.46
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 >				581,727.46
(Total of this page)				
Total >				604,553.75

Sheet 4 of 4 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

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

In re **Advanced Manufacturing & Power Systems, 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. xxx-xxxx-xx-xx1110		All Assets excluding Building/Land							
Black Business Invmt Fund 301 E. Pine Street Suite 175 Orlando, FL 32801	-	Value \$ 608,400.31						87,407.26	0.00
Account No.		RE Taxes Real Estate: 1965 Bennett Drive Deland, FL 32724 Volusia County Parcel ID: 33-16-30-11-00-0270 Lot 27 Deland Business & Industrial Park MB 45 PGS 131 to 139 INC PER OR 4649 PG 513							
County of Volusia Tax Processing Center P.O. Box 31336 Tampa, FL 33631-3336	-	Value \$ 592,640.00						36,117.14	36,117.14
Account No. xxxxxxxx0726		4/9/2007 2nd Mortgage Real Estate: 1965 Bennett Drive Deland, FL 32724 Volusia County Parcel ID: 33-16-30-11-00-0270 Lot 27 Deland Business & Industrial Park MB 45 PGS 131 to 139 INC PER OR							
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	X -	Value \$ 592,640.00						960,588.29	367,948.29
Account No. 1501090726		Representing: Pinnacle Bank							
Pinnacle Bank P.O. Box 741660 Orange City, FL 32774-1660		Value \$						Notice Only	
Subtotal								1,084,112.69	404,065.43
(Total of this page)									

2 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re Advanced Manufacturing & Power Systems, Inc.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E 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. xxxxxxxx0636 Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	X -	8/1/2006 1st Mortgage Lot Adjacent to Building Bennett Drive, Deland Fl 32724					278,568.02	162,915.02
		Value \$ 115,653.00						
Account No. 1501090636 Pinnacle Bank P.O. Box 741660 Orange City, FL 32774-1660		Representing: Pinnacle Bank					Notice Only	
		Value \$						
Account No. xxxxxx0018 Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	X -	12/3/2010 3rd Mortgage All Assets Excluding Building/Land					531,212.19	17,241.45
		Value \$ 601,377.00						
Account No. US Small Business Admin -SBA North Florida District Office 7825 Baymeadows Way Suite 100-B Jacksonville, FL 32256-7504		Representing: Pinnacle Bank					Notice Only	
		Value \$						
Account No. Suntrust	-	1/19/2012 Joseph Scofield Personal Real Estate					41,199.81	Unknown
		Value \$ 88,582.00						
Subtotal (Total of this page)							850,980.02	180,156.47

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Advanced Manufacturing & Power Systems, Inc.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E 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. xxxxxxx8755 TD Bank P.O. Box 400 Fort Pierce, FL 34954-0400	X -						
		4/2004 SBA Loan Accupress 717512 Press Brake Equip. Table (\$15,000); Accupress 717512 Press Brak Equip Table (\$1,000); Bridgecrane TH1006-04/2 (\$5,000); Euromac Punch Press (\$15,000); Euromatic Punch Press (\$1,000)					
		Value \$ 37,000.00				27,581.95	0.00
Account No. Colson SBA 6801 Lake Worth Road Suite 209 Lake Worth, FL 33467							
		Representing: TD Bank				Notice Only	
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Subtotal (Total of this page)						27,581.95	0.00
Total (Report on Summary of Schedules)						1,962,674.66	584,221.90

Sheet **2** of **2** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Total
(Report on Summary of Schedules)

1,962,674.66 **584,221.90**

In re Advanced Manufacturing & Power Systems, 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 Advanced Manufacturing & Power Systems, Inc.
Debtor

Case No. _____

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

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

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	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. xx-xxxxxxx9638								
Florida Dept of Revenue 5050 W. Tennessee Street Tallahassee, FL 32399-0120		-					184.23	
							184.23	0.00
Account No.			Payroll Taxes					
Internal Revenue Service Centralized Insolvency Ops P.O. Box 21126 Philadelphia, PA 19114-0326		-					0.00	
							62,000.00	62,000.00
Account No.								
Account No.								
Account No.								
Subtotal								184.23
(Total of this page)							62,184.23	62,000.00
Total								184.23
(Report on Summary of Schedules)							62,184.23	62,000.00

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

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

In re Advanced Manufacturing & Power Systems, 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.)	H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
Account No. Accurate Perforating Co Inc. P.O. Box 66528 Chicago, IL 60666-0528	-		Trade Debt				7,722.42
Account No. Ace Mounting Co. Inc 11 Cross Ave South Amboy, NJ 08879	-		Trade Debt				3,579.46
Account No. AG Mauro Company 1105 Sand Pond Road 32746	-		Trade Debt				2,980.00
Account No. xxxx7169 Alro Metals P.O. Box 905071 Charlotte, NC 28290-5071	-		Trade Debt				36,600.27
Subtotal (Total of this page)							50,882.15

18 continuation sheets attached

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

In re Advanced Manufacturing & Power Systems, 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. x1625 Armchen International Corp 3563 W 53rd Ct Fort Lauderdale, FL 33309		-	Trade Debt			213.22	
Account No. Bank of America P.O. Box 15796 Wilmington, DE 19886		-	Credit card purchases			24,321.79	
Account No. xxxxxx5565 Batteries Plus 459 W State Road 436 Altamonte Springs, FL 32714		-	Trade Debt			2,190.00	
Account No. xxx1425 Benchmark Holdings LLC 2710 W 5th Ave Eugene, OR 97402		-	Trade Debt			817.50	
Account No. Bergari Solutions 2605 160th Street W Suite 109 Rosemount, MN 55068		-	Trade Debt			47,710.46	
Sheet no. <u>1</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	75,252.97

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxV074 Beyel Brothers Inc P.O. Box 236246 Cocoa, FL 32923-6246		-	Trade Debt			2,247.30
Account No. BOCA Power 22325 Ensenada Way Boca Raton, FL 33433		-	Service			2,250.00
Account No. Bridgewater Tech Inc/Trystar 8086 Solutions Center Chicago, IL 60677-8000		-	Trade Debt			2,120.36
Account No. Bryson Crane Service 225 Marion Street Daytona Beach, FL 32114		-	Trade Debt			4,287.00
Account No. Chase Visa P.O. Box 15153 Wilmington, DE 19886		-	Credit card purchases			27,724.31
Sheet no. <u>2</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	38,628.97

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

In re Advanced Manufacturing & Power Systems, 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. xxx3800 Clay & Bailey Mft Co 6401 E 40th Street Kansas City, MO 64129		-	Trade Debt			1,178.14	
Account No. xxxxxxxxxxx9449 Crystal Springs P.O. Box 660579 Dallas, TX 75266-0579		-	Trade Debt			132.62	
Account No. AMPS Custom Machine & Design P.O. Box 152 Mount Dora, FL 32756		-	Trade Debt			990.00	
Account No. xx-xxVMAN Daytona Bolt & Nut Co. P.O. Box 1391 Daytona Beach, FL 32115		-	Trade Debt			148.31	
Account No. DME Inc 14001 Marquardt Ave Santa Fe Springs, CA 90670		-	Trade Debt			2,000.00	
Sheet no. <u>3</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	4,449.07

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxV075 Don Wood Inc 6501 Old Winter Garden Road Orlando, FL 32835		-	Trade Debt			2,793.55
Account No. xxxx0304 Eaton Corporation P.O. Box 905473 Charlotte, NC 28290-5473		-	Trade Debt			3,632.72
Account No. xxVA02 EGSA Electrical Generating Systems Assoc. 1650 S. Dixie Hwy Suite 400 Boca Raton, FL 33432-7461		-	Trade Debt			825.00
Account No. AMP1 Engine & Compressor Accessor 42146 Hwy 290 Business Waller, TX 77484		-	Trade Debt			4,209.46
Account No. xxxxx0065 Fastenal P.O. Box 978 Winona, MN 55987-0978		-	Trade Debt			289.53
Sheet no. <u>4</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	11,750.26

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

In re Advanced Manufacturing & Power Systems, 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. xxxx-x912-2 Fedex P.O. Box 660481 Dallas, TX 75266-0481		-	Trade Debt			56.87	
Account No. xxx6839 Florida Industrial Products P.O. Box 5137 Tampa, FL 33675-5137		-	Trade Debt			1,248.12	
Account No. Fluid Power Energy W229 N591 Foster Court Waukesha, WI 53186		-	Trade Debt			4,167.47	
Account No. Forest Capital, LLC 54 Scott Adam Road Suite 101 Cockeysville, MD 21030-3351		-	5/24/2012 Trade Debt			36,897.26	
Account No. xxx0874 G&K Services 3735 Corporex Park Drive Tampa, FL 33619-1162		-	Trade Debt			141.64	
Sheet no. <u>5</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	42,511.36

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxxxxxx4722 Grainger Dept 852654722 PO Box 419267 Kansas City, MO 64141-6267		-	Trade Debt			3,501.19
Account No. xxVM00 GTE Industries 4121 NW 37th Street Lincoln, NE 68524		-	Trade Debt			31,150.07
Account No. Advanced Man Harco Manufacturing Company 1000 Industrial Pkwy Newberg, OR 97132		-	Trade Debt			6,373.30
Account No. xx1954 Harrington & King P.O. Box 2248 Cleveland, TN 37320		-	Trade Debt			10,250.00
Account No. x9792 HD Supply Power Solutions PO Box 934790 Atlanta, GA 31193-4790		-	Trade Debt			3,772.96
Sheet no. <u>6</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	55,047.52

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. x4613 Hotstart Inc P.O. Box 11245 Spokane, WA 99211-0245		-	Trade Debt			1,080.67
Account No. x9192 Hughes Supply P.O. Box 934752 Atlanta, GA 31193-4752		-	Trade Debt			531.67
Account No. ADMAFL IDI Distributors 8303 Audubon Road Chanhassen, MN 55317		-	Trade Debt			1,741.86
Account No. x6046 Industrial Power Systems Inc 3010 Powers Ave Suite 16 Jacksonville, FL 32207		-	Trade Debt			27,742.03
Account No. ADVMA Infra Metals Co 200 NE 7th Street Hallandale, FL 33009		-	Trade Debt			7,548.47
Sheet no. <u>7</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	38,644.70

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxxxxx3599 Intuit P.O. Box 2981 Phoenix, AZ 85062-2981		-	Trade Debt			525.00
Account No. x4130 Jacob Heating & A/C 611 E. Intl Speedway Blvd Deland, FL 32724-2507		-	Trade Debt			158.00
Account No. Janice Sales Inc P.O. Box 186 Mims, FL 32754-0186		-	Trade Debt			501.62
Account No. Joseph Scofield 1340 Sonnet Court Deltona, FL 32738		-	Trade Debt			49,398.26
Account No. xx5406 Kason Vinyl Products P.O. Box 933422 Atlanta, GA 31193-3428		-	Trade Debt			9,010.79
Sheet no. <u>8</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 59,593.67

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxV226 Krueger Sentry Gauge Co 1873 Siesta Lane Green Bay, WI 54313-8021		-	Trade Debt			28.55
Account No. xxxxxxxxxx7025 Lowe's Business Account P.O. Box 530970 Atlanta, GA 30353-0970		-	Trade Debt			7,284.76
Account No. xx3560 Mackinnon Equipment & Svcs P.O. Box 26093 Tampa, FL 33623-6093		-	Trade Debt			307.95
Account No. xxx1621 Markair Inc 6817 Southpoint Pkwy Suite 2101 Jacksonville, FL 32216		-	Trade Debt			9,113.92
Account No. Metal Products Company P.O. Box 8 Suwanee, GA 30024		-	Trade Debt			12,152.00
Subtotal (Total of this page)						28,887.18

Sheet no. 9 of 18 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. 1117 Metro Steel & Pipe Supply PO Box 490933 Leesburg, FL 34749-0933		-	Trade Debt			8,774.63
Account No. Mid State Transport P.O. Box 2133 Seffner, FL 33584		-	Trade Debt			5,100.00
Account No. x5154 Miller Bearings P.O. Box 3469 Orlando, FL 32802		-	Trade Debt			536.40
Account No. 180 Mitsubishi Engine N. Am 1250 Greenbriar Drive Suite E Addison, IL 60101-1098		-	Trade Debt			6,085.51
Account No. xxxx1515 Northern Safety P.O. Box 4250 Utica, NY 13504-4250		-	Trade Debt			93.12
Subtotal (Total of this page)						20,589.66

Sheet no. 10 of 18 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. Northwest Tech Con Systems 104-7450 Lowland Drive Burnady, BC V5J5A4		-	Trade Debt			17,161.87
Account No. Advanced Manufacturing Novicon Industries 400 Roberts Road Oldsmar, FL 34677		-	Trade Debt			4,058.08
Account No. xxx8264 O'Neal Steal Inc. P.O. Box 934243 Atlanta, GA 31193-4243		-	Trade Debt			7,537.90
Account No. xxxx-xxxx-xxxx-7888 Office Depot Credit Plan P.O. Box 689020 Des Moines, IA 50368-9020		-	Credit card purchases			604.80
Account No. xx1144 Omega Engineering, Inc. P.O. Box 405369 Atlanta, GA 30384-5369		-	Trade Debt			859.17
Sheet no. <u>11</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	30,221.82

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. Orange City Paint & Decorating 609 S Volusia Ave Orange City, FL 32763		-	Trade Debt			2,523.59
Account No. xx4786 Phillips & Temro Industries 25286 Network PI Chicago, IL 60673-1252		-	Trade debt			2,602.50
Account No. xx5900 Phoenix Forging Co Inc. PO Box 64180-02 Baltimore, MD 21264-4180		-	Trade Debt			412.17
Account No. xxVAN5 Polymer Technologies 420 Corporate Blvd Newark, DE 19702		-	Trade Debt			1,489.30
Account No. x3702 Praxair Distribution SE 403 Zell Drive Orlando, FL 32824		-	Trade Debt			572.45
Sheet no. <u>12</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	7,600.01

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. xxx7004 Precision Standards Intl 11337 Distribution Ave Jacksonville, FL 32256		-	Trade Debt			155.06
Account No. Premium Assignment Corp P.O. Box 3100 Tallahassee, FL 32315-3100		-	Trade Debt			1,742.97
Account No. xxx7004 Professional Svc Industries 7192 Solution Center Chicago, IL 60677-7001		-	Trade Debt			11,575.20
Account No. Randy Weimer 154 Hickory Road Ocala, FL 34472		-				40,263.20
Account No. x7231 Redneck Trailer Supplies Inc 2100 N West Bypass Springfield, MO 65803		-	Trade Debt			8,144.30
Sheet no. <u>13</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	61,880.73

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. 1023 Richard's of Deland 111 Old Daytona Road Deland, FL 32724		-	Trade Debt			175.00
Account No. xxxx0200 Ryerson, Inc P.O. Box 905716 Charlotte, NC 28290-5716		-	Trade Debt			997.89
Account No. S&R Sales, Inc. 822 Mary's Park Place Winter Garden, FL 34787		-	Trade Debt			27,986.00
Account No. 2635 Samuel, Son & Company Inc 24784 Network Place Chicago, IL 60673-1247		-	Trade Debt			10,162.64
Account No. William M. Lindeman, PA Attn: William M. Lindeman P.O. Box 3506 Orlando, FL 32802			Representing: Samuel, Son & Company Inc			Notice Only
Sheet no. <u>14</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	39,321.53

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. x0025 Silex Innovations Inc 6659 Ordan Drive Mississauga, Ontario Canada L5T 1K6		-	Trade Debt			9,268.50
Account No. Sims Crane Rental P.O. Box 11825 Tampa, FL 33680		-				0.00
Account No. Southeast Rigging 1645 Jessie Street Jacksonville, FL 32206		-				0.00
Account No. xxxxx9306 Southeastern Freight Lines PO Box 100104 Columbia, SC 29202-3104		-	Trade Debt			644.76
Account No. 6811 Spencer Products Company 1859 Summit Commerce Park Twinsburg, OH 44087		-	Trade Debt			1,358.71
Sheet no. <u>15</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	11,271.97

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. Suntrust Visa P.O. Box 791250 Baltimore, MD 21279		-	Credit card purchases			9,716.92
Account No. Superior Sys & Technologies P.O. Box 147 Tye, TX 79563		-	Trade Debt			888.56
Account No. Tom Barrow Co Inc. 2800 Plant Atkinson Road Smyrna, GA 30080		-	Trade Debt			4,471.00
Account No. xxxxx5134 Travelers CL Remittance Center P.O. Box 660317 Dallas, TX 75266-0317		-	Trade Debt			837.70
Account No. xDV20 Tri-County Equipment 4182 S. University Drive Fort Lauderdale, FL 33328		-	Trade Debt			8,020.63
Subtotal (Total of this page)						23,934.81

Sheet no. 16 of 18 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. x0686 Underwriters Laboratories P.O. Box 75330 Chicago, IL 60675-5330		-	Trade Debt			346.00
Account No. xx0264 Universal Acoustic & Emmission Tech Inc. P.O. Box 411 Stoughton, WI 53589		-	Trade Debt			5,614.95
Account No. US Bank, NA ND Visa P.O. Box 790408 Saint Louis, MO 63179		-	3/2005 Credit card purchases			15,979.58
Account No. x3575 Weld Direct Corp P.O. Box 37546 Jacksonville, FL 32236		-	Trade Debt			3,235.23
Account No. xxxx-xxxx-xxxx-1703 Wells Fargo Payment Remittance Center P.O. Box 6426 Carol Stream, IL 60197-6426	X	-	3/2005 Trade Debt			59,527.19
Sheet no. <u>17</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	84,702.95

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

In re Advanced Manufacturing & Power Systems, 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				
Account No. AMPS West Crane Service 1640 Newport Ave Deland, FL 32724			Trade Debt			800.00
Account No. West Volusia Fire Equip Inc 313 E. Voorhis Ave P.O. Box 729 Deland, FL 32721-0729			Trade Debt			704.50
Account No. xxx1341 YRC P.O. Box 905587 Charlotte, NC 28290-5587			Trade Debt			6,068.05
Account No.						
Account No.						

Sheet no. 18 of 18 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) **7,572.55**

Total
 (Report on Summary of Schedules) **692,743.88**

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

In re Advanced Manufacturing & Power Systems, 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.
Ladco Leasing 7300 Chapman Hwy Knoxville, TN 37920	Samsun Business Telecom Equipment - Estimated Lease expiration: Feb 2016
Marlin Leasing Marlin Business Bank P.O. Box 13604 Philadelphia, PA 19101-3604	Surveillance Equipment Estimated Lease Expiration: October 2015

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

In re Advanced Manufacturing & Power Systems, 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
Denise Scofield	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763
Denise Scofield	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763
Denise Scofield	Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763
Denise Scofield	TD Bank P.O. Box 400 Fort Pierce, FL 34954-0400
Denise Scofield	Wells Fargo Payment Remittance Center P.O. Box 6426 Carol Stream, IL 60197-6426

0 continuation sheets attached to Schedule of Codebtors

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

**United States Bankruptcy Court
Middle District of Florida**

In re **Advanced Manufacturing & Power Systems, 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 Vice 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 34 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **December 7, 2012**

Signature **/s/ Randy Weimer**
Randy Weimer
Vice 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.

B7 (Official Form 7) (12/12)

**United States Bankruptcy Court
Middle District of Florida**

In re Advanced Manufacturing & Power Systems, 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 persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

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
\$2,492,969.09	2012 YTD: Debtor Labor/Product Sales/Recycling
\$3,555,096.75	2011: Debtor Labor/Product Sales/Recycling
\$3,747,350.51	2010: Debtor Labor/Product Sales/Recycling

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
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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 asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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
Accurate Perforating Co Inc. P.O. Box 66528 Chicago, IL 60666-0528	7/2012 & 9/2012	\$7,359.62	\$7,722.42
ACF PowerGen Co. 9311 Solar Drive Tampa, FL 33619	10/2012	\$1,498.00	\$1,498.00
Airgas	8/2012	\$2,000.00	\$0.00
Allegis Corporation	8/2012	\$3,697.85	\$0.00
Alro Metals P.O. Box 905071 Charlotte, NC 28290-5071	7/2012; 8/2012; 9/2012; 10/2012	\$43,718.20	\$37,853.49
AT&T P.O. Box 105262 Atlanta, GA 30348	8/2012; 9/2012; 10/2012	\$5,381.77	\$2,261.69
Ben's Paint Supply	8/2012; 9/2012; 10/2012	\$9,156.70	\$0.00
Benchmark Holdings LLC 2710 W 5th Ave Eugene, OR 97402	10/2012	\$817.50	\$817.50
Bergari Solutions 2605 160th Street W Suite 109 Rosemount, MN 55068	8/2012; 9/2012; 10/2012	\$30,544.22	\$58,233.38
Black Business Invmt Fund 301 E. Pine Street Suite 175 Orlando, FL 32801	8/2012; 9/2012	\$3,007.47	\$18,044.82

* 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.

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Bryson Crane Service 225 Marion Street Daytona Beach, FL 32114	8/2012; 9/2012; 10/2012	\$7,182.50	\$4,542.80
Chase Visa P.O. Box 15153 Wilmington, DE 19886	8/2012; 9/2012; 10/2012	\$4,500.00	\$27,724.31
City Electric Supply Co 914 W Beresford Ave Deland, FL 32720	9/2012	\$2,503.18	\$25.30
City of Deland	8/2012	\$1,936.14	\$0.00
Data Graphics, Inc P.O. Box 152 Mount Dora, FL 32756	10/2012	\$1,261.55	\$1,261.55
Dickinson & McDonald CPA P.O. Box 1626 Deland, FL 32721	10/2012	\$882.50	\$882.50
Eastern Metal Supply	8/2012; 10/2012	\$22,558.85	\$0.00
Fedex P.O. Box 660481 Dallas, TX 75266-0481	9/2012	\$2,785.09	\$20.03
Fedex Freight Dept P.O. Box 10306 Palatine, IL 60055-0306	10/2012	\$814.60	\$814.60
Fenestration Technology LLC 10089 Wilmington Blvd Englewood, FL 34224	10/2012	\$850.00	\$850.00
G&K Services 3735 Corporex Park Drive Tampa, FL 33619-1162	8/2012	\$1,433.70	\$174.83
GHG Insurance	8/2012	\$2,500.00	\$0.00
Governor Control System	8/2012	\$2,084.00	\$0.00
Grainger Dept 852654722 PO Box 419267 Kansas City, MO 64141-6267	8/2012; 9/2012; 10/2012	\$9,262.02	\$4,871.67
GTE Industries 4121 NW 37th Street Lincoln, NE 68524	8/2012; 9/2012	\$2,000.00	\$31,150.07
HD Supply Power Solutions PO Box 934790 Atlanta, GA 31193-4790	10/2012	\$1,373.62	\$5,146.58
Infra Metals Co 200 NE 7th Street Hallandale, FL 33009	8/2012; 9/2012	\$1,750.00	\$7,548.47
Intuit P.O. Box 2981 Phoenix, AZ 85062-2981	8/2012	\$1,050.00	\$525.00

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Jacob Heating & A/C 611 E. Intl Speedway Blvd Deland, FL 32724-2507	10/2012	\$628.00	\$1,116.00
Lowe's Business Account P.O. Box 530970 Atlanta, GA 30353-0970	8/2012; 9/2012	\$2,541.39	\$7,284.76
Metro Steel & Pipe Supply PO Box 490933 Leesburg, FL 34749-0933	8/2012; 9/2012; 10/2012	\$40,506.54	\$14,254.44
Mid State Transport P.O. Box 2133 Seffner, FL 33584	10/2012	\$1,350.00	\$2,250.00
Mitsubishi Engine N. Am 1250 Greenbriar Drive Suite E Addison, IL 60101-1098	8/2012; 10/2012	\$11,065.92	\$7,503.78
Namasco	10/2012	\$2,950.36	\$0.00
Northern Tool	9/2012	\$699.98	\$0.00
O'Neal Steal Inc. P.O. Box 934243 Atlanta, GA 31193-4243	8/2012; 9/2012; 10/2012	\$27,187.25	\$8,194.36
PDI Atlanta	8/2012; 9/2012; 10/2012	\$6,949.68	\$0.00
Perma-Fix P.O. Box 676390 Dallas, TX 75267-6390	10/2012	\$603.04	\$603.04
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	8/2012; 9/2012	\$14,480.92	\$960,588.29
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	8/2012; 10/2012	\$4,972.98	\$278,568.02
Pinnacle Bank 1113 Saxon Boulevard Orange City, FL 32763	8/2012; 9/2012	\$14,014.00	\$531,212.19
Praxair Distribution SE 403 Zell Drive Orlando, FL 32824	8/2012; 9/2012; 10/2012	\$7,189.26	\$3,428.88
Premium Assignment Corp P.O. Box 3100 Tallahassee, FL 32315-3100	8/2012; 9/2012; 10/2012	\$11,203.23	\$1,742.97
Professional Svc Industries 7192 Solution Center Chicago, IL 60677-7001	8/2012; 9/2012; 10/2012	\$10,577.60	\$11,657.60
Progress Energy P.O. Box 33199 Saint Petersburg, FL 33733-8199	8/2012; 9/2012; 10/2012	\$5,827.79	\$1,907.24
Pryco Inc	9/2012	\$7,360.84	\$0.00

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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
S&R Sales, Inc. 822 Mary's Park Place Winter Garden, FL 34787	8/2012; 9/2012; 10/2012	\$15,137.00	\$33,346.00
Samuel, Son & Company Inc 24784 Network Place Chicago, IL 60673-1247	8/2012;9/2012;10/2012	\$3,390.00	\$11,292.64
Service Partners	8/2012; 10/2012	\$2,630.48	\$0.00
Sims Crane Rental	10/2012	\$1,712.00	\$0.00
Spencer Products Company 1859 Summit Commerce Park Twinsburg, OH 44087	8/2012; 10/2012	\$5,713.18	\$3,890.71
SPS of Daytona	9/2012	\$2,077.44	\$0.00
Suntrust	8/2012; 9/2012; 10/2012	\$2,896.23	\$41,199.81
T&C Metals	8/2012; 9/2012; 10/2012	\$36,742.90	\$0.00
TD Bank P.O. Box 400 Fort Pierce, FL 34954-0400	8/2012; 9/2012; 10/2012	\$4,859.82	\$1,619.94
Technicon Acoustics	8/2012	\$1,769.00	\$0.00
Travelers CL Remittance Center P.O. Box 660317 Dallas, TX 75266-0317	9/2012; 10/2012	\$2,510.10	\$837.70
United Parcel Service	8/2012	\$690.41	\$0.00
Universal Acoustic & Emmission Tech Inc. P.O. Box 411 Stoughton, WI 53589	8/2012; 9/2012	\$3,000.00	\$5,614.95
US Bank, NA ND Visa P.O. Box 790408 Saint Louis, MO 63179	8/2012; 9/2012	\$2,000.00	\$15,979.58
Weld Direct Corp P.O. Box 37546 Jacksonville, FL 32236	10/2012	\$1,437.85	\$3,518.97
Wells Fargo Payment Remittance Center P.O. Box 6426 Carol Stream, IL 60197-6426	8/2012; 9/2012; 10/2012	\$3,000.00	\$59,527.19
West Volusia Fire Equip Inc 313 E. Voorhis Ave P.O. Box 729 Deland, FL 32721-0729	10/2012	\$704.50	\$704.50

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.)

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NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Joseph Scofield 1340 Sonnet Court Deltona, FL 32738	8/2012; 9/2012; 10/2012	\$16,500.00	\$49,398.26

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
Markair Inc, a Florida Corporation vs Advanced Manufacturing & Power Systems, Inc., a Florida Corporation Case No.: 16-2012-CA-003955-MA	Lawsuit	In the Circuit Court in and for Duval County, Florida	Stipulation Entered
Tom Barrow Company, a Foreign Corporation vs Avanced Manufacturing & Power Systems, Inc. a Florida Corporation UCN: 12-CC-2718-O	Lawsuit	In the County Court of the Ninth Judicial Circuit in and for Orange County, Florida	Stipulation entered
Samuel, Son & Company Inc vs Advanced Manufacturing & Power Systems, Inc. Case No.: 2012 12069 CICL	Lawsuit	In the Circuit Court in and for Volusia County, Florida	Stipulation

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
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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
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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
Bess Blougouras Freyberg Pennington 303 N. Texas Avenue Tavares, FL 32778	10/2012	\$15,000.00 Monetary; \$15000 (3 Business Guard 14k W Generator)

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
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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
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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
Cummins Bridgeway Job #20110026	Generator (2)	On Job Site HHCC Kendall
Cummins Bridgeway Job #20110065	Generator (2)	On Job Site HHCC Prosperity Oaks
Pantropic Job #20110038	Generator (6)	On Job Site Hialeah RO
Cummins PS Job #20110154	Generator	On Job Site Assurant Miami
Blanchard Cat Job #20120046	Generator	On Job Site Central Berkeley WTP Enc/Tank
FDDA Job #20100109	Generator	On Job Site Western States 1250W
FDDA Job #20100110	Generator	On Job Site Western States 1500W
Cummins PS Job #20120054	Generator	On Job Site Chico's Bldg #10 Opt 2
Pantropic Power Job #20120017	Generator	On Job Site Town of Davie
TAW Job #20120057	Generator	On Job Site Outpatient Diagnostic Cath Lab

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NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
Cummins PS Job #20120068	Generator	On Job Site Motorola Plantation
Cummins PS Job #20120047	Generator	On Job Site Jupiter Island Club
Cummins PS Job #20120037	Generator	On Job Site BVL Lift Station 21
FDDA Job #20120044	Generator	On Job Site UF Data

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
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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.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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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
Dickinson & McDonald PA PO Box 1626 Deland, FL 32721	2007 to Present

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
Dickinson & McDonald CPA	P.O. Box 1626 Deland, FL 32721	2007 to Date

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
Pinnacle Bank
1113 Saxon Boulevard
Orange City, FL 32763

DATE ISSUED

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)
12/31/2011	Joseph Scofield	
12/31/2010	Joseph Scofield	

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	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
12/31/2011	Advanced Manufacturing & Power Systems
12/31/2010	Advanced Manufacturing & Power Systems

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
------------------	--------------------	------------------------

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
Randy Weimer 154 Hickory Road Ocala, FL 34472	Vice President	50%
Joseph Scofield 1340 Sonnet Court Deltona, FL 32738	President	50%

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
Joseph Scofield 1340 Sonnet Court Deltona, FL 32738 President	2011 YTD Salary	\$87,083.00
Randy Weimer 154 Hickory Road Ocala, FL 34472 Vice President	2011 YTD Salary	\$87,083.00

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 December 7, 2012 Signature /s/ Randy Weimer
Randy Weimer
Vice 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

**United States Bankruptcy Court
Middle District of Florida**

In re Advanced Manufacturing & Power Systems, 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
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None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice 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 December 7, 2012

Signature /s/ Randy Weimer
Randy Weimer
Vice 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
Middle District of Florida**

In re **Advanced Manufacturing & Power Systems, Inc.**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Vice 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: **December 7, 2012**

/s/ Randy Weimer

Randy Weimer/Vice President

Signer/Title

Advanced Manufacturing & Power Systems
1965 Bennett Drive
Deland, FL 32724

Benchmark Holdings LLC
2710 W 5th Ave
Eugene, OR 97402

Colson SBA
6801 Lake Worth Road
Suite 209
Lake Worth, FL 33467

Samuel R. Pennington
Samuel R. Pennington
303 N Texas Ave.
Tavares, FL 32778

Bergari Solutions
2605 160th Street W
Suite 109
Rosemount, MN 55068

County of Volusia
Tax Processing Center
P.O. Box 31336
Tampa, FL 33631-3336

Accurate Perforating Co Inc.
P.O. Box 66528
Chicago, IL 60666-0528

Beyel Brothers Inc
P.O. Box 236246
Cocoa, FL 32923-6246

Crystal Springs
P.O. Box 660579
Dallas, TX 75266-0579

Ace Mounting Co. Inc
11 Cross Ave
South Amboy, NJ 08879

Black Business Invmt Fund
301 E. Pine Street
Suite 175
Orlando, FL 32801

Custom Machine & Design
P.O. Box 152
Mount Dora, FL 32756

AG Mauro Company
1105 Sand Pond Road
32746

BOCA Power
22325 Ensenada Way
Boca Raton, FL 33433

Daytona Bolt & Nut Co.
P.O. Box 1391
Daytona Beach, FL 32115

Alro Metals
P.O. Box 905071
Charlotte, NC 28290-5071

Bridgewater Tech Inc/Trystar
8086 Solutions Center
Chicago, IL 60677-8000

DME Inc
14001 Marquardt Ave
Santa Fe Springs, CA 90670

Armchen International Corp
3563 W 53rd Ct
Fort Lauderdale, FL 33309

Bryson Crane Service
225 Marion Street
Daytona Beach, FL 32114

Don Wood Inc
6501 Old Winter Garden Road
Orlando, FL 32835

Bank of America
P.O. Box 15796
Wilmington, DE 19886

Chase Visa
P.O. Box 15153
Wilmington, DE 19886

Eaton Corporation
P.O. Box 905473
Charlotte, NC 28290-5473

Batteries Plus
459 W State Road 436
Altamonte Springs, FL 32714

Clay & Bailey Mft Co
6401 E 40th Street
Kansas City, MO 64129

EGSA Electrical Generating
Systems Assoc.
1650 S. Dixie Hwy
Suite 400
Boca Raton, FL 33432-7461

Engine & Compressor Accessor
42146 Hwy 290 Business
Waller, TX 77484

GTE Industries
4121 NW 37th Street
Lincoln, NE 68524

Internal Revenue Service
Centralized Insolvency Ops
P.O. Box 21126
Philadelphia, PA 19114-0326

Fastenal
P.O. Box 978
Winona, MN 55987-0978

Harco Manufacturing Company
1000 Industrial Pkwy
Newberg, OR 97132

Intuit
P.O. Box 2981
Phoenix, AZ 85062-2981

Fedex
P.O. Box 660481
Dallas, TX 75266-0481

Harrington & King
P.O. Box 2248
Cleveland, TN 37320

Jacob Heating & A/C
611 E. Intl Speedway Blvd
Deland, FL 32724-2507

Florida Dept of Revenue
5050 W. Tennessee Street
Tallahassee, FL 32399-0120

HD Supply Power Solutions
PO Box 934790
Atlanta, GA 31193-4790

Janice Sales Inc
P.O. Box 186
Mims, FL 32754-0186

Florida Industrial Products
P.O. Box 5137
Tampa, FL 33675-5137

Hotstart Inc
P.O. Box 11245
Spokane, WA 99211-0245

Joseph Scofield
1340 Sonnet Court
Deltona, FL 32738

Fluid Power Energy
W229 N591 Foster Court
Waukesha, WI 53186

Hughes Supply
P.O. Box 934752
Atlanta, GA 31193-4752

Kason Vinyl Products
P.O. Box 933422
Atlanta, GA 31193-3428

Forest Capital, LLC
54 Scott Adam Road
Suite 101
Cockeysville, MD 21030-3351

IDI Distributors
8303 Audubon Road
Chanhassen, MN 55317

Krueger Sentry Gauge Co
1873 Siesta Lane
Green Bay, WI 54313-8021

G&K Services
3735 Corporex Park Drive
Tampa, FL 33619-1162

Industrial Power Systems Inc
3010 Powers Ave
Suite 16
Jacksonville, FL 32207

Ladco Leasing
7300 Chapman Hwy
Knoxville, TN 37920

Grainger
Dept 852654722
PO Box 419267
Kansas City, MO 64141-6267

Infra Metals Co
200 NE 7th Street
Hallandale, FL 33009

Lowes Business Account
P.O. Box 530970
Atlanta, GA 30353-0970

Mackinnon Equipment & Svcs
P.O. Box 26093
Tampa, FL 33623-6093

Northwest Tech Con Systems
104-7450 Lowland Drive
Burnady, BC V5J5A4

Pinnacle Bank
P.O. Box 741660
Orange City, FL 32774-1660

Markair Inc
6817 Southpoint Pkwy
Suite 2101
Jacksonville, FL 32216

Novicon Industries
400 Roberts Road
Oldsmar, FL 34677

Polymer Technologies
420 Corporate Blvd
Newark, DE 19702

Marlin Leasing
Marlin Business Bank
P.O. Box 13604
Philadelphia, PA 19101-3604

O'Neal Steal Inc.
P.O. Box 934243
Atlanta, GA 31193-4243

Praxair Distribution SE
403 Zell Drive
Orlando, FL 32824

Metal Products Company
P.O. Box 8
Suwanee, GA 30024

Office Depot Credit Plan
P.O. Box 689020
Des Moines, IA 50368-9020

Precision Standards Intl
11337 Distribution Ave
Jacksonville, FL 32256

Metro Steel & Pipe Supply
PO Box 490933
Leesburg, FL 34749-0933

Omega Engineering, Inc.
P.O. Box 405369
Atlanta, GA 30384-5369

Premium Assignment Corp
P.O. Box 3100
Tallahassee, FL 32315-3100

Mid State Transport
P.O. Box 2133
Seffner, FL 33584

Orange City Paint &
Decorating
609 S Volusia Ave
Orange City, FL 32763

Professional Svc Industries
7192 Solution Center
Chicago, IL 60677-7001

Miller Bearings
P.O. Box 3469
Orlando, FL 32802

Phillips & Temro Industries
25286 Network PI
Chicago, IL 60673-1252

Randy Weimer
154 Hickory Road
Ocala, FL 34472

Mitsubishi Engine N. Am
1250 Greenbriar Drive
Suite E
Addison, IL 60101-1098

Phoenix Forging Co Inc.
PO Box 64180-02
Baltimore, MD 21264-4180

Redneck Trailer Supplies Inc
2100 N West Bypass
Springfield, MO 65803

Northern Safety
P.O. Box 4250
Utica, NY 13504-4250

Pinnacle Bank
1113 Saxon Boulevard
Orange City, FL 32763

Richard's of Deland
111 Old Daytona Road
Deland, FL 32724

Ryerson, Inc
P.O. Box 905716
Charlotte, NC 28290-5716

Suntrust Visa
P.O. Box 791250
Baltimore, MD 21279

US Small Business Admin -SBA
North Florida District Office
7825 Baymeadows Way
Suite 100-B
Jacksonville, FL 32256-7504

S&R Sales, Inc.
822 Mary's Park Place
Winter Garden, FL 34787

Superior Sys & Technologies
P.O. Box 147
Tye, TX 79563

Weld Direct Corp
P.O. Box 37546
Jacksonville, FL 32236

Samuel, Son & Company Inc
24784 Network Place
Chicago, IL 60673-1247

TD Bank
P.O. Box 400
Fort Pierce, FL 34954-0400

Wells Fargo
Payment Remittance Center
P.O. Box 6426
Carol Stream, IL 60197-6426

Silex Innovations Inc
6659 Ordan Drive
Mississauga,
Ontario Canada L5T 1K6

Tom Barrow Co Inc.
2800 Plant Atkinson Road
Smyrna, GA 30080

West Crane Service
1640 Newport Ave
Deland, FL 32724

Sims Crane Rental
P.O. Box 11825
Tampa, FL 33680

Travelers CL
Remittance Center
P.O. Box 660317
Dallas, TX 75266-0317

West Volusia Fire Equip Inc
313 E. Voorhis Ave
P.O. Box 729
Deland, FL 32721-0729

Southeast Rigging
1645 Jessie Street
Jacksonville, FL 32206

Tri-County Equipment
4182 S. University Drive
Fort Lauderdale, FL 33328

William M. Lindeman, PA
Attn: William M. Lindeman
P.O. Box 3506
Orlando, FL 32802

Southeastern Freight Lines
PO Box 100104
Columbia, SC 29202-3104

Underwriters Laboratories
P.O. Box 75330
Chicago, IL 60675-5330

YRC
P.O. Box 905587
Charlotte, NC 28290-5587

Spencer Products Company
1859 Summit Commerce Park
Twinsburg, OH 44087

Universal Acoustic &
Emmission Tech Inc.
P.O. Box 411
Stoughton, WI 53589

Suntrust

US Bank, NA ND Visa
P.O. Box 790408
Saint Louis, MO 63179

**United States Bankruptcy Court
Middle District of Florida**

In re **Advanced Manufacturing & Power Systems, Inc.**
Debtor(s)

Case No. _____
Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept as a retainer	\$	<u>30,000.00</u>
Prior to the filing of this statement I have received	\$	<u>30,000.00</u>
Balance Due	\$	<u>0.00</u>

2. \$ **1,213.00** of the filing fee has been paid.

3. The source of the compensation paid to me was:
 Debtor Other (specify):

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

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

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
b. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:
Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

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

Dated: 12-7-2012

/s/SAMUEL R. PENNINGTON
Samuel R. Pennington 0779326

**303 N. Texas Avenue
Tavares, FL 32778
352-508-8277 Fax: 352-508-5796
spennington@lawteam4u.com**

Dated: 12-7-2012

/s/AVIE M. CROCE
**Avie M. Croce - Co-Counsel
Avie Meshbesh Croce, PLLC
1301 Beville Road, Suite #8
Daytona Beach, FL 32119
386-304-2821**

**United States Bankruptcy Court
Middle District of Florida**

In re **Advanced Manufacturing & Power Systems, 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 **Advanced Manufacturing & Power Systems, 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*]

December 7, 2012
Date

/s/ Samuel R. Pennington
Samuel R. Pennington 0779326
Signature of Attorney or Litigant
Counsel for **Advanced Manufacturing & Power Systems, Inc.**
Samuel R. Pennington
303 N Texas Ave.
Tavares, FL 32778
(352)508-8277 Fax:(352) 508-5796
bankruptcy-guru@earthlink.net