

B1 (Official Form 1)(1/08)

**United States Bankruptcy Court
Northern District of Illinois**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): UsAerosols, LLC	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) 20-4411614	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): 501 Main Street Utica, NY <div style="text-align: right; font-size: small;">ZIP Code 13501</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Oneida	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): c/o Steven B. Towbin, Shaw Gussis et al 321 N. Clark St, Ste. 800 Chicago, IL <div style="text-align: right; font-size: small;">ZIP Code 60654</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
---	---	---

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	--

Statistical/Administrative Information

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 checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<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 checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<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

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): UsAerosols, LLC
---	--

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: See Attachment	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
---	--

Exhibit C

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

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

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

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

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

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

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

Name of Debtor(s):
UsAerosols, LLC

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 Attorney*

X /s/ Steven B. Towbin
Signature of Attorney for Debtor(s)

Steven B. Towbin (#2848546)
Printed Name of Attorney for Debtor(s)

Shaw Gussis et al
Firm Name
**321 N. Clark Street
Suite 800
Chicago, IL 60654**

Address

312-541-0151 Fax: 312-980-3888
Telephone Number

October 30, 2009
Date

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

Signature of Non-Attorney 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 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/ John F. Romano
Signature of Authorized Individual

John F. Romano
Printed Name of Authorized Individual

President
Title of Authorized Individual

October 30, 2009
Date

In re UsAerosols, LLC, Case No. _____
Debtor

FORM 1. VOLUNTARY PETITION
Pending Bankruptcy Cases Filed Attachment

<u>Name of Debtor / District</u>	<u>Case No. / Relationship</u>	<u>Date Filed / Judge</u>
Aero Nuevo, LLC Northern District of Illinois	Affiliate	
Bridgeview Aerosol, LLC Northern District of Illinois	Affiliate	

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Northern District of Illinois**

In re UsAerosols, LLC

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>
BALL CORPORATION Attn: Casey Dodson 1717 Gifford Road Elgin, IL 60120	BALL CORPORATION Attn: Casey Dodson 1717 Gifford Road Elgin, IL 60120			2,303,072.21
BLACK FLAG / THE HOMAX GROUP, INC. Attn: Brian Halverson, Controller 200 Westerly Rd Bellingham, WA 98226	BLACK FLAG / THE HOMAX GROUP, INC. Attn: Brian Halverson, 200 WESTERLY Bellingham, WA 98226			1,663,104.70
PENNOCK COMPANY ATTN: ROBERT BILLINGS 3601 ISLAND AVE. PHILADELPHIA, PA 19153	PENNOCK COMPANY ATTN: ROBERT BILLINGS 3601 ISLAND AVE. PHILADELPHIA, PA 19153			916,303.79
CROWN CORK & SEAL COMPANY Attn: Brad Dahlgren One Crown Way Philadelphia, PA 19154	CROWN CORK & SEAL COMPANY Attn: Brad Dahlgren One Crown Way Philadelphia, PA 19154			367,178.30
DIVERSIFIED CPC INTERNATIONAL Attn: Paul Caponigri 24338 W Durkee Rd, Santa Fe Ind Dis Channahon, IL 60410-0490	DIVERSIFIED CPC INTERNATIONAL Attn: Paul Caponigri 24338 W Durkee Rd, Santa Fe Ind Dis Channahon, IL 60410-0490			311,570.22
EMCO CHEMICAL DISTRIBUTORS Attn: Marty Locke 2100 Commonwealth Ave, PO Box 1030 N. Chicago, IL 60064	EMCO CHEMICAL DISTRIBUTORS Attn: Marty Locke 2100 Commonwealth Ave, PO Box 1030 N. Chicago, IL 60064			261,528.50
REED SMITH SACHNOFF & WEAVER Attn: James T. Hultquist 10 South Wacker Drive Chicago, IL 60606	REED SMITH SACHNOFF & WEAVER Attn: James T. Hultquist 10 South Wacker Drive Chicago, IL 60606			207,509.89

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

In re **UsAerosols, LLC**

Case No. _____

Debtor(s) _____

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>
INTERSTATE CHEMICAL COMPANY Attn: Mike Quinn 7025 Reliable Parkway Cleveland, OH 44193-1573	INTERSTATE CHEMICAL COMPANY Attn: Mike Quinn 7025 Reliable Parkway Cleveland, OH 44193-1573			193,446.82
LASER TOOL, INC. Attn: Chris Minnis 17763 State Hwy 198, PO Box 728 Saegertown, PA 16433	LASER TOOL, INC. Attn: Chris Minnis 17763 State Hwy 198, PO Box 728 Saegertown, PA 16433			188,475.70
STONE CONTAINER CORPORATION Attn: Dave Zahller 2251 Berens Drive New Lenox, IL 60451	STONE CONTAINER CORPORATION Attn: Dave Zahller 2251 Berens Drive New Lenox, IL 60451			170,727.26
ASHLAND DISTRIBUTION COMPANY Attn: John Kwasneski 8500 S. Willow Springs Rd Willow Springs, IL 60480	ASHLAND DISTRIBUTION COMPANY Attn: John Kwasneski 8500 S. Willow Springs Rd Willow Springs, IL 60480			166,506.72
HYDRITE CHEMICAL COMPANY Attn: Tom Fredrich 300 N. Patrick Blvd. Brookfield, WI 53045	HYDRITE CHEMICAL COMPANY Attn: Tom Fredrich 300 N. Patrick Blvd. Brookfield, WI 53045			156,589.72
BOND, SCHOENECK, & KING, PLLC Attn: Richard Hole One Lincoln Center Syracuse, NY 13202	BOND, SCHOENECK, & KING, PLLC Attn: Richard Hole One Lincoln Center Syracuse, NY 13202			149,483.30
CL&D GRAPHICS Attn: Ned Price PO Box 644 Oconomowoc, WI 53066	CL&D GRAPHICS Attn: Ned Price PO Box 644 Oconomowoc, WI 53066			147,215.24
PACKAGING DESIGN Attn: Randy Haberman 101 Shore Drive Burr Ridge, IL 60527	PACKAGING DESIGN Attn: Randy Haberman 101 Shore Drive Burr Ridge, IL 60527			122,318.01
BERRY PLASTICS CORPORATION Attn: Joe Franckowiak PO Box 633485 Cincinnati, OH 45263	BERRY PLASTICS CORPORATION Attn: Joe Franckowiak PO Box 633485 Cincinnati, OH 45263			117,058.13
SUMMIT PKG. SYSTEMS INC. Attn: Denis Couture 400 Gay Street Manchester, NH 03103	SUMMIT PKG. SYSTEMS INC. Attn: Denis Couture 400 Gay Street Manchester, NH 03103			115,443.34

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

In re UsAerosols, LLC

Case No. _____

Debtor(s) _____

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>
BATAVIA CONTAINER, INC. Attn: Clay Shaw 1400 Paramount Parkway Batavia, IL 60510	BATAVIA CONTAINER, INC. Attn: Clay Shaw 1400 Paramount Parkway Batavia, IL 60510			115,173.30
PRECISION VALVE CORPORATION Attn: Dave Hansen 700 Nepperhan Avenue Yonkers, NY 10703	PRECISION VALVE CORPORATION Attn: Dave Hansen 700 Nepperhan Avenue Yonkers, NY 10703			97,017.36
DS CONTAINERS Attn: Emil Obradovich 1789 Hubbard Avenue Batavia, IL 60510	DS CONTAINERS Attn: Emil Obradovich 1789 Hubbard Avenue Batavia, IL 60510			93,859.89

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

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

Date October 30, 2009

Signature /s/ John F. Romano
John F. Romano
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
Northern District of Illinois**

In re **UsAerosols, LLC**

Debtor(s)

Case No.

Chapter **11**

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: **206**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **October 30, 2009**

/s/ John F. Romano

John F. Romano/President

Signer/Title

A.H. OFFICE COFFEE SERVICES
1151 Rohlwing Road
Rolling Meadows, IL 60008

AASSEMBLERS
2850 W. Columbus Ave
Chicago, IL 60652

ACID PRODUCTS CO., INC.
600 West 41st Street
Chicago, IL 60455

ACTION TECHNOLOGY COMPANY
Route 10 East
Clinton, IL 61727

ADMIRAL PRODUCTS
4101 W. 150th Street
Cleveland, OH 44135

ADP
100 Northwest Point Blvd.
Elk Grove Village, IL 60007

ADT SECURITY SERVICES, INC.
PO Box 371967
Pittsburgh, PA 15250

ADVANCED POLYMER, INC.
400 Paterson Plank Road
Carlstadt, NJ 07072

AEROFIL TECHNOLOGY, INC.
225 Industrial Drive
Sullivan, MO 63080

AEROSOL MACHINE PARTS CORP
40 East Farm Street
Waterbury, CT 06704

AEROSOL SPECIALTIES, LLC
189 Etowah Industrial Court
Canton, GA 30114

AG ENVIRONMENTAL PROD, LLC
P.O. Box 2047
Omaha, NE 68103-2047

AGILENT TECHNOLOGIES
2850 Centerville Road
Wilmington, DE 19808

AGILEX FLAVORS & FRAGRANCES
210 Hickory Springs Industrial Dr
Canton, GA 30115

AIRGAS NORTH CENTRAL
9100 West 47th Ave
Brookfield, IL 60513

AJ ADHESIVES, INC.
4800 Miami Street
St. Louis, MO 63116

AMERICAN LABELMARK
PO Box 46402
Chicago, IL 60646

AMERIGAS - CICERO
3501 S. Cicero Ave
Cicero, IL 60804

AMS ENVIRONMENTAL
3815 Bordeaux Drive
Hoffman Estates, IL 60192

ANCHOR FLEXIBLE PACKAGING
800 Denison Court
Bloomfield Hills, MI 48302

APEX ENGINEERING PRODUCTS
1241 Shoreline Drive
Aurora, IL 60504

APOLIS TRANSPORT, INC.
30803 S. Route 45
Peotone, IL 60468

AQUA THERM
PO Box 244
Matteson, IL 60443

ASHLAND DISTRIBUTION COMPANY
Attn: John Kwasneski
8500 S. Willow Springs Rd
Willow Springs, IL 60480

ASSEMBLIES UNLIMITED, INC.
143 Covington Drive
Bloomingdale, IL 60108

AT&T
PO Box 5019
Carol Stream, IL 60197

AT&T INTERNET SERVICES
PO Box 5016
Carol Stream, IL 60197

ATLAS COMPANIES
5050 N. River Road
Schiller Park, IL 60176

AUTOMOTIVE SPECIALTY PRODUCTS
900 17th Street, NW #300
Washington, DC 20006

AVAYA, INC.
14400 Hertz Quail Spring Parkway
Oklahoma City, OK 73134

BALL CORPORATION
Attn: Casey Dodson
1717 Gifford Road
Elgin, IL 60120

BATAVIA CONTAINER, INC.
Attn: Clay Shaw
1400 Paramount Parkway
Batavia, IL 60510

BATTERIES PLUS
105 W. Laura Drive
Addison, IL 60101

BDI
8200 South 86th Court
Justice, IL 60458

BEARING HEADQUARTERS COMPANY
2550 S. 25th Ave
Broadview, IL 60155

BEDFORD MOTORS SERVICE INC.
2600 Internationale Parkway
Woodridge, IL 60517

BELLE-AIRE FRAGRANCES, INC.
1600 Baskin Road
Mundelein, IL 60060

BERRY PLASTICS CORPORATION
Attn: Joe Franckowiak
PO Box 633485
Cincinnati, OH 45263

BIOLOGICAL SYSTEMS, INC.
PO Box 17893
Austin, TX 78760

BLACK FLAG / THE HOMAX GROUP, INC.
Attn: Brian Halverson, Controller
200 Westerly Rd
Bellingham, WA 98226

BLUE CROSS BLUE SHIELD
300 East Randolph Street
Chicago, IL 60601

BOND, SCHOENECK, & KING, PLLC
Attn: Richard Hole
One Lincoln Center
Syracuse, NY 13202

BOWMAN DISTRIBUTION
1301 East 9th Street, Suite 700
Cleveland, OH 44114

BRANDT TECHNOLOGIES, INC.
231 West Grand Avenue
Suite 202
Bensenville, IL 60106

BRENNTAG GREAT LAKES, LLC
52200 Eagle Way
Chicago, IL 60678

Bridgeview Aerosol, LLC
8470 South 77th Street
Bridgeview, IL 60455

BRIDGEVIEW CHAMBER
7300 W. 87th Street
Bridgeview, IL 60455

BRS AND ASSOCIATES, INC.
20 E. Jefferson Street, Suite 26
Naperville, IL 60540

BRUSKE PRODUCTS
7447 Duvan Drive
PO Box 669
Tinley Park, IL 60477

BWAY CORPORATION
8200 Broadwell Road
Cincinnati, OH 45244

CALCO LTD.
960 Muirfield
Hanover Park, IL 60133

CC TECHNOLOGIES
5777 Frantz Road
Dublin, OH 43017

CDW DIRECT
PO Box 75723
Chicago, IL 60675

CHEMIR ANALYTICAL SERVICES
2672 Metro Blvd.
Maryland Heights, MO 63043

CHEMPOINT.COM
13727 Collections Center Drive
Chicago, IL 60693

CHEMTOOL INC.
8200 Ridgely Road
Crystal Lake, IL 60012

CHICAGO MESSENGER SERVICE INC.
1600 S. Ashland Avenue
Chicago, IL 60608

CHICAGO PAINT & COATINGS ASSOC
1701 Woodfield Drive, Suite 205
Schamburg, IL 60173

CHIDLEY & PETO COMPANY
1500 West Shure Drive
Suite 245
Arlington Heights, IL 60004

CINTAS CORPORATION
6001 W. 73rd Street
Bedford Park, IL 60638

CL&D GRAPHICS
Attn: Ned Price
PO Box 644
Oconomowoc, WI 53066

COMMERCIAL FILTER SERVICES
3510 Metro Drive North
Fort Wayne, IN 46818

COMPBENEFITS INSURANCE CO.
PO Box 769849
Roswell, GA 30076

COMPLETE BUILDING MAINTENANCE
702 Western Ave
Lombard, IL 60148

CONSTELLATION NEW ENERGY
N21 W23340 Ridgeview Parkway
Waukesha, WI 53187

CONSTELLATION NEW ENERGY
1221 Lamar Street, Suite 750
Houston, TX 77010

COOK COUNTY TREASURER
118 N. Clark St. #112
Chicago, IL 60602

COVERALL OF CHICAGO
3020A Woodcreek Drive
Downers Grove, IL 60515

CRESCENT ELECTRIC
6754 W. 74th Street
Bedford Park, IL 60638

CROWN CORK & SEAL COMPANY
Attn: Brad Dahlgren
One Crown Way
Philadelphia, PA 19154

CROWN LIFT TRUCKS
430 E. Plainfield Road
LaGrange, IL 60525

CSPA
900 17th Street, NW #300
Washington, DC 20036

Design Master Color Tool Inc.
358 Arapahoe Avenue
Boulder, CO 80302

DIVERSIFIED CPC INTERNATIONAL
Attn: Paul Caponigri
24338 W Durkee Rd, Santa Fe Ind Dis
Channahon, IL 60410-0490

DOCUMENT TECHNOLOGIES, INC.
105 West Adams Street
Suite 1100
Chicago, IL 60603

DOUGLAS HURST
2107 DEBBIE COURT
Naperville, IL 60565

DS CONTAINERS
Attn: Emil Obradovich
1789 Hubbard Avenue
Batavia, IL 60510

DUBUQUE PLASTICS, INC.
19263 Ken Court
East Dubuque, IL 61025

DUN AND BRADSTREET
PO Box 75434
Chicago, IL 60675-5434

ELITE STAFFING INC.
Slot 302157
PO Box 66973
Chicago, IL 60666-0973

EMCO CHEMICAL DISTRIBUTORS
Attn: Marty Locke
2100 Commonwealth Ave, PO Box 1030
N. Chicago, IL 60064

ENGLEWOOD
3939 South Karlov Ave.
Chicago, IL 60632

FEDEX
PO Box 94515
Palatine, IL 60094-4515

FEDEX FREIGHT
4103 Collections Center Drive
Chicago, IL 60693

FIBER SHIELD INDUSTRIES, INC.
26 Old Dock Road
Yaphank, NY 11980

FIDELITY INSTITUTIONAL
PO Box 73307
Chicago, IL 60673-7307

FILTER TECHNOLOGY
3150 West 36th Place
Chicago, IL 60632

FLEURIN FRAGRANCES
PO Box 11106
Greenwich, CT 06831-1106

GARVEYS OFFICE PRODUCTS
7500 N. Caldwell Ave.
Niles, IL 60714

GENERAL CONVERTING, INC.
250 W. Crossroads Parkway
Bolingbrook, IL 60440

GEORGIA IRONS
1439 W GARFIELD BLVD
Second Floor
Chicago, IL 60636

GLITTEREX CORP.
7 Commerce Drive
Cranford, NJ 07016

GOLD EAGLE
4400 S. Kildare
Chicago, IL 60632

GRAINGER
DEPT. 801613639
Palatine, IL 06003-8001

GREGORY ENTERPRISES, INC.
P.O. BOX 382
Crystal Lake, IL 60039-0382

GREIF INC.
PO BOX 88879
Chicago, IL 60695-1879

GRR AEROSOLS
P.O. BOX 752114
Charlotte, NC 28275-2114

GULF-GREAT LAKES PKG. CORP.
1040 MARYLAND AVE.
Dolton, IL 60419

HARCROS
4330 GERALDINE AVENUE
Saint Louis, MO 63115

HARRIS EQUIPMENT COMPANY
2010 N. RUBY STREET
Melrose Park, IL 60160

HENKEL CORPORATION
32100 STEPENSON HIGHWAY
Madison Heights, MI 48071

HOMAX GROUP
200 Westerly Road
Bellingham, WA 98226

HYDRITE CHEMICAL COMPANY
Attn: Tom Fredrich
300 N. Patrick Blvd.
Brookfield, WI 53045

IAN GECKER & ASSOCIATES
10300 West Charleston Blvd. 13-183
Las Vegas, NV 89135

IFM EFECTOR, INC
782 SPRINGDALE DRIVE
Exton, PA 19341

ILLINOIS MANUFACTURER S ASSOC.
1301 W 22ND STREET
STE 610
Oak Brook, IL 60523

ILLINOIS STATE FIRE MARSHAL
1035 Stevenson Drive
Springfield, IL 62703

IN PAC
825A MOHR AVENUE
Waterford, WI 53185

INLANDER BROTHERS, INC.
7701 S. CLAREMONT AVE.
Chicago, IL 60620

INNERPAC, INC.
1942 S. LARAMIE
Cicero, IL 60804

INTERSTATE CHEMICAL COMPANY
Attn: Mike Quinn
7025 Reliable Parkway
Cleveland, OH 44193-1573

ISP TECHNOLOGIES
88076 EXPEDITE WAY
Chicago, IL 60695-0001

ITW PLASTIC PACKAGING SYSTEMS
2150 Q. SO. HWY 45/52
Kankakee, IL 60901

ITW SEXTON
36868 TREASURY CENTER
Chicago, IL 60694-6800

J & M FORKLIFT
119 E. BURRVILLE ROAD
Crete, IL 60417

JOHN CLARK
HANCOCK & ESTABROOK, LLP
1500 AXA TOWER I, 100 MADISON ST
Syracuse, NY 13202

JOHN ROMANO
23 GARDEN STREET
Scipio Center, NY 13147

JOLIET JUNIOR COLLEGE
1215 HOUBOLT ROAD
Joliet, IL 60431-8938

K.C. FLUID POWER
PO BOX 15322
Kansas City, KS 66115

KASKOR INDUSTRIES, INC.
1431 POST CT
Decatur, IL 62521-3751

KELLY SERVICES INC.
1212 Solutions Center
Chicago, IL 60677

KEY EQUIPMENT FINANCE
P.O. BOX 74713
Cleveland, OH 44194-0796

KEY WEST METAL INDUSTRIES
13831 S. KOSTNER AVE.
Crestwood, IL 60445

KIRKPATRICK & LOCKHART PRESTON
HENRY W. OLIVER BUILDING
535 Smithfield St.
Pittsburgh, PA 15222

KNIGHT PLASTICS
P.O. BOX 633485
Cincinnati, OH 45263-3485

LABEL MASTERS TECH SERVICES
6969 MCNERNEY ROAD
Northwood, OH 43619

LASER TOOL, INC.
Attn: Chris Minnis
17763 State Hwy 198, PO Box 728
Saegertown, PA 16433

LINDA ROMANO
501 MAIN STREET
Utica, NY 13501

LINDE, INC.
575 MOUNTAIN AVENUE
New Providence, NJ 07974-2097

LUBRIZOL CORP.
3013 SOLUTION CENTER
Chicago, IL 60678

MACNEAL PHYSICIANS GROUP, LLC
6645 Payshere Circle
Chicago, IL 60674

MAROON, INC.
1390 Jaycox Road
Avon, OH 44011

MASTER IMPRESSIONS INC.
1380 Nagel Boulevard
Batavia, IL 60510

MCLARENS YOUNG INTERNATIONAL
180 Montgomery Street
Suite 2100
San Francisco, CA 94104

MCMASTER CARR SUPPLY
PO Box 7690
Chicago, IL 60680

MEYER INDUSTRIAL CONTAINER
610 W. 81st Street
Chicago, IL 60620

MIDCO ELECTRIC SUPPLY
7237 West 90th Place
Bridgeview, IL 60455

MIRACLE PRESS CO.
2951 West Carroll Avenue
Chicago, IL 60612

MONTFORD A JOHNSON & ASSOC
26 SHERAL DRIVE
DANVILLE, IL 61832

MULTICOLOR SPECIALTIES, INC.
39504 Treasury Center
Chicago, IL 60694

MUTUAL OF OMAHA INSURANCE
Mutual of Omaha Plaza
Omaha, NE 68175

NETWORK IT EASY, INC.
5401 Patton Drive, Suite #120
Lisle, IL 60532

NEWMAN-GREEN, INC.
57 Interstate Road
Addison, IL 60101

NORTH SHORE UNIFORM
4005 Golf Road
Skokie, IL 60076

NORTHERN CONTAINER
5200 W. 73rd Street
Bedford Park, IL 60638

NPCA
1500 Rhode Island Ave NW
Washington, DC 20005

OFFICE DEPOT
PO Box 630813
Cincinnati, OH 45263

ORKIN PEST CONTROL
603 E. Diehl Road, Suite 124
Naperville, IL 60563

PACIFIC TELEMAGEMENT SERVICE
2175 N. California Boulevard
Suite 400
Walnut Creek, CA 94596

PACKAGING DESIGN
Attn: Randy Haberman
101 Shore Drive
Burr Ridge, IL 60527

PALMER HOLLAND, INC.
24950 Country Club Boulevard
Suite 400
North Olmstead, OH 44070

PARK PRINTING
9903 S. Roberts Road
Palos Hills, IL 60465

PAUL LISIECKI
13130 S 86TH AVENUE
Palos Park, IL 60464

PENN COLOR, INC.
400 Old Dublin Pike
Doylestown, PA 18901

PENNOCK COMPANY
ATTN: ROBERT BILLINGS
3601 ISLAND AVE.
PHILADELPHIA, PA 19153

PETER BECOLA
2506 Timber Lane
Lindenhurst, IL 60046

PETRO-CANADA
980 North Michigan Avenue
Suite 1400, #1431
Chicago, IL 60611

PRECISION VALVE CORPORATION
Attn: Dave Hansen
700 Nepperhan Avenue
Yonkers, NY 10703

PREMIER DELIVERY INC.
8455 South 77th Avenue
Bridgeview, IL 60455

PREMIUM FINANCING SPECIALIST
22432 Network Place
Chiacgo, IL 60673

PT HUTCHINS COMPANY LTD.
901 Stimson Avenue
City of Industry, CA 91745

QLC, INC.
537 Progress Drive
Hartland, WI 53029

QUADSIMIA
587 Main Street
New York Mills, NY 13417

R&G LEASING, INC.
16642 Windsor Court
Lemont, IL 60439

R&K MAINTENANCE, INC.
8392 S. 77th Avenue
Bridgeview, IL 60455

R.V. EVANS
2325 E. Logan Street
Decatur, IL 62526

RED WING SHOE INDUSTRIAL
7059 W. Cermak
Berwyn, IL 60402

REED SMITH SACHNOFF & WEAVER
Attn: James T. Hultquist
10 South Wacker Drive
Chicago, IL 60606

RICHARDSON & EDWARDS PRINTERS
1110 W. National Ave
Addison, IL 60101

RITA CORPORATION
8011 Solutions Center
Chicago, IL 60677

SCHLENK-BOTH METALLIC PIGMENTS
40 Nickerson Road
Ashland, MA 01721

SEA-LAND CHEMICAL CO.
821 Westpoint Parkway
Westlake, OH 44145

SEAQUIST DISPENSING
Attn: Craig Rand
1160 North Silver Lake Road
Cary, IL 60013

SERVICE PALLET, INC.
500 Overland Drive
North Aurora, IL 60542

SOUTHWEST WAX, LLC.
210 Commons Road
Utica, NY 13502

SPRAY PRODUCTS CORP
1323 Conshohocken Road
Plymouth Meeting, PA 19462

STERLING COMMERCE CVG
PO BOX 73199
Chicago, IL 60673

STONE CONTAINER CORPORATION
Attn: Dave Zahller
2251 Berens Drive
New Lenox, IL 60451

SUMMIT PKG. SYSTEMS INC.
Attn: Denis Couture
400 Gay Street
Manchester, NH 03103

SUPERIOR GRAPHITE
10 SOUTH RIVERSIDE PLAZA
Chicago, IL 60606

SYMRISE, INC.
300 North Street
Teterboro, NJ 07608

TAURUS DISPLAY
1249 Glen Ave
Moorestown, NJ 08057

TELEGRATION, INC.
P.O. BOX 3010
Birmingham, MI 48012-3010

TEMPLE-INLAND COMPANY
824 Raymond Street
Elgin, IL 60120

TH HILSON COMPANY
1761 S. NAPERVILLE ROAD
Suite 100
Wheaton, IL 60189

THE BERNS CORPORATION
4270 Lee Ave
Gurnee, IL 60031

THE CARY COMPANY
1195 W. Fullerton
PO Box 403
Addison, IL 60101

THE FOUNTAINHEAD GROUP, INC.
ATTN: DANIEL O'TOOLE
23 GARDEN ST.
New York Mills, NY 13417

THE KAYES COMPANY
643 BEAR RUN LANE
Lewis Center, OH 43035

THE MANAGEMENT ASSOC OF ILL
2809 S. 25TH AVENUE
Broadview, IL 60155

THE MANAGEMENT ASSOCIATION
1400 Opus Place, Suite 500
Downers Grove, IL 60515

TIM-BAR CORPORATION
201 S. College Avenue
New Oxford, PA 17350

TRUST MACHINING
8430 S. 77th Avenue
Bridgeview, IL 60455

UNICARE
233 S. WACKER Suite 3900
Chicago, IL 60606

UNIVAR CHICAGO
8500 West 68th Street
Bedford Park, IL 60501

USF HOLLAND INC.
750 East 40th Street
Holland, MI 49422

V.I.M. RECYCLERS, L.P.
920 Rathbone Avenue
Aurora, IL 60506

VI-CAS MANUFACTURING CO.
8407 Monroe Avenue
Cincinnati, OH 45236

VIDEOJET
1500 Mittel Boulevard
Wood Dale, IL 60191

VILLAGE OF BRIDGEVIEW
7500 S. Oketo Ave
Bridgeview, IL 60455

W.C. RICHARDS COMPANY
3555 W. 123RD STREET
Alsip, IL 60803

WASTE MANAGEMENT OF ILLINOIS
1411 Opus Place, Suite 400
Downers Grove, IL 60515

WILKENS ANDERSON COMPANY
4525 West Division
Chicago, IL 60651

WORD PROCESSING INDUSTRIES INC
4545 N. Ravenswood Avenue
Chicago, IL 60640

YOUNGSTOWN PRE-PRESS, INC.
3691 LeHarps Road
Youngstown, OH 44515

YRC
PO Box 471
Akron, OH 44309

**United States Bankruptcy Court
Northern District of Illinois**

In re UsAerosols, LLC

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 UsAerosols, LLC 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*]

October 30, 2009

Date

/s/ Steven B. Towbin

Steven B. Towbin (#2848546)

Signature of Attorney or Litigant

Counsel for UsAerosols, LLC

Shaw Gussis et al

321 N. Clark Street

Suite 800

Chicago, IL 60654

312-541-0151 Fax:312-980-3888