

B1 (Official Form 1) (4/10)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): TransMatrix, 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)/Complete EIN (if more than one, state all): 36-3450825	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 570 E. Higgins Road Suite 200 Elk Grove Village, IL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 60007-1431	ZIP CODE
County of Residence or of the Principal Place of Business: Cook	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):	
ZIP CODE	

<p>Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p>Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <p>Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p>Nature of Debts (Check one box.)</p> <p><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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p>Filing Fee (Check one box.)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached.</p> <p><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.</p> <p><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.</p>	<p>Check one box: Chapter 11 Debtors</p> <p><input checked="" type="checkbox"/> Debtor is a small business debtor as defined by 11 U.S.C. § 101(51D).</p> <p><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input checked="" 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).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><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).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p> <p>Estimated Number of Creditors</p> <p><input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000</p> <p>Estimated Assets</p> <p><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion</p> <p>Estimated Liabilities</p> <p><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): TransMatrix, Inc.
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

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

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

Name of Debtor: None	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p 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 align="center">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p align="center">X _____</p> <p align="right">Date</p>
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Exhibit C

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

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

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

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

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

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

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

Debtor has included 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): **TransMatrix, 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 _____

X _____

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/ Mark R. Schottler
Mark R. Schottler Bar No. **6238871**

Schottler & Associates
10 S. LaSalle St.
Suite 1130
Chicago, IL 60603

Phone No. _____ Fax No. _____

11/3/2011
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.)

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.

TransMatrix, Inc.

X /s/ Thomas S. Wagner
Signature of Authorized Individual

Thomas S. Wagner
Printed Name of Authorized Individual

President
Title of Authorized Individual

11/3/2011
Date

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.

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None				

Total: \$0.00

(Report also on Summary of Schedules)

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	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 home-stead associations, or credit unions, brokerage houses, or cooperatives.		Business Checking Account American Chartered Bank (7471)	\$500.00
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.		General Liability and Property policy	\$0.00
10. Annuities. Itemize and name each issuer.	X		

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property	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 non-negotiable instruments.	X		
16. Accounts receivable.		Accounts receivable (31-60 days)	\$15,565.90
		Accounts receivable (61-90 days)	\$5,180.00
		Accounts receivable (91 days and over)	\$851,725.80
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
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		
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		

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 4

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
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		

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

4 continuation sheets attached

Total >

\$1,042,871.70

In re **TransMatrix, Inc.**

Case No. _____
(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

Check if debtor claims a homestead exemption that exceeds \$146,450.*

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
		\$0.00	\$0.00

* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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 AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Subtotal (Total of this Page) >						\$0.00	\$0.00
Total (Use only on last page) >						\$0.00	\$0.00

No continuation sheets attached

(Report also on Summary of Schedules.)
(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

In re **TransMatrix, Inc.**

Case No. _____
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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).

Administrative allowances under 11 U.S.C. Sec. 330

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

* Amounts are 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) (04/10) - Cont.

In re **TransMatrix, Inc.**

Case No. _____
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Taxes and Certain Other Debts Owed to Governmental Units

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Alabama Department of Revenue Ad Valorem Tax Division Public Utilities Section PO Box 327210 Montgomery, AL 36132-7210		DATE INCURRED: CONSIDERATION: Taxes REMARKS:				\$129.45	\$129.45	\$0.00
ACCT #: South Carolina Tax Commission Property Division Utility Section PO Box 125 Columbia, SC 29214		DATE INCURRED: CONSIDERATION: Taxes REMARKS:				\$125.72	\$125.72	\$0.00
Subtotals (Totals of this page) >						\$255.17	\$255.17	\$0.00
Total >						\$255.17		
Totals >							\$255.17	\$0.00

Sheet no. 1 of 1 continuation sheets
attached to Schedule of Creditors Holding Priority Claims

**(Use only on last page of the completed Schedule E.
Report also on the Summary of Schedules.)**

**(Use only on last page of the completed Schedule E.
If applicable, report also on the Statistical Summary
of Certain Liabilities and Related Data.)**

B6F (Official Form 6F) (12/07)
In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCT #: AFLAC - American Family Life Assurance Remittance Processing Services 1932 Wynnton Road Columbus, GA 3199-0001		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$187.68
ACCT #: Alabama Railcar Service Div. Of The Harper Group, Inc. Box 968 Ozark, AL 36361		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$9,691.89
ACCT #: Alton & Southern Railway Co. c/o Union Pacific Railroad Company PO Box 718 Downtown Station Omaha, NE 68101-0718		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$207.77
ACCT #: B.N.S.F. Ry. Co. 3115 Solutions Center Chicago, IL 60677-3001		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$131.66
ACCT #: Bayou Railcar Services, Inc. PO Box 279 Highway 190 West Holden, LA 70744-0426		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$4,329.00
ACCT #: California Railcar Corporation PO Box 1592 Palm Springs, CA 92263		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$26,821.70
Subtotal >						\$41,369.70
Total >						

8 continuation sheets attached

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Caltrax, Inc. 1805 30th Avenue S.E. Calgary, AB, CN T2G 4X8		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$5,452.47
ACCT #: Cbeyond Communications 13474 Collections Center Drive Chicago, IL 60693		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				\$488.60
ACCT #: CIT Rail Resources Canada Suite 1070 700 4th Ave. S.W. Calgary, AB, CN T2P 3J4		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,531.10
ACCT #: Continental Tank Car Corp. PO Box 773 Bernardsville, NJ 07924-0773		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$6,795.75
ACCT #: Cristofer B. Lord 10 S. LaSalle Street Suite 3300 Chicago, IL 60603		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only
ACCT #: CSX Transportation 500 Water Street Jacksonville, FL 32202		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				\$383.29

Sheet no. 1 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$14,651.21**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: CSX Transportation, Inc. Section 977 Louisville, KY 40289		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,755.79
ACCT #: DE Lage Landen Account Services 1111 Old Eagle School Road Wayne, PA 19087		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				\$186.38
ACCT #: Dow Chemical Company 2020 Dow Center Building Midland, MI 48674		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$43,073.00
ACCT #: Empire Railcar Corp. PO Box 3342 Palm Springs, CA 92263		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$13,825.00
ACCT #: GE Railcar Services Corp 161 N. Clark Street 7th Floor Chicago, IL 60601		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$387,101.58
ACCT #: Genematrix, Inc. 570 E. Higgs Road Suite 101 Elk Grove Village, IL 60007		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,068.80

Sheet no. 2 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$447,010.55**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: GLNX Corporation 2201 Timberloch Place Suite 125 The Woodlands, TX 77380		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$7,667.43
ACCT #: Illinois Central Railroad Manager, Car Accounting 17641 S. Ashland Avenue Homewood, IL 60430-1345		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$114.38
ACCT #: Indiana Department of Revenue 100 N. Senate Ave., MS 112 (Casheir's) Indianapolis, IN 46204-2253		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				\$273.51
ACCT #: Indiana Harbor Belt RR PO Box 96538 Chicago, IL 60693		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$673.37
ACCT #: Mallard Transportation Co. 427 South Boston Suite 320 Tulsa, OK 74103		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$3,162.12
ACCT #: Mississippi State Tax Commission PO Box 1033 Jackson, MS 39215		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$17.00

Sheet no. 3 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$11,907.81**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Montana Department of Revenue Mitchell Building Helena, MT 59620		DATE INCURRED: CONSIDERATION: Taxes REMARKS:				\$5.17
ACCT #: Norfolk Southern Corp. 175 W. Jackson Chicago, IL 60604		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,564.73
ACCT #: Northwestern Mutual Life 1475 Woodfield Road Suite 900 Schaumburg, IL 60173		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				\$881.61
ACCT #: NTL Transporation, Ltd. 135 South LaSalle Street Suite 2300 Chicago, IL 60603		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$1,803.96
ACCT #: OPS PO Box 924 Lake Forest, IL 60045		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only
ACCT #: Ottawa Railcar Services PO Box 4254 Naperville, IL 60567		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$8,490.00

Sheet no. 4 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$12,745.47**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Pan American Railway Co. One Riverway Suite 1900 Houston, TX 77056		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$162,779.80
ACCT #: Peter Joseph Bambace Holm Bambace 1010 Lamar Ste 1100 Houston, TX 77002		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only
ACCT #: Pioneer Oil, LLC 1728 Lampman Drive Suite A Billings, MT 59102		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$850.00
ACCT #: PLM Investment Management, Inc. One North LaSalle Street Suite 2700 Chicago, IL 60602		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$29,495.26
ACCT #: Rocky Mountain Trans Svcs. Inc. 7312 Ralston Road Arvada, CO 80002		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$9,771.86
ACCT #: x:xx xx x3215 Ryan & Dawson 770 South Post Oak Lane Suite 550 Houston, TX 77056		DATE INCURRED: CONSIDERATION: Attorney for - Southwest Rail Ind REMARKS:				Notice Only

Sheet no. 5 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$202,896.92**

Total >

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

Total >

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Sierra y Vazquez Prol. Reforma No. 1190, Piso 25 Santa Fe, DF, MX 05300		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$2,507.34
ACCT #: SM Brooks Freight Cars PO Box 550 Nash, TX 75569		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$3,465.80
ACCT #: Solvay Chemicals, Inc. PO Box 1167 Green River, WY 82935		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$13,078.40
ACCT #: Southwest Rail Industries, Inc. 601 South East Street PO Box 65 Weimar, TX 78962		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:			X	\$359,316.19
ACCT #: Sprint NEXTEL Communications 4643 South Ulster Suite 300 Denver, CO 80237		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$596.96
ACCT #: Stanley D. Schwartz 10 South LaSalle Street Suite 3300 Chicago, IL 60603		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$11,208.88

Sheet no. 6 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$390,173.57**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBCTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Texana Tank Car & Mfg., Inc. PO Box 550 Nash, TX 75569		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$19,555.78
ACCT #: Texas Railcar Leasing Co. 3900 N. 10th Street Suite 1080 McAllen, TX 78501		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$4,100.00
ACCT #: Trade Wind Ltd. 2206 Elmwood Wilmette, IL 60091		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$2,822.57
ACCT #: Transportation Equipment, Inc. 23501 Cinco Ranch Blvd. Suite G215 Katy, TX 77494		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,300.00
ACCT #: Union Pacific RR Co. TTX Company Agent for UP Lockbox #22984 22984 Network Place		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$1,012.61
ACCT #: UNUM Life Insurance Company of America 500 West Monroe, Suite 3400 Chicago, IL 60661		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$281.67

Sheet no. 7 of 8 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$29,072.63**

Total >
 (Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.
 In re **TransMatrix, Inc.**

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: VIP Tank Car Services PO Box 1087 Palm Springs, CA 92263		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$13,387.31
ACCT #: West Texas & Lubbock Railway 1510 Plainfield Road Suite 3 Darien, IL 60561		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$50.49
ACCT #: Wisconsin Central Railroad Ltd. 17641 S. Ashland Avenue Homewood, IL 60430		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$12,498.36
Sheet no. <u>8</u> of <u>8</u> continuation sheets attached to						Subtotal >
Schedule of Creditors Holding Unsecured Nonpriority Claims						\$25,936.16
						Total >
						\$1,175,764.02
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

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 of 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.
California Railcar Company	TransMatrix subleases two railcars to Molex Company, Inc. Contract to be ASSUMED
California Railcar Company	TransMatrix subleases railcar to Norampac Contract to be ASSUMED
California Railcar Company	TransMatrix subleases two railcars to Westway Feed Products Contract to be ASSUMED
California Railway Company	TransMatrix subleases railcar to Iron Dynamics Contract to be ASSUMED
CAM2 International, LLC	Lease of TransMatrix owned railcar Contract to be ASSUMED

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 1

<p>NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.</p>	<p>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.</p>
<p>Dombar Paper Company, LLC</p>	<p>Lease of TransMatrix owned railcar Contract to be ASSUMED</p>
<p>Empire Railcar Corporation</p>	<p>TransMatrix subleases railcar to ZXP Technologies, Ltd. Contract to be ASSUMED</p>
<p>Empire Railcar Corporation</p>	<p>TransMatrix subleases railcar to Midwest Fats & Oils, Ltd. Contract to be ASSUMED</p>
<p>Empire Railcar Corporation</p>	<p>TransMatrix subleases railcar to Inland Technologies International, Ltd. Contract to be ASSUMED</p>
<p>Empire Railcar Corporation</p>	<p>TransMatrix subleases railcar to Westway Feed Products Contract to be ASSUMED</p>

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 2

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.
Empire Railcar Corporation	TransMatrix subleases railcar to KMX Chemical Corp. Contract to be ASSUMED
Empire Railcar Corporation	TransMatrix subleases railcar to Tex Par Energy, Inc. Contract to be ASSUMED
Farmers Cooperative	Railcar Lease Contract to be ASSUMED
Giant Resource Comapny	Lease of TransMatrix owned railcar Contract to be ASSUMED
Iron Dynamics	Lease of TransMatrix owned railcar Contract to be ASSUMED

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 3

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.
Pan American Railway Company	TransMatrix subleases railcar to Chryso, Inc. Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases four railcars to Wilbur Ellis Company Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Iron Dynamics Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Warren Unilube, Inc. Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Tembec Contract to be ASSUMED

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 4

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.
Pan American Railway Company	TransMatrix subleases railcar to Inland Technologies Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Hi Plains Feed, LLC Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Agri Trading Corporation Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to Wiiay Organics, Inc. Contract to be ASSUMED
Pan American Railway Company	TransMatrix subleases railcar to BTB Reining, LLC Contract to be ASSUMED

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 5

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.
Pioneer Oil, LLC	TransMatrix subleases railcar to ZXP Technologies, Ltd. Contract to be ASSUMED
Rocky Mountain Transportation Services	TransMatrix subleases railcar to Chryso, Inc. Contract to be ASSUMED
Silogram Lubricants Corp.	Railcar Lease Contract to be ASSUMED
Spirit Services, Inc.	Railcar Lease Contract to be ASSUMED
Tembec	Lease of TransMatrix owned railcar Contract to be ASSUMED

In re **TransMatrix, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 6

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.
Texas Railcar Leasing Company	TransMatrix subleases three railcars to Dombar Paper Company, LLC Contract to be ASSUMED
Texas Railcar Leasing Company	TransMatrix subleases railcar to United Petroleum Company, LLC Contract to be ASSUMED
Texas Railcar Leasing Company	TransMatrix subleases railcar to Consbec Contract to be ASSUMED
Transportation Equipment, Inc.	TransMatrix subleases railcar to Rhodia Contract to be ASSUMED
Westway Food Products	Lease of TransMatrix owned railcar Contract to be ASSUMED

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

In re **TransMatrix, Inc.**

Case No. _____
(if known)

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 the 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

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

In re **TransMatrix, Inc.**

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 also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER	
A - Real Property	Yes	1	\$0.00			
B - Personal Property	Yes	5	\$1,042,871.70			
C - Property Claimed as Exempt	No					
D - Creditors Holding Secured Claims	Yes	1			\$0.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2			\$255.17	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	9			\$1,175,764.02	
G - Executory Contracts and Unexpired Leases	Yes	7				
H - Codebtors	Yes	1				
I - Current Income of Individual Debtor(s)	No					N/A
J - Current Expenditures of Individual Debtor(s)	No					N/A
TOTAL		26	\$1,042,871.70	\$1,176,019.19		

Document Page 33 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

In re: **TransMatrix, Inc.**

Case No. _____
 (if known)

STATEMENT OF FINANCIAL AFFAIRS

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
\$1,134,951.00	2010 gross income
\$1,943,264.00	2009 gross income
\$1,169,651.38	Year to Date Gross Sales

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.)

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None 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.)

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.)

* 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.

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.)

Document Page 34 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

In re: **TransMatrix, Inc.**

Case No. _____
 (if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 1

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
Southwest Rail Industries, Inc. v. Transmatrix, Inc. 4:10-CV-03215	Breach of Contract	United States District Court, Southern District of Texas, Houston Division	Pending and stayed pursuant to 11 U.S.C. sec. 362

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.)

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.)

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.)

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.)

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.)

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.)

Document Page 35 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

In re: **TransMatrix, Inc.**Case No. _____
(if known)**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 2***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 a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Schottler & Associates 10 S. LaSalle St. Suite 1130 Chicago, IL 60603	11/02/2011	\$13,000.00
Law Offices of Joel A. Schechter 53 W. Jackson Blvd., Suite 1522	11/02/2011	\$7,000.00

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
Tradewinds Ltd Wilmette, Illinois	October 2011	Railcar sold for \$21,000.00

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.

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.)

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.)

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.)

Document Page 36 of 56
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

In re: **TransMatrix, Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 3

14. Property held for another person

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

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.

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.

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:

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.

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.

Document Page 37 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

In re: **TransMatrix, Inc.**Case No. _____
(if known)**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 4***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.

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.

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

Apex CPA's & Consultants, Inc.
Robert J. Perta
1652 E. Main Street
Suite 100
St. Charles, IL 60174

DATES SERVICES RENDERED**1986-present**

None b. List all firms or individuals who within 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.

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.

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**Oxford Bank & Trust****DATE ISSUED****2/2011**

Document Page 38 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

In re: **TransMatrix, Inc.**Case No. _____
(if known)**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 5***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.

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

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
Thomas S. Wagner	President, Secretary and Shareholder	25.9%
Loretta L. Wagner	Assistant Secretary and Shareholder	25.9%
Thomas O. Wagner	Shareholder	24.1%
Louise A. Wagner	Treasurer, Vice President, Assistant Secretary and Shareholder	24.1%

- 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.

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.

- 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.

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 AND ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Thomas S. Wagner, President and Shareholder	1. Gross wages paid 11/1/10-10/31/11	1. \$139,999.92
	2. Medical expense reimbursement	2. \$6,971.73

Document Page 39 of 56
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

In re: **TransMatrix, Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 6

**Louise Ann Wager, Vice President and
Shareholder**

**1. Gross wages paid
11/1/10-10/31/11
2. Medical expense
reimbursement**

**1. \$8,171.60
2. \$2,797.67**

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.

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.

[If completed on behalf of a partnership or corporation]

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 11/3/2011

Signature /s/ Thomas S. Wagner
Thomas S. Wagner
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*

Document Page 40 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

IN RE: **TransMatrix, Inc.**

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)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
GE Railcar Services Corp 161 N. Clark Street 7th Floor Chicago, IL 60601		Goods and Services	<i>Disputed</i>	\$387,101.58
Southwest Rail Industries, Inc. 601 South East Street PO Box 65 Weimar, TX 78962		Goods and Services	<i>Disputed</i>	\$359,316.19
Pan American Railway Co. One Riverway Suite 1900 Houston, TX 77056		Goods and Services		\$162,779.80
Dow Chemical Company 2020 Dow Center Building Midland, MI 48674		Goods and Services		\$43,073.00
PLM Investment Management, Inc. One North LaSalle Street Suite 2700 Chicago, IL 60602		Goods and Services	<i>Disputed</i>	\$29,495.26
California Railcar Corporation PO Box 1592 Palm Springs, CA 92263		Goods and Services		\$26,821.70

Document Page 41 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

IN RE: **TransMatrix, Inc.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 1*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Texana Tank Car & Mfg., Inc. PO Box 550 Nash, TX 75569		Goods and Services		\$19,555.78
Empire Railcar Corp. PO Box 3342 Palm Springs, CA 92263		Goods and Services		\$13,825.00
VIP Tank Car Services PO Box 1087 Palm Springs, CA 92263		Goods and Services		\$13,387.31
Solvay Chemicals, Inc. PO Box 1167 Green River, WY 82935		Goods and Services		\$13,078.40
Wisconsin Central Railroad Ltd. 17641 S. Ashland Avenue Homewood, IL 60430		Goods and Services		\$12,498.36
Stanley D. Schwartz 10 South LaSalle Street Suite 3300 Chicago, IL 60603		Services		\$11,208.88
Rocky Mountain Trans Svcs. Inc. 7312 Ralston Road Arvada, CO 80002		Goods and Services		\$9,771.86

Document Page 42 of 56
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)

IN RE: **TransMatrix, Inc.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 2*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Alabama Railcar Service Div. Of The Harper Group, Inc. Box 968 Ozark, AL 36361		Goods and Services		\$9,691.89
Ottawa Railcar Services PO Box 4254 Naperville, IL 60567		Goods and Services		\$8,490.00
GLNX Corporation 2201 Timberloch Place Suite 125 The Woodlands, TX 77380		Goods and Services	<i>Disputed</i>	\$7,667.43
Continental Tank Car Corp. PO Box 773 Bernardsville, NJ 07924-0773		Goods and Services		\$6,795.75
Caltrax, Inc. 1805 30th Avenue S.E. Calgary, AB, CN T2G 4X8		Goods and Services		\$5,452.47
Bayou Railcar Services, Inc. PO Box 279 Highway 190 West Holden, LA 70744-0426		Goods and Services		\$4,329.00
Texas Railcar Leasing Co. 3900 N. 10th Street Suite 1080 McAllen, TX 78501		Goods and Services		\$4,100.00

Document Page 43 of 56
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

IN RE: **TransMatrix, Inc.**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

**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: **11/3/2011**

Signature: **/s/ Thomas S. Wagner**
Thomas S. Wagner
President

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

IN RE: **TransMatrix, Inc.**

CASE NO

CHAPTER **11**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 11/3/2011

Signature /s/ Thomas S. Wagner
Thomas S. Wagner
President

Date _____

Signature _____

AFLAC - American Family Life Assurance
Remittance Processing Services
1932 Wynnton Road
Columbus, GA 3199-0001

Alabama Department of Revenue
Ad Valorem Tax Division
Public Utilities Section
PO Box 327210
Montgomery, AL 36132-7210

Alabama Railcar Service
Div. Of The Harper Group, Inc.
Box 968
Ozark, AL 36361

Alton & Southern Railway Co.
c/o Union Pacific Railroad Company
PO Box 718
Downtown Station
Omaha, NE 68101-0718

B.N.S.F. Ry. Co.
3115 Solutions Center
Chicago, IL 60677-3001

Bayou Railcar Services, Inc.
PO Box 279
Highway 190 West
Holden, LA 70744-0426

California Railcar Company

California Railcar Corporation
PO Box 1592
Palm Springs, CA 92263

California Railway Company

Caltrax, Inc.
1805 30th Avenue S.E.
Calgary, AB, CN T2G 4X8

CAM2 International, LLC

Cbeyond Communications
13474 Collections Center Drive
Chicago, IL 60693

CIT Rail Resources Canada
Suite 1070
700 4th Ave. S.W.
Calgary, AB, CN T2P 3J4

Continental Tank Car Corp.
PO Box 773
Bernardsville, NJ 07924-0773

Cristofer B. Lord
10 S. LaSalle Street
Suite 3300
Chicago, IL 60603

CSX Transportation
500 Water Street
Jacksonville, FL 32202

CSX Transportation, Inc.
Section 977
Louisville, KY 40289

DE Lage Landen
Account Services
1111 Old Eagle School Road
Wayne, PA 19087

Dombar Paper Company, LLC

Dow Chemical Company
2020 Dow Center Building
Midland, MI 48674

Empire Railcar Corp.
PO Box 3342
Palm Springs, CA 92263

Empire Railcar Corporation

Empire Railcar Corporation

Farmers Cooperative

GE Railcar Services Corp
161 N. Clark Street
7th Floor
Chicago, IL 60601

Genematrix, Inc.
570 E. Higin Road
Suite 101
Elk Grove Village, IL 60007

Giant Resource Comapny

GLNX Corporation
2201 Timberloch Place
Suite 125
The Woodlands, TX 77380

Illinois Central Railroad
Manager, Car Accounting
17641 S. Ashland Avenue
Homewood, IL 60430-1345

Indiana Department of Revenue
100 N. Senate Ave., MS 112 (Casheir's)
Indianapolis, IN 46204-2253

Indiana Harbor Belt RR
PO Box 96538
Chicago, IL 60693

Iron Dynamics

Mallard Transportation Co.
427 South Boston
Suite 320
Tulsa, OK 74103

Mississippi State Tax Commission
PO Box 1033
Jackson, MS 39215

Montana Department of Revenue
Mitchell Building
Helena, MT 59620

Norfolk Southern Corp.
175 W. Jackson
Chicago, IL 60604

Northwestern Mutual Life
1475 Woodfield Road
Suite 900
Schaumburg, IL 60173

NTL Transportation, Ltd.
135 South LaSalle Street
Suite 2300
Chicago, IL 60603

OPS
PO Box 924
Lake Forest, IL 60045

Ottawa Railcar Services
PO Box 4254
Naperville, IL 60567

Pan American Railway Co.
One Riverway
Suite 1900
Houston, TX 77056

Pan American Railway Company

Peter Joseph Bambace
Holm Bambace
1010 Lamar
Ste 1100
Houston, TX 77002

Pioneer Oil, LLC
1728 Lampman Drive
Suite A
Billings, MT 59102

Pioneer Oil, LLC

PLM Investment Management, Inc.
One North LaSalle Street
Suite 2700
Chicago, IL 60602

Rocky Mountain Trans Svcs. Inc.
7312 Ralston Road
Arvada, CO 80002

Rocky Mountain Transportation Services

Ryan & Dawson
770 South Post Oak Lane
Suite 550
Houston, TX 77056

Sierra y Vazquez
Prol. Reforma No. 1190, Piso 25
Santa Fe, DF, MX 05300

Silogram Lubricants Corp.

SM Brooks Freight Cars
PO Box 550
Nash, TX 75569

Solvay Chemicals, Inc.
PO Box 1167
Green River, WY 82935

South Carolina Tax Commission
Property Division
Utility Section
PO Box 125
Columbia, SC 29214

Southwest Rail Industries, Inc.
601 South East Street
PO Box 65
Weimar, TX 78962

Spirit Services, Inc.

Sprint NEXTEL Communications
4643 South Ulster
Suite 300
Denver, CO 80237

Stanley D. Schwartz
10 South LaSalle Street
Suite 3300
Chicago, IL 60603

Tembec

Texana Tank Car & Mfg., Inc.
PO Box 550
Nash, TX 75569

Texas Railcar Leasing Co.
3900 N. 10th Street
Suite 1080
McAllen, TX 78501

Texas Railcar Leasing Company

Trade Wind Ltd.
2206 Elmwood
Wilmette, IL 60091

Transportation Equipment, Inc.
23501 Cinco Ranch Blvd.
Suite G215
Katy, TX 77494

Transportation Equipment, Inc.

Union Pacific RR Co.
TTX Company
Agent for UP
Lockbox #22984
22984 Network Place

UNUM Life Insurance Company of America
500 West Monroe, Suite 3400
Chicago, IL 60661

VIP Tank Car Services
PO Box 1087
Palm Springs, CA 92263

West Texas & Lubbock Railway
1510 Plainfield Road
Suite 3
Darien, IL 60561

Westway Food Products

Wisconsin Central Railroad Ltd.
17641 S. Ashland Avenue
Homewood, IL 60430

AFLAC - American Family Life As
Remittance Processing Services
1932 Wynnton Road
Columbus, GA 3199-0001

CAM2 International, LLC

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PO Box 3342
Palm Springs, CA 92263

Alabama Department of Revenue
Ad Valorem Tax Division
Public Utilities Section
PO Box 327210
Montgomery, AL 36132-7210

Cbeyond Communications
13474 Collections Center Drive
Chicago, IL 60693

Empire Railcar Corporation

Alabama Railcar Service
Div. Of The Harper Group, Inc.
Box 968
Ozark, AL 36361

CIT Rail Resources Canada
Suite 1070
700 4th Ave. S.W.
Calgary, AB, CN T2P 3J4

Empire Railcar Corporation

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PO Box 718
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Omaha, NE 68101-0718

Continental Tank Car Corp.
PO Box 773
Bernardsville, NJ 07924-0773

Farmers Cooperative

B.N.S.F. Ry. Co.
3115 Solutions Center
Chicago, IL 60677-3001

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10 S. LaSalle Street
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Chicago, IL 60603

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161 N. Clark Street
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Chicago, IL 60601

Bayou Railcar Services, Inc.
PO Box 279
Highway 190 West
Holden, LA 70744-0426

CSX Transportation
500 Water Street
Jacksonville, FL 32202

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570 E. Higin Road
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Elk Grove Village, IL 60007

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Louisville, KY 40289

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The Woodlands, TX 77380

California Railway Company

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Illinois Central Railroad
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1805 30th Avenue S.E.
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2020 Dow Center Building
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Indiana Department of Revenue
100 N. Senate Ave., MS 112 (Cas
Indianapolis, IN 46204-2253

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Silogram Lubricants Corp.

Iron Dynamics

Pan American Railway Company

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Nash, TX 75569

Mallard Transportation Co.
427 South Boston
Suite 320
Tulsa, OK 74103

Peter Joseph Bambace
Holm Bambace
1010 Lamar
Ste 1100
Houston, TX 77002

Solvay Chemicals, Inc.
PO Box 1167
Green River, WY 82935

Mississippi State Tax Commissio:
PO Box 1033
Jackson, MS 39215

Pioneer Oil, LLC
1728 Lampman Drive
Suite A
Billings, MT 59102

South Carolina Tax Commission
Property Division
Utility Section
PO Box 125
Columbia, SC 29214

Montana Department of Revenue
Mitchell Building
Helena, MT 59620

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175 W. Jackson
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Chicago, IL 60602

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Suite 900
Schaumburg, IL 60173

Rocky Mountain Trans Svcs. Inc.
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Arvada, CO 80002

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Denver, CO 80237

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Chicago, IL 60603

Rocky Mountain Transportation S

Stanley D. Schwartz
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Chicago, IL 60603

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Lake Forest, IL 60045

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Houston, TX 77056

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Nash, TX 75569

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Texas Railcar Leasing Company

Trade Wind Ltd.
2206 Elmwood
Wilmette, IL 60091

Transportation Equipment, Inc.
23501 Cinco Ranch Blvd.
Suite G215
Katy, TX 77494

Transportation Equipment, Inc.

Union Pacific RR Co.
TTX Company
Agent for UP
Lockbox #22984
22984 Network Place

UNUM Life Insurance Company of .
500 West Monroe, Suite 3400
Chicago, IL 60661

VIP Tank Car Services
PO Box 1087
Palm Springs, CA 92263

West Texas & Lubbock Railway
1510 Plainfield Road
Suite 3
Darien, IL 60561

Westway Food Products

Document Page 56 of 56
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION (CHICAGO)**

IN RE:
TransMatrix, Inc.

CHAPTER 11

DEBTOR(S)

CASE NO

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered
--	-------------------	-------------------	--------------------------------

**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: 11/3/2011

Signature: /s/ Thomas S. Wagner
Thomas S. Wagner
President