

**United States Bankruptcy Court  
 District of Massachusetts**

In re The Ski Market Ltd., Inc., Case No. \_\_\_\_\_  
 Debtor Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(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 contacteo</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>
Robert L. Ferguson Trust c/o Robert L. Ferguson, Trustee 128 Great Bay Road Osterville, MA 02655				<b>\$800,000.00</b>
K-2 Corporation 4201 Sixth Avenue South Seattle, WA 98108				<b>\$608,548.99</b>
Grossman Company P.O. Box 690345 1266 Furnace Brook Parkway Quincy, MA 02269-0345				<b>\$234,891.89</b>
Sport Obermeyer 115 AABC Aspen, CO 81611				<b>\$219,109.92</b>
Marker/Volkl 112 Etna Road Lebanon, NH 03768				<b>\$199,037.93</b>
Scott USA P.O. Box 26004 Salt Lake City, UT 84126-0004				<b>\$195,253.43</b>

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Raleigh 6004 South 190th Street Suite 101 Kent, WA 98032				<b>\$124,295.10</b>
RK Management P.O. Box 111 Dedham, MA 02027-0111				<b>\$123,225.00</b>
Smith Optics, Inc. P.O. Box 2999 Ketchum, ID 83340				<b>\$111,805.35</b>
Rome 1 Derby Lane Waterbury, VT 05676				<b>\$110,067.04</b>
Rossignol 1413 Center Drive P.O. Box 981060 Park City, UT 84098				<b>\$106,688.89</b>
Orage 431 Pine Street Unit 301 Burlington, VT 05401				<b>\$101,304.25</b>

In re **The Ski Market Ltd., Inc.**

Debtor

Case No. \_\_\_\_\_

Chapter **11**

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<b>Marin Bicycles 265 Bel Marin Keys Novato, CA 94949</b>				<b>\$93,351.77</b>
<b>The Boston Globe Boston Globe Advertising P.O. Box 4074 Woburn, MA 01888-4074</b>				<b>\$80,631.00</b>
<b>Marker Ltd. 1405 West 2200 South Suite 100 Salt Lake City, UT 84119</b>				<b>\$71,187.90</b>
<b>Oakley 1 Icon Foothill Ranch, CA 92610</b>				<b>\$67,662.00</b>
<b>Smartwool P.O. Box 774928 Steamboat Springs, CO 80201</b>				<b>\$63,058.62</b>
<b>Killy NTS, USA, Inc. 3538 Peoris Street Suite 508 Aurora, CO 80010</b>				<b>\$61,913.31</b>

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Salomon 2030 Lincoln Avenue Ogden, UT 84401				<b>\$60,328.33</b>
Paris Realty 200 Hoffman Avenue #303 Cranston, RI 02920				<b>\$60,131.90</b>

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

I, Andrew Ferguson, 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: 12/29/09

Signature: 

**Andrew Ferguson ,President**  
 (Print Name and Title)

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.

CERTIFICATE OF VOTE

I, Andrew Ferguson, certify that I am President of The Ski Market Ltd., Inc. and that at a special meeting of the Board of Directors duly called and held at which all of the Directors were present and voting throughout, the votes attached as Exhibit A were adopted.

I FURTHER CERTIFY that such votes have not been amended or rescinded.

I FURTHER CERTIFY that I am the duly elected and appointed President of The Ski Market Ltd., Inc.

I FURTHER CERTIFY that Robert L. Ferguson is the duly elected and appointed Treasurer of The Ski Market Ltd., Inc.

IN WITNESS WHEREOF, I have signed this Certificate as of this 10<sup>th</sup> day of DECEMBER, 2009.

(corporate seal)


  
\_\_\_\_\_  
Andrew Ferguson, President

EXHIBIT A

RESOLUTION OF THE SPECIAL MEETING OF BOARD OF DIRECTORS

Dated as of DECEMBER, 2009

The undersigned, being a Director of The Ski Market Ltd., Inc. (the "Corporation"), hereby states that a Special Meeting of the Board of Directors was convened on \_\_\_\_\_, 2009, and all Directors voting at said Special Meeting did hereby vote in favor of the adoption of the following resolutions:

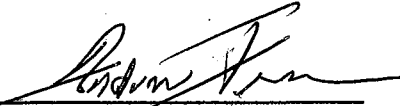
VOTED: that in the judgment of the Board of Directors, it is desirable and in the best interest of the Corporation, its creditors and other interested parties that a petition be filed by the Corporation seeking relief under the provisions of Chapter 11 of the United States Bankruptcy Code.

VOTED: that Andrew Ferguson, or any person who at any time is the President or Treasurer of the Corporation, or is duly appointed to act in those capacities or in either of them, be and hereby is authorized and directed, on behalf of and in the name of the Corporation, to execute a petition under Chapter 11 of the United States Bankruptcy Code, and to cause the same to be filed with the United States Bankruptcy Court for the District of Massachusetts at such time as the above described individual, who shall have executed a petition on behalf the Corporation, shall determine.

VOTED: that Andrew Ferguson, or any person who at any time is the President or Treasurer of the Corporation, or is duly appointed to act in those capacities or in either of them, be and hereby is authorized to execute and file all schedules, lists and other papers and to take any and all action which they deem necessary or proper in connection with the Corporation's Chapter 11 proceeding, and that the Corporation retain the law firm of Mirick, O'Connell, DeMallie & Lougee, LLP and such other law firm or firms as the individuals described above may deem necessary, desirable or appropriate as the Corporation's counsel under general retainer, and agree to pay such firm(s) compensation for services to be rendered by them and to reimburse such firm(s) for their expenses in such amounts as may from to time be authorized and allowed by the Bankruptcy Court.

VOTED: to direct Andrew Ferguson, President of the Corporation to file this Resolution  
with the records of meetings of the Board of Directors.

EXECUTED under penalty of perjury as of the date above.

  
\_\_\_\_\_  
Director Andrew Ferguson


In re: The Ski Market Ltd., Inc.  
Debtor

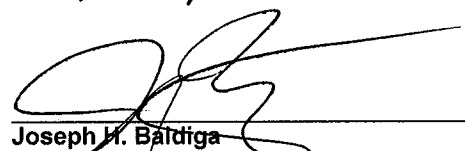
Case No. \_\_\_\_\_  
Chapter 11

## VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of \_\_\_\_\_ sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 12/29/09

Signed:   
Andrew Ferguson

Signed: 

**Joseph H. Baldiga**  
Attorney for Debtor(s)  
Bar no.: **549963**  
**Mirick O'Connell DeMallie & Lougee**  
**100 Front Street**  
**Worcester, MA 01608-1477**  
Telephone No.: **508-791-8500**  
Fax No.: **508-791-8502**  
E-mail address: **jbaldiga@mirickoconnell.com**



20 Largest Creditors, Page 2 of 12  
**United States Bankruptcy Court**  
**District of Massachusetts**

In re: **The Ski Market Ltd., Inc.**

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
<b>Amy Heidke</b> 51 Powder Mill Drive Sudbury, MA 01776	CNP	5%	
<b>Andrew Ferguson</b> 22 Parkland Drive Wayland, MA 01778	CNP	5%	
<b>Jan Reilly</b> P.O. Box 836 York Harbor, ME 03911	CNP	5%	
<b>Jeffrey Ferguson</b> 131 Linden Street Holliston, MA 01746	CNP	5%	
<b>Robert L. Ferguson</b> 128 Great Bay Road Osterville, MA 02655	CNP	75%	
<b>Sally Duffley</b> 122 Chestnut Street N. Reading, MA 01864	CNP	5%	

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

I, **Andrew Ferguson**, President of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: \_\_\_\_\_

12/29/09

  
 \_\_\_\_\_  
**Andrew Ferguson**, President

Debtor

Penalty for making a false statement or concealing property. Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18  
 U.S.C §§ 152 and 3571.

In re **The Ski Market Ltd., Inc.**

Case No.

Debtor.

Chapter 11

### STATEMENT OF CORPORATE OWNERSHIP

Comes now **The Ski Market Ltd., Inc.** (the "Debtor") and pursuant to Fed. R. Bankr. P. 1007(a) and 7007.1 state as follows:


\_\_\_\_\_ All corporations that directly or indirectly own 10% or more of any class of the corporation's equity interests are listed below:

Owner  
None

% of Shares Owned

OR,

There are no entities to report.

By:   
\_\_\_\_\_  
Andrew Ferguson, President

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
(EASTERN DIVISION)

**In re:**

**THE SKI MARKET LTD., INC.,**

**Debtor.**

**Chapter 11**

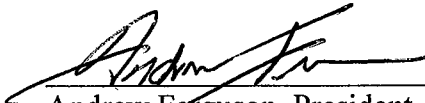
**Case No. 09 \_\_\_\_\_**

**DECLARATION RE: ELECTRONIC FILING**

I, Andrew Ferguson, hereby declare under penalty of perjury that all of the information contained in the bankruptcy petition of The Ski Market, Ltd., Inc. (the "Document"), filed electronically, is true and correct. I understand that this DECLARATION is to be filed with the Clerk of Court electronically concurrently with the electronic filing of the Document. I understand that failure to file this DECLARATION may cause the Document to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that pursuant to the Massachusetts Electronic Filing Local Rule (MEFLR) 7(b), all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period of five (5) years after the closing of this case.

Dated: December 29, 2009

  
\_\_\_\_\_  
Andrew Ferguson, President

(Affiant)

In re: The Ski Market Ltd., Inc.  
Debtor

Case No. \_\_\_\_\_  
Chapter 11

### DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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

For legal services, I have agreed to accept payment of standard hourly rates for services, subject to Court approval	\$ _____
Prior to the filing of this statement I have received	\$ <u>(retainer) 25,000.00*</u>
Balance Due	\$ <u>uncertain</u>

2. The source of compensation paid to me was:

- Debtor
- Other (specify)

3. The source of compensation to be paid to me is:

- Debtor
- Other (specify)

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

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

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a) Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b) Preparation and filing of any petition, schedules, statement of affairs, and plan which may be required;
- c) Representation of the debtor at the meeting of creditors and various hearings; and
- d) Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e) Those services set forth in detail in the Application of Debtor to Retain Mirick O'Connell DeMallie & Lougee LLP filed herewith.

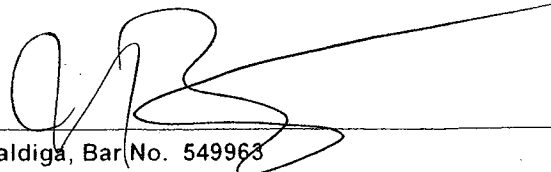
6. By agreement with the debtor, the above disclosed fee does not include the following services:

None

#### CERTIFICATION

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

Dated: \_\_\_\_\_



Joseph H. Baldiga, Bar No. 549963

Mirick O'Connell DeMallie & Lougee  
Attorney for Debtor(s)

\*Prior to the Petition Date, the Debtor paid Mirick O'Connell \$ 70,861.02 for services rendered. In addition, Mirick O'Connell currently holds a \$25,000.00 retainer.