

**United States Bankruptcy Court
Eastern District of Missouri**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Cerf Bros. Bag Co.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 43-0615184	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 2360 Chaffee Drive Saint Louis, MO	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 63146	ZIP Code
County of Residence or of the Principal Place of Business: Saint Louis	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):

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

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

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

Estimated Number of Creditors

<input type="checkbox"/> 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
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Estimated Assets

<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
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Estimated Liabilities

<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
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THIS SPACE IS FOR COURT USE ONLY

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

Signatures

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

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).
 I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of Attorney*

X /s/ Steven Goldstein ARN
 Signature of Attorney for Debtor(s)

Steven Goldstein ARN 32790 & MBE 24807
 Printed Name of Attorney for Debtor(s)

Goldstein & Pressman, P.C.
 Firm Name

121 Hunter Avenue, Suite 101
St. Louis, MO 63124-2082

 Address

(314) 727-1717 Fax: (314) 727-1447
 Telephone Number

October 29, 2009
 Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

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

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

 Address

X _____
 Date

 Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Jerry C. Michelson
 Signature of Authorized Individual

Jerry C. Michelson
 Printed Name of Authorized Individual

President
 Title of Authorized Individual

October 29, 2009
 Date

United States Bankruptcy Court
Eastern District of Missouri

In re **Cerf Bros. Bag Co.**

Debtor(s)

Case No. _____

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Affiliated Investments Group, Inc. 201 S. Lakeline Blvd, Ste 104 Cedar Park, TX 78613	Affiliated Investments Group, Inc. 201 S. Lakeline Blvd, Ste 104 Cedar Park, TX 78613			36,475.18
American Express P.O. Box 650448 Dallas, TX 75265-0448	American Express P.O. Box 650448 Dallas, TX 75265-0448	General credit card use - payment for travel, etc.		28,790.59
American Express Line of Credit P.O. Box 650448 Dallas, TX 75265-0448	American Express Line of Credit P.O. Box 650448 Dallas, TX 75265-0448	General business loan		17,451.55
Aron Katzman 10411 Clayton Rd., Ste 209 Saint Louis, MO 63131	Aron Katzman 10411 Clayton Rd., Ste 209 Saint Louis, MO 63131	Loans		100,000.00
Becker Glove Int'L PO Box 958064 St. Louis, MO 63195	Becker Glove Int'L PO Box 958064 St. Louis, MO 63195			67,388.00
Brian Spanel c/o Orren S. Adams Polsinelli Shughart 7733 Forsyth Blvd., Ste 1200 Saint Louis, MO 63105	Brian Spanel c/o Orren S. Adams Polsinelli Shughart Saint Louis, MO 63105	Loans		100,000.00
Brown Smith Wallace 1050 N. Lindbergh Blvd St. Louis, MO 63132	Brown Smith Wallace 1050 N. Lindbergh Blvd St. Louis, MO 63132	Accountant Services: Audit Fees		24,003.00
Chase Card Services Cardmember Service P O Box 94014 Palatine, IL 60094-4014	Chase Card Services Cardmember Service P O Box 94014 Palatine, IL 60094-4014	Credit Card - Payments to UPS Capital		15,722.33
David Karlson 11561 E. Lake OI Englewood, CO 80111	David Karlson 11561 E. Lake OI Englewood, CO 80111	Loans		150,000.00
Fred Luchessa 4843 Maze Blvd Modesto, CA 95358	Fred Luchessa 4843 Maze Blvd Modesto, CA 95358	Loans		50,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Heater Specialists, LLC P.O. Box 582707 Tulsa, OK 74158	Heater Specialists, LLC P.O. Box 582707 Tulsa, OK 74158	Lawsuit	Contingent Unliquidated Disputed	3,600,000.00
Indochine Development Group 512 Canada St Ojai, CA 93023	Indochine Development Group 512 Canada St Ojai, CA 93023			16,000.00
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	Loan (\$200,000) and interest (\$3,984.16)		203,984.16
MDC West Port LLC c/o Maune Development Co Suite 310 St. Louis, MO 63105	MDC West Port LLC c/o Maune Development Co Suite 310 St. Louis, MO 63105	Unpaid rent on current building	Disputed	58,038.32
Realty Associates Fund V c/o Sansone Group LLC Box 223333 Pittsburgh, PA 15251-2333	Realty Associates Fund V c/o Sansone Group LLC Box 223333 Pittsburgh, PA 15251-2333	Back rent for Earth City location via lawsuit	Contingent Disputed	185,000.00
Rush & Company 608 Main Street Louisville, CO 80027	Rush & Company 608 Main Street Louisville, CO 80027			33,500.00
Sandberg Phoenix & Von Gontard P.O. Box 66726 St. Louis, MO 63166-6726	Sandberg Phoenix & Von Gontard P.O. Box 66726 St. Louis, MO 63166-6726	Attorney fees related to court cases & general business legal needs		122,674.24
UPS Supply Chain Solutions Inc 28013 Network Place Chicago, IL 60673-1280	UPS Supply Chain Solutions Inc 28013 Network Place Chicago, IL 60673-1280			40,261.20
Warren Davis 10510 Conway Saint Louis, MO 63131	Warren Davis 10510 Conway Saint Louis, MO 63131	Loans		100,000.00
Westport One 11701 Borman Dr., Ste 245 St. Louis, MO 63146	Westport One 11701 Borman Dr., Ste 245 St. Louis, MO 63146			15,500.00

In re Cerf Bros. Bag Co.
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

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

Date October 29, 2009

Signature /s/ Jerry C. Michelson
Jerry C. Michelson
President

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

United States Bankruptcy Court
Eastern District of Missouri

In re **Cerf Bros. Bag Co.** ,
Debtor

Case No. _____

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	3	2,274,945.63		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		1,862,939.69	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		18,825.79	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	18		5,143,103.12	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		28			
Total Assets			2,274,945.63		
Total Liabilities				7,024,868.60	

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.** ,
Debtor

Case No. _____
 Chapter **11**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re Cerf Bros. Bag Co.

Case No. _____

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Cerf Bros. Bag Co.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Checking Account Southwest Bank	-	15,724.00
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.		Books and pictures	-	100.00
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.		2 Policies with General American Life Insurance Both have loans outstanding on them.	-	1.00
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **15,825.00**
(Total of this page)

2 continuation sheets attached to the Schedule of Personal Property

In re Cerf Bros. Bag Co.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts Receivable	-	1,200,000.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		RX Systems - Sublease business that owes for move in fees	-	27,620.63
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > **1,227,620.63**
 (Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

In re Cerf Bros. Bag Co.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.		Patents on products	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.		Browning License for products	-	Unknown
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office equipment, supplies	-	500.00
29. Machinery, fixtures, equipment, and supplies used in business.		Furniture, racking, computer equipment, forklift, pallet jacks, etc.	-	31,000.00
30. Inventory.		Inventory	-	1,000,000.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	1,031,500.00
(Total of this page)	
Total >	2,274,945.63

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

(Report also on Summary of Schedules)

In re Cerf Bros. Bag Co.,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	X -	Bank Loan collateralized by A/R & Inventory					
Southwest Bank 13205 Manchester Rd. Saint Louis, MO 63131							
		Value \$				1,542,241.09	0.00
Account No.							
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Subtotal (Total of this page)						1,542,241.09	0.00
Total (Report on Summary of Schedules)						1,862,939.69	0.00

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

In re **Cerf Bros. Bag Co.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* 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 \$5,400* 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 \$2,425* 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).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

 1 continuation sheets attached

In re Cerf Bros. Bag Co.
Debtor

Case No. _____

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. Internal Revenue Service Bankruptcy Section, Mail Code 5028 STL PO Box 66778 Saint Louis, MO 63166		-	Potential FICA and Medicare taxes exposure re back payroll taxes for New London part-time employees; \$70,000 to \$100,000	X		X	Unknown	Unknown
Account No. Missouri Dept. of Revenue c/o Bankruptcy PO Box 475 Jefferson City, MO 65105-0475		-	Back payroll taxes for New London part-time employees	X		X	18,825.79	0.00 18,825.79
Account No. 								
Account No. 								
Account No. 								

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

Subtotal (Total of this page)	18,825.79	0.00 18,825.79
Total (Report on Summary of Schedules)	18,825.79	0.00 18,825.79

In re Cerf Bros. Bag Co.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	Husband, Wife, Joint, or Community		CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
	C O D E B T O R	H W J C				
Account No. 7 Summits Sports, Inc 4252 Mancilla Court San Diego, CA 92130		-				107.65
Account No. Affiliated Investments Group, Inc. 201 S. Lakeline Blvd, Ste 104 Cedar Park, TX 78613	X	-				36,475.18
Account No. Alday Communications 144 Southeast Parkway Suite 250 Franklin, TN 37064		-				9,859.74
Account No. American Burglary & Fire, 507 Rudder Road Fenton, MO 63026-2010		-				195.00
Subtotal (Total of this page)						46,637.57

17 continuation sheets attached

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M			
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T		U N L I Q U I D A T E D	D I S P U T E D	
Account No. American Express P.O. Box 650448 Dallas, TX 75265-0448		-	General credit card use - payment for travel, etc.				28,790.59	
Account No. American Express Line of Credit P.O. Box 650448 Dallas, TX 75265-0448		-	General business loan				17,451.55	
Account No. Ameristaff St. Peters Ameristaff, Inc 519 Salt Lick Road St. Peters, MO 63376		-					2,028.27	
Account No. Aron Katzman 10411 Clayton Rd., Ste 209 Saint Louis, MO 63131		-	Loans				100,000.00	
Account No. Becker Glove Int'L PO Box 958064 St. Louis, MO 63195		-					67,388.00	
Sheet no. <u>1</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	215,658.41

In re **Cerf Bros. Bag Co.** , Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C					
Account No.			Loans				
Brian Spanel c/o Orren S. Adams Polsinelli Shughart 7733 Forsyth Blvd., Ste 1200 Saint Louis, MO 63105		-					100,000.00
Account No.			Accountant Services: Audit Fees				
Brown Smith Wallace 1050 N. Lindbergh Blvd St. Louis, MO 63132		-					24,003.00
Account No.							
CH Robinson Worldwide, Inc P.O. Box 9121 Minneapolis, MN 55480-9121		-					525.00
Account No.			Credit Card - Payments to UPS Capital				
Chase Card Services Cardmember Service P O Box 94014 Palatine, IL 60094-4014		-					15,722.33
Account No.							
Checker Bag Co P.O. Box 790379 St. Louis, MO 63179		-					1,196.66
						Subtotal	
Sheet no. <u> 2 </u> of <u> 17 </u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						(Total of this page)	141,446.99

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. CIT Technology Fin Serv, Inc 21146 Network Place Chicago, IL 60673-1211		-					258.82	
Account No. Clancey Co. 8081 Flint Street Lenexa, KS 66214		-					432.00	
Account No. Currier & Assoc. Inc. 12000 Ne 227Th Avenue Brush Prairrie, WA 98606		-					1,483.20	
Account No. David Karlson 11561 E. Lake OI Englewood, CO 80111		-	Loans				150,000.00	
Account No. DHL Express (USA) Inc 16592 Collections Center Dr Chicago, IL 60693		-					3,028.14	
Sheet no. <u>3</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	155,202.16

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	
Account No. Edell, Shapiro & Finnan LLC 1901 Reswarch Boulevard Suite 400 Rockville, MD 20850	-				4,146.00
Account No. Extreme Associates, LLC 178 Applegate Drive Hamilton Square, NJ 08690	-				5,183.69
Account No. Extreme Sales & Marketing 3 Indigo Farm Road Harrisville, RI 02830	-				258.98
Account No. FedEx P.O. Box 94515 Palatine, IL 60094-4515	-				26.00
Account No. Franklin Braid Mfg Co P.O. Box 711 Emporia, VA 23847	-				238.50
Sheet no. <u>4</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	9,853.17

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Fred Luchessa 4843 Maze Blvd Modesto, CA 95358		-	Loans				50,000.00	
Account No. G. A. Tolton Associates 200 Deer Field Road Mt. Pleasant, PA 15666		-					164.29	
Account No. Gerald W. Lindhorst 12520 Fee Fee Road St. Louis, MO 63146		-					1,100.00	
Account No. GFI Digital, Inc. 1837 Borman Circle Drive St. Louis, MO 63146		-					225.79	
Account No. GMAC PO Box 9001948 Louisville, KY 40290-1948		-	Lease Termination Fee -- 2005 Suburban				3,794.81	
Sheet no. <u>5</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	55,284.89

In re **Cerf Bros. Bag Co.** ,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Gore Perry Gateway & Lipa 515 Olive St., Ste 700 St. Louis, MO 63101	-						718.02	
Account No. Gravel Agency 1530 Provinciale Quebec G1N 4A2	-						7.46	
Account No. Great Land Sales, Inc. P.O. Box 1869 Seward, AK 99664	-						235.72	
Account No. Harris Machinery Co 501 30th Ave SE Minneapolis, MN 55414	-						54.00	
Account No. Heater Specialists, LLC P.O. Box 582707 Tulsa, OK 74158	-	Lawsuit		X	X	X	3,600,000.00	
Sheet no. <u> 6 </u> of <u> 17 </u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	3,601,015.20

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		Husband, Wife, Joint, or Community						
Account No. Hi Tex Corporation P.O. Box 1325 Woodinville, WA 98072		-					324.00	
Account No. Howard Communications, Inc 289 Hwy CC Elsberry, MO 63343		-					1,500.00	
Account No. Indochine Development Group 512 Canada St Ojai, CA 93023		-					16,000.00	
Account No. Infor Global Solutions Po Box 933774 Atlanta, GA 31193-3774		-					7,919.21	
Account No. IT Architechs, Inc 2518 Lemay Ferry Rd, Ste 115 St. Louis, MO 63125		-					9,924.25	
Sheet no. <u>7</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	35,667.46

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. J. Daniel Griffin 1659 N. 400th Avenue Paysan, IL 62360		-	Unpaid rent on New London location				850.00	
Account No. Jarrold Barr 1284 Peregrine Drive Middleton, ID 83644		-					5,000.00	
Account No. Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141		-	Loan (\$200,000) and interest (\$3,984.16)				203,984.16	
Account No. Jiffy Express Delivery Co 8585 Page St. Louis, MO 63114		-					48.95	
Account No. Jim Wagner - Designs PO Box 1888 Lyons, CO 80540		-					20.69	
Sheet no. <u>8</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	209,903.80

In re Cerf Bros. Bag Co.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Joe's Sporting Goods 33 County Road B St. Paul, MN 55117	-						5.70	
Account No. Laclede Gas Co Drawer 2 St. Louis, MO 63171	-						26.35	
Account No. Lockwoven Co. 1681 Walton Rd St. Louis, MO 63114	-						1,202.00	
Account No. Mark Muggleton Sports 763 Eaton Circle Superior, CO 80027	-						3,297.16	
Account No. MDC West Port LLC c/o Maune Development Co Suite 310 St. Louis, MO 63105	-		Unpaid rent on current building			X	58,038.32	
Sheet no. <u>9</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	62,569.53

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No. Metro St L Sewer District Box 437 St. Louis, MO 63166	-				191.28
Account No. Milberg Factors, Inc 99 Park Avenue New York, NY 10016	-				3,769.20
Account No. More & Molloy, Inc 10702 S. 300 W. #120 South Jordan, UT 84095	-				14,003.87
Account No. Northwestern Mutual Life P.O. Box 3007 Milwaukee, WI 53201-3007	-				16.08
Account No. NSC Diversified, Inc 9677 Page Avenue St. Louis, MO 63132	-				326.94
Sheet no. <u>10</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	18,307.37

In re **Cerf Bros. Bag Co.** , Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Office Essentials Inc 1450 Ashby St. Louis, MO 63132		-					1,308.91	
Account No. Outdoor Marketing Alliance Inc Suite 2 4513 Valleydale Road Birmingham, AL 35242		-					4,371.33	
Account No. Outdoor Specialist Sales Group 3897-2 North 20Th Ozark, MO 65721		-					5,083.42	
Account No. Pallet Logistics Mgmt Dept. Number 536177 Po Box 790100 St. Louis, MO 63179-0100		-					618.60	
Account No. Phillips 66-Conoco 76 Processing Center Po Box 689061 Des Moines, IA 50368-9061		-					330.51	
Sheet no. <u>11</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	11,712.77

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H	W						
Account No. Phoenix Freight Services 36960 Eagle Way Chicago, IL 60678-1369	-							4,030.91	
Account No. Phoenix Home Life Ins. Co P O Box 643061 Pittsburgh, PA 15264-3061	-							5,270.00	
Account No. Polster,Lieder,Woodruff&Lucche P.O. Box 798223 St. Louis, MO 63179-8000	-							1,506.50	
Account No. Providence Consulting LLC 1600 S. Brentwood Blvd Suite 600 St. Louis, MO 63144	-							15,400.00	
Account No. Realty Associates Fund V c/o Sansone Group LLC Box 223333 Pittsburgh, PA 15251-2333	-		Back rent for Earth City location via lawsuit		X		X	185,000.00	
Sheet no. <u>12</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page)	211,207.41

In re **Cerf Bros. Bag Co.** , Case No. _____
Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C					
Account No.							
Riverbend Capital Group Inc 2464 Taylor Road Suite 307 Wildwood, MO 63040		-					500.00
Account No.							
Roadrunner Transportation 3576 Payshpere Circle Chicago, IL 60674		-					1,935.54
Account No.							
Rocky Mount Cord Co P.O. Drawer 4304 Rocky Mount, NC 27803-0304		-					11,123.75
Account No.			Accountant Services: Consultation Fees				
RubinBrown LLP P O Box 790379 St. Louis, MO 63179-0379		-					10,975.00
Account No.							
Rush & Company 608 Main Street Louisville, CO 80027		-					33,500.00
						Subtotal	58,034.29
Sheet no. <u>13</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						(Total of this page)	

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
Account No. Sandberg Phoenix & Von Gontard P.O. Box 66726 St. Louis, MO 63166-6726		-	Attorney fees related to court cases & general business legal needs				122,674.24	
Account No. Scheels - West Acres Mall 3902 13th Ave S., Suite 621 Fargo, ND 58103		-					34.78	
Account No. Skyline Sales & Service P O Box 672145 Chugiak, AK 99567-2145		-					2,784.85	
Account No. Stanek Netting Co., Inc. 111 Orange St Bloomfield, NJ 07003		-					1,100.00	
Account No. Ste-Lar Textiles, Inc. 1301 Route 70 West Cherry Hill, NJ 08002		-					435.00	
Sheet no. <u>14</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	127,028.87

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	
Account No. Stratus Building Solutions 1976 Innerbelt Bus Center Dr St. Louis, MO 63114	-				922.31
Account No. Suntex Inc. P O Box 1139 Ladison, SC 29456	-				3,927.95
Account No. Target.Direct Attn: Accounts Payable TNC 3110 Minneapolis, MN 55440-9493	-		Outstanding Credit Balance: (\$521.90)		0.00
Account No. Tech Electronics, Inc 6437 Manchester Avenue St. Louis, MO 63139	-				66.00
Account No. Telenational Communications Attn: Accounts Receivable Suite C Omaha, NE 68134	-				60.05
Sheet no. <u>15</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	4,976.31

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Ultra-Color Corp 1814 Washington Ave St. Louis, MO 63103		-					11,595.70	
Account No. United Parcel Service Lockbox 577 Carol Stream, IL 60132-0577		-					9,255.55	
Account No. UPS Supply Chain Solutions Inc 28013 Network Place Chicago, IL 60673-1280		-					40,261.20	
Account No. Wal-Mart Stores, Inc. Invoice Control #8002 702 SW 8th St. Bentonville, AR 72716-0040		-	Outstanding Credit Balance: (\$629.13)				0.00	
Account No. Walter Adekunle Db a Tyger Sales, Inc 33097 Calistoga St Union City, CA 94587		-					924.42	
Sheet no. <u>16</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	62,036.87

In re Cerf Bros. Bag Co., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.		Loans				
Warren Davis 10510 Conway Saint Louis, MO 63131	-					100,000.00
Account No.						
Westport One 11701 Borman Dr., Ste 245 St. Louis, MO 63146	-					15,500.00
Account No.						
William Dougan P.O. Box 1001 Sand Springs, OK 74063	-					364.95
Account No.						
Zhejiang Hengfeng Top Leisure No. 68, Hangyin Road Hangzhou, Zhejiang CHINA	-					695.10
Account No.						

Sheet no. 17 of 17 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page)

116,560.05

Total
 (Report on Summary of Schedules)

5,143,103.12

In re Cerf Bros. Bag Co. Case No. _____
 Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Alday Communications 144 Southeast Parkway Suite 250 Franklin, TN 37064	PR Services -- services ended based on lack of payment; contract was for \$3,000 per month
Indochine Development Group 512 Canada St Ojai, CA 93023	Contract for design development; contract expired 10/31/2009
Jarrod Barr 1284 Peregrine Drive Middleton, ID 83644	Contract for design development; total due was \$20,000, paid \$5,000; contract services were terminated based on lack of payment - 9/2/2009
MDC West Port LLC c/o Maune Development Co Suite 310 St. Louis, MO 63105	Rent on current building - contract expires 10/1/2012

In re Cerf Bros. Bag Co.
 Debtor

Case No. _____

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	King Commercial 10024 Office Center Ave., Ste 150 Saint Louis, MO 63128
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	LSQ Funding Group 1405 West Colonial Drive Orlando, FL 32804
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	Southwest Bank 13205 Manchester Rd. Saint Louis, MO 63131
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	Affiliated Investments Group, Inc. 201 S. Lakeline Blvd, Ste 104 Cedar Park, TX 78613

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**
Debtor(s)

Case No. _____
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **30** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **October 29, 2009**

Signature **/s/ Jerry C. Michelson**
Jerry C. Michelson
President

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

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**

Debtor(s)

Case No. _____

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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
\$4,388,548.00	January 1, 2009 thru date of case commencement Sales of finished good products
\$8,401,104.00	January - December 2008 Sales of finished good products
\$8,112,726.00	January - December 2007 Sales of finished good products

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$21,228.00	During the last year Building Sub-Lease
\$20,228.00	Year before Last Building Sub-Lease

3. Payments to creditors

None **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) 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 creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. 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 creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See attached Exhibit 3.b.		\$761,545.90	\$0.00

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.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141 President/Owner	11/14/08 - 9/30/09 Interest on Loan and Salary	\$21,671.31	\$3,984.16

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
Realty Associates 07CC-002591	Earth City rent litigation (lack of timely payment)	Circuit Court of St. Louis County Div 12	Negotiated - Owed \$77,571.45
Heater Specialists, LLC v. Case No. CJ-2008-6361	2005 Claim; potential liability: \$3.6 million	District Court In and for Tulsa County State of Oklahoma	December 2009 deposition; April 2010 court date

- None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

- None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

- None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
Friends of Kids with Cancer		4/21/2009	\$4,462.66 - Product donation

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
JCCA		6/22/2009	\$274.56 - Product donation
POMA		7/31/2009	\$780 - Charity donation

8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case.** (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Goldstein & Pressman, P.C. 121 Hunter Avenue, Suite 101 St. Louis, MO 63124-2082	10/23/2009	\$25,000
Providence Consulting LLC 1600 S. Brentwood Blvd., Ste 600 St. Louis, MO	8/11/2009 Cerf Bros Bag Company	\$5,000 retainer for consulting services

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
--	------	--

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
U.S. Bank		

12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY

13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF

14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
David Levine 17670 Lasiandra Chesterfield, MO 63005	Laser Surgery Bed	Warehouse Rack

15. Prior address of debtor

- None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
4240 Rider Trail North Earth City, MO 63045	Cerf Bros Bag Company	5/17/2001 - 9/2007

16. Spouses and Former Spouses

- None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

- None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18 . Nature, location and name of business

- None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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- None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
------	---------

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
Angelina Smith
14435 Corallin Drive
Chesterfield, MO 63017

DATES SERVICES RENDERED
March 9, 2009 - present

Israel Dunlow
1102 Cambridge Green Ct
Chesterfield, MO 63017

unknown - March 31, 2009

Terry Leonard
1944 Brown Road
Saint Louis, MO 63114

April 28, 1986 - present

- None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME ADDRESS
Brown Smith Wallace **1050 N. Lindbergh Blvd**
Saint Louis, MO 63132

DATES SERVICES RENDERED
1998/1999 - 2008

- None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME ADDRESS
Angela Smith **14435 Corallin Drive**
Controller **Chesterfield, MO 63017**
Terry Leonard **1944 Brown Road**
Accountant **Saint Louis, MO 63114**

- 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
Southwest Bank

DATE ISSUED
monthly through actuals of August 2009

LSQ Funding Group
1405 West Colonial Drive
Orlando, FL 32804

August 2009

Affiliated Investments Group, Inc.
201 S. Lakeline Blvd, Ste 104
Cedar Park, TX 78613

March 2009

King Commercial
10024 Office Center Ave., Ste 150
Saint Louis, MO 63128

June 2008

Kenneth S. Kranzberg Revocable Trust
10330 Old Olive St. Rd
Saint Louis, MO 63141

August 2009

NAME AND ADDRESS
Aron Katzman
10411 Clayton Rd., Ste 209
Saint Louis, MO 63131

DATE ISSUED
August 2009

20. Inventories

- None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
9/31/2008	Terry Leonard (CBBC) and Roger McAllister (BSW)	\$1,657,775.34 (average cost)
October 2007	Terry Leonard (CBBC) and Roger McAllister (BSW)	\$1,559,068.46 (average cost)

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

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
9/31/2008	Brown Smith Wallace 1050 N. Lindbergh Blvd St. Louis, MO 63132
October 2007	Brown Smith Wallace 1050 N. Lindbergh Blvd St. Louis, MO 63132

21. Current Partners, Officers, Directors and Shareholders

- None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

- None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	President/Owner	100%

22. Former partners, officers, directors and shareholders

- None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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- None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Brian Spanel 17714 Little Leaf Ct Chesterfield, MO 63005	CEO	7/17/2009

23 . Withdrawals from a partnership or distributions by a corporation

- None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141 President/Owner	11/1/2008 - 10/31/2009	\$121,543 - Salary
Brian Spanel 17714 Little Leaf Ct. Chesterfield, MO 63005 Former CEO	3/16/2009 - 7/17/2009	\$47,384.66 - Salary
Craig Harrison 1625 Adgers Wharf Dr Chesterfield, MO 63017 Former Stockholder	June-July 2009	\$20,000 - Stock Redemption

24. Tax Consolidation Group.

- None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.

- None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date <u>October 29, 2009</u>	Signature <u>/s/ Jerry C. Michelson</u> Jerry C. Michelson President
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[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**

Debtor(s)

Case No. _____

Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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

Advance Deposit received to pay pre-petition fees and costs	\$	<u>25,000.00</u>
Pre-Petition Fees and Costs	\$	_____
Balance of Advanced Deposit	\$	<u>0.00</u>

2. The source of the 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 confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

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: October 26, 2009

/s/ Steven Goldstein

**Steven Goldstein ARN 32790 & MBE 24807
Goldstein & Pressman, P.C.
121 Hunter Avenue, Suite 101
St. Louis, MO 63124-2082
(314) 727-1717 Fax: (314) 727-1447**

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**
Debtor

Case No. _____
Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Andy Glaser 1 City Centre, 24th Floor Saint Louis, MO 63101	Class A Preferred	250	25,000
Aron Katzman 9202 Litzsinger St. Saint Louis, MO 63144	Class A Preferred	1000	100,000
Barry L. Glantz 6 Shardue Lane Saint Louis, MO 63141	Class A Preferred	250	25,000
Charles Elbert 8137 University Dr. Saint Louis, MO 63105	Class A Preferred	250	25,000
David Capes 624 S. Meramec Saint Louis, MO 63105	Class A Preferred	250	25,000
David Karlson 11561 E. Lake Ol Englewood, CO 80111	Class A Preferred	1,500	150,000
David Levine 17670 Lasiandra Chesterfield, MO 63005	Class A Preferred	1000	100,000
James R. Steiner Lifetime Trust 6 McNight Lane Saint Louis, MO 63124-1824	Class A Preferred	750	75,000
Jerry C. Michelson 345 Doulton Place Saint Louis, MO 63141	Common Stock	unknown	100%
Larry G. Michelson 113 Tradewinds Terrace Indialantic, FL 32903	Class A Preferred	500	50,000
Lawrence E. Samuels TTEE 11 Westwood Country Club Saint Louis, MO 63131	Class A Preferred	250	25,000

In re Cerf Bros. Bag Co.

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Roger Michelson 10006 W. Broadview Dr. Miami Beach, FL 33154-1132	Class A Preferred	500	50,000
Thomas A. Stern Revocable Living Trust 233 Brooktrail Court Saint Louis, MO 63141	Class A Preferred	500	50,000
Timothy M. Drury 17 Chaminade Dr. Saint Louis, MO 63141	Class A Preferred	500	50,000
U.S. Bank c/o Timothy N. Scheer Special Assets Group P.O. Box 524 Saint Louis, MO 63166	Class B Preferred	100	100

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF 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 of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date October 29, 2009

Signature /s/ Jerry C. Michelson
Jerry C. Michelson
President

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

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) hereby certifies/certify under penalty of perjury that the attached list containing the names and addresses of my creditors (Matrix), consisting of **8** page(s) and is true, correct and complete.

/s/ Jerry C. Michelson

Jerry C. Michelson/President

Signer/Title

Dated: **October 29, 2009**

7 Summits Sports, Inc
4252 Mancilla Court
San Diego, CA 92130

Affiliated Investments Group, Inc.
201 S. Lakeline Blvd, Ste 104
Cedar Park, TX 78613

Alday Communications
144 Southeast Parkway
Suite 250
Franklin, TN 37064

American Burglary & Fire,
507 Rudder Road
Fenton, MO 63026-2010

American Express
P.O. Box 650448
Dallas, TX 75265-0448

American Express Line of Credit
P.O. Box 650448
Dallas, TX 75265-0448

Ameristaff St. Peters
Ameristaff, Inc
519 Salt Lick Road
St. Peters, MO 63376

Aron Katzman
10411 Clayton Rd., Ste 209
Saint Louis, MO 63131

Becker Glove Int'L
PO Box 958064
St. Louis, MO 63195

Brian Spanel
c/o Orren S. Adams
Polsinelli Shughart
7733 Forsyth Blvd., Ste 1200
Saint Louis, MO 63105

Brown Smith Wallace
1050 N. Lindbergh Blvd
St. Louis, MO 63132

CH Robinson Worldwide, Inc
P.O. Box 9121
Minneapolis, MN 55480-9121

Chase Card Services
Cardmember Service
P O Box 94014
Palatine, IL 60094-4014

Checker Bag Co
P.O. Box 790379
St. Louis, MO 63179

CIT Technology Fin Serv, Inc
21146 Network Place
Chicago, IL 60673-1211

Clancey Co.
8081 Flint Street
Lenexa, KS 66214

Currier & Assoc. Inc.
12000 Ne 227Th Avenue
Brush Prairie, WA 98606

David Karlson
11561 E. Lake Ol
Englewood, CO 80111

DHL Express (USA) Inc
16592 Collections Center Dr
Chicago, IL 60693

Edell, Shapiro & Finnan LLC
1901 Reswarch Boulevard
Suite 400
Rockville, MD 20850

Extreme Associates, LLC
178 Applegate Drive
Hamilton Square, NJ 08690

Extreme Sales & Marketing
3 Indigo Farm Road
Harrisville, RI 02830

FedEx
P.O. Box 94515
Palatine, IL 60094-4515

Franklin Braid Mfg Co
P.O. Box 711
Emporia, VA 23847

Fred Luchessa
4843 Maze Blvd
Modesto, CA 95358

G. A. Tolton Associates
200 Deer Field Road
Mt. Pleasant, PA 15666

Gerald W. Lindhorst
12520 Fee Fee Road
St. Louis, MO 63146

GFI Digital, Inc.
1837 Borman Circle Drive
St. Louis, MO 63146

GMAC
PO Box 9001948
Louisville, KY 40290-1948

Gore Perry Gateway & Lipa
515 Olive St., Ste 700
St. Louis, MO 63101

Gravel Agency
1530 Provinciale
Quebec G1N 4A2

Great Land Sales, Inc.
P.O. Box 1869
Seward, AK 99664

Harris Machinery Co
501 30th Ave SE
Minneapolis, MN 55414

Heater Specialists, LLC
P.O. Box 582707
Tulsa, OK 74158

Hi Tex Corporation
P.O. Box 1325
Woodinville, WA 98072

Howard Communications, Inc
289 Hwy CC
Elsberry, MO 63343

Indochine Development Group
512 Canada St
Ojai, CA 93023

Infor Global Solutions
Po Box 933774
Atlanta, GA 31193-3774

Internal Revenue Service
Bankruptcy Section, Mail Code 5028 STL
PO Box 66778
Saint Louis, MO 63166

IT Architechs, Inc
2518 Lemay Ferry Rd, Ste 115
St. Louis, MO 63125

J. Daniel Griffin
1659 N. 400th Avenue
Paysan, IL 62360

Jarrold Barr
1284 Peregrine Drive
Middleton, ID 83644

Jerry C. Michelson
345 Doulton Place
Saint Louis, MO 63141

Jiffy Express Delivery Co
8585 Page
St. Louis, MO 63114

Jim Wagner - Designs
PO Box 1888
Lyons, CO 80540

Joe's Sporting Goods
33 County Road B
St. Paul, MN 55117

Kenneth S. Kranzberg Revocable Trust
10330 Old Olive St. Rd
Saint Louis, MO 63141

King Commercial
10024 Office Center Ave., Ste 150
Saint Louis, MO 63128

Laclede Gas Co
Drawer 2
St. Louis, MO 63171

LEAF Funding, Inc.
300 Outlet Pointe Blvd, Ste 300B
Columbia, SC 29210

Lockwoven Co.
1681 Walton Rd
St. Louis, MO 63114

LSQ Funding Group
1405 West Colonial Drive
Orlando, FL 32804

Mark Muggleton Sports
763 Eaton Circle
Superior, CO 80027

MDC West Port LLC
c/o Maune Development Co
Suite 310
St. Louis, MO 63105

Metro St L Sewer District
Box 437
St. Louis, MO 63166

Milberg Factors, Inc
99 Park Avenue
New York, NY 10016

Missouri Dept. of Revenue
c/o Bankruptcy
PO Box 475
Jefferson City, MO 65105-0475

More & Molloy, Inc
10702 S. 300 W. #120
South Jordan, UT 84095

Northwestern Mutual Life
P.O. Box 3007
Milwaukee, WI 53201-3007

NSC Diversified, Inc
9677 Page Avenue
St. Louis, MO 63132

Office Essentials Inc
1450 Ashby
St. Louis, MO 63132

Outdoor Marketing Alliance Inc
Suite 2
4513 Valleydale Road
Birmingham, AL 35242

Outdoor Specialist Sales Group
3897-2 North 20Th
Ozark, MO 65721

Pallet Logistics Mgmt
Dept. Number 536177
Po Box 790100
St. Louis, MO 63179-0100

Phillips 66-Conoco 76
Processing Center
Po Box 689061
Des Moines, IA 50368-9061

Phoenix Freight Services
36960 Eagle Way
Chicago, IL 60678-1369

Phoenix Home Life Ins. Co
P O Box 643061
Pittsburgh, PA 15264-3061

Polster, Lieder, Woodruff & Lucche
P.O. Box 798223
St. Louis, MO 63179-8000

Providence Consulting LLC
1600 S. Brentwood Blvd
Suite 600
St. Louis, MO 63144

Realty Associates Fund V
c/o Sansone Group LLC
Box 223333
Pittsburgh, PA 15251-2333

Riverbend Capital Group Inc
2464 Taylor Road
Suite 307
Wildwood, MO 63040

Roadrunner Transportation
3576 Payshpere Circle
Chicago, IL 60674

Rocky Mount Cord Co
P.O. Drawer 4304
Rocky Mount, NC 27803-0304

RubinBrown LLP
P O Box 790379
St. Louis, MO 63179-0379

Rush & Company
608 Main Street
Louisville, CO 80027

Sandberg Phoenix & Von Gontard
P.O. Box 66726
St. Louis, MO 63166-6726

Scheels - West Acres Mall
3902 13th Ave S., Suite 621
Fargo, ND 58103

Skyline Sales & Service
P O Box 672145
Chugiak, AK 99567-2145

Southwest Bank
13205 Manchester Rd.
Saint Louis, MO 63131

Stanek Netting Co., Inc.
111 Orange St
Bloomfield, NJ 07003

Ste-Lar Textiles, Inc.
1301 Route 70 West
Cherry Hill, NJ 08002

Stratus Building Solutions
1976 Innerbelt Bus Center Dr
St. Louis, MO 63114

Suntex Inc.
P O Box 1139
Ladison, SC 29456

Target.Direct
Attn: Accounts Payable
TNC 3110
Minneapolis, MN 55440-9493

Tech Electronics, Inc
6437 Manchester Avenue
St. Louis, MO 63139

Telenational Communications
Attn: Accounts Receivable
Suite C
Omaha, NE 68134

Ultra-Color Corp
1814 Washington Ave
St. Louis, MO 63103

United Parcel Service
Lockbox 577
Carol Stream, IL 60132-0577

UPS Supply Chain Solutions Inc
28013 Network Place
Chicago, IL 60673-1280

Wal-Mart Stores, Inc.
Invoice Control #8002
702 SW 8th St.
Bentonville, AR 72716-0040

Walter Adekunle
Dba Tyger Sales, Inc
33097 Calistoga St
Union City, CA 94587

Warren Davis
10510 Conway
Saint Louis, MO 63131

Westport One
11701 Borman Dr., Ste 245
St. Louis, MO 63146

William Dougan
P.O. Box 1001
Sand Springs, OK 74063

Zhejiang Hengfeng Top Leisure
No. 68, Hangyin Road
Hangzhou, Zhejiang CHINA

**United States Bankruptcy Court
Eastern District of Missouri**

In re **Cerf Bros. Bag Co.**

Debtor(s)

Case No. _____

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Cerf Bros. Bag Co.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

October 29, 2009

Date

/s/ Steven Goldstein ARN

Steven Goldstein ARN 32790 & MBE 24807

Signature of Attorney or Litigant

Counsel for **Cerf Bros. Bag Co.**

Goldstein & Pressman, P.C.

121 Hunter Avenue, Suite 101

St. Louis, MO 63124-2082

(314) 727-1717 Fax:(314) 727-1447