

**United States Bankruptcy Court
DISTRICT OF NEW JERSEY**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Playmore, Inc.	Name of Joint Debtor (Spouse)(Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): aka Playmore, Inc., Publishers	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): 13-5627868	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. & Street, City, and State): 58 Main Street Hackensack NJ	Street Address of Joint Debtor (No. & Street, City, and State):
ZIPCODE 07601	ZIPCODE
County of Residence or of the Principal Place of Business: Bergen	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): SAME	Mailing Address of Joint Debtor (if different from street address):
ZIPCODE	ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above): SAME	ZIPCODE

Type of Debtor (Form of organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (if debtor is not one of the above entities, check this box and state type of entity below _____	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Publisher <hr/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose" <input checked="" type="checkbox"/> Debts are primarily business debts. <hr/> Chapter 11 Debtors: Check one box: <input type="checkbox"/> Debtor is a small business 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). <hr/> Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <hr/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		

Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. <hr/> 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 <hr/> 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 <hr/> 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	THIS SPACE IS FOR COURT USE ONLY
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<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	Name of Debtor(s): <p style="text-align: center;">Playmore, Inc.</p>	
<p>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</p>		
Location Where Filed: <p>NONE</p>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
<p>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)</p>		
Name of Debtor:	Case Number:	Date Filed:
District:	Relationship:	Judge:
<p style="text-align: center;">Exhibit A</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><input type="checkbox"/> Exhibit A is attached and made a part of this petition</p>	<p style="text-align: center;">Exhibit B</p> (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b). <p style="text-align: center;">X</p> <hr style="width: 20%; margin-left: auto; margin-right: 0;"/> <div style="display: flex; justify-content: space-between; width: 100%;"> Signature of Attorney for Debtor(s) 7/23/2008 Date </div>	
<p>Exhibit C</p> Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?		
<p><input type="checkbox"/> Yes, and exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No</p>		
<p>Exhibit D</p> (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)		
<p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made part of this petition.</p> If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
<p>Information Regarding the Debtor - Venue (Check any applicable box)</p>		
<p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>		
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p>		
<p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <div style="text-align: right; margin-right: 50px;"> <hr style="width: 40%;"/> (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 50px;"> <hr style="width: 40%;"/> (Address of landlord) </div>		
<p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>		

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <i>Playmore, Inc.</i></p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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.</p> <p>[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)</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed name of Foreign Representative)</p> <p><u>7/23/2008</u> _____ (Date)</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X /s/ Bruce D. Gordon Signature of Attorney for Debtor(s)</p> <p><i>Bruce D. Gordon 8018</i> Printed Name of Attorney for Debtor(s)</p> <p><i>Bruce D. Gordon LLC</i> Firm Name</p> <p><i>2050 Center Avenue., Ste. 560</i> Address</p> <p>_____ <i>Fort Lee NJ 07024</i></p> <p><i>(201) 585-2600</i> Telephone Number</p> <p><u>7/23/2008</u> Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>_____ X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X /s/ Jon Horwich Signature of Authorized Individual</p> <p><i>Jon Horwich</i> Printed Name of Authorized Individual</p> <p><i>President</i> Title of Authorized Individual</p> <p><u>7/23/2008</u> Date</p>	

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re *Playmore, Inc.*
aka Playmore, Inc., Publishers

Case No.
Chapter 11

Debtor(s)

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 and Fed. R. Bankr. P. 1007(m).

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 <i>Tri-King (Asia) Limited</i> 489-491 Castle Peak Rd. Cheung Sha Wan Kowloon Hong Kong	Phone: <i>Tri-King (Asia) Limited</i> 489-491 Castle Peak Rd. Cheung Sha Wan Kowloon Hong Kong		D	\$ 851,997.96
2 <i>Craftline Acquisition</i> P.O. Box 634665 Cincinnati OH 45263-4665	Phone: <i>Craftline Acquisition</i> P.O. Box 634665 Cincinnati OH 45263-4665			\$ 633,829.15
3 <i>D&D Dist. Services</i> 789 King's Mill Rd. York PA 17403	Phone: <i>D&D Dist. Services</i> 789 King's Mill Rd. York PA 17403		D	\$ 510,047.95
4 <i>SBS Worldwide</i> Raritan Business Park 39 Mayfield Avenue Edison NJ 08837	Phone: <i>SBS Worldwide</i> Raritan Business Park 39 Mayfield Avenue Edison NJ 08837		D	\$ 126,876.85
5 <i>Prompt Logistics</i> 185 Bridgeland Avenue Suite 118 Tornoto ONTARIO M6A 1Y7	Phone: <i>Prompt Logistics</i> 185 Bridgeland Avenue Suite 118 Tornoto ONTARIO M6A 1Y7			\$ 122,075.75

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 Kappa Graphics, L.P. 50 Rock St. Hughestown Borough Pittston PA 18640	Phone: Kappa Graphics, L.P. 50 Rock St. Hughestown Borough Pittston PA 18640			\$ 110,696.98
7 York Container 138 MT. Zion Road York PA 17402	Phone: York Container 138 MT. Zion Road York PA 17402			\$ 77,301.79
8 Repro India Limited 50/2, TTC Industrial Area MIDC Mahape Navi Mumbai 400710	Phone: Repro India Limited 50/2, TTC Industrial Area MIDC Mahape Navi Mumbai 400710			\$ 75,542.56
9 Anchin, Block & Anchin 1375 Broadway New York NY 10018	Phone: Anchin, Block & Anchin 1375 Broadway New York NY 10018			\$ 75,124.00
10 Fox Rothchild LLP 2000 Market Street Tenth Floor Philadelphia PA 19103	Phone: Fox Rothchild LLP 2000 Market Street Tenth Floor Philadelphia PA 19103			\$ 75,000.00
11 EP Graphics 169 S. Jefferson Berne IN 46711	Phone: EP Graphics 169 S. Jefferson Berne IN 46711		D	\$ 74,225.90
12 National Book Warehouse 315 Deaderick Street, Ste 1800 Attn: Tracy Lujan - H3GM Nashville TN 37238-1800	Phone: National Book Warehouse 315 Deaderick Street, Ste 1800 Attn: Tracy Lujan - H3GM Nashville TN 37238-1800		D	\$ 47,967.60

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
13 Residual Trustee, b/h KBTI Trust c/o Rothbard Rothbard Kohn et al 50 Park Place, Suite 1228 Newark NJ 07102	Phone: Residual Trustee, b/h KBTI Trust c/o Rothbard Rothbard Kohn et al 50 Park Place, Suite 1228 Newark NJ 07102		D	\$ 45,409.21
14 P.T. Kapasari JL Raya Kletek 96 Taman-Sidoarjo Indonesia 61257	Phone: P.T. Kapasari JL Raya Kletek 96 Taman-Sidoarjo Indonesia 61257			\$ 42,822.00
15 Southern States Sales 358 Roswell Street N.E. Suite 2140 Marietta GA 30060	Phone: Southern States Sales 358 Roswell Street N.E. Suite 2140 Marietta GA 30060			\$ 42,067.62
16 Peter Haddock Publishing Pinfold Lane Bridlington East Yorkshire UK Y016 6BT	Phone: Peter Haddock Publishing Pinfold Lane Bridlington East Yorkshire UK Y016 6BT		D	\$ 39,503.00
17 Bill Hodge & Associates 2645 Eagle Drive Grapevine TX 76051	Phone: Bill Hodge & Associates 2645 Eagle Drive Grapevine TX 76051			\$ 21,733.98
18 Carjon Properties L.L.C. 113 7th Street Cresskill NJ 07626	Phone: Carjon Properties L.L.C. 113 7th Street Cresskill NJ 07626			\$ 16,000.00
19 Sol Robots L.L.C. 1403 White Elm Cove Cedar Park TX 78613	Phone: Sol Robots L.L.C. 1403 White Elm Cove Cedar Park TX 78613			\$ 15,900.00
20 Micron Data Systems 79 Oakville Street Staten Island NY 10314	Phone: Micron Data Systems 79 Oakville Street Staten Island NY 10314			\$ 13,750.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Jon Horwich, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: 7/23/2008

Signature /s/ Jon Horwich

Name: Jon Horwich

Title: President

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re *Playmore, Inc.*,
aka Playmore, Inc., Publishers

Case No.
Chapter *11*

_____/ Debtor

Attorney for Debtor: *Bruce D. Gordon*

LIST OF EQUITY SECURITY HOLDERS

Number	Registered Name of Holder of Security	Number of Shares	Class of Shares, Kind of Interest
<i>1</i>	<i>Horwich, Cecile</i>	<i>12</i>	<i>11.68104 Class A Voting</i>
<i>2</i>	<i>Horwich, Jon K.</i>	<i>25</i> <i>25</i>	<i>24.68724 Class A Voting</i> <i>25 Class B Non-Voting</i>
<i>3</i>	<i>Horwich, William A.</i>	<i>13</i>	<i>12.71172 Class A Voting</i>

LIST OF EQUITY SECURITY HOLDERS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, *Jon Horwich*, *President* of the *corporation* named as

debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that they are true and correct to the best of my knowledge, information and belief.

Date: *7/23/2008*

Signature: */s/ Jon Horwich*

Name: *Jon Horwich*

Title: *President*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re *Playmore, Inc.*,
aka Playmore, Inc., Publishers

Case No.
Chapter 11

_____/ Debtor

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	<i>Yes</i>	<i>1</i>	\$ <i>0.00</i>		
B-Personal Property	<i>Yes</i>	<i>3</i>	\$ <i>6,815,086.81</i>		
C-Property Claimed as Exempt	<i>No</i>	<i>0</i>			
D-Creditors Holding Secured Claims	<i>Yes</i>	<i>1</i>		\$ <i>2,072,948.00</i>	
E-Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<i>Yes</i>	<i>1</i>		\$ <i>0.00</i>	
F-Creditors Holding Unsecured Nonpriority Claims	<i>Yes</i>	<i>13</i>		\$ <i>3,195,560.63</i>	
G-Executory Contracts and Unexpired Leases	<i>Yes</i>	<i>1</i>			
H-Codebtors	<i>Yes</i>	<i>1</i>			
I-Current Income of Individual Debtor(s)	<i>No</i>	<i>0</i>			\$ <i>0.00</i>
J-Current Expenditures of Individual Debtor(s)	<i>No</i>	<i>0</i>			\$ <i>0.00</i>
TOTAL		<i>21</i>	\$ <i>6,815,086.81</i>	\$ <i>5,268,508.63</i>	

In re Playmore, Inc.,
Debtor

Case No. _____
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY ON BEHALF OF A CORPORATION

I, Jon Horwich, 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 22 sheets,
and that they are true and correct to the best of my knowledge, information, and belief.

Date: 7/23/2008

Signature /s/ Jon Horwich
Name: Jon Horwich
Title: President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

In re Playmore, Inc.,
Debtor(s)

Case No. _____
(if known)

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 the 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--H Wife--W Joint--J Community--C	Current Value	Amount of Secured Claim
			of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption	
None			\$ 0.00	\$ 0.00
TOTAL \$			0.00	

No continuation sheets attached

(Report also on Summary of Schedules.)

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

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 the 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	None	Description and Location of Property	Husband--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
1. Cash on hand.		<i>Petty Cash Location: In debtor's possession</i>		\$ 200.00
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.		<i>Account #3451467844 - Balance a/o 7/22/08 Commerce Bank 111 River Street, Hackensack, NJ 07601</i>		\$ 807.00
		<i>Account #1500583777 - Balance a/o 7/22/08 Signature Bank 565 Fifth Avenue, 12th Floor, New York, NY 10017</i>		\$ 17,073.11
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		<i>Liability, Casualty, Business Interruption Location: In debtor's possession</i>		\$ 0.00
10. Annuities. Itemize and name each issuer.	X			

In re *Playmore, Inc.*

Debtor(s)

Case No. _____

(if known)

SCHEDULE B-PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N o n e	Description and Location of Property	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
11. Interest 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.		401 (K)	\$ 0.00
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		Wachovia Securities: Richman Gordon 1/2 Series B Account #6742-1406 Zero Value	\$ 0.00
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts Receivable.		Accounts Receivable.	\$ 3,721,158.19
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.		Claims Pursuant to Settlement Agreement with Waldman Publishing Corp. (value unknown)	\$ 0.00
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X		
20. Contingent and non-contingent 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.		Claims Against Safe Harbor Reserve, Inc. d/b/a D&D Distributing Services (Value Unknown)	\$ 0.00
		Claims For Unauthorized Customer Chargebacks - See Attached	\$ 76,212.51
22. Patents, copyrights, and other intellectual property. Give particulars.		Copyrights -See Attached Location: In debtor's possession or Waldman Publishing Corp.	\$ 964,486.00
		Trademarks - See Attached Location: In debtor's possession or Waldman Publishing Corp.	\$ 5,000.00

In re Playmore, Inc.

Case No. _____ (if known)

Debtor(s)

SCHEDULE B-PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N o n e	Description and Location of Property		Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
			Husband--H Wife--W Joint--J Community--C	
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as described 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.		<p><i>Infiniti QX4 - 2001</i> <i>Location: In debtor's possession</i></p> <p><i>Nissan Xterra - 2004</i> <i>Location: In debtor's possession</i></p>		<p>\$ 5,000.00</p> <p>\$ 6,500.00</p>
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		<p><i>Various Office Equipment (\$7,000).</i> <i>IBM ASYOU Operating System (Value Unknown).</i> <i>Location: In debtor's possession</i></p>		\$ 7,000.00
29. Machinery, fixtures, equipment and supplies used in business.	X			
30. Inventory.		<p><i>Inventory. Valuation at Cost.</i> <i>Location: D&D Warehouse, 789 Kings Mill Rd, York, York County, PA</i></p>		\$ 2,011,650.00
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			

Total ➔ \$ 6,815,086.81

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

SCHEDULE B-21 Chargebacks and Setoffs

**Jul-08 PLAYMORE, INC.
58 MAIN STREET, HACKENSACK
HACKENSACK, NJ 07601**

CHARGEBACKS

<u>Cust. No.</u>	<u>Name</u>	<u>Address</u>	<u>Amount</u>	<u>Contact/Telephone No.</u>	<u>Comments:</u>
204	Ace Hardware Corp.	2200 Kensington Court, Oak Brook, IL 60523	522.14	630 - 990 - 6600	disputed
244	Advance Marketing Svs.	5880 Oberlin Dr. #400, San Diego Ca. 92121	10,437.17	619 - 457 - 2500	disputed
356	Allscript Establishment (S) Pte Ltd	605 A MACPHERSON RD, SINGAPORE	1,106.40	011-65-62877090 (Rosalind Lim)	disputed
473	Anderson Merchandising	PO Box 32270, Amarillo, TX 79120	11,586.10	806 - 376 - 6251	disputed
8419	Borders Group, Inc.	100 Phoenix Dr., Ann Arbor, MI 48108	714.46	734 - 477 - 1100	disputed
1324	CVS Pharmacy	One CVS Dr., Woonsocket, RI 02895	7,750.48	401 - 765 - 1500	disputed
1649	Drug Fair Group, Inc.	800 Cottontail Lane, Somerset, NJ 08873	115.22	732 - 748 - 8900	disputed
2167	Dollar General Global Sourcing Ltd.	11 FI One Kowloon, 1-11 Wang Yuen St., Kowloon, Hong Kong	3,000.00	852 - 212 - 5701	disputed
2799	Family Dollar Stores	P.O. Box 1017, Charlotte, NC 28211	1,633.29	704 - 847 - 6961	disputed
4620	LTD Commodities, Inc.	P.O. Box 406, Bannockburn, IL 60015	30,000.00	708 - 295 - 5501 (Mike Chapnick)	verbal, in dispute
5477	Mills Fleet Farm	512 Laurel Street, Brainerd, MI 56401	131.68	218 - 829 - 3521	disputed
5745	National Book Store	125 QUAD ALPHA BUILDING, PHILLIPPINES	343.75	632 - 631 - 8061	disputed
4026	JC Penney Company	310 South Main Street, Salt Lake City, UT 84101	1,953.40	801 - 350 - 2206	disputed
5953	Phi & Kappa Distribution	10289 Colonial Highway, Evington, VA 24550	275.14	434 - 821 - 4768	disputed
8155	United Hardware	P.O. Box 410, Mineapolis, MN 55440	359.92	612 - 559 - 1800	disputed
8196	Urm Stores, Inc.	P.O. Box 3365, Spokane, WA 99207	989.21	509 - 467 - 2724	disputed
8416	Waldenbooks, Inc.	100 Phoenix Dr., Ann Arbor, MI 48108	1,917.02	734 - 477 - 2013	disputed
8418	Wal-Mart Canada	1415 Bonhill Road, Unit 4, Mississauga, Ontario, Canada L5T 1R2	519.25	905 - 821 - 2111	disputed
8431	Walgreens	P.O. Box 4030, Danville, IL 61834	2,857.88	217 - 554 - 8516	disputed
			76,212.51		

Certain customers and vendors have taken setoffs or chargebacks against amounts due Debtor, which setoffs or chargebacks are disputed.

This list of certain of these setoffs or chargebacks may not contain all setoffs or chargebacks and may be supplemented or amended as necessary.

SCHEDULE B-22 COPYRIGHTS AND TRADEMARKS

NEW WORKS CREATED BY PLAYMORE DURING 2007 & 2008.

<u>SKU#</u>	<u>DESCRIPTION</u>	<u># TITLES</u>	<u>COST EA</u>	<u>TOTAL</u>
<u>COLOR & ACTIVITY BOOK COMPLETE SERIES:</u>				
89	BEST FRIENDS FOREVER COLORING & ACTIVITY BOOKS (8"X11", 96 pages each)	4	\$7,800	\$31,200
94	FAIRY TALE CLASSICS COLORING BOOKS (8"X11", 96 pages each)	4	\$7,840	\$31,360
<u>PARTIAL, COLOR & ACTIVITY BOOKS</u>				
96	CHRISTMAS COLORING BOOK COVERS, ONLY.	4	\$700	\$2,800
6826	CHRISTMAS FUN PADS COVERS, ONLY.	4	\$300	\$1,200
6819	HALLOWEEN FUN PADS COVERS, ONLY.	4	\$300	\$1,200
6800	EVERYDAY FUN PADS COOVERS, ONLY.	4	\$665	\$2,660
6804	EVERYDAY JUMBO FUN PADS COVERS, ONLY	4	\$727.50	\$2,910
5001	CARRY ALONG COLOR BOOKS COVERS, ONLY	4	\$700	\$2,800
511	LET ME PLAY! ACTIVITY BOOKS COVERS, ONLY	4	\$700	\$2,800
521	BIG & EASY COLORING BOOKS COVERS, ONLY	4	\$200	\$800
419	HALLOWEEN COLORING BOOK COVERS, ONLY	4	\$300	\$1,200
326	CHRISTMAS COLORING BOOK COVERS, ONLY.	4	\$300	\$1,200
332	EVERYDAY COLORING BOOK COVERS, ONLY	4	\$925	\$3,700
88	BIG BOOK OF COLORING BOOK, COVERS ONLY.	4	\$500	\$2,000
7000	PAINT WITH WATER COVERS, ONLY	4	\$390	\$1,560
<u>PUZZLE BOOKS</u>				
510	EZ READ LARGE PRINT PUZZLE BOOK SERIES (8"X11", 96 pages each)	4	\$5,047.50	\$20,190
2507	DIGEST PUZZLE BOOK SERIES (5.25x8, 128 pages each)	4	\$3,555.00	\$14,220
5510	PERFECT LITTLE PUZZLES, COVERS ONLY.	4	\$247.50	\$990
5920	NEW SUDOKU PUZZLE BOOK COVERS, ONLY	4	\$201.25	\$805
<u>JUMBO FLASH CARDS</u>				
11000	JUMBO PRESCHOOL FLASH CARD SERIES	4	\$1,590	\$6,360
13000	JUMBO MATH FLASH CARDS SERIES	4	\$287.50	\$1,150
15400	FAIRY TALE RAME TRAY PUZZLES COVER DESIGN ONLY	4	\$230	\$920
<u>STORY BOOKS, BOARD BOOKS</u>				
215	EVA FOAM BOARD BOOK SERIES	4	\$3,300	\$13,200
343	MAGIC SLIDE BOARD BOOKS	4	\$5,391	\$21,564

401	LEARN & SHINE BOARD BOOKS	3	\$2,926	\$8,778.50
402	WINDOW WONDERS BOARD BOOKS	2	\$2,946.62	\$5,893.25
205	PRESCHOOL SHAPED BOARD BOOKS	4	\$4,200	\$16,800
404	TURN 'N LEARN, 1 BOOK ONLY, COVER & INTERIOR.	1	\$3,300	\$3,300

\$203,561

FROM PLAYMORE - WALDMAN SPLIT. (COMPLETE BOOKS)

<u>Sku#</u>	<u>Description</u>	<u>Titles</u>	<u>Total Value</u>
<u>FROM BUCKET 2</u>			
205B	B SERIES SHAPED BOARD BOOKS COMPLETE SERIES	4	\$15,000
232	8x8 STORIES FROM THE BIBLE, HARD COVER STORY BOOKS	12	\$42,000
5940	DIGEST EAGER MINDS BOOK REFERENCE SERIES	4	\$16,000
7026	CHRISTMAS PAINT WITH WATER BOOK SERIES	4	\$4,000
7000A	EVERYDAY PAINT WITH WATER BOOK SERIES	4	\$4,000
202A	SMALL TODDLER BOARD BOOK SERIES	6	\$6,000
911	FAMILY EMERGENCY REFERENCE BOOK. 1 TITLE	1	\$2,000
6821	HERCULES FUN PADS ACTIVITY BOOKS, COVERS & INTERIORS	2	\$2,000
481	HERCULES COLORING BOOKS, COVERS & INTERIORS	4	\$4,000
<u>FROM BUCKET 6</u>			
205A	A SERIES SHAPED BOARD BOOKS COMPLETE SERIES	4	\$12,000
206	CHRISTMAS PLUSH (heads) BOARD BOOK SERIES	3	\$5,000
215B	B SERIES - EVA FOAM BOARD BOOKS	4	\$12,000
758	MANGA COLORING /COMIC BOOK SERIES	2	\$16,000
<u>FROM BUCKET 8</u>			
109A	A SERIES PRESCHOOL POP UPS	4	\$12,000
276	CHRISTMAS SPIN A STORY BOARD BOOKS	2	\$8,000
217A	A SERIES MY TALL BOARD BOOKS	4	\$8,000
13000	JUMBO MATH FLASH CARDS BOX SERIES	4	\$4,000
230	FIRST LITTLE CHRISTMAS STORY BOOKS	6	\$6,000
18000	SMALL CREATIVE ACTIVITY CARD GAMES	6	\$6,000
5910	KIDS ALL STAR PUZZLE BOOK SERIES	4	\$4,000
<u>OFFSET FOR "CLASSICS"</u>			
9547	LET'S DISCOVER SCIENCE ACTIVITY/STICKER BOOK SERIES	6	\$36,000
9550	CREATIVE MASTERPIECE COLORING & PENCIL BOOK SERIES	4	\$48,000
4403	JUMBO BIBLE COLORING BOOK	1	\$12,000
4413	JUMBO BIBLE QUESTION & ANSWER BOOK	1	\$12,000
4414	JUMBO BIBLE ACTIVITY BOOK	1	\$12,000
			<u>\$308,000</u>

FROM PLAYMORE - WALDMAN SPLIT. (BULK INTERIOR MATERIAL)

BULK SEARCH & FIND PUZZLE BOOK INTERIORS.	960 pages	\$48,000
BULK CROSSWORD PUZZLE BOOK INTERIORS	90 pages	\$9,000
BULK SUDOKU PUZZLE BOOK INTERIORS	1350 pages	\$33,750
BULK HALLOWEEN COLORING BOOK INTERIORS	75 pages	\$5,625
BULK EASTER/SPRINGTIME COLORING BOOK INTERIORS	204 pages	\$15,300
BULK EASTER/SPRINGTIME FUN PAD ACTIVITY INTERIORS	69 pages	\$5,175
BULK CHRISTMAS COLORING BOOK INTERIORS	174 pages	\$13,050
BULK CHRISTMAS FUN PADS INTERIORS	150 pages	\$11,250
BULK GENERIC FUN PAD ACTIVITY MATERIAL	759 pages	\$56,925
BULK GENERIC COLORING BOOK MATERIAL	1,398 pages**	\$104,850

** Approx. 400 pages still owed to us from Waldman !!!!

\$302,925

FROM PLAYMORE - WALDMAN SPLIT, (BOOK COVERS) 300 \$150,000

TRADEMARKS FROM PLAYMORE - WALDMAN SPLIT

	<u>Total Value</u>
1. "A HEAD START IS THE BEST START"	\$1,000
2. "ALL-IN-ONE CHRISTMAS."	\$1,000
3. "JUMP AHEAD."	\$1,000
4. "PUZZLE GEMS."	\$1,000
5. "SPIN ME A STORY BOOK."	\$1,000
	\$5,000.00

In re Playmore, Inc.
 Debtor(s)

Case No. _____
 (if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the 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 all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

Creditor's Name and Mailing Address Including ZIP Code and Account Number <i>(See Instructions Above.)</i>	Co-Debtor	Date Claim was Incurred, Nature of Lien, and Description and Market Value of Property Subject to Lien	Contingent	Unliquidated	Disputed	Amount of Claim Without Deducting Value of Collateral	Unsecured Portion, If Any
Account No:	X	Revolving Loan, Term Loan Blanket Lien excluding Autos and Trademarks Value: \$ 6,802,579.81				\$ 2,072,948.00	\$ 0.00
Creditor # : 1 Signature Bank 565 5th Avenue New York NY 10017							
Account No:							
		Value:					
Account No:							
		Value:					
Subtotal \$ (Total of this page)						\$ 2,072,948.00	\$ 0.00
Total \$ (Use only on last page)						\$ 2,072,948.00	\$ 0.00

No continuation sheets attached

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

In re Playmore, Inc., _____,

Case No. _____

Debtor(s)

(if known)

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 "Total" 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 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.

No continuation sheets attached

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

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 total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedules. 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 <i>(See instructions above.)</i>	Co-Debtor	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 1 Active Customs Brokers Ltd. 645 King Street West Suite 600 Tornoto ONTARIO M5V 1M5		<i>Canadian Customs in American Dollars</i>				\$ 1,718.67
Account No: Creditor # : 2 Allscript Establishment 605A Macpherson Road #05-03 Citimac Ind. Complex Singapore 368240		<i>Commission</i>				\$ 1,740.35
Account No: Creditor # : 3 Amberg, Steve 853 Sanders Rd #162 Northbrook IL 60062		<i>Commission</i>				\$ 578.92
Account No: Creditor # : 4 Anchin, Block & Anchin 1375 Broadway New York NY 10018		<i>Accounting</i>				\$ 75,124.00
Subtotal \$						\$ 79,161.94
Total \$						

12 continuation sheets attached

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 5 B.A. Dasilva Southwick Village 18 Maddaket Scotch Plains NJ 07076		Commission				\$ 23.36
Account No: Creditor # : 6 Berkmeier, Bonnie 5961 Honey Hollow Road P. O. Box 224 Lahaska PA 18931		Commission				\$ 3,053.00
Account No: Creditor # : 7 Betz & Associates NS633 Valley Court Fond du Lac WI 54935		Commission				\$ 10.63
Account No: Creditor # : 8 Bill Hodge & Associates 2645 Eagle Drive Grapevine TX 76051		Commission				\$ 21,733.98
Account No: Creditor # : 9 Boutet, Francois 14, Chemin de la vallee Lac-Beauport Quebec CANADA G3B 1H2		Art				\$ 13,200.00
Account No: Creditor # : 10 Bryant, Megan E. 150 Westminster Avenue Syracuse NY 13210		Art				\$ 450.00

Sheet No. 1 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 38,470.97

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 11 Buckstore, Inc. 5881 NW 151 Street Unit 202 Miami Links FL 33014		Commission				\$ 430.65
Account No: Creditor # : 12 Carjon Properties L.L.C. 113 7th Street Cresskill NJ 07626		April through July Rent				\$ 16,000.00
Account No: Creditor # : 13 CDS Transportation 1 Passan Drive Wilkes Barre PA 18702		Freight In				\$ 7,500.00
Account No: Creditor # : 14 Center for Vocational Rehab 15 Meridian Road Eatontown NJ 07724		Sorting				\$ 3,471.65
Account No: Creditor # : 15 Century USA LLC 4731 West Atlantic Avenue Suite B-3 Delray Beach FL 33445		Commission				\$ 860.09
Account No: Creditor # : 16 Clarke Transport 751 Bowes Road W. Unit A, Box 32 Concord ONTARIO L4K 1B2		Freight				\$ 62.50

Sheet No. 2 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 28,324.89

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 17 Coface North America 1350 Broadway New York NY 10018		Credit Insurance				\$ 8,750.00
Account No: Creditor # : 18 Coman, Nancy 24 Hall Road Freehold NJ 07728		Commission				\$ 586.22
Account No: Creditor # : 19 Corr Pak 8000 W. Joliet Road McCook IL 60525		Racks				\$ 3,576.94
Account No: Creditor # : 20 Craftline Acquisition P.O. Box 634665 Cincinnati OH 45263-4665		Printer				\$ 633,829.15
Account No: Creditor # : 21 Cutting, David A. 265 Shoal Creek Williamsburg VA 23188		Art				\$ 1,200.00
Account No: Creditor # : 22 D&D Dist. Services 789 King's Mill Rd. York PA 17403		Warehouse & Supplies			X	\$ 510,047.95

Sheet No. 3 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 1,157,990.26

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 23 Daymond World P.O. Box 9661 Uniondale NY 11555		Commission				\$ 100.40
Account No: Creditor # : 24 DE Hartman 75 S. Gotwalt Street York PA 17404		Freight In				\$ 10,164.28
Account No: Creditor # : 25 Deborah Wolfe Ltd. 731 N. 24th Street Philadelphia PA 19130		Art				\$ 1,800.00
Account No: Creditor # : 26 DG Sales 555 Glenmore Avenue Elkins Park PA 19027		Commission			X	\$ 4,516.99
Account No: Creditor # : 27 DI Central 1199 Nasa Parkway Suite 101 Houston TX 77058		Data Processing				\$ 60.00
Account No: Creditor # : 28 Dion Label Printing 539 North Road Westfield MA 01085		Labels				\$ 3,589.41

Sheet No. 4 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 20,231.08

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: <i>Creditor # : 29 Elliot Kreloff Inc. 510 West 149th Street Apt. #2 New York NY 10031</i>		<i>Art</i>				\$ 1,150.00
Account No: <i>Creditor # : 30 EP Graphics 169 S. Jefferson Berne IN 46711</i>		<i>Printer</i>			X	\$ 74,225.90
Account No: <i>Creditor # : 31 Fox Rothchild LLP 2000 Market Street Tenth Floor Philadelphia PA 19103</i>		<i>Legal Fees</i>				\$ 75,000.00
Account No: <i>Creditor # : 32 Global Alliance Credit Corp. 3375 Park Avenue Suite 3005-2 Wantagh NY 11793</i>		<i>Credit Collection</i>				\$ 256.88
Account No: <i>Creditor # : 33 Hanft, Joshua 233 West 99th Street 6B New York NY 10025</i>		<i>Consultant</i>				\$ 900.00
Account No: <i>Creditor # : 34 Heller, Steve 101-208 Watson St. Winnipeg Manitoba CANADA W R2P 1Z6</i>		<i>Commission</i>				\$ 447.95

Sheet No. 5 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 151,980.73

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 35 Huberman, Bert 1585 Commonwealth Avenue West Newton MA 02165		Commission				\$ 8,175.24
Account No: Creditor # : 36 Kappa Graphics, L.P. 50 Rock St. Hughestown Borough Pittston PA 18640		Printer				\$ 110,696.98
Account No: Creditor # : 37 Keith Mohammed Book Shop 12 Dopson Dr. Lazzarie Land Philippines Trinidad & Tobag		Commission				\$ 1,450.57
Account No: Creditor # : 38 Martinez, Michelle 40 Shelby Road East Northport NY 11731		Subscription to Shutterstock				\$ 199.00
Account No: Creditor # : 39 Martinez, Michelle 40 Shelby Road East Northport NY 11731		Art				\$ 3,141.27
Account No: Creditor # : 40 McGee, Warner 5 Tea Olive Circle Pooler GA 31322		Art				\$ 3,300.00

Sheet No. 6 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 126,963.06**

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 41 Messing, Alisa 2700 W. 44th Street Apt. 402 Minneapolis MN 55410		Art				\$ 1,127.50
Account No: Creditor # : 42 Micron Data Systems 79 Oakville Street Staten Island NY 10314		Consulting - through June 2008				\$ 13,750.00
Account No: Creditor # : 43 National Book Warehouse 315 Deaderick Street, Ste 1800 Attn: Tracy Lujan - H3GM Nashville TN 37238-1800		Judgement - Case No. 06-41180			X	\$ 47,967.60
Account No: Creditor # : 44 Non-Foods Mktg 82A Cantiague Rock Road Westbury NY 11590		Commission				\$ 31.21
Account No: Creditor # : 45 Ocean Computer 90 Matawan Road Suite 105 Matawan NJ 07747		Consulting				\$ 1,045.46
Account No: Creditor # : 46 O'Hare, Jeff 629 Chester Road Sayville NY 11782		Art				\$ 2,860.00

Sheet No. 7 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 66,781.77**

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: <i>Creditor # : 47 P.T. Kapasari JL Raya Kletek 96 Taman-Sidoarjo Indonesia 61257</i>		<i>Printer</i>				\$ 42,822.00
Account No: <i>Creditor # : 48 Pacheco, Jorge 6811 Alvarado Road #24 San Diego CA 92120</i>		<i>Art</i>				\$ 3,525.00
Account No: <i>Creditor # : 49 PC Connection 730 Milford Road Merrimack NH 03054</i>		<i>Computer</i>				\$ 1,663.30
Account No: <i>Creditor # : 50 Penn Credit Corp P.O.Box 988 Harrisburg PA 17108-0988</i>		<i>Collection Agency - #BWNMZX #F13704040005 -Verizon Telephone</i>			X	\$ 11,204.21
Account No: <i>Creditor # : 51 Peter Haddock Publishing Pinfold Lane Bridlington East Yorkshire UK Y016 6BT</i>		<i>Printer - Original bill \$46,800 but we paid \$7,297 for freight.</i>			X	\$ 39,503.00
Account No: <i>Creditor # : 52 Petrone, Victor 300 Rolyn Place Arcadia CA 91007</i>		<i>Commission</i>				\$ 13,651.24

Sheet No. 8 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 112,368.75

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 53 Primary Freight Service 2384 E. Pacifica Place Rancho Dominguez CA 90220		Freight In				\$ 225.00
Account No: Creditor # : 54 Promotion Dynamics 3948 Jane Lane Oceanside NY 11572		Commission				\$ 3,828.68
Account No: Creditor # : 55 Prompt Logistics 185 Bridgeland Avenue Suite 118 Tornoto ONTARIO M6A 1Y7		Freight				\$ 122,075.75
Account No: Creditor # : 56 Ree-Ron Sales 9100 W. Ogden Avenue Brookfield IL 60513		Commission				\$ 6,447.95
Account No: Creditor # : 57 Repro India Limited 50/2, TTC Industrial Area MIDC Mahape Navi Mumbai 400710		Printer				\$ 75,542.56
Account No: Creditor # : 58 Residual Trustee, b/h KBTI Tst c/o Rothbard Rothbard Kohn et 50 Park Place, Suite 1228 Newark NJ 07102		Preference Judgment			X	\$ 45,409.21

Sheet No. 9 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 253,529.15

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 59 Ricardo Armenderiz 494 W. Calle Primera San Ysidro CA 92173		<i>Commission</i>				\$ 2,121.91
Account No: Creditor # : 60 Rich Long, Paulette 621 Selp Avenue Nazareth PA 18064		<i>Art</i>				\$ 600.00
Account No: Creditor # : 61 Roy, Mike 4953 Dundas St. West Suite 105 Toronto ONTARIO M9A 1B6		<i>Commission</i>				\$ 1,919.64
Account No: Creditor # : 62 Savoy, Terry 1560 Revere Road Yardly PA 19067		<i>Art</i>				\$ 10,000.00
Account No: Creditor # : 63 SBS Worldwide Raritan Business Park 39 Mayfield Avenue Edison NJ 08837		<i>Freight In</i>			X	\$ 126,876.85
Account No: Creditor # : 64 Shield Security Systems 1008 75th Street North Bergen NJ 07047		<i>Security</i>				\$ 64.20

Sheet No. 10 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 141,582.60

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 65 SMB Marketing 684 Mountain Avenue Wyckoff NJ 07481		Commission				\$ 3,027.40
Account No: Creditor # : 66 So1 Robots L.L.C. 1403 White Elm Cove Cedar Park TX 78613		Art				\$ 15,900.00
Account No: Creditor # : 67 Southern States Sales 358 Roswell Street N.E. Suite 2140 Marietta GA 30060		Commission				\$ 42,067.62
Account No: Creditor # : 68 Staples Credit Plan P.O. Box 689020 Des Moines IA 50368		Office Supplies				\$ 4,248.31
Account No: Creditor # : 69 Supermarket Representatives 20 E. Sunrise Highway Suite 300 Valley Stream NY 11581		Commission				\$ 226.50
Account No: Creditor # : 70 SuperValue Corporate Offices Attn: Kimberly Myrdahl P.O. Box 990 Minneapolis MN 55440					X	\$ 9,899.40

Sheet No. 11 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 75,369.23**

Total \$

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

In re Playmore, Inc., Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 71 Tarter & Krinsky 1350 Broadway New York NY 10018		Legal Fees			X	\$ 10,248.25
Account No: Creditor # : 72 Trans Telecom Solutions 11 Harts Lane Suite D East Brunswick NJ 08816		Consulting			X	\$ 292.79
Account No: Creditor # : 73 Tri-King (Asia) Limited 489-491 Castle Peak Rd. Cheung Sha Wan Kowloon Hong Kong		Printer			X	\$ 851,997.96
Account No: Creditor # : 74 Wagner Rack 2 Broad Street Clifton NJ 07013		Racks				\$ 2,800.00
Account No: Creditor # : 75 Xchanger Telecom Corp. P.O. Box 190433 Brooklyn NY 11219		Telephone				\$ 165.41
Account No: Creditor # : 76 York Container 138 MT. Zion Road York PA 17402		Containers				\$ 77,301.79

Sheet No. 12 of 12 continuation sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 942,806.20

Total \$ \$ 3,195,560.63

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

In re Playmore, Inc. / Debtor

Case No. _____
(if known)

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 the nature of debtor's interests 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 the 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.

In re Playmore, Inc. / Debtor

Case No. _____
(if known)

SCHEDULE H-CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtors 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 the debtor has no codebtors.

Name and Address of Codebtor	Name and Address of Creditor
<p><i>Horwich, Jon</i> <i>113 7th Street</i> <i>Cresskill NJ 07626</i></p>	<p><i>Signature Bank</i> <i>565 5th Avenue</i> <i>New York NY 10017</i></p>

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re: *Playmore, Inc.*,
aka Playmore, Inc., Publishers

Case No.

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 and 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 the 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 may also 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 corporation 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
<i>2008: \$3,281,875</i>	<i>Gross Sales to 7/21/08</i>
<i>2007: \$12,400,000</i>	<i>Gross Sales</i>
<i>2006: \$22,859,000</i>	<i>Gross Sales</i>

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, operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors

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



a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor, made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and 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.)

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 this 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 and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
<i>Prompt Logistics 185 Bridgeland Avenue, Suite 118 Toronto, ON, M6A, 1Y7 CANADA</i>	<i>4/25/08</i>	<i>\$12,000</i>	
<i>Book Expo America Book Expo, c/o Reed Exhibitions P.O. Box 7247-7585 Philadelphia, PA 19170</i>	<i>4/30/08</i>	<i>\$7,792.84</i>	
<i>Paul Kolkka 830 Pine Tree Road Lafayette Hill, PA 19444</i>	<i>4/30/08</i>	<i>\$6,080.42</i>	
<i>EP Graphics 169 S. Jefferson Berne, IN 46711</i>	<i>5/1/08</i>	<i>\$56,646.51</i>	
<i>Maersk Inc. 8686 New Trails Dr. The Woodlands, TX 77381</i>	<i>7/16/08</i>	<i>\$6,975.</i>	

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
<i>Jon Horwich (Salary)</i>			

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
<i>Safe Harbor Reserve, Inc. d/b/a D&D Dist. Services v. Playmore, Inc.</i>	<i>Collection</i>	<i>U.S. District Court, PA</i>	<i>Pending</i>
<i>Playmore, Inc. v. Waldman Publishing Corp.</i>	<i>Suit for Damages</i>		<i>Settled</i>
<i>Residual Trustee, on Behalf of KBTI Trust v. Playmore, Inc.</i>	<i>Preference Action</i>	<i>Bankruptcy Court District of Delaware</i>	<i>Judgment 9/20/07</i>

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
<i>Residual Trustee, on Behalf of KBTI Trust c/o Rothbard Rothbard Kohn & Kellar 50 Park Place Suite 1228 Newark, NJ 07102</i>	<i>Writ of Execution 5/28/08</i>	<i>Office Furniture and Equipment</i>

5. Repossessions, foreclosures and returns

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

6. Assignments and receiverships

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

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

7. Gifts

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

8. Losses

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

9. Payments related to debt counseling or bankruptcy

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
<i>Payee: Bruce D. Gordon Address: 2050 Center Avenue., Ste. 560 Fort Lee, NJ 07024</i>	<i>Date of Payment: Various Payor: Playmore, Inc.</i>	<i>\$32,658.30 Pre-petition \$28,341.70 Retainer</i>

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
<i>Transfer of Intellectual Property Rights to Waldman Publishing Corp. per Settlement Agreement</i>		

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

11. Closed financial accounts

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

12. Safe deposit boxes

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

joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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
<i>Commerce Bank 111 River Street Hackensack, NJ 07601</i>	<i>Jon Horwich</i>	<i>Backup Tapes</i>	

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
<i>Certain Customers and Vendors have taken setoffs against amounts due Debtor, which setoffs are disputed. See Schedule B-21.</i>		

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
<i>Paul Kolkka 830 Pine Tree Road Lafayette Hill, PA 19444</i>	<i>6 Pieces of Office Furniture valued at \$800.00</i>	<i>58 Main Street Hackensack, NJ 07601</i>

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
<i>230 5th Avenue New York, NY 1001</i>	<i>Playmore, Inc.</i>	<i>1996-2006</i>

16. Spouses and Former Spouses

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

17. Environmental Information

None 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 hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law:

a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

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

18. Nature, location and name of business

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

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

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

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

DATES SERVICES RENDERED

Goldie Berger

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

NAME	ADDRESS	DATES SERVICES RENDERED
<i>Anchin, Block & Anchin</i>		
<i>1375 Broadway</i>		
<i>New York, NY 10018</i>		

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

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

NAME	ADDRESS	DATES ISSUED
<i>Signature Bank</i>		<i>Yearly</i>
<i>565 5th Avenue</i>		
<i>New York, NY 10017</i>		

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 <small>(Specify cost, market or other basis)</small>
<i>Physical inventory not taken</i>	<i>Inventory Tracked by Debtor</i>	

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

21. Current Partners, Officers, Directors and Shareholders

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

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
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NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
<i>William Horwich 300 East 34th Street New York, NY</i>		<i>12.71172 Shares - Class A Voting</i>
<i>Cecile Horwich 5800 Arlington Avenue Riverdale, NY 10471</i>		<i>11.68104 Shares - Class A Voting</i>
<i>Jon Horwich 58 Main Street, 2nd Floor Hackensack, NJ 07601</i>	<i>President, Secretary</i>	<i>24.68724 Shares - Class A Voting 25 Shares - Class B Non-Voting</i>

22. Former partners, officers, directors and shareholders

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

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

23. Withdrawals from a partnership or distribution 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
<i>Jon Horwich</i>	<i>Salary</i>	

24. Tax Consolidation Group.

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

25. Pension Funds.

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

[If completed on behalf of a partnership or corporation]

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

Date 7/23/2008

Signature /s/ Jon Horwich

Jon Horwich President

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

____ continuation sheets attached

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
DISTRICT OF NEW JERSEY

In re *Playmore, Inc.*,
aka Playmore, Inc., Publishers

Case No.
Chapter 11

_____/ Debtor
Attorney for Debtor: *Bruce D. Gordon*

VERIFICATION OF CREDITOR MATRIX

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

Date: 7/23/2008

/s/ Jon Horwich
Debtor

Active Customs Brokers Ltd.
645 King Street West
Suite 600
Toronto, ONTARIO M5V 1M5

Allscript Establishment
605A Macpherson Road
#05-03 Citimac Ind. Complex
Singapore 368240

Amberg, Steve
853 Sanders Rd #162
Northbrook, IL 60062

Anchin, Block & Anchin
1375 Broadway
New York, NY 10018

B.A. Dasilva
Southwick Village
18 Maddaket
Scotch Plains, NJ 07076

Berkmeier, Bonnie
5961 Honey Hollow Road
P. O. Box 224
Lahaska, PA 18931

Betz & Associates
NS633 Valley Court
Fond du Lac, WI 54935

Bill Hodge & Associates
2645 Eagle Drive
Grapevine, TX 76051

Boutet, Francois
14, Chemin de la vallee
Lac-Beauport
Quebec, CANADA G3B 1H2

Bryant, Megan E.
150 Westminster Avenue
Syracuse, NY 13210

Buckstore, Inc.
5881 NW 151 Street
Unit 202
Miami Links, FL 33014

Carjon Properties L.L.C.
113 7th Street
Cresskill, NJ 07626

CDS Transportation
1 Passan Drive
Wilkes Barre, PA 18702

Center for Vocational Rehab
15 Meridian Road
Eatontown, NJ 07724

Century USA LLC
4731 West Atlantic Avenue
Suite B-3
Delray Beach, FL 33445

Clarke Transport
751 Bowes Road W.
Unit A, Box 32
Concord, ONTARIO L4K 1B2

Coface North America
1350 Broadway
New York, NY 10018

Coman, Nancy
24 Hall Road
Freehold, NJ 07728

Corr Pak
8000 W. Joliet Road
McCook, IL 60525

Craftline Acquisition
P.O. Box 634665
Cincinnati, OH 45263-4665

Cutting, David A.
265 Shoal Creek
Williamsburg, VA 23188

D&D Dist. Services
789 King's Mill Rd.
York, PA 17403

Daymond World
P.O. Box 9661
Uniondale, NY 11555

DE Hartman
75 S. Gotwalt Street
York, PA 17404

Deborah Wolfe Ltd.
731 N. 24th Street
Philadelphia, PA 19130

DG Sales
555 Glenmore Avenue
Elkins Park, PA 19027

DI Central
1199 Nasa Parkway
Suite 101
Houston, TX 77058

Dion Label Printing
539 North Road
Westfield, MA 01085

Elliot Kreloff Inc.
510 West 149th Street
Apt. #2
New York, NY 10031

EP Graphics
169 S. Jefferson
Berne, IN 46711

Fox Rothchild LLP
2000 Market Street
Tenth Floor
Philadelphia, PA 19103

Global Alliance Credit Corp.
3375 Park Avenue
Suite 3005-2
Wantagh, NY 11793

Hanft, Joshua
233 West 99th Street
6B
New York, NY 10025

Heller, Steve
101-208 Watson St.
Winnipeg
Manitoba, CANADA W R2P 1Z6

Horwich, Cecile

Horwich, Jon
113 7th Street
Cresskill, NJ 07626

Horwich, Jon K.

Horwich, William A.

Huberman, Bert
1585 Commonwealth Avenue
West Newton, MA 02165

Kappa Graphics, L.P.
50 Rock St.
Hughestown Borough
Pittston, PA 18640

Keith Mohammed Book Shop
12 Dopson Dr. Lazzarie Land
Philipines
Trinidad & Tobag

Martinez, Michelle
40 Shelby Road
East Northport, NY 11731

McGee, Warner
5 Tea Olive Circle
Pooler, GA 31322

Messing, Alisa
2700 W. 44th Street
Apt. 402
Minneapolis, MN 55410

Micron Data Systems
79 Oakville Street
Staten Island, NY 10314

National Book Warehouse
315 Deaderick Street, Ste 1800
Attn: Tracy Lujan - H3GM
Nashville, TN 37238-1800

Non-Foods Mktg
82A Cantiague Rock Road
Westbury, NY 11590

Ocean Computer
90 Matawan Road
Suite 105
Matawan, NJ 07747

O'Hare, Jeff
629 Chester Road
Sayville, NY 11782

P.T. Kapasari
JL Raya Kletek 96
Taman-Sidoarjo, Indonesia 61257

Pacheco, Jorge
6811 Alvarado Road
#24
San Diego, CA 92120

PC Connection
730 Milford Road
Merrimack, NH 03054

Penn Credit Corp
P.O.Box 988
Harrisburg, PA 17108-0988

Peter Haddock Publishing
Pinfold Lane
Bridlington
East Yorkshire, UK Y016 6BT

Petrone, Victor
300 Rolyln Place
Arcadia, CA 91007

Primary Freight Service
2384 E. Pacifica Place
Rancho Dominguez, CA 90220

Promotion Dynamics
3948 Jane Lane
Oceanside, NY 11572

Prompt Logistics
185 Bridgeland Avenue
Suite 118
Tornoto, ONTARIO M6A 1Y7

Ree-Ron Sales
9100 W. Ogden Avenue
Brookfield, IL 60513

Repro India Limited
50/2, TTC Industrial Area MIDC
Mahape Navi, Mumbai 400710

Residual Trustee, b/h KBTI Tst
c/o Rothbard Rothbard Kohn et
50 Park Place, Suite 1228
Newark, NJ 07102

Ricardo Armenderiz
494 W. Calle
Primera
San Ysidro, CA 92173

Rich Long, Paulette
621 Selp Avenue
Nazareth, PA 18064

Roy, Mike
4953 Dundas St. West
Suite 105
Toronto, ONTARIO M9A 1B6

Savoy, Terry
1560 Revere Road
Yardly, PA 19067

SBS Worldwide
Raritan Business Park
39 Mayfield Avenue
Edison, NJ 08837

Shield Security Systems
1008 75th Street
North Bergen, NJ 07047

Signature Bank
565 5th Avenue
New York, NY 10017

SMB Marketing
684 Mountain Avenue
Wyckoff, NJ 07481

Sol Robots L.L.C.
1403 White Elm Cove
Cedar Park, TX 78613

Southern States Sales
358 Roswell Street N.E.
Suite 2140
Marietta, GA 30060

Staples Credit Plan
P.O. Box 689020
Des Moines, IA 50368

Supermarket Representatives
20 E. Sunrise Highway
Suite 300
Valley Stream, NY 11581

SuperValue Corporate Offices
Attn: Kimberly Myrdahl
P.O. Box 990
Minneapolis, MN 55440

Tarter & Krinsky
1350 Broadway
New York, NY 10018

Trans Telecom Solutions
11 Harts Lane
Suite D
East Brunswick, NJ 08816

Tri-King (Asia) Limited
489-491 Castle Peak Rd.
Cheung Sha Wan
Kowloon, Hong Kong

Wagner Rack
2 Broad Street
Clifton, NJ 07013

Xchanger Telecom Corp.
P.O. Box 190433
Brooklyn, NY 11219

York Container
138 MT. Zion Road
York, PA 17402