

United States Bankruptcy Court District of Puerto Rico				Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): EMPRESAS BENITEZ TOLEDO, 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): None			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): EIN: 66-0583099			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State) CARR #112 INT. KM. 5.3 SECTOR CACHICHUELA BO. ARENALES ALTOS ISABELA, PR			Street Address of Joint Debtor (No. and Street, City, and State)		
ZIPCODE 00662			ZIPCODE		
County of Residence or of the Principal Place of Business: Isabela			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): PO BOX 767 CAMUY, PR			Mailing Address of Joint Debtor (if different from street address):		
ZIPCODE 00627			ZIPCODE		
Location of Principal Assets of Business Debtor (if different from street address above):				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"/> RETAIL SALE OF DAIRY PRODUCTS <input type="checkbox"/> Other		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	
Chapter 15 Debtors Country of debtor's center of main interests: _____ Each country in which a foreign proceeding by, regarding, or against debtor is pending: _____		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)		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business as defined in 11 U.S.C. § 101(51D) Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). _____ Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
Statistical/Administrative Information <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.					THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input 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					
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					
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 type="checkbox"/> \$1,000,001 to \$10 million <input checked="" 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					

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): EMPRESAS BENITEZ TOLEDO, INC.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: NONE	Case Number:	Date Filed:	
Location Where Filed: N.A.	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: NONE	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (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) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (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 delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) Date	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. 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.			
Information Regarding the Debtor - Venue (Check any applicable box) <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. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <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 or proceeding [in federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div> <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 <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

B1 (Official Form 1) (4/10)

Document Page 3 of 56

Page 3

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

Name of Debtor(s):

EMPRESAS BENITEZ TOLEDO, INC.

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

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

☐

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

☐

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

X

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney*

X

Signature of Attorney for Debtor(s)

CARMEN D. CONDE TORRES 207312

Printed Name of Attorney for Debtor(s)

C. Conde & Assoc.

Firm Name

254 SAN JOSE STREET

Address

5 FLOOR □ □ SAN JUAN, PR 00901-1523

787-729-2900

Telephone Number

JANUARY 14, 2013

Date

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

Signature of Debtor (Corporation/Partnership)

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

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

Signature of Authorized Individual

CARLOS R. BENITEZ LOPEZ

Printed Name of Authorized Individual

PRESIDENT

Title of Authorized Individual

JANUARY 14, 2013

Date

Signature of Non-Attorney Petition Preparer

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

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

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

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

CORPORATE RESOLUTION

I, María Laudelina Toledo Fernández, of legal age, married, Secretary of Empresas Benitez Toledo, Inc., and resident of Hatillo, Puerto Rico DO HEREBY CERTIFY that:

1. At a meeting celebrated on December 27, 2012, the Board of Directors of Empresas Benitez Toledo, Inc., agreed to file a bankruptcy petition under the provisions of Chapter 11 of the Bankruptcy Code.
2. That we have been informed and oriented of the meaning of Chapter 11 of the Bankruptcy Code.
3. That at the meeting of shareholders celebrated on the same date, the filing for bankruptcy under Chapter 11 of the Federal Bankruptcy Law was unanimously approved.
4. That it was also agreed that the services of Attorney Carmen D. Conde Torres would be retained for such purposes.
5. That it was also agreed that Carlos R. Benítez López will be the person authorized to signed the Petition, Schedules and Statement of Financial Affairs and any other documents related to the bankruptcy proceedings.

To be evident, I sign this resolution today the 29 day of December, 2012.



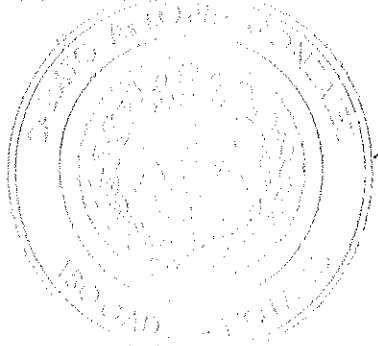
Empresas Benitez Toledo, Inc.

By: María Laudelina Toledo Fernández
María Laudelina Toledo Fernández
Secretary

Affidavit No. 7000

Sworn and signed before me by María Laudelina Toledo Fernández, of legal age, married, Secretary of Empresas Benitez Toledo, Inc., and from the vicinity of Hatillo, Puerto Rico, who is personally known to me.

Today 29 day of December, 2012 at San Juan, Puerto Rico.



[Signature]
Notary Public

B203
12/94

United States Bankruptcy Court

District of Puerto Rico

In re EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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

For legal services, I have agreed to accept \$ 30,000.00

Prior to the filing of this statement I have received \$ 30,000.00

Balance Due \$ 0.00

2. The source of compensation paid to me was:

☐ Debtor

☒ Other (specify) ALTERNATIVE ALLIANCE OF PR, INC.

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

☒ Debtor

☐ Other (specify)

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

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

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

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

\$300.00 p/h for Carmen D. Conde Torres plus cost and expenses;

\$275.00 p/h for Associates plus cost and expenses;

\$250.00 p/h for Junior Attorneys plus cost and expenses;

\$150.00 p/h for Legal Assistance such As Paralegal, in house special clerical services or Accounting Analyst plus cost and expenses.

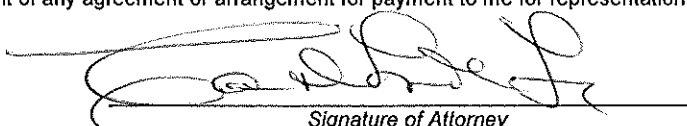
6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

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

JANUARY 14, 2013

Date


Signature of Attorney

C. Conde & Assoc.

Name of law firm

B6 Cover (Form 6 Cover) (12/07)

FORM 6. SCHEDULES

Summary of Schedules

Statistical Summary of Certain Liabilities and Related Data (28 U.S.C. § 159)

Schedule A - Real Property

Schedule B - Personal Property

Schedule C - Property Claimed as Exempt

Schedule D - Creditors Holding Secured Claims

Schedule E - Creditors Holding Unsecured Priority Claims

Schedule F - Creditors Holding Unsecured Nonpriority Claims

Schedule G - Executory Contracts and Unexpired Leases

Schedule H - Codebtors

Schedule I - Current Income of Individual Debtor(s)

Schedule J - Current Expenditures of Individual Debtor(s)

Unsworn Declaration under Penalty of Perjury

GENERAL INSTRUCTIONS: The first page of the debtor's schedules and the first page of any amendments thereto must contain a caption as in Form 16B. Subsequent pages should be identified with the debtor's name and case number. If the schedules are filed with the petition, the case number should be left blank

Schedules D, E, and F have been designed for the listing of each claim only once. Even when a claim is secured only in part or entitled to priority only in part, it still should be listed only once. A claim which is secured in whole or in part should be listed on Schedule D only, and a claim which is entitled to priority in whole or in part should be listed on Schedule E only. Do not list the same claim twice. If a creditor has more than one claim, such as claims arising from separate transactions, each claim should be scheduled separately.

Review the specific instructions for each schedule before completing the schedule.

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
District of Puerto Rico

In re EMPRESAS BENITEZ TOLEDO, INC.
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

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

AMOUNTS SCHEDULED

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 0.00		
B - Personal Property	YES	3	\$ 5,201,300.00		
C - Property Claimed as exempt	YES	1			
D - Creditors Holding Secured Claims	YES	1		\$ 5,778,803.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	6		\$ 5,897.51	
F - Creditors Holding Unsecured Nonpriority Claims	YES	5		\$ 7,100,396.50	
G - Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	2			
I - Current Income of Individual Debtor(s)	NO	0			\$ 0.00
J - Current Expenditures of Individual Debtors(s)	NO	0			\$ 0.00
TOTAL		20	\$ 5,201,300.00	\$12,885,097.01	

United States Bankruptcy Court

District of Puerto Rico

In re EMPRESAS BENITEZ TOLEDO, INC.
Debtor

Case No. _____

Chapter 11

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

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

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

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

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

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

State the Following:

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

State the Following:

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

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 co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

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

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C – Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
None				
Total			0.00	

(Report also on Summary of Schedules.)

In re EMPRESAS BENITEZ TOLEDO, INC. Case No. _____
 Debtor (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 husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

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

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		BANCO POPULAR DE PR - CTA# 068-025459 HATILLO BRANCH		0.00
		BBVA - CTA# 005-1360402794 ISABELA BRANCH		0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		PREPA - CTA# 3382301000		10,000.00
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.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			

In re EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____

Debtor

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		INDULAC, INC.		12,000.00
17. Alimony, maintenance, support, and property settlement to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate or 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 of setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		DAIRY LICENSE - #3227 ISABELA, PR		0.00
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. §101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		FORD F-250 1988 - VIN#1FTHF26HXJNB39115 PLATE # 359708		3,000.00
		CHEVROLET 1991 - VIN#1GBHC34K2ME183504		300.00

In re EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____

Debtor

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
26. Boats, motors, and accessories.	X	PLATE# 433129		
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.		INVENTORY - CATTLE SEE EXHIBIT 1		1,261,000.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.		MACHINERY EQUIPMENT SEE EXHIBIT 2		291,500.00
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		PRODUCTIVE MILK QUOTA SEE EXHIBIT 3		3,623,500.00
0 continuation sheets attached Total				\$ 5,201,300.00

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

In re EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____
(If known)

Debtor

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

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

☐ 11 U.S.C. § 522(b)(2)

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

☐ 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
Not Applicable.			

B6D (Official Form 6D) (12/07)

In re EMPRESAS BENITEZ TOLEDO, INC.,

Case No. _____

Debtor

(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 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 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 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, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. 101-0900-2321262-9004 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2006-2012 Lien: LOAN VARIOUS NOTES, MILK QUOTA AND CATTLE VALUE \$ 4,881,120.00		X		5,200,000.00	318,880.00
ACCOUNT NO. FED. DE ASOCIACIONES PRECUARIAS DE PUERTO RICO, INC PO BOX 2635 MAYAGUEZ, PR 00681-2635		Incurred: 2012 Security: TWO TRACTOR AND MIXER (SEE EXHIBIT 2) PURCHASE OF GRAINS VALUE \$ 66,000.00		X		250,000.00	184,000.00
ACCOUNT NO. ISMAEL BARRETO HC-02 BOX 11826 MOCA, PR 00676		Incurred: 2009 Lien: 150 CATTLE @ \$2,500 VALUE \$ 375,000.00	X	X		328,803.00	0.00

0 continuation sheets attached

Subtotal (Total of this page)	\$5,778,803.00	\$ 502,880.00
Total (Use only on last page)	\$5,778,803.00	\$ 502,880.00

(Report also on
Summary of Schedules)

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

B6E (Official Form 6E) (04/10)

In re EMPRESAS BENITEZ TOLEDO, INC.
Debtor

Case No. _____
(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 husband, wife, both of them or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

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

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

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

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

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

☐ Domestic Support Obligations

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

☐ Extensions of credit in an involuntary case

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

☒ Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

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

B6E (Official Form 6E) (04/10) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.
DebtorCase No. _____
(if known)☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

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

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

** Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

B6E (Official Form 6E) (04/10) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above..)	CODEBETOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
IVAN H. DOMENECH AVE. LAMELA #106 ISABELA, PR 00662						212.29	212.29	0.00
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
JOSE AUGUSTO LOPEZ COMUNIDAD MANTILLA BUZON 114-A ISABELA, PR 00662						403.12	403.12	0.00
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
JOSE D. BENIQUEZ HC-02 BOX 18456 SAN SEBASTIAN, PR 00686						342.73	342.73	0.00
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
JOSUE PELLOT PELLOT PO BOX 287 SAN ANTONIO, PR 00690						657.62	657.62	0.00

Sheet no. 1 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotal >
(Totals of this page)Total >
(Use only on last page of the completed
Schedule E.) Report also on the Summary
of Schedules)Totals >
(Use only on last page of the completed
Schedule E. If applicable, report also on
the Statistical Summary of Certain
Liabilities and Related Data.)

\$ 1,615.76	\$ 1,615.76	\$ 0.00
\$		
\$		

In re EMPRESAS BENITEZ TOLEDO, INC.
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above..)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
MIGUEL A. BENIQUEZ PO BOX 274 ISABELA, PR 00662						667.05	667.05	0.00
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
NESTOR ACEVEDO JARDINES DEL NOROESTE BUZON 64 CASA F-3 ISABELA, PR 00662						479.30	479.30	0.00
ACCOUNT NO.		Incurring: 2012 Consideration: VACATIONS						
PEDRO LUIS ARROYO CORCHADO BO. ARENALES ALTO CALLE CHEITO COSCHA CARR #494 ISABELA, PR 00662						266.31	266.31	0.00
ACCOUNT NO.								

Sheet no. 2 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotal >
(Totals of this page)Total >
(Use only on last page of the completed
Schedule E.) Report also on the Summary
of Schedules)Totals >
(Use only on last page of the completed
Schedule E. If applicable, report also on
the Statistical Summary of Certain
Liabilities and Related Data.)

\$	1,412.66	\$	1,412.66	\$	0.00
\$					
\$		\$		\$	

In re EMPRESAS BENITEZ TOLEDO, INC.,
 Debtor

Case No. _____
 (If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
 (Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. 02110007 CFSE OFICINA REGIONAL DE ARECIBO PO BOS 4055 ARECIBO, PR 00614-4055		Incurred: 2012 Consideration: EMPLOYEE INSURANCE				406.45	406.45	0.00
ACCOUNT NO. 1656910000-2010 DEPARTAMENTO DEL TRABAJO Y RECURSOS HUMANOS PO BOX 191020 SAN JUAN, PR 00919-1020		Incurred: 2012 Consideration: UNEMPLOYMENT				2,462.64	2,462.64	0.00
ACCOUNT NO. DEPARTMENT OF TREASURY BANKRUPTCY DIVISION PO BOX 902410 SAN JUAN, PR 00902-4140						Notice Only	Notice Only	Notice Only
ACCOUNT NO. INTERNAL REVENUE SERVICE CITY VIEW PLAZA II 48 CARR. 165 SUITE 2000 GUAYNABO, PR 00968-8000						Notice Only	Notice Only	Notice Only

Sheet no. 3 of 4 continuation sheets attached to Schedule of
 Creditors Holding Priority Claims

Subtotal >
 (Totals of this page)

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

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

\$ 2,869.09	\$ 2,869.09	\$ 0.00
\$		
\$		

In re EMPRESAS BENITEZ TOLEDO, INC.,
 Debtor

Case No. _____
 (If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
 (Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.								
IRS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114-0326						Notice Only	Notice Only	Notice Only
ACCOUNT NO.								
US DEPARTMENT OF JUSTICE FEDERAL LITIGATION DIVISION PO BOX 9020192 SAN JUAN, PR 00902-0192						Notice Only	Notice Only	Notice Only
ACCOUNT NO.								
ACCOUNT NO.								
Subtotal ➤						\$ 0.00	\$	\$
(Totals of this page)								
Total ➤						\$ 5,897.51		
(Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)								
Totals ➤						\$	\$ 5,897.51	\$ 0.00
(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

Sheet no. 4 of 4 continuation sheets attached to Schedule of
 Creditors Holding Priority Claims

B6F (Official Form 6F) (12/07)

In re EMPRESAS BENITEZ TOLEDO, INC.,
DebtorCase 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 husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR 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. APLI PO BOX 2420 ISABELA, PR 00662			Incurred: 2012 Consideration: MEDICINE FOR CATTLE				1,220.90
ACCOUNT NO. ARMANDO AVILES GALLOZA & CO, PSC, CPA PO BOX 5000 PMB 867 AGUADA, PR 00602			Incurred: 2012 Consideration: PROF. SERVICES				6,700.20
ACCOUNT NO. AUTORIDAD DE TIERRAS APARTADO 9745 SANTURCE, PR 00908			Incurred: 2011 Consideration: RENT				2,540.75
ACCOUNT NO. BANCO DE DESARROLLO PO BOX 2134 SAN JUAN, PR 00922			Incurred: 2007-2011 Consideration: CO-LENDER OF BANCO POPULAR DE PR COMMERCIAL LOAN NUMBERS: 101-0900-2321262-9008 101-0900-2321262-4001 101-0900-2321262-3001				Notice Only
Subtotal							\$ 10,461.85
Total							\$

4 continuation sheets attached

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

B6F (Official Form 6F) (12/07) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.,
DebtorCase 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.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 101-090-2321262-9003 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2007-2011 Consideration: COMMERCIAL LOANS		1,277,161.96
ACCOUNT NO. 101-0900-24-55536-9004 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2007-2011 Consideration: COMMERCIAL LOANS		34,582.97
ACCOUNT NO. 101-0900-2321262-3001 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2007-2011 Consideration: COMMERCIAL LOANS		716,322.82
ACCOUNT NO. 101-0900-2321262-4001 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2007-2011 Consideration: COMMERCIAL LOANS		713,034.82
ACCOUNT NO. 101-0900-2321262-9008 BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354		Incurred: 2007-2011 Consideration: COMMERCIAL LOANS		149,562.76

Sheet no. 1 of 4 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 2,890,665.33

Total > \$

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

B6F (Official Form 6F) (12/07) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.,
DebtorCase 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.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. EUROBANK/ORIENTAL C/O BAYVIEW LOAN SERVICING, LLC 62516 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0625		Incurred: 2004-2006 Consideration: COMMERCIAL LOAN				155,334.04
ACCOUNT NO. FORTO PO BOX 910 GUAYNABO, PR 00970-0910		Incurred: 2012 Consideration: EQUIPMENT MAINTENANCE				515.00
ACCOUNT NO. GARAJE TORRADO CARR 130 KM. 5.9 BO. NARANJITO HATILLO, PR 00659		Incurred: 2009 Consideration: EQUIPMENT MAINTENANCE				759.00
ACCOUNT NO. MARINA DAIRY PO BOX 404 HATILLO, PR 00659		Incurred: 2010 Consideration: PENDING PAY PURCHASE OF CATTLE AND QUOTA				471,715.33
ACCOUNT NO. MONGE ROBERTIN & ASOCIADOS, INC #97 ACOSTA STREET CAGUAS, PR 00725		Incurred: 2009 Consideration: PROF SERVICES				8,266.85

Sheet no. 2 of 4 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 636,590.22

Total > \$

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

B6F (Official Form 6F) (12/07) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.,
DebtorCase 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.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. PAN AMERICAN GRAIN, INC 9 CALLE CLAUDIA ESQ. BEATRIZ PARQUE INDUSTRIAL AMELIA GUAYNABO, PR 00968-8005		Incurred: 2010-2012 PURCHASE OF GRAINS				2,780,096.37
ACCOUNT NO. PREPA PO BOX 363505 SAN JUAN, PR 00936-3508		Incurred: 2012 Consideration: ELECTRICITY BILL				11,585.18
ACCOUNT NO. PULULA FARM, INC PO BOX 404 HATILLO, PR 00659		Incurred: 2008 Consideration: CATTLE				388,742.30
ACCOUNT NO. RAFAEL HERNANDEZ BO. GUERRERO SECTOR RAMAL ISABELA, PR 00662		Incurred: 2012 Consideration: PROF SERVICES				15,600.00
ACCOUNT NO. RQ CONSTRUCTION, INC PO BOX 1458 ISABELA, PR 00662		Incurred: 2011 Consideration: MAINTENANCE				160,000.00

Sheet no. 3 of 4 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 3,356,023.85

Total > \$

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

B6F (Official Form 6F) (12/07) - Cont.

In re EMPRESAS BENITEZ TOLEDO, INC.,
Debtor

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.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. TORRADO SOLUB-MOL CARR 130 KM 5.9 BO. NARANJITO HATILLO, PR 00659		Incurred: 2008 Consideration: FOOD FOR CATTLE				6,655.25
ACCOUNT NO. WILLIAM NIEVES BO. MEMBRILLO CAMUY, PR 00627		Incurred: 2008 Consideration: LOAN				200,000.00
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						

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

Subtotal	\$	206,655.25
Total	\$	7,100,396.50

(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 EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____

Debtor

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

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

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
BENITEZ TOLEDO, INC PO BOX 767 CAMUY, PR 00627	COMMERCIAL LEASE LAND \$2,400.00 / WEEK
SUIZA DAIRY, CORP. AVE DE DIEGO, Esq. AVENIDA SAN PATRICIO URBANIZACION LA RIVIERA SAN JUAN, PR 00921	SALE OF MILK QUOTA

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

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
CARLOS BENITEZ LOPEZ PO BOX 767 CAMUY, PR 00627	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
CHRISTIAN BENITEZ TOLEDO PO BOX 767 CAMUY, PR 00627	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
MARIA L. TOLEDO FERNANDEZ PO BOX 767 CAMUY, PR 00627	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
JUAN C. BENITEZ TOLEDO PO BOX 767 CAMUY, PR 00627	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
BENITEZ TOLEDO, INC PO BOX 767 CAMUY, PR 00627	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
MARINA DAIRY PO BOX 404 HATILLO, PR 00659	BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354
BENITEZ TOLEDO, INC PO BOX 767 CAMUY, PR 00627	PAN AMERICAN GRAIN, INC 9 CALLE CLAUDIA ESQ. BEATRIZ PARQUE INDUSTRIAL AMELIA GUAYNABO, PR 00968-8005
BENITEZ TOLEDO, INC PO BOX 767 CAMUY, PR 00627	EUROBANK/ORIENTAL C/O BAYVIEW LOAN SERVICING, LLC 62516 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0625

In re EMPRESAS BENITEZ TOLEDO, INC.

Debtor

Case No. _____

(if known)

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
BENITEZ TOLEDO, INC PO BOX 767 CAMUY, PR 00627	BANCO DE DESARROLLO PO BOX 2134 SAN JUAN, PR 00922

EMPRESAS BENITEZ TOLEDO, INC.

In re _____
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date _____

Signature: _____
Debtor

Date _____

Signature: _____
(Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 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 by that section.

Printed or Typed Name and Title, if any,
of Bankruptcy Petition Preparer

Social Security No.
(Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X _____
Signature of Bankruptcy Petition Preparer

_____ Date

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

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

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

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

I, the PRESIDENT [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the EMPRESAS BENITEZ TOLEDO, INC. [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 22 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date JANUARY 14, 2013

Signature: 
CARLOS R. BENITEZ LOPEZ

[Print or type name of individual signing on behalf of debtor.]

[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.



INVENTARIO VACAS AL 9 DE ENERO DE 2013

370 VACAS ORDEÑO @ 2,500.00-----	\$925,000.00
128 VACAS HORRAS @2,500.00-----	\$320,000.00
40 BECERROS @ 400.00-----	<u>\$ 16,000.00</u>
TOTAL -----	\$1, 261,000.00



III. Schedule "B ":

H.

1- Tractor New Holland TS 110-4x4-----	\$30,000.00
1-Tractor New Holland Grabber 8010-4x4-----	\$18,000.00
11-Mixer Shuller 5010-----	\$18,000.00
30 maquinas de ordeño-----	\$13,500.00
30 pulsadores-----	\$6,750.00
30 CIP-----	\$2,250.00
2 fregaderos de Stainless Steel-----	\$10,000.00
2 recibidores de leche Stainless Steel-----	\$12,000.00
4 bombas de leche-----	\$1,500.00
1 Tanque 10,389 Litros (con 4 unidades de 5 toneladas)-----	\$30,000.00
1 Tanque de 8,500 Litros (2 unidades de 5 toneladas)-----	\$25,000.00
1 Tanque 6,372 litros(2 unidades de 5 toneladas-----	\$10,000.00
2 Bomba de vacio 30HP-----	\$30,000.00
1 Plantas Eléctrica 80 K -----	\$15,000.00
1 Planta Eléctrica 200 K -----	\$45,000.00
2 Tanques de reserva de agua-----	\$16,000.00
10 Abanicos Trifásicos-----	\$8,500.00

DEPARTAMENTO DE
AGRICULTURA
DE PUERTO RICO

Oficina para la Reglamentación de la Industria Lechera

AGRO. JULIO CÉSAR MELÉNDEZ MORALES, MS
ADMINISTRADOR

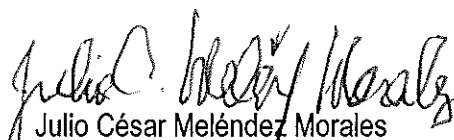
20 de diciembre de 2012

A QUIEN PUEDA INTERESAR:

Certifico que **Empresas Benítez Toledo, Inc.**, opera una vaquería localizada en el municipio de Isabela, con licencia número **3227** de esta Oficina. Esta Corporación tiene registrada una cuota de **181,175** cuartillos cada 14 días, cuya producción entrega a Suiza Dairy, Corp.

El registro de gravámenes sobre la cuota refleja que **181,006** cuartillos de producción de leche bajo esta licencia están gravados de la siguiente forma:

	<u>Rango de 1ra.</u>	<u>Rango de 2da.</u>	<u>Rango de 3ra.</u>
Banco Popular de Puerto Rico	181,006 cllos.	181,000 cllos.	145,000 cllos.


Julio César Meléndez Morales
jmelendez@lechefresca.com

UNITED STATES BANKRUPTCY COURT
District of Puerto Rico

In Re EMPRESAS BENITEZ TOLEDO, INC.

Case No. _____
(if known)

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

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

1. Income from employment or operation of business

None
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

	AMOUNT	SOURCE
2012	\$2,533,444.44	APROX. DEBTOR'S BOOK AND RECORDS
2011	\$2,416,564.00	INCOME TAX
2010	\$1,777,125.00	INCOME TAX

2. Income other than from employment or operation of business

None



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

AMOUNT

SOURCE

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.)

NAME AND ADDRESS OF CREDITOR

DATES OF
PAYMENTS

AMOUNT
PAID

AMOUNT STILL
OWING

None



b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after date of adjustment.*

NAME AND ADDRESS OF CREDITOR
AND RELATIONSHIP TO DEBTOR

DATES OF
PAYMENTS

AMOUNT
PAID

AMOUNT STILL
OWING

SEE EXHIBIT 1 SOFA

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

DATES OF
PAYMENTS

AMOUNT PAID

AMOUNT STILL
OWING

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

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

5. Repossessions, foreclosures and returns

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND
ADDRESS OF
CREDITOR OR SELLER

DATE OF REPOSESSION,
FORECLOSURE SALE,
TRANSFER OR RETURN

DESCRIPTION AND
VALUE OF PROPERTY

6. Assignments and Receiverships

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

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
FED. DE ASOCIACIONES PRECUARIAS DE PUERTO RICO, INC PO BOX 2635 MAYAGUEZ, PR 00681-2635	DECEMBER 2012	ASSIGNMENT OF COLLATERAL. SEE SCHEDULE D

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

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

7. Gifts

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

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
--	-----------------------------------	-----------------	----------------------------------

8. Losses

None



List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION
AND VALUE
OF PROPERTY

DESCRIPTION OF CIRCUMSTANCES, AND, IF LOSS
WAS COVERED IN WHOLE OR IN PART BY
INSURANCE, GIVE PARTICULARS

DATE OF
LOSS

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 PAYOR IF
OTHER THAN DEBTOR

AMOUNT OF MONEY OR
DESCRIPTION AND
VALUE OF PROPERTY

CARMEN D. CONDE TORRES
C. Conde & Assoc.
254 SAN JOSE STREET
5 FLOOR
SAN JUAN, PR 00901-1523

NOVEMBER 26, 2012
Payor: ALTERNATIVE
ALLIANCE OF PUERTO RICO,
INC

\$15,000.00

CARMEN D. CONDE TORRES
C. Conde & Assoc.
254 SAN JOSE STREET
5 FLOOR
SAN JUAN, PR 00901-1523

JANUARY 3, 2013
Payor: ALTERNATIVE
ALLIANCE OF PUERTO RICO,
INC

\$15,000.00

CARMEN D. CONDE TORRES
C. Conde & Assoc.
254 SAN JOSE STREET
5 FLOOR
SAN JUAN, PR 00901-1523

JANUARY 3, 2013
Payor: CARLOS BENITEZ
LOPEZ

\$1,213.00
(FILING FEE)

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

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.

None



NAME OF TRUST OR OTHER DEVICE

DATE(S) OF
TRANSFER(S)

AMOUNT OF MONEY OR
DESCRIPTION AND
VALUE OF PROPERTY
OR DEBTOR'S INTEREST
IN PROPERTY

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

NAME AND
ADDRESS
OF INSTITUTION

TYPE OF ACCOUNT, LAST FOUR
DIGITS OF ACCOUNT NUMBER,
AND AMOUNT OF FINAL BALANCE

AMOUNT AND
DATE OF SALE
OR CLOSING

12. Safe deposit boxes

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND
ADDRESS OF BANK
OR OTHER DEPOSITORY

NAMES AND ADDRESSES OF
THOSE WITH ACCESS TO BOX
OR DEPOSITORY

DESCRIPTION OF
CONTENTS

DATE OF
TRANSFER OR
SURRENDER, IF ANY

13. Setoffs

None



List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR

DATE
OF
SETOFF

AMOUNT
OF
SETOFF

14. Property held for another person

None



List all property owned by another person that the debtor holds or controls.

NAME AND
ADDRESS OF OWNER

DESCRIPTION AND
VALUE OF PROPERTY

LOCATION OF PROPERTY

15. Prior address of debtor

None



If the debtor has moved within the 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

16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Sites

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

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

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

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

None



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

SITE NAME
AND ADDRESS

NAME AND ADDRESS
OF GOVERNMENTAL UNIT

DATE OF
NOTICE

ENVIRONMENTAL
LAW

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



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

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.

None



NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
--	---------------	-----------------------

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, partnership, sole proprietorship, 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 the 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 the 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 the six years immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
------	--	---------	--------------------	-------------------------------

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.

None



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

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the 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 otherwise self-employed.

(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 the 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, record and financial statements

None ☐ a. List all bookkeepers and accountants who within the 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
ANIBAL RAMIREZ RODRIGUEZ, CPA PO BOX 352 CALLE TRINA PADILLA DE SANZ #52 ARECIBO, PR 00613	2006-2009
RAUL ORRIOLA (IN HOUSE) PO BOX 140832 ARECIBO, PR 00614	2012-2013
ARMANDO AVILES GALLOZA & CO., PSC CPA & CONSULTANT PO BOX 5000 PMB 867 AGUADA, PR 00602	2010-2012

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

NAME	ADDRESS	DATES SERVICES RENDERED
ARMANDO AVILES GALLOZA & CO., PSC CPA & CONSULTANT	PO BOX 5000 PMB 867 AGUADA, PR 00602	2010-2012

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

NAME	ADDRESS
RAUL ORRIOLA (IN HOUSE)	PO BOX 140832 ARECIBO, PR 00614

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

NAME AND ADDRESS	DATE ISSUED
BANCO DE DESARROLLO PO BOX 2134 SAN JUAN, PR 00922	2010-2012
BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354	2010-2012

20. Inventories

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

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
1/9/2013	CARLOS BENITEZ LOPEZ/BPPR	\$1,261,000.00

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

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
1/9/2013	CARLOS BENITEZ LOPEZ PO BOX 767 CAMUY, PR 00627

21. Current Partners, Officers, Directors and Shareholders

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

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

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

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
------------------	-------	--

CARLOS BENITEZ LOPEZ PO BOX 767 CAMUY, PR 00627	PRESIDENT	30%
---	-----------	-----

CHRISTIAN BENITEZ TOLEDO PO BOX 767 CAMUY, PR 00627	VICE-PRESIDENT	20%
--	----------------	-----

MARIA L. TOLEDO FERNENDEZ PO BOX 767 CAMUY, PR 00627	TREASURER/SECRETARY	30%
---	---------------------	-----

JUAN C. BENITEZ TOLEDO PO BOX 767 CAMUY, PR 00627	SHARE HOLDER	20%
---	--------------	-----

22. Former partners, officers, directors and shareholders

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

NAME	ADDRESS	DATE OF WITHDRAWAL
------	---------	--------------------

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

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
------------------	-------	---------------------

23. Withdrawals from a partnership or distribution by a corporation

None ☒ If the debtor is a partnership or a 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

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 the six-year period immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

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 the six-year period immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

* * * * *

[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

JANUARY 4, 2013

Signature

CARLOS R. BENITEZ LOPEZ,
PRESIDENT

Print Name and Title

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

0 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

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 required under 11U.S.C. §§ 110(b), 110(h), and 342(b); (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 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.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110(c).)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X

Signature of Bankruptcy Petition Preparer

Date

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

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

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



**PAGOS HECHOS A ACREEDORES MAYOR DE \$600.00, POR LOS ULTIMOS
90 DIAS**

FECHA	ACREEDOR	# DE CHEQUE	BANCO	CANTIDAD
10/15/12	FEDERACION *	1831	BPPR	\$10,000.00
10/26/12	NOMINA	1832	BPPR	\$8,500.00
10/29/12	JL DIESEL	2847	BBVA	\$1,000.00
10/30/12	NELSON CORDERO	2850	BBVA	\$750.00
11/01/12	R&B POWER	2852	BBVA	\$756.46
11/02/12	NOMINA	1835	BPPR	7,000.00
11/05/12	FEDERACION *	1836	BPPR	10,000.00
11/05/12	UNITED INSURANCE	2855	BBVA	\$877.22
11/05/12	JL DIESEL	2856	BBVA	\$1,000.00
11/07/12	ARMANDO AVILES	2861	BBVA	\$1,000.00
11/09/12	NOMINA	2864	BBVA	\$2,594.00
11/10/12	NOMINA	1838	BPPR	\$5,053.00
11/12/12	NOMINA	2866	BBVA	\$654.00
11/29/12	NOMINA	2377	BBVA	\$3,000.00
11/30/12	AEE *	1841	BPPR	5,000.00
11/30/12	NOMINA	1842	BPPR	9,500.00
12/07/12	NOMINA	2384	BBBV	1,500.00
12/07/12	FEDERACION *	1844	BPPR	10,000.00
12/07/12	NOMINA	1845	BPPR	4,500.00
12/14/12	FEDERACION *	1847	BPPR	20,000.00
12/14/12	NOMINA	1848	BPPR	4,000.00
12/14/12	NOMINA	2388	BBVA	2,000.00
12/21/12	OSCAR DAIRY	2391	BBVA	792.05
12/22/12	NOMINA	2397	BBVA	8,784.00
12/22/12	LUIS ROMAN	2398	BBVA	766.00
12/24/12	CASH (SEG. MED)	2399	BBVA	1,200.00
12/26/12	NOMINA	2400	BBVA	1,000.00
12/26/12	DIESEL	2402	BBVA	1,000.00
12/27/12	NOMINA	2403	BBVA	6,000.00
12/28/12	NOMINA	2407	BBVA	857.00
1/02/13	DIESEL	2412	BBVA	1,000.00
1/03/12	NOMINA	2414	BBVA	1,900.00
1/03/13	BT	2416	BBVA	3,800.00
1/04/12	NOMINA	2417	BBVA	1,567.00

*CHEQUES CERTIFICADOS

UNITED STATES BANKRUPTCY COURT
District of Puerto Rico

In re EMPRESAS BENITEZ TOLEDO, INC.,
Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
--	---	---	--	---

PAN AMERICAN
GRAIN, INC
9 CALLE CLAUDIA
ESQ. BEATRIZ
PARQUE
INDUSTRIAL
AMELIA
GUAYNABO, PR
00968-8005

2,780,096.37

BANCO POPULAR
DE PR
PO BOX 70354
SAN JUAN, PR
00936-8354

1,277,161.96

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
BANCO POPULAR DE PR PO BOX 70354 SAN JUAN, PR 00936-8354				716,322.82
MARINA DAIRY PO BOX 404 HATILLO, PR 00659				471,715.33
PULULA FARM, INC PO BOX 404 HATILLO, PR 00659				388,742.30
WILLIAM NIEVES BO. MEMBRILLO CAMUY, PR 00627				200,000.00
FED. DE ASOCIACIONES PRECUARIAS DE PUERTO RICO, INC PO BOX 2635 MAYAGUEZ, PR 00681-2635			Unliquidated	250,000.00 Collateral FMV 66,000.00
RQ CONSTRUCTION, INC PO BOX 1458 ISABELA, PR 00662				160,000.00
EUROBANK/ORIENTAL C/O BAYVIEW LOAN SERVICING, LLC 62516 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0625				155,334.04

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
RAFAEL HERNANDEZ BO. GUERRERO SECTOR RAMAL ISABELA, PR 00662				15,600.00
PREPA PO BOX 363505 SAN JUAN, PR 00936-3508				11,585.18
MONGE ROBERTIN & ASOCIADOS, INC #97 ACOSTA STREET CAGUAS, PR 00725				8,266.85
ARMANDO AVILES GALLOZA & CO, PSC, CPA PO BOX 5000 PMB 867 AGUADA, PR 00602				6,700.20
TORRADO SOLUB-MOL CARR 130 KM 5.9 BO. NARANJITO HATILLO, PR 00659				6,655.25
AUTORIDAD DE TIERRAS APARTADO 9745 SANTURCE, PR 00908				2,540.75

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
DEPARTAMENTO DEL TRABAJO Y RECURSOS HUMANOS PO BOX 191020 SAN JUAN, PR 00919-1020				2,462.64
APLI PO BOX 2420 ISABELA, PR 00662				1,220.90
GARAJE TORRADO CARR 130 KM. 5.9 BO. NARANJITO HATILLO, PR 00659				759.00
MIGUEL A. BENIQUEZ PO BOX 274 ISABELA, PR 00662				667.05
JOSUE PELLOT PELLOT PO BOX 287 SAN ANTONIO, PR 00690				657.62

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, [the president or other officer or an authorized agent of the corporation] named as debtor in this case, declare under penalty of perjury that I have read the foregoing LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS and that it is true and correct to the best of my information and belief.

Date JANUARY 4, 2013

Signature


CARLOS R. BENITEZ LOPEZ,
PRESIDENT

APLI
PO BOX 2420
ISABELA PR 00662

ARMANDO AVILES GALLOZA CO PSC CPA
PO BOX 5000 PMB 867
AGUADA PR 00602

AUTORIDAD DE TIERRAS
APARTADO 9745
SANTURCE PR 00908

BANCO DE DESARROLLO
PO BOX 2134
SAN JUAN PR 00922

BANCO POPULAR DE PR
PO BOX 70354
SAN JUAN PR 00936-8354

BENITEZ TOLEDO INC
PO BOX 767
CAMUY PR 00627

CARLOS BENITEZ LOPEZ
PO BOX 767
CAMUY PR 00627

CFSE
OFICINA REGIONAL DE ARECIBO
PO BOS 4055
ARECIBO PR 00614-4055

CHRISTIAN BENITEZ TOLEDO
PO BOX 767
CAMUY PR 00627

DEPARTAMENTO DEL TRABAJO
Y RECURSOS HUMANOS
PO BOX 191020
SAN JUAN PR 00919-1020

DEPARTMENT OF TREASURY
BANKRUPTCY DIVISION
PO BOX 902410
SAN JUAN PR 00902-4140

EUROBANKORIENTAL
CO BAYVIEW LOAN SERVICING LLC
62516 COLLECTION CENTER DRIVE
CHICAGO IL 60693-0625

FED DE ASOCIACIONES PRECUARIAS
DE PUERTO RICO INC
PO BOX 2635
MAYAGUEZ PR 00681-2635

FORTO
PO BOX 910
GUAYNABO PR 00970-0910

GARAJE TORRADO
CARR 130 KM 59
BO NARANJITO
HATILLO PR 00659

INTERNAL REVENUE SERVICE
CITY VIEW PLAZA II
48 CARR 165 SUITE 2000
GUAYNABO PR 00968-8000

IRS
POST OFFICE
BOX 21126
PHILADELPHIA PA 19114-0326

ISMAEL BARRETO
HC-02 BOX 11826
MOCA PR 00676

IVAN H DOMENECH
AVE LAMELA 106
ISABELA PR 00662

JOSE AUGUSTO LOPEZ
COMUNIDAD MANTILLA
BUZON 114-A
ISABELA PR 00662

JOSE D BENIQUEZ
HC-02 BOX 18456
SAN SEBASTIAN PR 00686

JOSUE PELLOT PELLOT
PO BOX 287
SAN ANTONIO PR 00690

JUAN C BENITEZ TOLEDO
PO BOX 767
CAMUY PR 00627

MARIA L TOLEDO FERNANDEZ
PO BOX 767
CAMUY PR 00627

MARINA DAIRY
PO BOX 404
HATILLO PR 00659

MIGUEL A BENIQUEZ
PO BOX 274
ISABELA PR 00662

MONGE ROBERTIN ASOCIADOS INC
97 ACOSTA STREET
CAGUAS PR 00725

NESTOR ACEVEDO
JARDINES DEL NOROESTE
BUZON 64 CASA F-3
ISABELA PR 00662

PAN AMERICAN GRAIN INC
9 CALLE CLAUDIA ESQ BEATRIZ
PARQUE INDUSTRIAL AMELIA
GUAYNABO PR 00968-8005

PEDRO LUIS ARROYO CORCHADO
BO ARENALES ALTO
CALLE CHEITO COSCHA CARR 494
ISABELA PR 00662

PREPA
PO BOX 363505
SAN JUAN PR 00936-3508

PULULA FARM INC
PO BOX 404
HATILLO PR 00659

RAFAEL HERNANDEZ
BO GUERRERO
SECTOR RAMAL
ISABELA PR 00662

RQ CONSTRUCTION INC
PO BOX 1458
ISABELA PR 00662

SUIZA DAIRY CORP
AVE DE DIEGO ESQ AVENIDA SAN PATRICIO
URBANIZACION LA RIVIERA
SAN JUAN PR 00921

TORRADO SOLUB-MOL
CARR 130 KM 59
BO NARANJITO
HATILLO PR 00659

US DEPARTMENT OF JUSTICE
FEDERAL LITIGATION DIVISION
PO BOX 9020192
SAN JUAN PR 00902-0192

WILLIAM NIEVES
BO MEMBRILLO
CAMUY PR 00627

**UNITED STATES BANKRUPTCY COURT
District of Puerto Rico**

In re EMPRESAS BENITEZ TOLEDO, INC.,
Debtor

Case No. _____

Chapter 11

VERIFICATION OF LIST OF CREDITORS

I hereby certify under penalty of perjury that the attached List of Creditors which consists of 4 pages, is true, correct and complete to the best of my knowledge.

Date JANUARY 14, 2013

Signature


CARLOS R. BENITEZ LOPEZ,
PRESIDENT