

B1 (Official Form 1)(1/08)

**United States Bankruptcy Court
District of South Carolina**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Brown's Grading & Grinding, 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): FDBA Brown & Rampey; FDBA Brown's Landscaping	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) 58-2481762	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): 110 Sandalwood Drive Easley, SC	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 29640	ZIP Code
County of Residence or of the Principal Place of Business: PICKENS	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): Post Office Box 707 Easley, SC	Mailing Address of Joint Debtor (if different from street address):
ZIP Code 29641	ZIP Code

Location of Principal Assets of Business Debtor (if different from street address above):

Type of Debtor (Form of Organization) (Check one box) <ul style="list-style-type: none"> <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) <ul style="list-style-type: none"> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other 	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <ul style="list-style-type: none"> <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
Tax-Exempt Entity (Check box, if applicable) <ul style="list-style-type: none"> <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) <ul style="list-style-type: none"> <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) <ul style="list-style-type: none"> <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: <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <ul style="list-style-type: none"> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <ul style="list-style-type: none"> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information

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

Estimated Number of Creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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Estimated Assets

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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Estimated Liabilities

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Brown's Grading & Grinding, Inc.
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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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:
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District:	Relationship:	Judge:
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<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

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

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

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

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

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

Name of Debtor(s):
Brown's Grading & Grinding, 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 11 U.S.C. §1515 are attached.

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

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

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

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

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

Signature of Attorney*

X /s/ Randy A. Skinner
Signature of Attorney for Debtor(s)

Randy A. Skinner 05412
Printed Name of Attorney for Debtor(s)

Skinner & Associates
Firm Name

Post Office Box 1843
Greenville, SC 29602-1843

Address

Email: bklawyer@bellsouth.net

864-232-2007 Fax: 864-232-8496
Telephone Number

March 17, 2009
Date

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Cory L. Brown
Signature of Authorized Individual

Cory L. Brown
Printed Name of Authorized Individual

Corporate Secretary
Title of Authorized Individual

March 17, 2009
Date

CORPORATE RESOLUTION OF BROWN'S GRADING & GRINDING, INC.

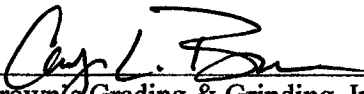
The following resolution is adopted by the written consent of all of the shareholders, officers and directors of Brown's Grading & Grinding, Inc.

The corporation has adopted the following resolution:

RESOLVED, that the Corporate Secretary, Cory L. Brown, is authorized to file a Petition for Relief with the United States Bankruptcy Court for the District of South Carolina under the provisions of Chapter 7 and to take all action necessary to see that said petition and schedules are promptly filed including the contracting with an attorney for legal services.

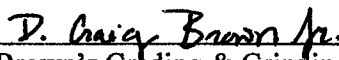
FURTHER RESOLVED, that the corporation authorizes the entering of an agreement with Randy A. Skinner for representation in said Chapter 11 proceeding and to pay a fee of \$23,961.00 plus the filing fee for the filing of the Chapter 11 Bankruptcy Petition and representation of the Debtor at the Meeting of Creditors.

March 16, 2009



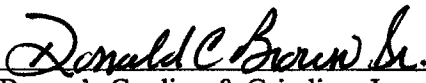
Brown's Grading & Grinding, Inc.
By: Cory L. Brown
Its: Corporate Secretary

March 16, 2009



Brown's Grading & Grinding, Inc.
By: D. Craig Brown, Jr.
Its: President

March 16, 2009



Brown's Grading & Grinding, Inc.
By: Donald C. Brown, Sr.
Its: Vice President

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA**

In re: **Brown's Grading & Grinding, Inc.**

Case No.
Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Cory L. Brown**, declare under penalty of perjury that I am the **Corporate Secretary** of **Brown's Grading & Grinding, Inc.**, a South Carolina Corporation and that on **March 16, 2009** the following resolution was duly adopted by the board of directors of this Corporation:

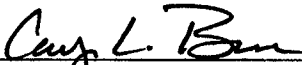
"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United State Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Cory L. Brown, Corporate Secretary** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that **Cory L. Brown, Corporate Secretary** of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case; and

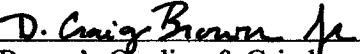
Be It Further Resolved, that **Cory L. Brown, Corporate Secretary** of this Corporation, is authorized and directed to employ **Randy A. Skinner**, attorney and the law firm of **Skinner Law Firm, LLC** to represent the Corporation in such bankruptcy case."

March 16, 2009




Brown's Grading & Grinding, Inc.
By: Cory L. Brown
Its: Corporate Secretary

March 16, 2009



Brown's Grading & Grinding, Inc.
By: D. Craig Brown, Jr.
Its: President

March 16, 2009



Brown's Grading & Grinding, Inc.
By: Donald C. Brown, Sr.
Its: Vice President

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of South Carolina**

In re Brown's Grading & Grinding, Inc.

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384	BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384 800-922-2790	PARTS/REPAIRS		59,040.06
CATERPILLER FINANCIAL SERVICES CORPORATION POST OFFICE BOX 340001 NASHVILLE, TN 37203	CATERPILLER FINANCIAL SERVICES CORPORATION POST OFFICE BOX 340001 NASHVILLE, TN 37203	REPOSSESSION DEFICIENCY FOR A CATERPILLER 420E BACKHOE		75,261.61
COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260	RECO COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260 704-731-0038	Caterpillar 963C Crawler Loader (Serial/Model # BBD02490) Commercial Credit Group UCC Lien: \$238,701.20		238,701.20 (180,000.00 secured)
COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260	RECO COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260 704-731-0038	Komatsu PC138US LC-8 Excavator (Serial/Model # 23079) Commercial Credit Group UCC Lien: \$130,725.00		130,725.00 (90,000.00 secured)

B4 (Official Form 4) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
CORNERSTONE NATIONAL BANK POST OFFICE BOX 428 EASLEY, SC 29641	ROGER ANTHONY CORNERSTONE NATIONAL BANK POST OFFICE BOX 428 EASLEY, SC 29641 864-306-1444	6700B Peterson Grinder (Serial/Model # 31B-20-1213) MARKET VALUE: \$300,000.00 and 6700B Peterson Grinder (Serial/Model # 31B-36-1267) MARKE		933,314.61 (696,400.00 secured)
DON C. BROWN 110 SANDALWOOD DRIVE EASLEY, SC 29640	DON C. BROWN 110 SANDALWOOD DRIVE EASLEY, SC 29640 864-304-5157	TRUCK REPAIR/PARTS		12,218.32
FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263	ELIZABETH WISE FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263 919-716-4608	2009 Mac Steel Dump Semi Trailer (Serial/Model # 5MADS28279C0161 02) First Citizens UCC Lease Balane: \$45,159.37		45,159.37 (32,000.00 secured)
HERTZ EQUIPMENT POST OFFICE BOX 650280 DALLAS, TX 75265	LINDA HERTZ EQUIPMENT POST OFFICE BOX 650280 DALLAS, TX 75265 800-654-4740 EXT. 5087	RENTAL SERVICES		7,105.07
INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114- 0326	INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114-0326	Withholding taxes for 1st quarter 2009		7,559.94
INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114- 0326	INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114-0326	Withholding taxes for 4th Quarter 2008		19,829.28

B4 (Official Form 4) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
JOHN DEERE CREDIT POST OFFICE BOX 4450 CAROL STREAM, IL 60197	JOHN DEERE CREDIT POST OFFICE BOX 4450 CAROL STREAM, IL 60197 800-325-0130	John Deere 700J Crawler (Serial/Model # T0700JX121912) John Deere Credit UCC Lien: \$87,195.74		87,195.74 (70,000.00 secured)
KNAUFF INSURANCE POST OFFICE BOX 33789 CHARLOTTE, NC 28233	KNAUFF INSURANCE POST OFFICE BOX 33789 CHARLOTTE, NC 28233 800-849-8008	EQUIPMENT POLICY		6,675.64
LINDER IND MACHINERY POST OFFICE BOX 116855 ATLANTA, GA 30368	LINDER IND MACHINERY POST OFFICE BOX 116855 ATLANTA, GA 30368 864-877-8962	PARTS/REPAIRS		9,283.29
LINDSAY OIL FARM ACCOUNT POST OFFICE BOX 381 PICKENS, SC 29671	SANDRA LINDSAY OIL FARM ACCOUNT POST OFFICE BOX 381 PICKENS, SC 29671 864-878-6091	FUEL		12,161.28
PICKENS COUNTY TREASURER LOCK BOX OPERATION CAROLINA FIRST POST OFFICE BOX 1210 COLUMBIA, SC 29202	PICKENS COUNTY TREASURER LOCK BOX OPERATION CAROLINA FIRST COLUMBIA, SC 29202	2008 Property taxes on Fixtures and Furniture		27,078.20
QUICK FUEL POST OFFICE BOX 88249 MILWAUKEE, WI 53288	JERRY SCHUSTER QUICK FUEL POST OFFICE BOX 88249 MILWAUKEE, WI 53288 414-271-8833	FUEL		92,315.14
VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	REPOSSESSION DEFICIENCY FOR A VOLVO SC210CL EXCAVATOR		127,301.23
VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	REPOSSESSION DEFICIENCY FOR A VOLVO L60F WHEEL LOADER		109,816.00

B4 (Official Form 4) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
FLEET ONE 5042 LINBAR DRIVE NASHVILLE, TN 37211	FLEET ONE 5042 LINBAR DRIVE NASHVILLE, TN 37211 888-353-3801	PERMITS TO MOVE EQUIPMENT		5,756.10
WACHOVIA BANK NA POST OFFICE BOX 530554 ATLANTA, GA 30353	WACHOVIA BANK NA POST OFFICE BOX 530554 ATLANTA, GA 30353 800-423-3335	2006 Ford F350 Superduty Crewcab XL 4 Wheel Drive 113,000 Miles (VIN # 1FTWW31P06EB31 589) Wachovia Lien: \$28,479.42		28,479.42 (9,025.00 secured)

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

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

Date _____

Signature _____

**Cory L. Brown
Corporate Secretary**

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

**United States Bankruptcy Court
District of South Carolina**

In re **Brown's Grading & Grinding, Inc.** Debtor(s)

Case No. _____
Chapter **11**

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	8	\$1,836,482.34		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	6		\$1,723,880.67	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	4		\$62,218.33	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	18		\$641,872.56	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	3			
I - Current Income of Individual Debtor(s)	Yes	1			\$34,465.71
J - Current Expenditures of Individual Debtor(s)	Yes	Schedules I and J are combined			-\$25,053.99
TOTAL		43	\$2,241,609.34	\$2,427,971.56	

**United States Bankruptcy Court
District of South Carolina**

In re **Brown's Grading & Grinding, Inc.** Debtor(s)

Case No. _____
Chapter **11**

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

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

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

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

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

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

State the following:

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

State the following:

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

1 PM
1/09
rual Basis

#47

Brown's Grading & Grinding, Inc.
Balance Sheet
As of March 11, 2009

	Mar 11, 09
ASSETS	
Current Assets	
Checking/Savings	1,179.67
CornerStone	1,179.67
Total Checking/Savings	2,359.34
Accounts Receivable	91,799.85
Total Accounts Receivable	91,799.85
Other Current Assets	
Due from DWP (Volvo A 30)	102,500.00
Due from RO (Komatsu 45)	32,190.89
Due from RO (Rock Splitter)	14,690.00
LOAN TO RENAISSANCE	72,854.19
Undeposited Funds	10,728.00
Total Other Current Assets	232,963.08
Total Current Assets	325,942.60
Fixed Assets	
Accumulated Depreciation	-891,066.76
Equipment	2,291,392.06
Motor Vehicles	113,914.58
Signs	224.72
Total Fixed Assets	1,514,464.60
Other Assets	
Accum amort - Org. cost	-5,590.34
Goodwill	10,000.00
Organizational Costs	700.00
Total Other Assets	5,109.66
TOTAL ASSETS	1,845,516.86
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	334,539.65
Accounts Payable	334,539.65
Total Accounts Payable	334,539.65

#48

1 PM
1/09
rual Basis

Brown's Grading & Grinding, Inc.
Balance Sheet
As of March 11, 2009

	Mar 11, 09
Credit Cards	
BANK OF AMERICA VISA	24,783.54
BP CHASE VISA	3,027.73
CNH CAPITAL	4,850.00
HOME DEPOT CREDIT	536.39
Total Credit Cards	33,197.66
Other Current Liabilities	
Cellular Phone Usage	1,184.74
Payroll Liabilities	
Child Support	57.00
Federal Tax Liability	9,993.27
Federal Unemploy Liability	219.46
Health Liability	-15,701.58
Medicare Liability (employer)	1,687.07
SS Liability	1,686.33
SS Liability (Employer)	7,213.54
State Tax Liabilities	7,210.40
State Unemploy Insur Liability	5,783.66
Payroll Liabilities - Other	2,110.29
Total Payroll Liabilities	74,552.54
Total Other Current Liabilities	75,737.28
Total Current Liabilities	443,474.59
Long Term Liabilities	
CRAIG BROWN	338,978.97
N/P-Carolina First- Credit Line	-299.56
N/P-CATERPILLAR FINANCIAL (420)	71,521.77
N/P-CATERPILLAR FINANCIAL (953)	3,530.91
N/P-CNH CAPITAL	12,811.40
N/P-COMMERCIAL CREDIT-963C	165,155.43
N/P-COMMERCIAL CREDIT-KOM #67	99,368.67
N/P-CORNERSTONE CONSOLIDATION	933,314.61
N/P-CORY BROWN	7,240.00
N/P-KOMATSU PC138USLC-8 #61	82,909.67
N/P-KOMATSU PC200 LC-8 #56	102,174.48
N/P-Wachovia Bank- Craig's F350	27,158.76
N/P Don Brown	2,071,988.00
N/P JOHN DEERE CREDIT	79,728.37
N/P WESTERN FINANCE-RAMMEX	26,800.00
Total Long Term Liabilities	4,042,381.48
Total Liabilities	4,485,856.07

1 PM
1/09
rual Basis

Brown's Grading & Grinding, Inc.
Balance Sheet
As of March 11, 2009

	Mar 11, 09
Equity	
Capital Stock	1,961.00
Paid in surplus	24,039.00
Retained Earnings	-2,598,401.99
Net Income	-67,937.22
Total Equity	-2,640,339.21
TOTAL LIABILITIES & EQUITY	1,845,516.86

B6A (Official Form 6A) (12/07)

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

SCHEDULE A - REAL PROPERTY

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

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

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

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
--------------------------------------	---	------------------------------------	--	-------------------------

None

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

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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		Cash on Hand	-	10,979.82
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.		Business Checking Account Account Number: xxx1842 Signators on Account: D. Craig Brown, Jr., Donald C. Brown, Sr. and Cory L. Brown	-	1,179.67
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		Insurance Plan for employees through Carolina Care Plan (Group # 986453) (Company contributes half the cost of the premium and is current with the premiums)	-	0.00
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	12,159.49
			(Total of this page)	

6 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.		NO IRA, PENSION, 401(K), OR RETIREMENT ACCOUNTS	-	0.00
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts Receivable	-	96,299.85
		(See list of accounts receivable attached to Schedule B as Exhibit "1" and incorporated herewith by reference)		
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **96,299.85**
(Total of this page)

Sheet 1 of 6 continuation sheets attached to the Schedule of Personal Property

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2006 Ford F350 Superduty Crewcab XL 4 Wheel Drive 113,000 Miles (VIN # 1FTWW31P06EB31589)	-	9,025.00
		Wachovia Lien: \$28,479.42		
		1997 Ford F250 Heavy Duty Supercab 4 Wheel Drive 133,000 Miles (VIN # 1FTHX26H1VEC05733)	-	2,175.00
		2001 Ford F350 Superduty Crewcab XL 4 Wheel Drive 84,000 Miles (VIN # 1FTWW33F51EB09827)	-	6,275.00
		1993 Ford F350 Styleside XL Longbed 146,000 Miles (VIN # 1FTJF35G7PNA78685)	-	700.00
			Sub-Total >	18,175.00
			(Total of this page)	

Sheet 2 of 6 continuation sheets attached to the Schedule of Personal Property

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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
		1999 Ford F800 Water Truck (VIN # 3FEWF8018XMA16896) MARKET VALUE: \$17,500.00	-	77,500.00
		and		
		2006 Sterling L7500 (VIN # 2FZAASDCX6AV57337) MARKET VALUE: \$60,000.00		
		Cornerstone National Lien: \$74,241.00		
		1985 Ford F-150 Styleside mileage unknown (VIN # 1FTDF15Y6FNA27655)	-	1,900.00
		1996 Ford F250 Heavy Duty 175,000 Miles (VIN # 1FDLF47F0TEA35296)	-	2,225.00
		1968 Kaiser Army Truck (VIN # 952415217)	-	7,500.00
		2000 Ford F-150 Styleside XL 217,000 Miles (VIN # 1FTRF17L5YNA87047)	-	1,025.00
		2008 Kenworth W900 (VIN # 1XKWPBEX28J228065)	-	90,000.00
		1999 Ford F-150 Styleside XL 186,000 Miles (VIN # 1FTRF17W8XNB05968)	-	875.00
		2003 Ford F-150 Styleside XL 106,000 Miles (VIN # 2FTRF17W53CB12165)	-	2,250.00
		2003 Ford F-150 Styleside XL 84,000 Miles (VIN # 1FTRF17W13NA01395)	-	2,725.00

- 26. Boats, motors, and accessories. **X**
- 27. Aircraft and accessories. **X**

Sub-Total > **186,000.00**
(Total of this page)

Sheet 3 of 6 continuation sheets attached to the Schedule of Personal Property

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	NONE	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
28. Office equipment, furnishings, and supplies.		Three (3) Dell Optiplex GX620 Computers MARKET VALUE: \$300.00	-	450.00
		HP Officejet Pro L7580 Copier MARKET VALUE: \$75.00		
		HP Officejet 6210 Copier MARKET VALUE: \$75.00		
29. Machinery, fixtures, equipment, and supplies used in business.		John Deere 700J Crawler (Serial/Model # T0700JX121912)	-	70,000.00
		John Deere Credit UCC Lien: \$87,195.74		
		Komatsu PC200 LC-8 Excavator (Serial/Model # A88681)	-	120,000.00
		Komatsu Financial UCC Lien: \$123,583.20		
		Komatsu PC138USL LC-8 Excavator (Serial/Model # 21299)	-	90,000.00
		Komatsu Financial UCC Lien: \$95,885.35		
		New Holland LS180 Skid Steer (Serial/Model # 182322)	-	13,500.00
		CNH Capital UCC Lien: \$15,685.42		
		Two (2) Wacker RT82 Trench Rollers (Serial/Model # 5616455 & 5609425)	-	22,000.00
		Western Finance & Lease UCC Lease Agreement: \$667.75 per month		
		2007 McLendon Lowboy Trailer (Serial/Model # 1M9LB45297A776136)	-	20,000.00
		First Citizens UCC Lease Balance: \$25,151.36		
		2009 Mac Steel Dump Semi Trailer (Serial/Model # 5MADS28279C016102)	-	32,000.00
		First Citizens UCC Lease Balane: \$45,159.37		
			Sub-Total >	367,950.00
			(Total of this page)	

Sheet 4 of 6 continuation sheets attached to the Schedule of Personal Property

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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
		Komatsu PC138US LC-8 Excavator (Serial/Model # 23079)	-	90,000.00
		Commercial Credit Group UCC Lien: \$130,725.00		
		Caterpillar 963C Crawler Loader (Serial/Model # BBD02490)	-	180,000.00
		Commercial Credit Group UCC Lien: \$238,701.20		
		6700B Peterson Grinder (Serial/Model # 31B-20-1213) MARKET VALUE: \$300,000.00	-	696,400.00
		and		
		6700B Peterson Grinder (Serial/Model # 31B-36-1267) MARKET VALUE: \$300,000.00		
		and		
		Dynaweld Lowboy Trailer 3 Axle (Serial/Model # 5JYLB52397P070059) MARKET VALUE: \$28,900.00		
		and		
		VIO35 Yan-Mar Mini Track Loader (Serial/Model # 26114B) MARKET VALUE: \$20,000.00		
		and		
		New Holland L190 Skid Steer (Serial/Model # M6M436588) MARKET VALUE: \$17,500.00		
		and		
		VIO70 Yan-Mar Trackhoe (Serial/Model # 1667) MARKET VALUE: \$30,000.00		
		Cornerstone National UCC Lien: \$933,314.61		
			Sub-Total >	966,400.00
			(Total of this page)	

Sheet 5 of 6 continuation sheets attached
 to the Schedule of Personal Property

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	NON 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
		2000 Volvo A30C Off Road Truck (Serial/Model # 60283) MARKET VALUE: \$80,000.00	-	156,000.00
		and		
		Komatsu PC270 (Serial/Model # A85021) MARKET VALUE: \$60,000.00		
		and		
		Stump Shear with PC270 (Serial/Model # SS4315) MARKET VALUE: \$16,000.00		
		Dakota Financial UCC Lease Agreement: \$2,420.00 per month		
		Fiat Allis Motor Grader	-	30,000.00
		1997 Hudson 9 Ton Trailer (Serial/Model # 10HHTD1D5V1000425)	-	2,500.00
		1995 Tilt Top Trailer (Serial/Model # 42ETPBB2XT1001441)	-	1,000.00
30. Inventory.		NO INVENTORY	-	0.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	189,500.00
(Total of this page)	
Total >	1,836,484.34

(Report also on Summary of Schedules)

Sheet 6 of 6 continuation sheets attached to the Schedule of Personal Property

In Re: **Brown's Grading & Grinding, Inc.**
Debtor

Case No. _____

SCHEDULE C. PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:

[Check one box]

11 U.S.C. §522(b)(1): Exemptions provided in 11 U.S.C. §522(d). Note: These exemptions are available only in certain states.

11 U.S.C. §522(b)(2): Exemptions available under applicable nonbankruptcy federal laws, state or local law where the debtor's domicile has been located for the 180 days immediately preceding the filing of the petition, or for a longer portion of the 180-day period that in any other place, and the debtor's interest as a tenant by the entirety or joint tenant to the extent the interest is exempt from process under applicable nonbankruptcy law.

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Market Value of Property Without Deducting Exemption
None			

None

B6D (Official Form 6D) (12/07) - Cont.

In re **Brown's Grading & Grinding, Inc.**

Case No. _____

Debtor(s) _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above)</i>	C O D E B T O R	Husband, Wife, Joint or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		X N A						
ACCOUNT NO. xxxxxxx8001								
FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263			Lease Agreement 2009 Mac Steel Dump Semi Trailer (Serial/Model # 5MADS28279C016102) First Citizens UCC Lease Balane: \$45,159.37					
		X N A	VALUE \$32,000.00				\$45,159.37	\$13,159.37
ACCOUNT NO. xxxxxxx1762RA								
JOHN DEERE CREDIT POST OFFICE BOX 4450 CAROL STREAM, IL 60197			UCC Lien John Deere 700J Crawler (Serial/Model # T0700JX121912) John Deere Credit UCC Lien: \$87,195.74					
		X N A	VALUE \$70,000.00				\$87,195.74	\$17,195.74
ACCOUNT NO. xxx xxxxxx1.001								
KOMATSU FINANCIAL POST OFFICE BOX 99303 CHICAGO, IL 60693			UCC Lien Komatsu PC200 LC-8 Excavator (Serial/Model # A88681) Komatsu Financial UCC Lien: \$123,583.20					
		X N A	VALUE \$120,000.00				\$123,583.20	\$3,583.20

B6D (Official Form 6D) (12/07) - Cont.

In re **Brown's Grading & Grinding, Inc.**

Case No. _____

Debtor(s) _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above)</i>	C O D E B T O R	Husband, Wife, Joint or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		C H W J C						
ACCOUNT NO. xxx xxxxxx1.002								
KOMATSU FINANCIAL POST OFFICE BOX 99303 CHICAGO, IL 60693	X	N A						
			UCC Lien Komatsu PC138USL LC-8 Excavator (Serial/Model # 21299) Komatsu Financial UCC Lien: \$95,885.35					
			VALUE \$90,000.00				\$95,885.35	\$5,885.35
ACCOUNT NO. xxxxxxxxxxx2746								
WACHOVIA BANK NA POST OFFICE BOX 530554 ATLANTA, GA 30353	X	N A						
			Security Interest 2006 Ford F350 Superduty Crewcab XL 4 Wheel Drive 113,000 Miles (VIN # 1FTWW31P06EB31589) Wachovia Lien: \$28,479.42					
			VALUE \$9,025.00				\$28,479.42	\$19,454.42
ACCOUNT NO. xx7984								
WESTERN FINANCE AND LEASE POST OFFICE BOX 640 DEVILS LAKE, ND 58301		N A						
			UCC Lien Two (2) Wacker RT82 Trench Rollers (Serial/Model # 5616455 & 5609425) Western Finance & Lease UCC Lease Agreement: \$667.75 per month					
			VALUE \$22,000.00				\$67.75 per month	\$0.00

B6D (Official Form 6D) (12/07) - Cont.

In re **Brown's Grading & Grinding, Inc.**

Debtor(s)

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above)</i>	C O D E B T O R	Husband, Wife, Joint or Community		C O N T I N G E N T	U N L I Q U I T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W	J C					
Total(s) (Use only on last page)							\$1,723,880.67	\$402,955.67

(Report also on Summary of Schedules)

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

UCC's



UCC FINANCING STATEMENT
 FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER [optional]
 Phone (800) 331-3282 Fax (818) 662-4141

B SEND ACKNOWLEDGEMENT TO (Name and Address) 13721 Komatsu Financ

UCC Direct Services 8141796
 P O Box 29071
 Glendale, CA 91209-9071 SCSC

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1 DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME
 Brown's Landscaping, Inc

OR

1b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c MAILING ADDRESS
 P O Box 707 CITY Easley STATE SC POSTAL CODE 29641 COUNTRY

1d SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR **1e TYPE OF ORGANIZATION** CORPORATION **1f JURISDICTION OF ORGANIZATION** SC **1g ORGANIZATIONAL ID # if any** NONE

2 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME

OR

2b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c MAILING ADDRESS
 CITY STATE POSTAL CODE COUNTRY

2d SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR **2e TYPE OF ORGANIZATION** **2f JURISDICTION OF ORGANIZATION** **2g ORGANIZATIONAL ID # if any** NONE

3 SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME
 Komatsu Financial Limited Partnership

OR

3b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c MAILING ADDRESS
 1333 Butterfield Road, Suite 600 CITY Downers Grove STATE IL POSTAL CODE 60515 COUNTRY

4 This FINANCING STATEMENT covers the following collateral

(1) Komatsu PC200LC-7B hydraulic excavator S/N C50937 equipped with Gerth hydraulic thumb and Hensley 42" bucket

5 ALTERNATIVE DESIGNATION [if applicable] LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG LIEN NON-UCC FILING

6 This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] **7** Check to REQUEST SEARCH REPORT(S) on Debtor(s) All Debtors Debtor 1 Debtor 2 [optional] **ADDITIONAL FEE** [optional]

8 OPTIONAL FILER REFERENCE DATA

8141796

Brown's Landscaping #C50937

FILING OFFICE COPY - NATIONAL UCC FINANCING STATEMENT

090407-1238470 UCC-1 FINANCING STATEMENT
 Lapse Date 04/07/2011 12 38 47 Filing Fee 8 ORIG

Prepared by UCC Direct Services P O Box 29071
 Glendale CA 91209 9071 Tel (800) 331-3282



05

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
SUSAN JOLLY 864-306-1444

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Cornerstone National Bank
 1670 E. Main Street
 Easley, SC 29640-0000

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
 OR **BROWNS LANDSCAPING AND GRADING INC.**

1b. INDIVIDUAL'S LAST NAME
 FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS
P O BOX 707
 CITY **EASLEY** STATE **SC** POSTAL CODE **29641-0000** COUNTRY

1d. TAX ID #: SSN OR EIN **58-2481762** ADD'L INFO RE ORGANIZATION DEBTOR 1a. TYPE OF ORGANIZATION **CORP** 1f. JURISDICTION OF ORGANIZATION **PICKENS CTY, SC** 1g. ORGANIZATIONAL ID #, if any NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME
 OR

2b. INDIVIDUAL'S LAST NAME
 FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS
 CITY STATE POSTAL CODE COUNTRY

2d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 2a. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
 OR **Cornerstone National Bank**

3b. INDIVIDUAL'S LAST NAME
 FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS
1670 E. Main Street
 CITY **Easley** STATE **SC** POSTAL CODE **29640-0000** COUNTRY

4. This FINANCING STATEMENT covers the following collateral:
YAN MAR MINI TRACK LOADER SERIAL #26114B; 2005 PETERSON 6700 HEAVY DUTY RECYCLER SERIAL #31B-36-1267 CATERPILLAR 3412E ENGINE 1000 HP 2005 PETERSON 6700 B HEAVY DUTY RECYCLER SERIAL #31B-20-1213 CATERPILLAR 3412E ENGINE 1000 HP

090202-0939289
 Lapse Date: 02/02/2014 09:39:28 Filing Fee: 8 ORIG
UCC-1 FINANCING STATEMENT

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum in the REAL ESTATE RECORDS (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

OB

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER (optional) Phone:(800) 331-3282 Fax: (818) 662-4141	
B SEND ACKNOWLEDGEMENT TO (Name and Address)	13721 LINDER INDUSTR
UCC Direct Services	14043986
P.O. Box 29071	SCSC
Glendale, CA 91209-9071	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME Brown's Grading & Grinding, Inc.				
OR				
1b INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c MAILING ADDRESS 110 Sandalwood Drive		CITY Easley	STATE SC	POSTAL CODE 29640
COUNTRY USA				
1d SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e TYPE OF ORGANIZATION CORPORATION	1f JURISDICTION OF ORGANIZATION SC	1g ORGANIZATIONAL ID #, if any <input checked="" type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME				
OR				
2b INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c MAILING ADDRESS		CITY	STATE	POSTAL CODE
COUNTRY				
2d SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e TYPE OF ORGANIZATION	2f JURISDICTION OF ORGANIZATION	2g ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME Komatsu Financial Limited Partnership				
OR				
3b INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c MAILING ADDRESS One Continental Towers 1701 W. Golf Road, Suite 300		CITY Rolling Meadows	STATE IL	POSTAL CODE 60008
COUNTRY USA				

4 This FINANCING STATEMENT covers the following collateral:

(1) Komatsu PC138USLC-8 hydraulic excavator S/N 21299, equipped with Hansley 24" bucket

080414-1240077 UCC-1 FINANCING STATEMENT

Lapse Date 04/14/2013 12:40:07 Filing Fee 8 ORIG



5 ALTERNATIVE DESIGNATION (if applicable)	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG LIEN	<input type="checkbox"/> NON-UCC FILING
6 This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Acknowledgment (if applicable)	7 Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		<input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2			

8. OPTIONAL FILER REFERENCE DATA

14043986

Brown's Grading #21299

OB

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
CSC Diligenz, Inc. 1-800-858-5294

B. SEND ACKNOWLEDGMENT TO* (Name and Address)

34872129 - 7/8/2008
 CSC Diligenz, Inc.
 6500 Harbour Heights Pkwy, Suite 400
 Mukilteo, WA 98275

Filed In: South Carolina (S.O.S.)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1 DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME
BROWN'S GRADING & GRINDING, INC.

OR **1b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

1c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 110 Sandalwood Drive Easley SC 29640 USA

1d SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR **1e TYPE OF ORGANIZATION** Inc. **1f JURISDICTION OF ORGANIZATION** SC **1g ORGANIZATIONAL ID #, if any** NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME

OR **2b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

2c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR **2e TYPE OF ORGANIZATION** **2f JURISDICTION OF ORGANIZATION** **2g ORGANIZATIONAL ID #, if any** NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME
Commercial Credit Group Inc.

OR **3b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

3c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 121 West Trade Street, Suite 2100 Charlotte NC 28202 USA

4. This FINANCING STATEMENT covers the following collateral:
 One (1) 2008 Komatsu Model PC138USLC-3 Hydraulic Excavator, S/N: 23079 with Komtrax, and 24" Bucket and in all attachments, accessories, substitutions, replacements, replacement parts, software and software upgrades and all cash and non-cash proceeds (including any rental proceeds, insurance proceeds, accounts and chattel paper arising out of or related to the sale, rental or other disposition thereof) of and to all of the foregoing

080710-0944495 UCC-1 FINANCING STATEMENT
 Lapse Date 07/10/2013 09 44 49 Filing Fee 8 ORIG

5. ALTERNATIVE DESIGNATION (if applicable) LESSEE/LESSOR CONSIGNEE

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] **7.** Check to REQUEST SEARCH REPORT(S) for Debtor(s) (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

34872129

CS



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
 CSC Dilgenz, Inc. 1-800-858-5294

B. SEND ACKNOWLEDGMENT TO. (Name and Address)

35378829 - 7/10/2008
 CSC Dilgenz, Inc.
 6500 Harbour Heights Pkwy, Suite 400
 Mukilteo, WA 98275

Filed In: South Carolina (S.O.S.)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME
 Brown's Grading & Grinding, Inc.

OR **1b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

1c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 110 Sandalwood Drive Easley SC 29640 USA

1d SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR **1e TYPE OF ORGANIZATION** Inc. **1f JURISDICTION OF ORGANIZATION** SC **1g ORGANIZATIONAL ID #, if any** NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME

OR **2b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

2c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR **2e TYPE OF ORGANIZATION** **2f JURISDICTION OF ORGANIZATION** **2g ORGANIZATIONAL ID #, if any** NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME
 Commercial Credit Group Inc.

OR **3b INDIVIDUAL'S LAST NAME** FIRST NAME MIDDLE NAME SUFFIX

3c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 121 West Trade Street, Suite 2100 Charlotte NC 28202 USA

4. This FINANCING STATEMENT covers the following collateral.
 One (1) 2006 Caterpillar Model 963C Crawler Loader, S/N BBD02490 and in all attachments, accessories, substitutions, replacements, replacement parts, software and software upgrades and all cash and non-cash proceeds (including any rental proceeds, insurance proceeds, accounts and chattel paper arising out of or related to the sale, rental or other disposition thereof) of and to all of the foregoing

090711-1121288 UCC-1 FINANCING STATEMENT
 Lapse Date 07/11/2013 11 21 28 Filing Fee 8 ORIG

5. ALTERNATIVE DESIGNATION (if applicable) LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (or record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum **7. Check to REQUEST SEARCH REPORT(S) on Debtor(s)** (optional) All Debtors Debtor 1 Debtor 2 **ADDITIONAL FEE**

8. OPTIONAL FILER REFERENCE DATA

35378829

CB

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
 SUSAN JOLLY 864-306-1444

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Cornerstone National Bank
 1670 E. Main Street
 Easley, SC 29640-0000

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

OR **BROWNS GRADING AND GRINDING INC.**

1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS

P O BOX 707	CITY	STATE	POSTAL CODE	COUNTRY
	EASLEY	SC	29641-0000	

1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any
58-2481762		CORP	PICKENS CTY, SC	<input checked="" type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

2c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

OR

Cornerstone National Bank

3b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
1670 E. Main Street	Easley	SC 29640-0000	USA

4. This FINANCING STATEMENT covers the following collateral:

YAN MAR MINI TRACK LOADER SERIAL #26114B; 2005 PETERSON 6700 HEAVY DUTY RECYCLER SERIAL #31B-36-1267 CATERPILLAR 3412E ENGINE 1000 HP 2005 PETERSON 6700 B HEAVY DUTY RECYCLER SERIAL #31B-20-1213 CATERPILLAR 3412E ENGINE 1000 HP NEW HOLLAND SKID STEER LOADER M6M SERIAL #436588; YAN MAR TRACK HOE WITH 3 BUCKETS SERIAL #01667

090202-0940248 UCC-1 FINANCING STATEMENT
 Lapse Date: 02/02/2014 09:40:24 Filing Fee: 8 ORIG



5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOBR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Appendix 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) All Debtors Debtor 1 Debtor 2 (if applicable) (ADDITIONAL FEES) (optional)

8. OPTIONAL FILER REFERENCE DATA



UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
UCC DEPARTMENT 1-888-427-8713

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**JOHN DEERE CREDIT
 6400 NW 86TH STREET
 P.O. BOX 6630
 JOHNSTON, IA 50131**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a INITIAL FINANCING STATEMENT FILE #
FILE NBR: 0604071140337 DATE: 04/07/2006

1b This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

2. **TERMINATION** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. **CONTINUATION** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

4. **ASSIGNMENT** (full or partial) Give name of assignee in item 7a or 7b and address of assignee in item 7c, and also give name of assignor in item 9

5 **AMENDMENT (PARTY INFORMATION)** This Amendment affects Debtor or Secured Party of record Check only one of these two boxes

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7

CHANGE name and/or address. Please refer to the detailed instructions in regards to changing the name/address of a party

DELETE name. Give record name to be deleted in item 6a or 6b

ADD name. Complete item 7a or 7b, and also item 7c, also complete items 7e-7g (if applicable)

6 **CURRENT RECORD INFORMATION**

6a ORGANIZATION'S NAME
BROWN'S LANDSCAPING, INC.

OR 6b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION**

7a ORGANIZATION'S NAME

OR 7b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

7d SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f JURISDICTION OF ORGANIZATION 7g ORGANIZATIONAL ID #, if any NONE

8. **AMENDMENT (COLLATERAL CHANGE)** check only one box

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned

John Deere 700J Crawler Dozer S/N: 121912

together with (1) all attachments, accessories and components, repairs and improvements, (2) all accounts, general intangibles, contract rights and chattel paper relating thereto, and (3) all proceeds, thereto including, without limitation, insurance, sale, lease and rental proceeds, and proceeds of proceeds.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment) If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a ORGANIZATION'S NAME
JOHN DEERE CONSTRUCTION & FORESTRY COMPANY

OR 9b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**
SOS SC REFERENCE NUMBER: 1104229 11/21/2007

FILING OFFICE COPY -- UCC FINANCING STATEMENT AMENDMENT (FORM 071128-1025487 Lapse Date NONE UCC-3 AMENDMENT Filing Fee 8 ORIG)

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER (optional)
LINDA MAY 5152673741

B SEND ACKNOWLEDGMENT TO (Name and Address)

JOHN DEERE CREDIT
 6400 NW 86TH STREET
 PO BOX 6630
 JOHNSTON, IA 50131

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1 DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME
BROWN'S GRADING & GRINDING, INC.

OR 1b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
110 SANDALWOOD DR EASLEY SC 296407340 USA

1d TAX ID # SSN OR EIN **ADD'L INFO RE ORGANIZATION DEBTOR** **1e TYPE OF ORGANIZATION** **1f JURISDICTION OF ORGANIZATION** **1g ORGANIZATIONAL ID # if any**
CORPORATION SC NONE

2 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME

OR 2b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
BROWN DONALD

2c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
110 SANDALWOOD DR EASLEY SC 296407340 USA

2d TAX ID # SSN OR EIN **ADD'L INFO RE ORGANIZATION DEBTOR** **2e TYPE OF ORGANIZATION** **2f JURISDICTION OF ORGANIZATION** **2g ORGANIZATIONAL ID # if any**
 NONE

3 SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME
JOHN DEERE CONSTRUCTION & FORESTRY COMPANY

OR 3b INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
6400 NW 86TH STREET JOHNSTON IA 50131 USA

4 This FINANCING STATEMENT covers the following collateral

JOHN DEERE 700J CRAWLER DOZER 121912
 JOHN DEERE 200C EXCAVATOR 507090

5 ALTERNATIVE DESIGNATION (if applicable) LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG LIEN NON-UCC FILING

6 This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS **Attach Addendum (if applicable)** **7** Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) **ADDITIONAL FEE!** All Debtors Debtor 1 Debtor 2

8 OPTIONAL FILER REFERENCE DATA

SOS SC 737908

4-6-06

FILING OFFICE COPY - NATIONAL UCC FINAN

060487-1140337

UCC-1 FINANCING STATEMENT

Lapse Date 04/07/2011 11 40 33 Filing Fee 8 ORIG



OB

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) Phone: (800) 331-3282 Fax: (818) 662-4141	
B. SEND ACKNOWLEDGEMENT TO: (Name and Address)	13879 WESTERN FINANC
CT Lien Solutions	16871702
P.O. Box 29071	SCSC
Glendale, CA 91209-9071	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME BROWN'S GRADING & GRINDING, INC.				
OR				
1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS PO BOX 707		CITY EASLEY	STATE SC	POSTAL CODE 29841
1d. SEE INSTRUCTIONS		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION CORPORATION	1f. JURISDICTION OF ORGANIZATION SC
				1g. ORGANIZATIONAL ID #, if any. <input checked="" type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR				
2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. SEE INSTRUCTIONS		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION
				2g. ORGANIZATIONAL ID #, if any. <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME Western Finance & Lease Inc				
OR				
3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS PO Box 640		CITY Devils Lake	STATE ND	POSTAL CODE 58301
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

THE FOLLOWING EQUIPMENT OR INVENTORY: 1 Wacker RT82 Trench Roller, 2005 SN:5616455 1 Wacker RT82 Trench Roller, 2005 SN:5609425 TOGETHER WITH ALL PRESENT AND FUTURE ATTACHMENTS, ACCESSORIES, REPLACEMENT PARTS, ADDITIONS AND ALL CASH AND NON-CASH PROCEEDS THEREOF.

081218-1249536 UCC-1 FINANCING STATEMENT
Lapse Date: 12/18/2013 12:49:53 Filing Fee: 8 ORIG



5. ALTERNATIVE DESIGNATION (if applicable)	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOB	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC FILING
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Affidavit (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		<input type="checkbox"/> All Debtors	<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2	

8. OPTIONAL FILER REFERENCE DATA

16871702

037984-001

CB

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Corporation Service Company
801 ADLAI STEVENSON DRIVE
Springfield, IL 62703

586541-96

GHI
Kb1

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME
BROWN'S GRADING & GRINDING, INC.

OR
1b INDIVIDUAL'S LAST NAME

1c MAILING ADDRESS
PO BOX 707

1d **SEE INSTRUCTIONS**

ADD'L INFO RE ORGANIZATION DEBTOR	1e TYPE OF ORGANIZATION CORP	1f JURISDICTION OF ORGANIZATION SC	1g ORGANIZATIONAL ID #, if any NA	<input type="checkbox"/> NONE
-----------------------------------	---------------------------------	---------------------------------------	--------------------------------------	-------------------------------

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME

OR
2b INDIVIDUAL'S LAST NAME

2c MAILING ADDRESS

2d **SEE INSTRUCTIONS**

ADD'L INFO RE ORGANIZATION DEBTOR	2e TYPE OF ORGANIZATION	2f JURISDICTION OF ORGANIZATION	2g ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE
-----------------------------------	-------------------------	---------------------------------	--------------------------------	-------------------------------

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR/S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME
CNH Capital America LLC

OR
3b INDIVIDUAL'S LAST NAME

3c MAILING ADDRESS
100 BRUBAKER AVE

CITY NEW HOLLAND	STATE PA	POSTAL CODE 17557	COUNTRY USA
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4 This FINANCING STATEMENT covers the following collateral:
NEWROL LS180 SKID STEER LOADER 182322

090529-1216406 UCC-1 FINANCING STATEMENT
Lapse Date 05/29/2013 12 16 40 Filing Fee 8 ORIG



5 ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG LIEN	NON-UCC FILING
6 This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7 Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional)	All Debtors	Debtor 1	Debtor 2		
8 OPTIONAL FILER REFERENCE DATA 08979142710731100101						

SC-Secretary Of State

FILING OFFICE COPY - UCC FINANCING STATEMENT (FORM UCC1) (REV 05/22/02)

Corporation Service Company
2711 Centerville Rd, Ste 400
Wilmington, DE 19808



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional) CSC Dilligenz, Inc. 1-800-858-5294
B. SEND ACKNOWLEDGMENT TO (Name and Address) 33757257 CSC Dilligenz, Inc. 6500 Harbour Heights Pkwy, Suite 400 Mukilteo, WA 98275
Filed In: South Carolina (S.O.S.)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a ORGANIZATION'S NAME Brown's Grading & Grinding, Inc.					
OR 1b INDIVIDUAL'S LAST NAME					
1c MAILING ADDRESS PO Box 707		CITY Easley	STATE SC	POSTAL CODE 29641	COUNTRY USA
1d SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e TYPE OF ORGANIZATION Corp.	1f JURISDICTION OF ORGANIZATION SC	1g ORGANIZATIONAL ID #, if any <input checked="" type="checkbox"/> NONE	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a ORGANIZATION'S NAME					
OR 2b INDIVIDUAL'S LAST NAME					
2c MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e TYPE OF ORGANIZATION	2f JURISDICTION OF ORGANIZATION	2g ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE	

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a ORGANIZATION'S NAME VFS Leasing Co.					
OR 3b INDIVIDUAL'S LAST NAME					
3c MAILING ADDRESS P.O. Box 26131		CITY Greensboro	STATE NC	POSTAL CODE 27402	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:
2008 Volvo EC210CL Serial Number ending in the last (4) numeric digits of 0015, with the following attachments: 24" & 42" Bucket, Thumb, & Coupler and a 2008 Volvo L60F Serial Number ending in the last (4) numeric digits of 1577, with the following attachments: Bucket, Boom Suspension, Forks, together with all parts, accessories, attachments, substitutions, repairs, improvements and replacements and any and all cash and non-cash proceeds thereof, including, without limitation, insurance proceeds. This is a precautionary filing for notice purposes only and is not intended to change the characterization of this transaction as a lease.

080423-1019384 UCC-1 FINANCING STATEMENT
Lapse Date 04/23/2013 10 19 36 Filing Fee 8 ORIG



5. ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG LIEN	NON-UCC FILING
6. This FINANCING STATEMENT is to be filed (or record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum	7 Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE)		<input type="checkbox"/> All Debtors		<input type="checkbox"/> Debtor 1	<input type="checkbox"/> Debtor 2
8. OPTIONAL FILER REFERENCE DATA 502-7548381-004 & 003 4/22/08						33757257

CP

Westlaw

070806-1152379SC

Page 1

UNIFORM COMMERCIAL CODE REPORT

Information Current Through: 01-30-2009
Database Updated: 03-11-2009
Update Frequency: Weekly
Current Date: 03/13/2009
Source: SC SECRETARY OF STATE

FILING INFORMATION

Filing Number: 708061152379
Filing Date: 08/06/2007
Filing Time: 11:52PM
Expiration Date: 08/06/2012
Filing Type: ORIGINAL
Filing Office: SECRETARY OF STATE/UCC DIVISION
CAPITOL COMPLEX EDGAR BROWN BLDG RM 525
COLUMBIA, SC 29201

DEBTOR INFORMATION

Debtor(s): BROWN'S GRADING & GRINDING INC
PO BOX 707
EASLEY, SC 29641
D&B DUNS Number: 84-867-0886

SECURED PARTY OR CREDITOR INFORMATION

Secured Party(s): FIRST CITIZEN'S BANK AND TRUST COMPANY INC
P.O. BOX 100109
COLUMBIA, SC 29202-3109

COLLATERAL INFORMATION

Collateral Type: EQUIPMENT

The preceding public record data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

The public record items reported above may have been paid, terminated, vacated or released prior to today's date.

Call Westlaw CourtExpress at 1-877-DOC-RETR (1-877-362-7387)
to order copies of documents related to this or other matters.

Westlaw

081201-1444249SC

Page 1

UNIFORM COMMERCIAL CODE REPORT

Information Current Through: 01-30-2009
Database Updated: 03-11-2009
Update Frequency: Weekly
Current Date: 03/13/2009
Source: SC SECRETARY OF STATE

FILING INFORMATION

Filing Number: 812011444249
Filing Date: 12/01/2008
Filing Time: 2:44PM
Expiration Date: 12/01/2013
Filing Type: ORIGINAL
Filing Office: SECRETARY OF STATE/UCC DIVISION
CAPITOL COMPLEX EDGAR BROWN BLDG RM 525
COLUMBIA, SC 29201

DEBTOR INFORMATION

Debtor(s): BROWN CRAIG
494 HUNTING RD
EASLEY, SC 29641
BROWN DONALD C
110 SANDALWOOD
EASLEY, SC 29640
BROWN'S GRINDING & GRADING, INC
PO BOX 707
EASLEY, SC 29641

SECURED PARTY OR CREDITOR INFORMATION

Secured Party(s): DAKOTA FINANCIAL, LLC
10100 SANTA MONICA BLVD STE 300
LOS ANGELES, CA 90067

The preceding public record data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

The public record items reported above may have been paid, terminated, vacated or released prior to today's date.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

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

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

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

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

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

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

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

Domestic support obligations

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

Extensions of credit in an involuntary case

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

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

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

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

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

Commitments to maintain the capital of an insured depository institution

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

Claims for death or personal injury while debtor was intoxicated

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

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

B6E (Official Form 6E) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No.			Withholding taxes for 4th Quarter 2008						
INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114-0326	-						19,829.28	0.28	19,829.00
Account No.			Withholding taxes for 1st quarter 2009						
INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATIONS POST OFFICE BOX 21126 PHILADELPHIA, PA 19114-0326	-						7,559.94	0.00	7,559.94
Account No.			2009 Property taxes on 2006 Ford (VIN # 1FTWW31P06EB31589)						
PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671	-						500.67	0.00	500.67
Account No.			2009 Property taxes on 1997 Ford F250 (VIN # 1FTHX26H1VEC05733)						
PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671	-						187.78	0.00	187.78
Account No.			2009 Property taxes on a 2001 Ford (VIN # 1FTWW33F51EB09827)						
PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671	-						409.02	0.00	409.02
Subtotal								0.28	
(Total of this page)							28,486.69	28,486.41	

Sheet 1 of 3 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671		-	2009 Property taxes on a 1993 Ford (VIN # 1FTJF35G7PNA78685)				31.34	0.00
							31.34	31.34
Account No. PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671		-	2009 Property taxes on a 1999 Ford F800 Water Truck (VIN # 3FEWF8018XMA16896)				473.00	0.00
							473.00	473.00
Account No. PICKENS COUNTY TAX COLLECTOR POST OFFICE BOX 431 PICKENS, SC 29671		-	2009 Property taxes on a 2006 Sterling L7500 (VIN # 2FZAASDCX6AV57337)				345.00	0.00
							345.00	345.00
Account No. PICKENS COUNTY TREASURER LOCK BOX OPERATION CAROLINA FIRST POST OFFICE BOX 1210 COLUMBIA, SC 29202		-	2008 Property taxes on Fixtures and Furniture				27,078.20	0.00
							27,078.20	27,078.20
Account No. SC DEPT OF REVENUE POST OFFICE BOX 125 COLUMBIA, SC 29214		-	Withholding taxes for 4th quarter 2008				4,180.54	0.00
							4,180.54	4,180.54
Subtotal							32,108.08	0.00
(Total of this page)							32,108.08	32,108.08

Sheet 2 of 3 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (12/07) - Cont.

In re Brown's Grading & Grinding, Inc., Debtor

Case No. _____

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No. SC DEPT OF REVENUE POST OFFICE BOX 125 COLUMBIA, SC 29214				Withholding taxes for 1st quarter 2009					0.00
							1,623.56		1,623.56
Account No.									
Account No.									
Account No.									
Account No.									

Sheet **3** of **3** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page) **1,623.56** **0.00**
1,623.56

Total
(Report on Summary of Schedules) **62,218.33** **0.28**
62,218.05

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

In re Brown's Grading & Grinding, Inc., Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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

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

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
Account No. 1333 ACE AUTO PARTS 1679 E MAIN STREET EASLEY, SC 29640		-	PARTS				281.56
Account No. ALWAYS DONE RIGHT GLASS CO INC 506 WANDERING WAY PICKENS, SC 29671		-	GLASS REPAIR				414.56
Account No. xx0981 ASC CONSTRUCTION EQUIPMENT POST OFFICE BOX 534366 ATLANTA, GA 30353		-	PARTS				504.70
Account No. xxxxxxxxxxxx1979 AT AND T POST OFFICE BOX 105262 ATLANTA, GA 30348		-	PHONE SERVICES				194.82
Subtotal (Total of this page)							1,395.64

19 continuation sheets attached

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
Account No. xxxxxxxxxxxxxx7976 AT AND T POST OFFICE BOX 105262 ATLANTA, GA 30348	-		PHONE SERVICES				425.17	
Account No. xxxxxxxxxxxxxx1972 AT AND T POST OFFICE BOX 105262 ATLANTA, GA 30348	-		PHONE SERVICES				3.04	
Account No. xxxx-xxxx-xxxx-6858 BANK OF AMERICA POST OFFICE BOX 60073 CITY OF INDUSTRY, CA 91716	-		CREDIT CARD				26,062.11	
Account No. BC CANNON CO INC 2501 RUTHERFORD ROAD GREENVILLE, SC 29609	-		SIGNS				2,430.70	
Account No. BLACKSTON GRADING INC 112 GEORGETOWN WAY EASLEY, SC 29640	-		HAULING SERVICES				800.00	
Sheet no. <u>1</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	29,721.02

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xxx0300 BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384	X	-	PARTS/REPAIRS				59,040.06	
Account No. xxxx-xxxx-xxxx-8324 BP CHASE POST OFFICE BOX 15153 WILMINGTON, DE 19886	-		CREDIT CARD				5,672.39	
Account No. Additional Notice For: BP CHASE			CHASE POST OFFICE BOX 15548 WILMINGTON, DE 19886					
Account No. BRADSHAW GORDAN AND CLINKSCALES POST OFFICE BOX 16389 GREENVILLE, SC 29606	-		ACCOUNTING FEES				3,471.56	
Account No. BREWER HENDLEY OIL COMPANY POST OFFICE BOX 735652 CLEVELAND, OH 44193	-		OIL/FUEL				958.06	
Sheet no. <u>2</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	69,142.07

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Additional Notice For: BREWER HENDLEY OIL COMPANY			BREWER HENDLEY OIL COMPANY 207 N FOREST HILLS SCHOOL ROAD MARSHVILLE, NC 28103			
Account No. xx6453 CAROLINA CARE PLAN POST OFFICE BOX 735652 CLEVELAND, OH 44193		-	INSURANCE			3,464.29
Account No. 2074 CAROLINA HOSE AND HYDRAULICS INC POST OFFICE BOX 2806 SPARTANBURG, SC 29304		-	PARTS			729.89
Account No. CATERPILLER FINANCIAL SERVICES CORPORATION POST OFFICE BOX 340001 NASHVILLE, TN 37203		-	REPOSSESSION DEFICIENCY FOR A CATERPILLER 420E BACKHOE			75,261.61
Account No. xxx9417 CEMEX POST OFFICE BOX 905875 CHARLOTTE, NC 28290		-	CONCRETE			345.57
Sheet no. <u>3</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	79,801.36

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. UHRxxx5427 CENTRAL MERCANTILE COLLECTION SERVICES 822 E GRAND RIVER AVENUE BRIGHTON, MI 48116			INSURANCE				2,489.00	
Account No. CHEM PLUS HANNAHS AUTO BODY AND DETAIL 629 CHICK SPRINGS ROAD TAYLORS, SC 29687		-	CLEANING AGENT				220.48	
Account No. 5065 CHEROKEE KENWORTH INC POST OFFIC EBOX 2257 DECATUR, AL 35609		-	PARTS/REPAIRS				1,655.99	
Account No. Additional Notice For: CHEROKEE KENWORTH INC			CORPORATE BILLING 239 JOHNSTON STREET SE DECATUR, AL 35602					
Account No. Additional Notice For: CHEROKEE KENWORTH INC			CORPORATE BILLING POST OFFICE BOX 1726 DECATUR, AL 35602					
Sheet no. <u>4</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	4,365.47

In re **Brown's Grading & Grinding, Inc.**

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Additional Notice For: CHEROKEE KENWORTH INC		VERICORE 10115 KINCEY AVENUE SUITE 100 GAITHERSBURG, MD 20878				
Account No. xxxxxxxxxxxx0629 CNH CAPITAL 10460 PALATINE PALATINE, IL 60055		CREDIT CARD -				5,000.00
Account No. Additional Notice For: CNH CAPITAL		CNH CAPITAL POST OFFICE BOX 3600 LANCASTER, PA 17604				
Account No. xxxxxx204-2 CONSTRUCTION DATA COMPANY POST OFFICE BOX 981097 BOSTON, MA 02298		NETWORK/SOFTWARE -				925.00
Account No. CORY BROWN 494 HAMBURG ROAD EASLEY, SC 29640		MISC ITEMS/OFFICE SUPPLIES -				680.85
Sheet no. 5 of 19 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	6,605.85

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. DAVID D GOSNELL C/O COCHRAN LAW FIRM PA 1617 E NORTH STREET GREENVILLE, SC 29607		-	PERSONAL INJURY CLAIM			Unknown
Account No. Additional Notice For: DAVID D GOSNELL			COCHRAN LAW FIRM PA 1617 E NORTH STREET GREENVILLE, SC 29607			
Account No. DON C. BROWN 110 SANDALWOOD DRIVE EASLEY, SC 29640		-	TRUCK REPAIR/PARTS			12,218.32
Account No. xxx9334 EPPS BROTHERS 701 FARRIS BRIDGE ROAD GREENVILLE, SC 29611		-	PARTS			93.60
Account No. EASC0260 FASTENAL POST OFFICE BOX 978 WINONA, MN 55987		-	PARTS			129.72
Sheet no. <u>6</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	12,441.64

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. xx2708 FLEET ONE 5042 LINBAR DRIVE NASHVILLE, TN 37211		-	PERMITS TO MOVE EQUIPMENT			5,756.10
Account No. xx2708 FLEET ONE POST OFFICE BOX 415000 NASHVILLE, TN 37241		-	PERMITS TO MOVE EQUIPMENT			5.00
Account No. xxx9674 FLINT EQUIPMENT COMPANY POST OFFICE BOX 3329 ALBANY, GA 31706		-	PARTS			1,215.12
Account No. Additional Notice For: FLINT EQUIPMENT COMPANY			FLINT 3464 SUNSET BLVD WEST COLUMBIA, SC 29619			
Account No. FONTAINE POST OFFICE BOX 1706 EASLEY, SC 29641		-	MOVING SERVICES			2,000.00
Subtotal (Total of this page)						8,976.22

Sheet no. 7 of 19 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. xxx79-01 G AND K SERVICES 1625 HERAEUS BLVD BUFORD, GA 30518						2,338.02
Account No. 5575 GREENVILLE INDUSTRIAL RUBBER AND GASKET POST OFFICE BOX 4469 GREENVILLE, SC 29608						198.01
Account No. xxxx9876 H AND E EQUIPMENT SERVICES INC POST OFFICE BOX 849850 DALLAS, TX 75284	X					272.11
Account No. Additional Notice For: H AND E EQUIPMENT SERVICES INC						
Account No. ADRxxxxxxx AND ZDRxxx2993 HANOVER INSURANCE GROUP POST OFFIC EBOX 4031 WOBURN, MA 01888						5,086.20
Sheet no. <u>8</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	7,894.34

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Additional Notice For: HANOVER INSURANCE GROUP		CMCS 822 E GRAND RIVER AVENUE BRIGHTON, MI 48116				
Account No. xxx8510 HERTZ EQUIPMENT POST OFFICE BOX 650280 DALLAS, TX 75265		RENTAL SERVICES				7,105.07
Account No. xxxxxxxx5845 HOME DEPOT POST OFFICE BOX 6029 THE LAKES, NV 88901		CREDIT CARD				640.39
Account No. Additional Notice For: HOME DEPOT		CITI POST OFFICE BOX 689020 DES MOINES, IA 50368				
Account No. JP FREEMAN POST OFFICE BOX 14635 GREENVILLE, SC 29610		HAULING SERVICES				550.00
Sheet no. <u>9</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	8,295.46

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. KATHEY BROWN 110 SANDALWOOD DRIVE EASLEY, SC 29640			UTILITY BILL			282.64
Account No. CIMxx2268 KNAUFF INSURANCE POST OFFICE BOX 33789 CHARLOTTE, NC 28233			EQUIPMENT POLICY			6,675.64
Account No. Mxx8195 LINDER IND MACHINERY POST OFFICE BOX 116855 ATLANTA, GA 30368	X		PARTS/REPAIRS			9,283.29
Account No. 2667 LINDSAY OIL FARM ACCOUNT POST OFFICE BOX 381 PICKENS, SC 29671			FUEL			12,161.28
Account No. MARK MADDOX 308 FARRIS BRIDGE ROAD GREENVILLE, SC 29611			TOOL REPAIR			22.45
Sheet no. <u>10</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	28,425.30

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. 3493						
MCABEE TRACTOR 3284 EAST GAP CREEK ROAD GREER, SC 29651		-	PARTS/REPAIRS			43.88
Account No.						
MCI SUPPLY 1651 E MAIN STREET EASLEY, SC 29640		-	UTILITY SUPPLIES			128.41
Account No. xxxxx AND x4660						
MELANIE J BLANTON DMD 10705 ANDERSON ROAD EASLEY, SC 29642		-	DENTIST BILL			233.61
Account No.						
MGS INC 122 CLAIR DRIVE PIEDMONT, SC 29673		-	WASTE FEE			165.00
Account No.						
MIKE HOLOCOMBE TIRE 228 ROSS AVENUE EASLEY, SC 29640		-	PARTS/REPAIRS			950.81
Sheet no. <u>11</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	1,521.71

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. MSP RENTS POST OFFICE BOX 60691 CHARLOTTE, NC 28260	X	-	RENTAL SERVICES			43.97
Account No. xxxx2560 NAPA POST OFFICE BOX 409043 ATLANTA, GA 30384		-	PARTS			1,453.54
Account No. Additional Notice For: NAPA			GENUINE PARTS COMPANY POST OFFICE BOX 2047 NORCROSS, GA 30091			
Account No. xxxxxxx-xx5561 NEBES POST OFFICE BOX 405138 ATLANTA, GA 30384		-	OFFICE SUPPLIES			341.48
Account No. Cxx3277 NU-LIFE ENVIRONMENTAL POST OFFICE BOX 1527 EASLEY, SC 29641		-	LATE FEES			51.57
Sheet no. <u>12</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	1,890.56

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. x5723 NW WHITE COMPANY POST OFFICE BOX 100199 COLUMBIA, SC 29202	X	-	HAULING SERVICES			10,280.55
Account No. x1049 OAKTREE MEDICAL CENTRE POST OFFICE BOX 484 EASLEY, SC 29641		-	DRUG TESTING			749.00
Account No. 342 OCONEE COUNTY ROCK QUARRY 686 ROCK CRUSHER ROAD WALHALLA, SC 29691		-	GRAVEL			185.78
Account No. xx3614 OILMENS TRUCK TANKS INC POST OFFICE BOX 2807 SPARTANBURG, SC 29304		-	PARTS			355.34
Account No. OMNI FASTENERS INC POST OFFICE BOX 2382 GREENVILLE, SC 29602		-	PARTS			35.49
Sheet no. <u>13</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	11,606.16

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G U E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. PANAGAKOS ASPHALT POST OFFICE BOX 25699 GREENVILLE, SC 29616		MATERIALS				979.07	
Account No. PANAGAKOS ASPHALT PAVING INC POST OFFICE BOX 25187 GREENVILLE, SC 29616		MATERIALS				3,004.19	
Account No. BROW01 PETERSON PACIFIC CORP POST OFFICE BOX 933863 ATLANTA, GA 31193		PARTS				2,043.15	
Account No. PICKENS CULVERT AND PIPE 2121 GENTRY MEMORIL HIGHWAY PICKENS, SC 29671		UTILITY SUPPLIES				3,092.21	
Account No. xxxxxxxx1001 PIEDMONT NATURAL GAS POST OFFICE BOX 533500 ATLANTA, GA 30353		REPAIR OF GAS LINE				502.88	
Sheet no. <u>14</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	9,621.50

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. PINNACLE TRAILER POST OFFICE BOX 1259 WILMINGTON, NC 28402	X	-	REPAIR ON TRAILER			623.05
Account No. xxxx-xxx9865 PITNEY BOWES POST OFFICE BOX 856390 LOUISVILLE, KY 40285		-	POSTAGE			96.01
Account No. xxxx-xxxx-xxxx-7205 PITNEY BOWES POSTAGE BY PHONE POST OFFICE BOX 856042 LOUISVILLE, KY 40285		-	POSTAGE			270.43
Account No. BRO34 POWELL BROTHER TRACTOR POST OFFICE BOX 1095 SENECA, SC 29679		-	PARTS			768.98
Account No. PRIDE MECHANICAL 3316 FARRIS BRIDGE ROAD EASLEY, SC 29640		-	REPAIRS			5,445.00
Subtotal (Total of this page)						7,203.47

Sheet no. 15 of 19 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xx-xx3155 QUICK FUEL POST OFFICE BOX 88249 MILWAUKEE, WI 53288	X	-	FUEL				92,315.14	
Account No. Additional Notice For: QUICK FUEL			STUPAR SCHUSTER AND COOPER SC 633 WEST WISCONSIN AVENUE SUITE 1800 MILWAUKEE, WI 53203					
Account No. RENAISSANCE OUTDOORS INC POST OFFICE BOX 1768 EASLEY, SC 29640		-	INTEROFFICE BILLING				4,665.23	
Account No. RMD ONE STOP 2304 FARRIS BRIDGE ROAD EASLEY, SC 29640		-	FUEL				1,302.85	
Account No. SANDALWOOD FARMS 110 SANDALWOOD DRIVE EASLEY, SC 29640		-	HAY				140.00	
Sheet no. <u>16</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	98,423.22

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R E D F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. SOUTHERN UTILITY SUPPLY 12 GREENCOVE DRIVE GREENVILLE, SC 29605	X	-	UTILITY SUPPLIES				1,566.56	
Account No. xxxxxxxxxxx6467 STAPLES CREDIT PLAN POST OFFICE BOX 6721 THE LAKES, NV 88901	-	-	OFFICE SUPPLIES				175.47	
Account No. xx4269 SUNBELT RENTAL POST OFFICE BOX 409211 ATLANTA, GA 30384	-	-	RENTALS				879.82	
Account No. B0163 THE TRADING COMPANY INC 2785 N FRONT STREET WOODBURN, OR 97071	-	-	GRINDER PARTS				4,078.16	
Account No. TRI-COUNTY RENTAL EQUIPMENT SALES POST OFFICE BOX 1347 EASLEY, SC 29641	-	-	RENTAL COMPANY REPAIRS				510.55	
Sheet no. <u>17</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	7,210.56

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

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. TRITT CONTRACTING INC 295 SHELBY LANE JASPER, GA 30143	-	HAULED EQUIPMENT TO TEXAS				4,500.00
Account No. x22-BRO43 TRUCK PRO POST OFFICE BOX 405137 ATLANTA, GA 30384	-	PARTS				1,867.79
Account No. xx-xxx2208 U BROTHERS RENT LTD POST OFFICE BOX 202408 DALLAS, TX 75320	-	EQUIPMENT REPAIR				344.45
Account No. xx9674 VAN LOTT INC POST OFFICE BOX 6274 COLUMBIA, SC 29260	-	PARTS				729.34
Account No. VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	-	REPOSSESSION DEFICIENCY FOR A VOLVO L60F WHEEL LOADER				109,816.00
Sheet no. <u>18</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	117,257.58

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

In re Brown's Grading & Grinding, Inc. Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170			REPOSSESSION DEFICIENCY FOR A VOLVO SC210CL EXCAVATOR			127,301.23	
Account No. xxx2503 VULCAN POST OFFICE BOX 101364 ATLANTA, GA 30392	X	-	GRAVEL			1,031.49	
Account No. WHITE TIRE INC POST OFFICE BOX 37926 CHARLOTTE, NC 28237	X	-	TIRES			1,740.71	
Account No.							
Account No.							
Sheet no. <u>19</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	130,073.43
						Total (Report on Summary of Schedules)	641,872.56

In re **Brown's Grading & Grinding, Inc.**

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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

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

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<p>DAKOTA FINANCIAL 10100 SANTA MONICA BLVD SUITE 300 LOS ANGELES, CA 90067</p>	<p>2000 Volvo A30C Off Road Truck (Serial/Model # 60283) MARKET VALUE: \$80,000.00</p> <p>and</p> <p>Komatsu PC270 (Serial/Model # A85021) MARKET VALUE: \$60,000.00</p> <p>and</p> <p>Stump Shear with PC270 (Serial/Model # SS4315) MARKET VALUE: \$16,000.00</p> <p>UCC Lease Agreement: \$2,420.00 per month for period of 55 months (Lease signed 11/19/08)</p>
<p>FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263</p>	<p>2007 McLendon Lowboy Trailer (Serial/Model # 1M9LB45297A776136)</p> <p>MARKET VALUE: \$20,000.00</p> <p>UCC Lease Balance: \$25,151.36</p>
<p>FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263</p>	<p>2009 Mac Steel Dump Semi Trailer (Serial/Model # 5MADS28279C016102)</p> <p>MARKET VALUE: \$20,000.00</p> <p>UCC Lease Balane: \$45,159.37</p>
<p>WESTERN FINANCE AND LEASE POST OFFICE BOX 640 DEVILS LAKE, ND 58301</p>	<p>Two (2) Wacker RT82 Trench Rollers (Serial/Model # 5616455 & 5609425)</p> <p>MARKET VALUE: \$22,000.00</p> <p>UCC Lease Agreement: \$667.75 per month (Lease signed 11/21/08)</p>

In re **Brown's Grading & Grinding, Inc.**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

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

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	CNH CAPITAL POST OFFICE BOX 0507 CAROL STREAM, IL 60132
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	CORNERSTONE NATIONAL BANK POST OFFICE BOX 428 EASLEY, SC 29641
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	JOHN DEERE CREDIT POST OFFICE BOX 4450 CAROL STREAM, IL 60197
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	KOMATSU FINANCIAL POST OFFICE BOX 99303 CHICAGO, IL 60693
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	KOMATSU FINANCIAL POST OFFICE BOX 99303 CHICAGO, IL 60693
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	WACHOVIA BANK NA POST OFFICE BOX 530554 ATLANTA, GA 30353
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	DAKOTA FINANCIAL 10100 SANTA MONICA BLVD SUITE 300 LOS ANGELES, CA 90067
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	H AND E EQUIPMENT SERVICES INC POST OFFICE BOX 849850 DALLAS, TX 75284
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	LINDER IND MACHINERY POST OFFICE BOX 116855 ATLANTA, GA 30368
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	MSP RENTS POST OFFICE BOX 60691 CHARLOTTE, NC 28260
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	NW WHITE COMPANY POST OFFICE BOX 100199 COLUMBIA, SC 29202
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	PINNACLE TRAILER POST OFFICE BOX 1259 WILMINGTON, NC 28402
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	QUICK FUEL POST OFFICE BOX 88249 MILWAUKEE, WI 53288
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	SOUTHERN UTILITY SUPPLY 12 GREENCOVE DRIVE GREENVILLE, SC 29605
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	VULCAN POST OFFICE BOX 101364 ATLANTA, GA 30392
D CRAIG BROWN JR 494 HAMBURG ROAD EASLEY, SC 29640	WHITE TIRE INC POST OFFICE BOX 37926 CHARLOTTE, NC 28237
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	CNH CAPITAL POST OFFICE BOX 0507 CAROL STREAM, IL 60132

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	COMMERCIAL CREDIT GROUP INC POST OFFICE BOX 60121 CHARLOTTE, NC 28260
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	CORNERSTONE NATIONAL BANK POST OFFICE BOX 428 EASLEY, SC 29641
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263
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DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170
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DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	WACHOVIA BANK NA POST OFFICE BOX 530554 ATLANTA, GA 30353
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	H AND E EQUIPMENT SERVICES INC POST OFFICE BOX 849850 DALLAS, TX 75284

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	LINDER IND MACHINERY POST OFFICE BOX 116855 ATLANTA, GA 30368
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	MSP RENTS POST OFFICE BOX 60691 CHARLOTTE, NC 28260
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	NW WHITE COMPANY POST OFFICE BOX 100199 COLUMBIA, SC 29202
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	PINNACLE TRAILER POST OFFICE BOX 1259 WILMINGTON, NC 28402
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	QUICK FUEL POST OFFICE BOX 88249 MILWAUKEE, WI 53288
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	SOUTHERN UTILITY SUPPLY 12 GREENCOVE DRIVE GREENVILLE, SC 29605
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	VULCAN POST OFFICE BOX 101364 ATLANTA, GA 30392
DONALD C BROWN SR 110 SANDALWOOD DRIVE EASLEY, SC 29640	WHITE TIRE INC POST OFFICE BOX 37926 CHARLOTTE, NC 28237

IN RE:

Brown's Grading & Grinding, Inc.

Case Number
 Chapter 11

Debtor.

**SCHEDULES I AND J
 CURRENT INCOME AND EXPENSES OF BUSINESS DEBTOR**

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income For 12 Months Prior to Filing: \$1,413,256.61 (2008)
\$98,664.29 (1/09 - 3/16/09)

PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income \$ 34,465.71

PART C - ESTIMATED FUTURE MONTHLY EXPENSES:

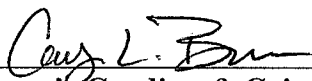
3. Auto/Truck Job Costs	\$ <u>977.16</u>
4. Equipment Rental	<u>427.29</u>
5. Equipment Repair Costs	<u>3,485.48</u>
6. General Supplies	<u>75.29</u>
7. Health Insurance Costs	<u>1,108.74</u>
8. Workers Compensation Insurance	<u>2,235.42</u>
9. Licenses and Permits	<u>20.00</u>
10. Off Road Fuel Costs	<u>5,036.98</u>
11. On Road Fuel Costs	<u>4,202.37</u>
12. Payroll Taxes	<u>2,684.54</u>
13. Subcontractors	<u>264.00</u>
14. Local and State Taxes	<u>104.64</u>
15. Bank Service Charges	<u>21.96</u>
16. Interest Expense	<u>3,887.10</u>
17. Lease Inclusions	<u>7,758.25</u>
18. Payroll Expense	<u>26,341.97</u>
19. Postage	<u>31.18</u>
20. Accounting/Professional Fees	<u>240.00</u>
21. Building Repairs	<u>10.73</u>
22. Telephone Expense	<u>606.60</u>
23. Total Monthly Expenses (Add items 3-22)	\$ <u>59,519.70</u>

PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

24. AVERAGE NET MONTHLY INCOME (Subtract item 23 from item 2) \$ -25,053.99

I, **Cory L. Brown, Corporate Secretary of Brown's Grading & Grinding, Inc.** named as a debtor in this case, declare under penalty of perjury that I have read the foregoing and that is it true and correct to the best of my information and belief.

Date: 3-17-09



Brown's Grading & Grinding, Inc.
 By: Cory L. Brown
 Its: Corporate Secretary

AB

#2

PM
6/09
Annual Basis

Brown's Grading & Grinding, Inc.
Profit & Loss
January 1 through March 16, 2009

	Jan 1 - Mar 16, 09
Ordinary Income/Expense	
Income	
INCOME- GRINDING	40,888.00
INCOME-INSTALLATION	1,524.82
Income-Payroll	11,291.76
INCOME-UTILITIES	16,773.89
Income - Grading	2,197.50
Income - Hauling	700.00
Income - Miscellaneous	1,855.38
INCOME - MULCH YARD	11,970.00
Income - Rental	4,836.74
Reimbursed Expenses	6,170.92
Total Income	98,209.01
Cost of Goods Sold	
Auto/Truck Job Costs	
#17 1989 FORD F800	524.94
#23 1996 FORD SUPER DUTY	0.00
#24 2006 FORD F350-CRAIG	500.67
#47 2006 STERLING FUEL TRUCK	412.53
#51 2008 KENWORTH W900-BLUE	16.68
#58 1997 FORD F250-WHITE	187.78
#59 2001 FORD F350-RED	532.53
#60 1993 FORD SERVICE TRUCK	78.69
#70 2003 FORD F150-TODD	188.97
Total Auto/Truck Job Costs	2,442.89
Equipment Rental	1,068.23
Equipment Repair Costs	
#10 JOHN DEERE 700J CRAWLER	202.71
#15 GRINDER 6700B-31B-20-1213	3,098.72
#16 GRINDER 6700B-31B-36-1267	4,337.93
#39 L190 NEW HOLLAND	172.71
#56 KOMATSU PC200 LC-8	132.11
#6 VIO35 YAN-MAR TRACK LOADER	61.48
#69 CATERPILLAR 963C LOADER	447.89
#7 VIO70 YAN-MAR TRACKHOE	111.94
#75 KOMATSU PC270 TRACKHOE	97.77
Equipment Repair Costs - Other	50.45
Total Equipment Repair Costs	8,713.71
General Supplies	188.23
Insurance Costs - Combo	-7,388.95
Insurance Costs - Health	2,771.84
Insurance Costs - Truck	
Work Comp	5,588.55

Brown's Grading & Grinding, Inc.
Profit & Loss
 January 1 through March 16, 2009

PM
 6/09
 Annual Basis

	Jan 1 - Mar 16, 09
Total Insurance Costs - Truck	5,588.55
Licenses and Permits	50.00
MATERIALS	-601.94
Off Road Fuel Costs	
#10 700J CRAWLER	398.89
#15 6700B PETERSON GRINDER	3,052.60
#16 6700B PETERSON GRINDER	934.55
#39 L190 NH SKID STEER	40.28
#56 KOMATSU PC 200	171.69
#62 VOLVO L60F WHEEL LOADER	180.17
#63 VOLVO EC210CL TRACKHOE	566.51
#69 CATERPILLAR 963C	474.31
#75 KOMATSU PC270 TRACKHOE	196.76
Off Road Fuel Costs - Other	6,576.70
Total Off Road Fuel Costs	12,592.46
On Road Fuel Costs	
#23 1996 FORD SUPER DUTY	356.56
#24 2005 FORD F350-CRAIG'S	377.82
#50 FORD F150-EXTRA	83.00
#51 2008 KENWORTH	2,308.62
#59 2001 FORD F350-RED	603.78
On Road Fuel Costs - Other	6,776.15
Total On Road Fuel Costs	10,505.93
Payroll Costs	
Federal Unemploy Cost	493.96
Medicare Cost	904.94
SS Cost	3,869.35
State Unemploy Insur Cost	1,443.11
Total Payroll Costs	6,711.36
Subcontractors	660.00
Tax Costs	
Local	139.20
State	122.40
Total Tax Costs	261.60
Total COGS	43,553.91
Gross Profit	54,655.10
Expense	
Automobile/Truck Expense	-69.55
Bank Service Charges	64.90
FUEL-TIME/COST	-995.38

Brown's Grading & Grinding, Inc.
Profit & Loss
 January 1 through March 16, 2009

Jan 1 - Mar 16, 09

Interest Expense	3,493.67
Finance Charge	6,224.08
Interest Expense - Other	
Total Interest Expense	<u>9,717.75</u>
Lease Inclusion	19,395.63
MATERIALS-TIME/COST	-417.45
Payroll Expenses	65,854.92
Postage	77.96
Professional Fees	
Accounting	600.00
Total Professional Fees	<u>600.00</u>
Repairs	
Building Repairs	28.83
Repairs - Other	0.00
Total Repairs	<u>28.83</u>
Telephone Expense	1,516.50
Write-Offs	20,785.82
Total Expense	<u>116,559.93</u>
Net Ordinary Income	-61,904.83
Other Income/Expense	
Other Income	455.28
Other Income	455.28
Total Other Income	<u>455.28</u>
Net Other Income	455.28
Net Income	<u><u>-61,449.55</u></u>

PM

6/09

rual Basis

**United States Bankruptcy Court
District of South Carolina**

In re **Brown's Grading & Grinding, Inc.**

Debtor(s)

Case No. _____

Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Corporate Secretary of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **64** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 17, 2009**

Signature **/s/ Cory L. Brown**

**Cory L. Brown
Corporate Secretary**

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.

B7 (Official Form 7) (12/07)

United States Bankruptcy Court
District of South Carolina

In re Brown's Grading & Grinding, Inc.

Debtor(s)

Case No.

Chapter

11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.

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."

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.

"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
\$-61,449.55

SOURCE
Brown's Grading & Grinding, Inc.
1/09 - 3/16/09

Gross Receipts: \$98,664.29
Net Income: \$-61,449.55

\$-270,820.24

Brown's Grading & Grinding, Inc.
2008

Gross Receipts: \$1,413,256.61
Net Income: \$-270,820.24

AMOUNT \$-810,444.00	SOURCE Brown's Grading & Grinding, Inc. 2007
	Gross Receipts: \$1,883,304.00 Net Income: \$-810,444.00
\$-780,840.00	Brown's Grading & Grinding, Inc. 2006
	Gross Receipts: \$1,966,642.00 Net Income: \$-780,840.00

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 (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
AT & T POST OFFICE BOX 105262 ATLANTA, GA 30348	Payment on utilities on the following dates: 1/9/09 \$655.86	\$655.86	\$623.03
BC CANNON CO INC 2501 RUTHERFORD ROAD GREENVILLE, SC 29609	Payment for signs on the following dates: 12/29/08 \$2,000.00	\$2,000.00	\$2,430.70
BANK OF AMERICA POST OFFICE BOX 60073 CITY OF INDUSTRY, CA 91716	Payment towards credit card on the following dates: 1/30/09 \$794.06	\$794.06	\$24,207.21

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
BLANCHARD CAT POST OFFICE BOX 402197 ATLANTA, GA 30384	Payment for repair to grinder on the following dates:	\$964.60	\$0.00
BRIDGEFIELD CASUALTY INSURANCE POST OFFICE BOX 32034 LAKELAND, FL 33802	2/26/09 \$964.60 Payment for worker compensation insurance premiums on the following dates:	\$5,588.55	\$2,007.91
CATERPILLER FINANCIAL SERVICES SERVICES CORPORATION POST OFFICE BOX 340001 NASHVILLE, TN 37203	1/30/09 \$2,958.54 2/16/09 \$2,630.01 Payment towards equipment loan on the following dates:	\$2,748.04	\$75,261.61
CNH CAPITAL AMERICA LLC POST OFFICE BOX 0507 CAROL STREAM, IL 60132	12/17/08 \$1,374.02 12/29/08 \$1,374.02 Payment towards equipment loan on the following dates:	\$820.60	\$15,685.42
COMMERCIAL CREDIT GROUP INC 121 WEST TRADE STREET SUITE 2100 CHARLOTTE, NC 28202	12/17/08 \$820.60 Payment towards equipment loan on the following dates:	\$20,501.00	\$369,426.20
CORNERSTONE NATIONAL POST OFFICE BOX 428 EASLEY, SC 29641	12/17/08 \$5,281.00 12/17/08 \$5,291.00 12/23/08 \$4,648.00 2/27/09 \$5,281.00 Payment towards equipment loan on the following dates:	\$12,961.09	\$795,211.00
DAKOTA FINANCIAL 10100 SANTA MONICA BLVD SUITE 300 LOS ANGELES, CA 90067	12/17/08 \$8,500.00 12/22/08 \$4,461.09 12/18/08 \$2,420.00 1/30/09 \$2,420.00 2/27/09 \$2,420.00	\$2,420.00	\$2,420.00 per month
FIRST CITIZENS BANK VENDOR LEASING RWN28 POST OFFICE BOX 63034 CHARLOTTE, NC 28263	Payment towards equipment lease on the following dates:	\$4,568.56	\$70,310.73
HANOVER INSURANCE GROUP POST OFFICE BOX 4031 WOBURN, MA 01888	12/16/08 \$1,270.48 12/23/08 \$2,530.96 3/6/09 \$ 767.12 Payment towards auto insurance premiums on the following dates:	\$31,568.34	\$2,975.40
	12/11/08 \$11,015.89 12/17/08 \$ 5,503.80 1/13/09 \$ 5,086.20 1/13/09 \$ 4,876.25 2/6/09 \$ 5,086.20		

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
HILLTOP GRADING INC 338 MCMAHAN ROAD PIEDMONT, SC 29673	Payment to grading contractor on the following dates:	\$9,135.00	\$0.00
JOHN DEERE CREDIT POST OFFICE BOX 4450 CAROL STREAM, IL 60197	12/11/08 \$6,895.00 1/30/09 \$2,240.00 Payment towards equipment loan on the following dates:	\$9,315.82	\$87,195.74
KOMATSU FINANCIAL POST OFFICE BOX 99303 CHICAGO, IL 60693	12/17/08 \$6,288.18 12/29/08 \$3,027.64 Payment towards equipment loan on the following dates:	\$12,499.71	\$219,468.55
LINDSAY OIL POST OFFICE BOX 381 PICKENS, SC 29671	12/17/08 \$2,423.20 12/17/08 \$1,743.37 2/27/09 \$2,423.20 2/27/09 \$2,423.20 2/27/09 \$1,743.37 2/27/09 \$1,743.37 Payment for fuel/oil purchases on the following dates:	\$37,384.27	\$0.00
MSP RENTS POST OFFICE BOX 60691 CHARLOTTE, NC 28260	12/10/08 \$12,440.03 12/10/08 \$ 3,041.65 1/9/09 \$ 9,390.08 1/9/09 \$ 2,236.86 2/9/09 \$ 6,058.83 2/9/09 \$ 4,216.82 Payment for equipment rental on the following dates:	\$3,094.06	\$43.97
PANAGAKOS ASPHALT PAVING INC POST OFFICE BOX 25699 GREENVILLE, SC 29616	2/27/09 \$3,094.06 Payment to asphalt contactor on the following dates:	\$1,060.00	\$3,983.26
RENAISSANCE OUTDOORS INC POST OFFICE BOX 1768 EASLEY, SC 29640	1/8/09 \$1,060.00 Payment to subcontractor on the following dates:	\$700.00	\$4,665.23
RMD ONE STOP 2304 FARRS BRIDGE ROAD EASLEY, SC 29640	3/6/09 \$700.00 Payment for fuel on the following dates:	\$1,787.05	\$0.00
SUNBELT RENTAL POST OFFICE BOX 409211 ATLANTA, GA 30384	12/17/08 \$825.69 2/2/09 \$961.36 Payment for equipment rental on the following dates:	\$2,260.09	\$879.82
TRITT CONTRACTING INC 295 SHELBY LANE JASPER, GA 30143	2/25/09 \$2,260.09 Payment to subcontractor on the following dates:	\$1,000.00	\$4,500.00
	12/29/08 \$1,000.00		

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
WACHOVIA POST OFFICE BOX 530554 ATLANTA, GA 30353	Payment towards 2006 Ford F-350 on the following dates:	\$744.50	\$28,479.42

12/29/08 \$744.50

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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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
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None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
CATERPILLER FINANCIAL SERVICES CORPORATION POST OFFICE BOX 340001 NASHVILLE, TN 37203	2/12/09	PROPERTY: Caterpillar 420E Backhoe MARKET VALUE: \$65,000.00 DEFICIENCY: \$75,261.61
VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	3/13/09	PROPERTY: Volvo L60F Wheel Loader (Serial/Model # 1577) MARKET VALUE: \$95,000.00 DEFICIENCY: \$109,816.00
VOLVO FINANCIAL SERVICES POST OFFICE BOX 7247-0236 PHILADELPHIA, PA 19170	3/16/09	PROPERTY: Volvo SC210CL Excavator (Serial/Model # 0015) MARKET VALUE: \$125,000.00 DEFICIENCY: \$127,301.23

6. Assignments and receiverships

None

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

None

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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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										
PROPERTY: 1996 Ford Dual Wheel Drive	Vehicle damaged in collision. Hanover Insurance paid \$7,591.00 and debtor used the funds to pay the following payments: <table border="0" style="margin-left: 20px;"> <tr> <td>Volvo Financial</td> <td style="text-align: right;">\$4,473.91</td> </tr> <tr> <td>Komatsu Financial</td> <td style="text-align: right;">\$1,828.18</td> </tr> <tr> <td>Wachovia</td> <td style="text-align: right;">\$ 757.70</td> </tr> <tr> <td>Internal Revenue Service</td> <td style="text-align: right;">\$ 511.84</td> </tr> <tr> <td>Omni Fasteners</td> <td style="text-align: right;">\$ 11.88</td> </tr> </table>	Volvo Financial	\$4,473.91	Komatsu Financial	\$1,828.18	Wachovia	\$ 757.70	Internal Revenue Service	\$ 511.84	Omni Fasteners	\$ 11.88	7/3/08
Volvo Financial	\$4,473.91											
Komatsu Financial	\$1,828.18											
Wachovia	\$ 757.70											
Internal Revenue Service	\$ 511.84											
Omni Fasteners	\$ 11.88											

9. Payments related to debt counseling or bankruptcy

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Skinner Law Firm, LLC Post Office Box 1843 Greenville, SC 29601	3/09	Attorney Fees: \$23,961.00 (To be billed at \$275.00 per hour for the Attorney's time; \$150.00 per hour for the time of an associate; and, \$100.00 per hour for the time of a paralegal/legal assistant) Court Filing Fees: \$1,039.00

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
VARIOUS TRANSFERS		See list of transfers attached to the Statement of Financial Affairs as Exhibit "1" and incorporated herewith by reference.

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

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

11. Closed financial accounts

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

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

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
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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
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15. Prior address of debtor

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

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

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

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

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

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

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

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT DOCKET NUMBER STATUS OR DISPOSITION

18 . Nature, location and name of business

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

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

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

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Brown's Grading & Grinding, Inc.	58-2481762	110 Sandalwood Drive Easley, SC 29640	Grading, Grinding & Utilities	7/22/99 - Present
			f/d/b/a Brown & Rampey, Inc.	
			f/d/b/a Brown's Landscaping, Inc.	

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

NAME ADDRESS

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

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

19. Books, records and financial statements

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

NAME AND ADDRESS	DATES SERVICES RENDERED
D. Craig Brown, Jr. 494 Hamburg Road Easley, SC 29640	7/22/99 - Present
Donald C. Brown, Sr. 110 Sandalwood Drive Easley, SC 29640	7/22/99 - Present

NAME AND ADDRESS

Cory L. Brown
494 Hamburg Road
Easley, SC 29640

DATES SERVICES RENDERED

7/22/99 - Present

Bradshaw, Gordon & Clinkscales
Post Office Box 16389
Greenville, SC 29606

Accounting Services
5/06 - Present

Gaston & Gaston
Post Office Box 1573
Easley, SC 29641

Accounting Services
7/22/99 - Present

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

NAME

Bradshaw, Gordon & Clinkscales **Post Office Box 16389**
Greenville, SC 29606

DATES SERVICES RENDERED

Accounting Services
5/06 - Present

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

D. Craig Brown, Jr.

ADDRESS

494 Hamburg Road
Easley, SC 29640

Donald C. Brown, Sr.

110 Sandalwood Drive
Easley, SC 29640

Cory L. Brown

494 Hamburg Road
Easley, SC 29640

Bradshaw, Gordon & Clinkscales

Post Office Box 16389
Greenville, SC 29606

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

NAME AND ADDRESS

Cornerstone National Bank
Post Office Box 428
Easley, SC 29641

DATE ISSUED

Financial statement issued on an annual basis

Community South Bank & Trust
Post Office Box 2849
Easley, SC 29641

Financial statement issued on an annual basis

Carolina First
Post Office Box 100201
Columbia, SC 29202

Financial statement issued on an annual basis

Commercial Credit Group
121 W. Trade Street, Suite 2100
Charlotte, NC 28202

Financial statement issued on an annual basis

Dakota Financial
ULC 10100 Santa Monica Blvd
Suite 300
Los Angeles, CA 90067

Financial statement issued on an annual basis

Blackstone Equipment Finance
1224 East Katella Avenue, Suite 205
Orange, CA 92887

Financial statement issued on an annual basis

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)
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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
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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
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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
D. Craig Brown, Jr. 494 Hamburg Road Easley, SC 29640	President	Owner of 51% of Shares
Donald C. Brown, Sr. 110 Sandalwood Drive Easley, SC 29640	Vice President	Owner of 49% of Shares
Cory L. Brown 494 Hamburg Road Easley, SC 29640	Corporate Secretary	Owner of 0% of Shares

22 . Former partners, officers, directors and shareholders

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

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

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23 . Withdrawals from a partnership or distributions by a corporation

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
D. Craig Brown, Jr. 494 Hamburg Road Easley, SC 29640 President	Loan Repayments from 1/1/08 - 12/08	\$25,300.00
	(See list of payments attached to the Statement of Financial Affairs as Exhibit "2" and incorporated herewith by reference.)	

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR Cory L. Brown 494 Hamburg Road Easley, SC 29640 Corporate Secretary	DATE AND PURPOSE OF WITHDRAWAL Loan Repayments from 1/1/08 - 12/08 (See list of payments attached to the Statement of Financial Affairs as Exhibit "2" and incorporated herewith by reference.)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY \$17,700.00
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24. Tax Consolidation Group.

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

NAME OF PARENT CORPORATION TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

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

NAME OF PENSION FUND TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date _____

Signature _____
Cory L. Brown
Corporate Secretary

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

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

United States Bankruptcy Court
District of South Carolina

In re Brown's Grading & Grinding, Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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

For legal services, I have agreed to accept..... \$23,961.00

(To be billed at \$275.00 per hour for the Attorney's time; \$150.00 per hour for the time of an associate; and, \$100.00 per hour for the time of a paralegal/legal assistant)

Prior to the filing of this statement I have received..... \$0.00

Balance Due..... \$23,961.00

(To be billed at \$275.00 per hour for the Attorney's time; \$150.00 per hour for the time of an associate; and, \$100.00 per hour for the time of a paralegal/legal assistant)

2. The source of the compensation paid to me was:

[X] Debtor [] Other (specify):

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

[X] Debtor [] Other (specify):

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

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

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

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

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

In re Brown's Grading & Grinding, Inc.

Case No. _____

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)
(Continuation Sheet)

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

Services not related to the bankruptcy case.

Disputes as to claims filed by Creditors.

Representation at any motion for relief from stay or negotiation of any settlement brought by the trustee or a creditor as a result of Debtor's failure to comply with the Plan.

Any court appearance or preparation of any motions or response to motions after the confirmation hearing including but not limited to amended Chapter 11 plans.

Conversion from Chapter 11 to Chapter 7 or from Chapter 7 to Chapter 11.

Adversary proceedings and appeals (including but not limited to Objections to Discharge, Objections to the Dischargability of any particular debt and Failing to Disclose or Withholding Assets and/or Creditors from the Court).

Should an Amendment be necessary to add any Creditors or make any changes to the Petition, said Amendment shall be prepared by Attorney for additional compensation of \$126.00 per Creditor, asset or other disclosure.

Any additional services required not included in the original fee will be compensated at the rate of \$275.00 per hour Attorney time, \$100.00 per hour paralegal time.

CERTIFICATION

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

Dated: March 13, 2009

/s/ Randy A. Skinner
Randy A. Skinner 05412
Skinner Law Firm, LLC
Post Office Box 1843
Greenville, SC 29601
(864) 232-2007 Fax: (864) 232-8496
bklawyer@bellsouth.net

**United States Bankruptcy Court
District of South Carolina**

In re Brown's Grading & Grinding, Inc.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date March 17, 2009

Signature /s/ Cory L. Brown
Cory L. Brown
Corporate Secretary

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.

LOCAL OFFICIAL FORM 1007-1(b) TO SC LBR 1007-1

United States Bankruptcy Court
District of South Carolina

In re Brown's Grading & Grinding, Inc.

Debtor(s)

Case No. _____

Chapter 11

CERTIFICATION VERIFYING CREDITOR MATRIX

The above named debtor, or attorney for the debtor if applicable, hereby certifies pursuant to South Carolina Local Bankruptcy Rule 1007-1 that the master mailing list of creditors submitted either on computer diskette, electronically filed via CM/ECF, or conventionally filed in a typed hard copy scannable format which has been compared to, and contains identical information to, the debtor's schedules, statements and lists which are being filed at this time or as they currently exist in draft form.

Master mailing list of creditors submitted via:

- (a) _____ computer diskette
- (b) _____ scannable hard copy
(number of sheets submitted _____)
- (c) X electronic version filed via CM/ECF

Date: March 17, 2009

/s/ Cory L. Brown

Cory L. Brown/Corporate Secretary
Signer/Title

Date: March 17, 2009

/s/ Randy A. Skinner

Signature of Attorney
Randy A. Skinner 05412
Skinner & Associates
Post Office Box 1843
Greenville, SC 29602-1843
864-232-2007 Fax: 864-232-8496

Typed/Printed Name/Address/Telephone

05412

District Court I.D. Number

**United States Bankruptcy Court
District of South Carolina**

In re **Brown's Grading & Grinding, Inc.**

Debtor(s)

Case No. _____

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

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

None [*Check if applicable*]

March 17, 2009

Date

/s/ Randy A. Skinner

Randy A. Skinner 05412

Signature of Attorney or Litigant

Counsel for **Brown's Grading & Grinding, Inc.**

Skinner & Associates

Post Office Box 1843

Greenville, SC 29602-1843

864-232-2007 Fax:864-232-8496

bklawyer@bellsouth.net

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH CAROLINA**

In re: **Brown's Grading & Grinding, Inc.**

Case No.
Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered
D. Craig Brown, Jr. 494 Hamburg Road Easley, SC 29640	COMMON	51% of Shares	VOTING
Donald C. Brown, Sr. 110 Sandalwood Drive Easley, SC 29640	COMMON	49% of Shares	VOTING

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