

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): Earth Structures, 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):	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) 57-1060890	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): 350 Cedar Springs Road Spartanburg, SC	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 29302	ZIP Code
County of Residence or of the Principal Place of Business: Spartanburg	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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

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

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

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

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

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

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

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

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

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

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

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

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

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

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

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

Name of Debtor(s):
Earth Structures, 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 Attorney*

X /s/ Jane H. Downey
Signature of Attorney for Debtor(s)

Jane H. Downey 5242
Printed Name of Attorney for Debtor(s)

Moore Taylor & Thomas PA
Firm Name

PO Box 5709
1700 Sunset Boulevard
West Columbia, SC 29171

Address

(803) 929-0030
Telephone Number

May 19, 2009
Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____
Date

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

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Steven Wicker
Signature of Authorized Individual

Steven Wicker
Printed Name of Authorized Individual

President
Title of Authorized Individual

May 19, 2009
Date

B4 (Official Form 4) (12/07)

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

In re **Earth Structures, 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>
American Express PO Box 650448 Dallas, TX 75265-0448	American Express PO Box 650448 Dallas, TX 75265-0448			32,724.00
Bank Card Center Mastercard PO Box 569200 Dallas, TX 75356-9200	Bank Card Center Mastercard PO Box 569200 Dallas, TX 75356-9200			21,972.00
Bank Meridian PO Box 11801 Columbia, SC 29211	Bank Meridian PO Box 11801 Columbia, SC 29211			477,193.00 (0.00 secured)
Block USA PO Box 2130 Lawrenceville, GA 30046-2130	Block USA PO Box 2130 Lawrenceville, GA 30046-2130			18,836.00
Briggs Construction PO Box 409794 Atlanta, GA 30384-9794	Briggs Construction PO Box 409794 Atlanta, GA 30384-9794			9,235.00
Concrete Supply 3823 Raleigh Street Charlotte, NC 28206	Concrete Supply 3823 Raleigh Street Charlotte, NC 28206			12,787.00
GE Capital PO Box 740441 Atlanta, GA 30374-0441	GE Capital PO Box 740441 Atlanta, GA 30374-0441			8,335.00
Goria Enterprises PO Box 651252 Charlotte, NC 28265	Goria Enterprises PO Box 651252 Charlotte, NC 28265			37,314.00
Grambling Brothers PO Box 389 Gramling, SC 29348	Grambling Brothers PO Box 389 Gramling, SC 29348			46,577.00
Hamilton Martens Ballou & Spice PO Box 10940 Rock Hill, SC 29731	Hamilton Martens Ballou & Spice PO Box 10940 Rock Hill, SC 29731			7,918.00
Internal Revenue Service 1835 Assembly Street, MDP 39 Room 469 Attn: Central Insolvency Unit Columbia, SC 29201	Internal Revenue Service 1835 Assembly Street, MDP 39 Room 469 Attn: Central Insolvency Unit Columbia, SC 29201			8,403.00

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

In re Earth Structures, Inc.

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
International Construction Equipment PO Box 651004 Charlotte, NC 28265	International Construction Equipment PO Box 651004 Charlotte, NC 28265			13,692.00
Komatsu Financial PO Box 99303 Chicago, IL 60693	Komatsu Financial PO Box 99303 Chicago, IL 60693			90,000.00
Pavestone 1101 Westinghouse Blvd Charlotte, NC 28273	Pavestone 1101 Westinghouse Blvd Charlotte, NC 28273			26,653.00
Pinnacle Crains 9000 Statesville Road Charlotte, NC 28269	Pinnacle Crains 9000 Statesville Road Charlotte, NC 28269			12,464.00
Smoke Oil PO Box 6050 Spartanburg, SC 29304-6050	Smoke Oil PO Box 6050 Spartanburg, SC 29304-6050			19,266.00
South Carolina Department of Revenue Attn: Ron Urban PO Box 125 Columbia, SC 29214	South Carolina Department of Revenue Attn: Ron Urban PO Box 125 Columbia, SC 29214			12,098.00
Sunbelt Rentals 2341 Deerfield Drive Fort Mill, SC 29715	Sunbelt Rentals 2341 Deerfield Drive Fort Mill, SC 29715			10,168.00
Suntrust Bank Cards PO Box 791250 Baltimore, MD 21279-1250	Suntrust Bank Cards PO Box 791250 Baltimore, MD 21279-1250			17,929.00
Williams Form 4170 Vasant Road Douglasville, GA 30135	Williams Form 4170 Vasant Road Douglasville, GA 30135			52,154.00

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

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

Date May 19, 2009

Signature /s/ Steven Wicker
Steven Wicker
President

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

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

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

Date May 19, 2009

Signature /s/ Steven Wicker
Steven Wicker
President

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

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

United States Bankruptcy Court
District of South Carolina

In re Earth Structures, 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) electronic version filed via CM/ECF

Date: May 19, 2009

/s/ Steven Wicker

Steven Wicker/President

Signer/Title

Date: May 19, 2009

/s/ Jane H. Downey

Signature of Attorney

Jane H. Downey 5242

Moore Taylor & Thomas PA

PO Box 5709

1700 Sunset Boulevard

West Columbia, SC 29171

(803) 929-0030

Typed/Printed Name/Address/Telephone

5242

District Court I.D. Number

ACCOUNT TEMPS
12400 COLLECTIONS DRIVE
CHICAGO IL 60693

AIRGAS - NATIONAL WELDERS
PO BOX 601985
CHARLOTTE NC 28260-1985

ALLEN ORTON
101 BELTON DRIVE
SPARTANBURG SC 29304

AMERICAN EXPRESS
PO BOX 650448
DALLAS TX 75265-0448

BANK CARD CENTER MASTERCARD
PO BOX 569200
DALLAS TX 75356-9200

BANK MERIDIAN
PO BOX 11801
COLUMBIA SC 29211

BANK OF AMERICA
PO BOX 2759
JACKSONVILLE FL 32203

BATTERY POST
1030 UNION STREET
SPARTANBURG SC 29303

BB&T
PO BOX 580002
CHARLOTTE NC 28258-0002

BLOCK USA
PO BOX 2130
LAWRENCEVILLE GA 30046-2130

BLUE EAGLE EQUIPMENT
50 FAIRVIEW CHURCH ROAD
SPARTANBURG SC 29303

BOLTON JAMES ALIGNMENT
1491 UNION STREET
SPARTANBURG SC 29302

BONUS BUILDING CARE IN GREENVILLE
PO BOX 12267
GREENVILLE SC 29612

BRIGGS CONSTRUCTION
PO BOX 409794
ATLANTA GA 30384-9794

BRINKS
PO BOX 70834
CHARLOTTE NC 27272-0834

BUSINESS COMMUNICATIONS
PO BOX 8298
SPARTANBURG SC 29305

C.L. CANNON & SONS
PO BOX 2404
SPARTANBURG SC 29304

CAROLINA ALLIANCE
PO BOX 932
SPARTANBURG SC 29304

CAROLINA CHAIN & CABLE
PO BOX 414441
BOSTON MA 02241-4441

CEMEX
PO BOX 1292
SPARTANBURG SC 29304-1292

CHARTER COMMUNICATIONS
PO BOX 759
SIMPSONVILLE SC 29681

CHERRY CONTRACTING
PO BOX 368
LEWISVILLE NC 27023

CITICAPITAL
PO BOX 6229
CAROL STREAM IL 60197-6229

CITICAPITAL COMMERCIAL LEASING CORPORATION
BRANCH 7327
8201 RIDGEPOINT DRIVE, 2ND FLOOR
IRVING TX 75063

CON-TECH SYSTEMS
4502 HANNA DRIVE
ELIZBAETH TOWN, ON K6T1A9

CONCRETE SUPPLY
3823 RALEIGH STREET
CHARLOTTE NC 28206

COUNTRY INN & SUITES
1739 MANDEVILLE ROAD
FLORENCE SC 29501

CROWN JANITORIAL
PO BOX 4005
SPARTANBURG SC 29305

CWS INSURANCE
PO BOX 1988
SPARTANBURG SC 29304

DAVIS SERVICE
111 DAVIS ROAD
SPARTANBURG SC 29303

DAYS INN
875 RIVERVIEW ROAD
ROCK HILL SC 29730

DT REED STEEL
1725 WEST ROAD
CHESAPEAKE VA 23323

ELLEN S. CHEEK
MICHAEL WILKES LAW FIRM
101 WEST ST JOHN STREET, STE 200
SPARTANBURG SC 29306

FERGUSON ENTERPRISES, INC.
199 QUARRY ROAD
SPARTANBURG SC 29302

FIRST CITIZENS BANK
PO BOX 29
COLUMBIA SC 29202

FRONTLINE CONSTRUCTION EQUIPMENT
7291 NW 43RD STREET
MIAMI FL 33166

G-FIVE
297 H GARLINGTON ROAD
GREENVILLE SC 29615

GE CAPITAL
PO BOX 740441
ATLANTA GA 30374-0441

GEOSPEC ENVIRONMENTS
2017 NORTH DAVIDSON STREET
CHARLOTTE NC 28205

GLOBAL DRILLING SUPPLIERS
20 PICKERING STREET
BROOKVILLE PA 15825

GMAC
PO BOX 9001948
LOUISVILLE KY 40290-1948

GORIA ENTERPRISES
PO BOX 651252
CHARLOTTE NC 28265

GRAMBLING BROTHERS
PO BOX 389
GRAMLING SC 29348

HAMILTON MARTENS BALLOU & SPICE
PO BOX 10940
ROCK HILL SC 29731

HANOVER INSURANCE GROUP
PO BOX 15083
WORCESTER MA 01615-0083

HANSON AGGREGATES SOUTHEAST
23582 NETWORK PLACE
CHICAGO IL 60673

HOLIDAY INN EXPRESS
1018 CENTERBROOKE LANE
SUFFOLK VA 23434

HOME DEPOT
PO BOX 9055
DES MOINES IA 50368-9055

INGERSOLL RAND
CORPORATE CENTER
ONE CENTENNIAL AVE
PISCATAWAY NJ 08854

INGERSOLL RAND
PO BOX 6229
CAROL STREAM IL 60197-6229

INTERNAL REVENUE SERVICE
1835 ASSEMBLY STREET, MDP 39 ROOM 469
ATTN: CENTRAL INSOLVENCY UNIT
COLUMBIA SC 29201

INTERNATIONAL CONSTRUCTION EQUIPMENT
PO BOX 651004
CHARLOTTE NC 28265

JAMES T. HEDGEPATH
NEXSEN PRUET LLC
PO DRAWER 2426
COLUMBIA SC 29202

JOHNSON, SMITH , HIBBARD AND WILDMAN
PO BOX 5587
SPARTANBURG SC 29304-5587

KENNETH E. DARR, JR.
LYLES DARR & CLARKE LLP
PO BOX 5726
SPARTANBURG SC 29304

KIRKLAND & ELLIS LLP
153 E 53RD STREET
NEW YORK NY 10022

KOMATSU FINANCIAL
PO BOX 99303
CHICAGO IL 60693

LOWES
PO BOX 2918
MISSION KS 66201

MARLIN LEASING
PO BOX 13604
PHILADELPHIA PA 19101-3604

MICHAEL ILKES LAW FIRM
127 DUNBAR STREET, # 200
SPARTANBURG SC 29306

MOBILEMINI
PO BOX 79149
PHOENIX AZ 85082-9149

NAPA AUTO PARTS
PO BOX 310
UNION SC 29379

PARKER OIL COMPANY
1430 HOLLAND ROAD
SUFFOLK VA 23434

PAULINE GENERAL STORE
117 HUGH LANE
PAULINE SC 29374

PAVESTONE
1101 WESTINGHOUSE BLVD
CHARLOTTE NC 28273

PELETON
341 OLD SPARTANBURG ROAD
WELLFORD SC 29385

PETERBUILT OF GREENVILLE
PO BOX 6358
KNOXVILLE TN 37914

PINNACLE CRAINS
9000 STATESVILLE ROAD
CHARLOTTE NC 28269

PITNEY BOWLES
PO BOX 856042
LOUISVILLE KY 40285-6042

QUALITY HAULERS
PO BOX 178
WOODRUFF SC 29388

READY MIX USA
C/O KENISON DUDLEY & CRAWFORD LLC
704 E. MCBEE AVE
GREENVILLE SC 29601

REINFORCED EARTH COMPANY
25 TECHNOLOGY PARKWAY SOUTH, STE 100
NORCROSS GA 30092

ROBERT M. WHITE
PO BOX 10132
GREENVILLE SC 29603

ROGERS TOWNSEND & THOMAS, PC
PO BOX 100200
COLUMBIA SC 29202

SAMS CLUB
PO BOX 530970
ATLANTA GA 30353-0970

SCHNABEL ENGINEERING SOUTH, LLC
PO BOX 60530
CHARLOTTE NC 28260-0530

SIMS CONCRETE OF GREENWOOD
PO BOX 8070
GREENWOOD SC 29648

SMITH KESSLER & COMPANY, PA
PO BOX 170249
SPARTANBURG SC 29301-0024

SMOKE OIL
PO BOX 6050
SPARTANBURG SC 29304-6050

SOUTH CAROLINA DEPARTMENT OF REVENUE
ATTN: RON URBAN
PO BOX 125
COLUMBIA SC 29214

SOUTHERN CONCRETE MATERIALS
PO BOX 5395
ATLANTA GA 31107

SPARTANBURG COUNTY LANDFILL
595 LITTLE MOUNTAIN ROAD
WELLFORD SC 29385

SPINIKX FLEET SERVICES
PO BOX 6293
CAROL STREAM IL 60197-6293

SPRINT
PO BOX 4181
CAROL STREAM IL 60197-4181

STAPLES
DEPT ATL
PO BOX 530621
ATLANTA GA 30353-0621

STEVEN R. WICKER
350 CEDAR SPRINGS ROAD
SPARTANBURG SC 29302

STEVEN WICKER
350 CEDER SPRINGS ROAD
SPARTANBURG SC 29302

SUNBELT RENTALS
2341 DEERFIELD DRIVE
FORT MILL SC 29715

SUNTRUST BANK CARDS
PO BOX 791250
BALTIMORE MD 21279-1250

SYTEEN
PO BOX 1007
LANCASTER SC 29721

THE TIRE SHOP
1018 JONESVILLE HWY
JONESVILLE SC 29353

THE WARD LAW FIRM
233 S. PINE STREET
SPARTANBURG SC 29302

THOMAS CONCRETE
2500 CUMBERLAND PKWY, STE 200
ATLANTA GA 30339

TIMOTHY H. BAILEY
820 FOSTER MILL CIRCLE
PAULINE SC 29374

TNT OF YORK COUNTY
PO BOX 1986
SPARTANBURG SC 29302

TRENT LITTLE TRUCKING
10710 SAM BLACK ROAD
MIDLAND NC 28107

UNIFIRST CORPORATION
C/O RICHARD STEWART
11 WHITSETT STREET
GREENVILLE SC 29601

UNITED RENTALS
PO BOX 100711
ATLANTA GA 30384-0711

VERIZON WIRELESS
PO BOX 660108
DALLAS TX 75266-0108

VULCAN MATERIALS
1 GLENLAKE PARKWAY NE
STE 600
ATLANTA GA 30328

WELDERS SUPPLY HOME
PO BOX 4926
SPARTANBURG SC 29305

WELLS FARGO
PO BOX 1450
MINNEAPOLIS MN 55485-5934

WELLS FARGO
PO BOX 660278
DALLAS TX 75266

WELLS FARGO
NW 5934
PO BOX 1450
MINNEAPOLIS MN 55485-5934

WILLIAMS FORM
4170 VANSANT ROAD
DOUGLASVILLE GA 30135

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

In re **Earth Structures, 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 **Earth Structures, 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*]

May 19, 2009

Date

/s/ Jane H. Downey

Jane H. Downey 5242

Signature of Attorney or Litigant

Counsel for **Earth Structures, Inc.**

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