

B1 (Official Form 1) (04/13)

|  |   |   |
|--|---|---|
| <b>United States Bankruptcy Court<br/>SOUTHERN DISTRICT OF TEXAS<br/>HOUSTON DIVISION</b>  |   | <b>Voluntary Petition</b>   |
| Name of Debtor (if individual, enter Last, First, Middle):<br><b>Elite Precision Fabricators, Inc.</b>   |   | 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)/Complete EIN (if more than one, state all):<br><b>1-760546364</b>   |   | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):  |
| Street Address of Debtor (No. and Street, City, and State):<br><b>2239 Saint Beulah Chapel Road<br/>Montgomery, TX</b>   |   | Street Address of Joint Debtor (No. and Street, City, and State):   |
| ZIP CODE<br><b>77316</b>   |   | ZIP CODE  |
| County of Residence or of the Principal Place of Business:<br><b>Montgomery</b>  |   | County of Residence or of the Principal Place of Business:  |
| Mailing Address of Debtor (if different from street address):<br><b>2239 Saint Beulah Chapel Road<br/>Montgomery, TX</b>   |   | Mailing Address of Joint Debtor (if different from street address):   |
| ZIP CODE<br><b>77316</b>   |   | ZIP CODE  |
| Location of Principal Assets of Business Debtor (if different from street address above):  |   | ZIP CODE  |
| <b>Type of Debtor</b><br>(Form of Organization)<br>(Check one box.)<br><br><input type="checkbox"/> Individual (includes Joint Debtors)<br><i>See Exhibit D on page 2 of this form.</i><br><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)<br><input type="checkbox"/> Partnership<br><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)   | <b>Nature of Business</b><br>(Check one box.)<br><br><input type="checkbox"/> Health Care Business<br><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)<br><input type="checkbox"/> Railroad<br><input type="checkbox"/> Stockbroker<br><input type="checkbox"/> Commodity Broker<br><input type="checkbox"/> Clearing Bank<br><input checked="" type="checkbox"/> Other | <b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)<br><br><input type="checkbox"/> Chapter 7<br><input type="checkbox"/> Chapter 9<br><input checked="" type="checkbox"/> Chapter 11<br><input type="checkbox"/> Chapter 12<br><input type="checkbox"/> Chapter 13<br><br><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding<br><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding<br><br><b>Nature of Debts</b><br>(Check one box.)<br><br><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."<br><input checked="" type="checkbox"/> Debts are primarily business debts. |
| <b>Chapter 15 Debtors</b><br>(Check box, if applicable.)<br>Country of debtor's center of main interests:<br><br>Each country in which a foreign proceeding by, regarding, or against debtor is pending:   |   | <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."<br><input checked="" type="checkbox"/> Debts are primarily business debts.  |
| <b>Filing Fee</b> (Check one box.)<br><input checked="" type="checkbox"/> Full Filing Fee attached.<br><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.<br><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. |   | <b>Check one box: Chapter 11 Debtors</b><br><input type="checkbox"/> Debtor is a small business debtor as defined by 11 U.S.C. § 101(51D).<br><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).<br><b>Check if:</b><br><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).<br><b>Check all applicable boxes:</b><br><input type="checkbox"/> A plan is being filed with this petition.<br><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).                              |
| <b>Statistical/Administrative Information</b><br><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.<br><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.   |   | THIS SPACE IS FOR COURT USE ONLY  |
| Estimated Number of Creditors<br><input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000  |   |   |
| Estimated Assets<br><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion                  |   |   |
| Estimated Liabilities<br><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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|   |  |   |  |
|---|--|---|--|
| <b>Voluntary Petition</b><br><i>(This page must be completed and filed in every case.)</i>  |  | Name of Debtor(s): <b>Elite Precision Fabricators, Inc.</b> |  |
| <b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)  |  |   |  |
| Location Where Filed:<br><b>None</b>  | Case Number:   | Date Filed:   |  |
| Location Where Filed:   | Case Number:   | Date Filed:   |  |
| <b>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)  |  |   |  |
| Name of Debtor:   | Case Number:   | Date Filed:   |  |
| District:   | Relationship:  | Judge:  |  |
| <p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p style="text-align: center;"><b>X</b> _____</p> <p style="text-align: right;">Date</p> |   |  |
| <b>Exhibit C</b>  |  |   |  |
| Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?  |  |   |  |
| <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.   |  |   |  |
| <input checked="" type="checkbox"/> No.   |  |   |  |
| <b>Exhibit D</b>  |  |   |  |
| (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  |  |   |  |
| <input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.   |  |   |  |
| If this is a joint petition:  |  |   |  |
| <input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.  |  |   |  |
| <b>Information Regarding the Debtor - Venue</b><br>(Check any applicable box.)  |  |   |  |
| <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  |  |   |  |
| <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  |  |   |  |
| <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in 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. |  |   |  |
| <b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b><br>(Check all applicable boxes.)   |  |   |  |
| <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)   |  |   |  |
| _____   |  |   |  |
| (Name of landlord that obtained judgment)   |  |   |  |
| _____   |  |   |  |
| (Address of landlord)   |  |   |  |
| <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and   |  |   |  |
| <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.   |  |   |  |
| <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).  |  |   |  |

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|---|--|
| <p><b>Voluntary Petition</b><br/>(This page must be completed and filed in every case)</p>  | <p>Name of Debtor(s): <b>Elite Precision Fabricators, Inc.</b></p>   |
| <b>Signatures</b>   |  |
| <p><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.<br/>[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.<br/>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>X</b> _____</p> <p><b>X</b> _____</p> <p>_____<br/>Telephone Number (If not represented by attorney)</p> <p>_____<br/>Date</p> | <p><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><b>X</b> _____</p> <p>(Signature of Foreign Representative)</p> <p>_____<br/>(Printed Name of Foreign Representative)</p> <p>_____<br/>Date</p>  |
| <p><b>Signature of Attorney*</b></p> <p><b>X</b> <u>/s/ James B. Jameson</u><br/><b>James B. Jameson</b> Bar No. <b>10598500</b><br/><b>jbjameson@jamesonlaw.net</b><br/><b>James B. Jameson &amp; Associates</b><br/><b>PO Box 980575</b><br/><b>Houston, TX 77098</b></p> <p>Phone No. <b>(713) 807-1705</b> Fax No. <b>(713) 807-1710</b></p> <p><u>3/30/2014</u><br/>Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>   | <p><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____<br/>Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____<br/>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____<br/>Address</p> <p><b>X</b> _____</p> <p>_____<br/>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p> |
| <p><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>Elite Precision Fabricators, Inc.</b></p> <p><b>X</b> <u>/s/ Shannon Thornton</u><br/>Signature of Authorized Individual</p> <p><u>Shannon Thornton</u><br/>Printed Name of Authorized Individual</p> <p><u>President</u><br/>Title of Authorized Individual</p> <p><u>3/30/2014</u><br/>Date</p>  |  |

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

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE A - REAL PROPERTY**

| Description and Location of Property   | Nature of Debtor's Interest in Property |  | Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption | Amount Of Secured Claim |
|--|---|--|--|-------------------------|
| 2.602 Acres and Manufacturing Facility<br>2239 Saint Beulah Chapel Rd<br>Montgomery, Texas 77316 | Fee Simple                              |  | \$1,500,000.00   | \$1,148,000.00          |
| <b>Total:</b>  |   |  | <b>\$1,500,000.00</b>  |                         |

(Report also on Summary of Schedules)

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

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE B - PERSONAL PROPERTY**

| Type of Property   | None                                | Description and Location of Property  | Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption |
|--|-------------------------------------|---|--|
| 1. Cash on hand.   | <input checked="" type="checkbox"/> |   |  |
| 2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives. |                                     | <p>Amegy Bank of Texas<br/>P.O. Box 27459<br/>Houston, TX 77227-7459<br/>Acct No. xxxxxx6750</p> <p>Amegy Bank of Texas<br/>P.O. Box 27459<br/>Houston, TX 77227-7459<br/>Acct. No. xxxxxx6475</p> <p>First Prosperity Bank<br/>25661 I-45<br/>The Woodlands, TX 77380<br/>Acct. No. xxxxxx6448</p> | <p>\$12,540.22</p> <p>\$1,783.56</p> <p>\$3,576.45</p>   |
| 3. Security deposits with public utilities, telephone companies, landlords, and others.  | <input checked="" type="checkbox"/> |   |  |
| 4. Household goods and furnishings, including audio, video and computer equipment.   | <input checked="" type="checkbox"/> |   |  |
| 5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.  | <input checked="" type="checkbox"/> |   |  |
| 6. Wearing apparel.  | <input checked="" type="checkbox"/> |   |  |
| 7. Furs and jewelry.   | <input checked="" type="checkbox"/> |   |  |
| 8. Firearms and sports, photographic, and other hobby equipment.   | <input checked="" type="checkbox"/> |   |  |

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

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 1

| Type of Property  | None     | Description and Location of Property | Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption |
|---|----------|--------------------------------------|--|
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.  | <b>X</b> |                                      |  |
| 10. Annuities. Itemize and name each issuer.  | <b>X</b> |                                      |  |
| 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).) | <b>X</b> |                                      |  |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.   | <b>X</b> |                                      |  |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize.   | <b>X</b> |                                      |  |
| 14. Interests in partnerships or joint ventures. Itemize.   | <b>X</b> |                                      |  |
| 15. Government and corporate bonds and other negotiable and non-negotiable instruments.   | <b>X</b> |                                      |  |
| 16. Accounts receivable.  |          | Accounts Receivable                  | \$875,000.00   |

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 2

| Type of Property   | None     | Description and Location of Property |  | Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption |
|--|----------|--------------------------------------|--|--|
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.   | <b>X</b> |                                      |  |  |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars.   | <b>X</b> |                                      |  |  |
| 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.       | <b>X</b> |                                      |  |  |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.   | <b>X</b> |                                      |  |  |
| 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. | <b>X</b> |                                      |  |  |
| 22. Patents, copyrights, and other intellectual property. Give particulars.  | <b>X</b> |                                      |  |  |
| 23. Licenses, franchises, and other general intangibles. Give particulars.   | <b>X</b> |                                      |  |  |

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

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 3

| Type of Property  | None | Description and Location of Property  | Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption |
|---|------|---|--|
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | X    |   |  |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories.  | X    |   |  |
| 26. Boats, motors, and accessories.   | X    |   |  |
| 27. Aircraft and accessories.   | X    |   |  |
| 28. Office equipment, furnishings, and supplies.  | X    |   |  |
| 29. Machinery, fixtures, equipment, and supplies used in business.  |      | Specialized Manufacturing and Inspection Equipment located at Operations Facility | \$1,700,000.00   |
|   |      | CW Rod Tooling (GL 108171)  | \$30,750.00  |
|   |      | CW Rod Tooling (GL 108170)  | \$47,800.00  |
|   |      | Robotic Welder (GL 108166) and CMM Measuring Machine (GL 108167)                  | \$145,500.00   |
|   |      | 5 Ton Spacemaster Crane (GL 108169)   | \$14,250.00  |
|   |      | Amada Laser & Table (GL 89900)<br>Amada Brake                                     | \$560,000.00   |
|   |      | Vertical CNC Mill (GL 108165)   | \$145,500.00   |
|   |      | CNC Lathes & Mills (GL 108168)  | \$397,900.00   |



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

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**SCHEDULE B - PERSONAL PROPERTY**

Continuation Sheet No. 4

| Type of Property   | None     | Description and Location of Property |                   | Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption |
|--|----------|--------------------------------------|-------------------|--|
| 30. Inventory.   | <b>X</b> |                                      |                   |  |
| 31. Animals.   | <b>X</b> |                                      |                   |  |
| 32. Crops - growing or harvested. Give particulars.  | <b>X</b> |                                      |                   |  |
| 33. Farming equipment and implements.  | <b>X</b> |                                      |                   |  |
| 34. Farm supplies, chemicals, and feed.  | <b>X</b> |                                      |                   |  |
| 35. Other personal property of any kind not already listed. Itemize.   | <b>X</b> |                                      |                   |  |
| <p style="text-align: center;">_____ <b>4</b> _____ continuation sheets attached<br/>(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)</p> |          |                                      | <b>Total &gt;</b> | <b>\$3,934,600.23</b>  |

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

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

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

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)          | CODEBTOR | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN  | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|---|----------|---|------------|--------------|----------|---|---------------------------|
| ACCT #:<br><br><b>Amada Capital Corporation</b><br><b>P.O. Box 31001-1445</b><br><b>Pasadena, CA 91110-1445</b> | X        | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>Amada Laser &amp; Table (GL 89900)</b><br><b>Amada Brake</b>                   |            |              |          | <b>\$567,141.67</b>                                   | <b>\$7,141.67</b>         |
|   |          | VALUE: <b>\$560,000.00</b>  |            |              |          |   |                           |
| ACCT #:<br><br><b>Axis Capital Leasing</b><br><b>P.O. Box 2555</b><br><b>Grand Island, NE 68802</b>             | X        | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>Robotic Welder (GL 108166) and CMM</b><br><b>Measuring Machine (GL 108167)</b> |            |              |          | <b>\$109,313.35</b>                                   |                           |
|   |          | VALUE: <b>\$145,500.00</b>  |            |              |          |   |                           |
| ACCT #:<br><br><b>Financial Pacific Leasing</b><br><b>P.O. Box 749642</b><br><b>Los Angeles, CA 90074-9642</b>  | X        | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>CW Rod Tooling (GL 108171)</b>   |            |              |          | <b>\$17,376.84</b>                                    |                           |
|   |          | VALUE: <b>\$30,750.00</b>   |            |              |          |   |                           |
| ACCT #:<br><br><b>GE Capital</b><br><b>P.O. Box 740425</b><br><b>Atlanta, GA 30374-0425</b>                     | X        | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>Vertical CNC Mill (GL 108165)</b>  |            |              |          | <b>\$156,587.10</b>                                   | <b>\$11,087.10</b>        |
|   |          | VALUE: <b>\$145,500.00</b>  |            |              |          |   |                           |
| <b>Subtotal (Total of this Page) &gt;</b>   |          |   |            |              |          | <b>\$850,418.96</b>                                   | <b>\$18,228.77</b>        |
| <b>Total (Use only on last page) &gt;</b>   |          |   |            |              |          |   |                           |

2 continuation sheets attached

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

B6D (Official Form 6D) (12/07) - Cont.  
 In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
 (if known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)   | CODEBITOR | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN   | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|-----------|--|------------|--------------|----------|---|---------------------------|
| ACCT #:<br><b>Industrial Equipment/TCF Equipment Fin</b><br><b>15933 Clayton Road suite 200</b><br><b>Ballwin, MO 63011</b>  | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>CNC Lathes &amp; Mills (GL 108168)</b>  |            |              |          | <b>\$428,717.70</b>                                   | <b>\$30,817.70</b>        |
|  |           | VALUE: <b>\$397,900.00</b>   |            |              |          |   |                           |
| ACCT #:<br><b>JP Morgan Chase, N.A.</b><br><b>Hoover Slovacek</b><br><b>Attn: Adelqui J. Boue, Attorney</b><br><b>5847 San Felipe, Suite 2200</b><br><b>Houston, Texas 77057</b> | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Deed of Trust</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>2.602 Acres and Manufacturing Facility</b><br><b>2239 Saint Beulah Chapel Rd</b><br><b>Montgomery, Texas 77316</b> |            |              |          | <b>\$1,148,000.00</b>                                 |                           |
|  |           | VALUE: <b>\$1,500,000.00</b>   |            |              |          |   |                           |
| ACCT #:<br><b>JP Morgan Chase, N.A.</b><br><b>Hoover Slovacek</b><br><b>Attn: Adelqui J. Boue, Attorney</b><br><b>5847 San Felipe, Suite 2200</b><br><b>Houston, Texas 77057</b> | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Business Line of Credit</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>Accounts Receivable</b>  |            |              |          | <b>\$1,361,013.00</b>                                 | <b>\$486,013.00</b>       |
|  |           | VALUE: <b>\$875,000.00</b>   |            |              |          |   |                           |
| ACCT #:<br><b>JP Morgan Chase, N.A.</b><br><b>Attn: Adelqui J. Boue, Attorney</b><br><b>Hoover Slovacek</b><br><b>5847 San Felipe, Suite 2200</b><br><b>Houston, Texas 77057</b> | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:</b><br><b>Specialized Manufacturing and</b><br><b>Inspection Equipment</b><br><b>located at Operations Facility</b>         |            |              |          | <b>\$1,576,112.00</b>                                 |                           |
|  |           |  |            |              |          | <b>\$4,513,842.70</b>                                 | <b>\$516,830.70</b>       |
|  |           |  |            |              |          |   |                           |

Sheet no. 1 of 2 continuation sheets attached to Schedule of Creditors Holding Secured Claims

**Subtotal (Total of this Page) >**  
**Total (Use only on last page) >**

(Report also on Summary of Schedules.)

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

B6D (Official Form 6D) (12/07) - Cont.  
 In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
 (if known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.) | CODEBITOR | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN   | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|-----------|--|------------|--------------|----------|---|---------------------------|
|  |           |  |            |              |          |   |                           |
|  |           |  |            |              |          |   |                           |
|  |           | VALUE: <b>\$1,700,000.00</b>   |            |              |          |   |                           |
| ACCT #:<br><b>M2 Lease Funds<br/>175 N. Patrick Blvd Suite 140<br/>Brookfield, WI 53045</b>            | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:<br/>CW Rod Tooling (GL 108170)</b>          |            |              |          | <b>\$34,771.30</b>                                    |                           |
|  |           | VALUE: <b>\$47,800.00</b>  |            |              |          |   |                           |
| ACCT #:<br><b>Stearns Bank N.A.<br/>P.O. Box 750<br/>Albany, MN 56307-0750</b>                         | X         | DATE INCURRED:<br>NATURE OF LIEN:<br><b>Equipment Loan</b><br>COLLATERAL:<br><b>See collateral details below</b><br>REMARKS:<br><b>Collateral Details:<br/>5 Ton Spacemaster Crane (GL 108169)</b> |            |              |          | <b>\$16,886.71</b>                                    | <b>\$2,636.71</b>         |
|  |           | VALUE: <b>\$14,250.00</b>  |            |              |          |   |                           |
|  |           |  |            |              |          |   |                           |
| <b>Subtotal (Total of this Page) &gt;</b><br><b>Total (Use only on last page) &gt;</b>                 |           |  |            |              |          | <b>\$51,658.01</b>                                    | <b>\$2,636.71</b>         |
|  |           |  |            |              |          | <b>\$5,415,919.67</b>                                 | <b>\$537,696.18</b>       |

Sheet no. 2 of 2 continuation sheets attached to Schedule of Creditors Holding Secured Claims

(Report also on Summary of Schedules.)

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

B6E (Official Form 6E) (04/13)

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(If Known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS** 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 \$12,475\* 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 \$6,150\* 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 \$2,775\* 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).

 **Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

*\* Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*\_\_\_\_\_ **No** \_\_\_\_\_ continuation sheets attached

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

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

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

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)     | CODEBTR | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM  |
|---|---------|--|------------|--------------|----------|---------------------|
|   |         |  |            |              |          |                     |
| ACCT #:<br><b>B &amp; C Coating</b><br><b>14617 Heritage Drive</b><br><b>Magnolia, TX 77356-2166</b>              |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$28,415.33</b>  |
| ACCT #:<br><b>Basic Rubber &amp; Plastics</b><br><b>8700 Boulder Court</b><br><b>Walked Lake, MI 48390</b>        |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$22,336.42</b>  |
| ACCT #:<br><b>Charles E. Gillman Company</b><br><b>907 E. Frontage Road</b><br><b>Rio Rico, AZ 85648</b>          |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$29,800.30</b>  |
| ACCT #:<br><b>Compass Bank</b><br><b>PO Box 830696</b><br><b>Birmingham, AL 35283</b>                             |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Business Line of Credit</b><br>REMARKS:                               |            |              |          | <b>\$25,007.41</b>  |
| ACCT #: <b>xxxx8260</b><br><b>Curtis Steel</b><br><b>Dept. 574 P.O. Box 4346</b><br><b>Houston, TX 77210-4346</b> |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$74,045.38</b>  |
| ACCT #: <b>xxxx1001</b><br><b>Del's Plating</b><br><b>8736 Shumacher</b><br><b>Houston, TX 77063</b>              |         | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$22,033.48</b>  |
| <b>Subtotal &gt;</b>  |         |  |            |              |          | <b>\$201,638.32</b> |
| <b>Total &gt;</b>   |         |  |            |              |          |                     |

3 continuation sheets attached

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

B6F (Official Form 6F) (12/07) - Cont.  
 In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
 (if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | CODEBATOR | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM |
|---|-----------|--|------------|--------------|----------|--------------------|
|   |           |  |            |              |          |                    |
| ACCT #:<br><b>Detroit Flex Defense<br/>2921 Industrial Row<br/>Troy, MI 48084</b>                             |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$96,741.00</b> |
| ACCT #:<br><b>Engelbrecht Manufacturing<br/>708 Damascus Street<br/>Rosenburg, TX 77471</b>                   |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$74,045.38</b> |
| ACCT #:<br><b>Feeds &amp; Seeds<br/>P.O. Box 889<br/>Fulshear, TX 77441</b>                                   |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$61,853.94</b> |
| ACCT #:<br><b>First Prosperity Bank<br/>25661 I-45<br/>The Woodlands, Texas 77380</b>                         | X         | DATE INCURRED:<br>CONSIDERATION:<br><b>Equipment Loan</b><br>REMARKS:  |            |              |          | <b>\$9,111.90</b>  |
| ACCT #:<br><b>Geary Pacific Supply #84<br/>921 W. Mayfield Road, Suite 128<br/>Arlington, TX 76015</b>        |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$24,088.00</b> |
| ACCT #:<br><b>Horstman Special Products, Inc.<br/>P.O. Box 1744<br/>Slidell, LA 70459</b>                     |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$49,385.69</b> |

Sheet no. 1 of 3 continuation sheets attached to  
 Schedule of Creditors Holding Unsecured Nonpriority Claims

**Subtotal >** **\$315,225.91**

**Total >**

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

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|  |
|--|

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

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)   | CODEBATOR | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM  |
|---|-----------|--|------------|--------------|----------|---------------------|
|   |           |  |            |              |          |                     |
| ACCT #:<br><b>International Quality Advantage</b><br><b>35 Walker Avenue</b><br><b>Baltimore, MD 21208</b>  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$66,858.74</b>  |
| ACCT #: <b>xxxx0094</b><br><b>Joseph T. Ryerson &amp; Son</b><br><b>P.O. Box 731036</b><br><b>Dallas, TX 75373-1036</b>   |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$42,707.63</b>  |
| ACCT #:<br><b>Jyoti Americas, LLC</b><br><b>3575 Pollok Drive</b><br><b>Conroe, TX 77303</b>  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$28,714.84</b>  |
| ACCT #:<br><b>Majestic Steel USA, Inc.</b><br><b>31099 Chagrin Blvd.</b><br><b>Cleveland, OH 44124</b>  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$25,231.60</b>  |
| ACCT #: <b>xxxx9325</b><br><b>Samuel Son &amp; CO, Inc</b><br><b>24784 Network Place</b><br><b>Chicago,IL 60673-1247</b>  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$141,175.73</b> |
| ACCT #:<br><b>Specialty Rolled Metals</b><br><b>P.O. Box 87694</b><br><b>Carol Stream, IL 60188</b>   |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$30,294.81</b>  |
| <b>Subtotal &gt;</b>  |           |  |            |              |          | <b>\$334,983.35</b> |
| <b>Total &gt;</b>   |           |  |            |              |          |                     |
| <b>(Use only on last page of the completed Schedule F.)<br/>(Report also on Summary of Schedules and, if applicable, on the<br/>Statistical Summary of Certain Liabilities and Related Data.)</b> |           |  |            |              |          |                     |

Sheet no. 2 of 3 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Nonpriority Claims



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

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | CODEBATOR | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM  |
|---|-----------|--|------------|--------------|----------|---------------------|
|   |           |  |            |              |          |                     |
| ACCT #:<br><b>Toolpath, LLC</b><br><b>10486 Commerce Row Suite A</b><br><b>Montgomery, TX 77356</b>           |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$30,740.00</b>  |
| ACCT #: <b>xxx8215</b><br><b>Triple S Steel</b><br><b>P.O. Box 21119</b><br><b>Houston, TX 77226</b>          |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$65,640.34</b>  |
| ACCT #:<br><b>Verhoff Machine</b><br><b>7300 CO. Road 18</b><br><b>Continental, OH 45831</b>                  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$28,879.04</b>  |
| ACCT #:<br><b>Wolfram Manufacturing</b><br><b>1601 Rutherford Lane, STE C-100</b><br><b>Austin, TX 78754</b>  |           | DATE INCURRED:<br>CONSIDERATION:<br><b>Supplier</b><br>REMARKS:  |            |              |          | <b>\$22,523.82</b>  |
|   |           |  |            |              |          |                     |
|   |           |  |            |              |          |                     |
| <b>Subtotal &gt;</b>  |           |  |            |              |          | <b>\$147,783.20</b> |
| <b>Total &gt;</b>   |           |  |            |              |          | <b>\$999,630.78</b> |

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

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

B6G (Official Form 6G) (12/07)

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State 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 of 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. |
|--|--|
| <b>CIT</b><br>21146 Network Place<br>Chicago, IL 60673-1211                          | CIT Copier GL# 89902<br>900-01922340-000<br>(Copier Lease)   |
| <b>CIT</b><br>21146 Network Place<br>Chicago, IL 60673-1211                          | CIT Copier GL# 89903<br>(Equipment Lease)  |
| <b>Pawnee Leasing Corporation</b><br>700 Centre Avenue<br>Fort Collins, CO 80526     | M4045 Shear GL# 89911 335190<br>(Equipment Lease)  |
| <b>Ryder Transportation Services</b><br>P.O. Box 96723<br>Chicago, IL 60693-6723     | 2014 Freightliner Stakebed GL# 5230<br>(Equipment Lease)   |
| <b>Ryder Transportation Services</b><br>P.O. Box 96723<br>Chicago, IL 60693-6723     | 2014 Freightliner Van GL# 5230<br>(Equipment Lease)  |

B6G (Official Form 6G) (12/07)

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES***Continuation Sheet No. 1*

| 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. |
|--|--|
| <b>Toyota Financial Services</b><br>Commercial Finance Dept. 2431<br>Carol Stream, IL 60132-2431 | 2014 Forklift 50086128-10000124249<br>(Equipment lease)  |
| <b>Toyota Financial Services</b><br>Commercial Finance Dept. 2431<br>Carol Stream, IL 60132-2431 | 2014 Forklift 50079669-10000121708<br>(Equipment lease)  |
| <b>Toyota Financial Services</b><br>Commercial Finance Dept. 2431<br>Carol Stream, IL 60132-2431 | 2014 Forklift 50079669-10000121709<br>(Equipment lease)  |
| <b>Toyota Financial Services</b><br>Commercial Finance Dept. 2431<br>Carol Stream, IL 60132-2431 | 2014 Forklift 50079669-10000121710<br>(Equipment Lease)  |
| <b>Toyota Financial Services</b><br>Commercial Finance Dept. 2431<br>Carol Stream, IL 60132-2431 | 2012 Forklift 50141682-10000155772<br>(Equipment Lease)  |

B6H (Official Form 6H) (12/07)

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_

(if known)

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the 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  |
|---|---|
| <b>Shannon Thornton</b><br>Route 16, Box 52<br>Montgomery, Texas 77356            | <b>JP Morgan Chase, N.A.</b><br>Hoover Slovacek<br>Attn: Adelqui J. Boue, Attorney<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |
| <b>Shannon Thornton</b><br>Route 16, Box 52<br>Montgomery, Texas 77356            | <b>JP Morgan Chase, N.A.</b><br>Hoover Slovacek<br>Attn: Adelqui J. Boue, Attorney<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>JP Morgan Chase, N.A.</b><br>Hoover Slovacek<br>Attn: Adelqui J. Boue, Attorney<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>Amada Capital Corporation</b><br>P.O. Box 31001-1445<br>Pasadena, CA 91110-1445  |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>Axis Capital Leasing</b><br>P.O. Box 2555<br>Grand Island, NE 68802  |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>Financial Pacific Leasing</b><br>P.O. Box 749642<br>Los Angeles, CA 90074-9642   |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>First Prosperity Bank</b><br>25661 I-45<br>The Woodlands, Texas 77380  |

B6H (Official Form 6H) (12/07) - Cont.

In re **Elite Precision Fabricators, Inc.**Case No. \_\_\_\_\_  
(if known)**SCHEDULE H - CODEBTORS***Continuation Sheet No. 1*

| NAME AND ADDRESS OF CODEBTOR  | NAME AND ADDRESS OF CREDITOR  |
|---|---|
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>GE Capital</b><br>P.O. Box 740425<br>Atlanta, GA 30374-0425  |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>Industrial Equipment/TCF Equipment Finan</b><br>15933 Clayton Road suite 200<br>Ballwin, MO 63011                                      |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>JP Morgan Chase, N.A.</b><br>Hoover Slovacek<br>Attn: Adelqui J. Boue, Attorney<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>JP Morgan Chase, N.A.</b><br>Attn: Adelqui J. Boue, Attorney<br>Hoover Slovacek<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>M2 Lease Funds</b><br>175 N. Patrick Blvd Suite 140<br>Brookfield, WI 53045  |
| <b>Tamor-America Corporation</b><br>10424 Commerce Row<br>Montgomery, Texas 77356 | <b>Stearns Bank N.A.</b><br>P.O. Box 750<br>Albany, MN 56307-0750   |

B 6 Summary (Official Form 6 - Summary) (12/13)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re **Elite Precision Fabricators, Inc.**

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             | \$1,500,000.00 |                |       |
| B - Personal Property  | Yes               | 5             | \$3,934,600.23 |                |       |
| C - Property Claimed as Exempt   | No                |               |                |                |       |
| D - Creditors Holding Secured Claims   | Yes               | 3             |                | \$5,415,919.67 |       |
| E - Creditors Holding Unsecured Priority Claims<br>(Total of Claims on Schedule E) | Yes               | 1             |                | \$0.00         |       |
| F - Creditors Holding Unsecured Nonpriority Claims                                 | Yes               | 4             |                | \$999,630.78   |       |
| G - Executory Contracts and Unexpired Leases                                       | Yes               | 2             |                |                |       |
| H - Codebtors  | Yes               | 2             |                |                |       |
| I - Current Income of Individual Debtor(s)   | No                |               |                |                | N/A   |
| J - Current Expenditures of Individual Debtor(s)                                   | No                |               |                |                | N/A   |
| TOTAL  |                   | 18            | \$5,434,600.23 | \$6,415,550.45 |       |

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

In re **Elite Precision Fabricators, Inc.**

Case No. \_\_\_\_\_  
(if known)

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

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

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

(Total shown on summary page plus 1.)

Date                                 **3/30/2014**                                

Signature                                 **/s/ Shannon Thornton**  
                                **Shannon Thornton**  
                                **President**                                

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

B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

IN RE: **Elite Precision Fabricators, Inc.**

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)   |
|--|---|--|---|---|
| Name of creditor and complete mailing address, including zip code  | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured also state value of security] |
| JP Morgan Chase, N.A.<br>Hoover Slovacek<br>Attn: Adelqui J. Boue, Attorney<br>5847 San Felipe, Suite 2200<br>Houston, Texas 77057 |   | Business Line of Credit  |   | <b>\$1,361,013.00</b><br><b>Value: \$875,000.00</b>       |
| Samuel Son & CO, Inc<br>24784 Network Place<br>Chicago, IL 60673-1247  |   | Supplier   |   | <b>\$141,175.73</b>                                       |
| Detroit Flex Defense<br>2921 Industrial Row<br>Troy, MI 48084  |   | Supplier   |   | <b>\$96,741.00</b>  |
| Engelbrecht Manufacturing<br>708 Damascus Street<br>Rosenburg, TX 77471  |   | Supplier   |   | <b>\$74,045.38</b>  |
| Curtis Steel<br>Dept. 574 P.O. Box 4346<br>Houston, TX 77210-4346  |   | Supplier   |   | <b>\$74,045.38</b>  |
| International Quality Advantage<br>35 Walker Avenue<br>Baltimore, MD 21208   |   | Supplier   |   | <b>\$66,858.74</b>  |
| Triple S Steel<br>P.O. Box 21119<br>Houston, TX 77226  |   | Supplier   |   | <b>\$65,640.34</b>  |
| Feeds & Seeds<br>P.O. Box 889<br>Fulshear, TX 77441  |   | Supplier   |   | <b>\$61,853.94</b>  |
| Horstman Special Products, Inc.<br>P.O. Box 1744<br>Slidell, LA 70459  |   | Supplier   |   | <b>\$49,385.69</b>  |



B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

IN RE: **Elite Precision Fabricators, Inc.**

Case No.

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 1*

| (1)  | (2)   | (3)  | (4)   | (5)   |
|--|---|--|---|---|
| Name of creditor and complete mailing address, including zip code                                | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured also state value of security] |
| Joseph T. Ryerson & Son<br>P.O. Box 731036<br>Dallas, TX 75373-1036                              |   | Supplier   |   | <b>\$42,707.63</b>  |
| Industrial Equipment/TCF<br>Equipment Finan<br>15933 Clayton Road suite 200<br>Ballwin, MO 63011 |   | Equipment Loan   |   | <b>\$428,717.70</b><br><b>Value: \$397,900.00</b>         |
| Toolpath, LLC<br>10486 Commerce Row Suite A<br>Montgomery, TX 77356                              |   | Supplier   |   | <b>\$30,740.00</b>  |
| Specialty Rolled Metals<br>P.O. Box 87694<br>Carol Stream, IL 60188                              |   | Supplier   |   | <b>\$30,294.81</b>  |
| Charles E. Gillman Company<br>907 E. Frontage Road<br>Rio Rico, AZ 85648                         |   | Supplier   |   | <b>\$29,800.30</b>  |
| Verhoff Machine<br>7300 CO. Road 18<br>Continental, OH 45831                                     |   | Supplier   |   | <b>\$28,879.04</b>  |
| Jyoti Americas, LLC<br>3575 Pollok Drive<br>Conroe, TX 77303                                     |   | Supplier   |   | <b>\$28,714.84</b>  |
| B & C Coating<br>14617 Heritage Drive<br>Magnolia, TX 77356-2166                                 |   | Supplier   |   | <b>\$28,415.33</b>  |
| Majestic Steel USA, Inc.<br>31099 Chagrin Blvd.<br>Cleveland, OH 44124                           |   | Supplier   |   | <b>\$25,231.60</b>  |
| Compass Bank<br>PO Box 830696<br>Birmingham, AL 35283  |   | Business Line of Credit  |   | <b>\$25,007.41</b>  |

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

IN RE: **Elite Precision Fabricators, Inc.**

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Continuation Sheet No. 2

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

Geary Pacific Supply #84  
921 W. Mayfield Road, Suite 128  
Arlington, TX 76015

Supplier

**\$24,088.00**

**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: 3/30/2014

Signature: /s/ Shannon Thornton  
**Shannon Thornton**  
**President**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

IN RE: **Elite Precision Fabricators, Inc.**

CASE NO

CHAPTER **11**

**VERIFICATION OF CREDITOR MATRIX**

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 3/30/2014 \_\_\_\_\_

Signature /s/ Shannon Thornton \_\_\_\_\_  
*Shannon Thornton*  
*President*

Date \_\_\_\_\_

Signature \_\_\_\_\_