

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

In re:	§	
	§	
MERCURY SIGNS & DISPLAY, LTD.	§	BANKRUPTCY NO. 16-30906-H4-11
	§	Chapter 11
Debtor	§	

DEBTOR'S DISCLOSURE STATEMENT

I. INTRODUCTION

This is the disclosure statement (the "Disclosure Statement") in the small business chapter 11 case of MERCURY SIGNS & DISPLAY, LTD. (the Debtor). This Disclosure Statement contains information about the Debtor and describes the Plan of Reorganization (the "Plan") filed by the Debtor. A full copy of the Plan is attached to this Disclosure Statement as Exhibit "A". *Your rights may be affected. You should read the Plan and this Disclosure Statement carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.*

The proposed distributions under the Plan are discussed in this Disclosure Statement.

A. Purpose of This Document

This Disclosure Statement describes:

- The Debtor and significant events during the bankruptcy case,
- How the Plan proposes to treat claims or equity interests of the type you hold (*i.e.*, what you will receive on your claim or equity interest if the plan is confirmed),
- Who can vote on or object to the Plan,
- What factors the Bankruptcy Court (the "Court") will consider when deciding whether to confirm the Plan,
- Why the Debtor believes the Plan is feasible, and how the treatment of your claim or equity interest under the Plan compares to what you would receive on your claim or equity interest in liquidation, and
- The effect of confirmation of the Plan.

Be sure to read the Plan as well as the Disclosure Statement. This Disclosure Statement describes the Plan, but it is the Plan itself that will, if confirmed, establish your rights.

B. Deadlines for Voting and Objecting; Date of Plan Confirmation Hearing

The Court has not yet confirmed the Plan described in this Disclosure Statement. This section describes the procedures pursuant to which the Plan will or will not be confirmed.

1. *Time and Place of the Hearing to Finally Approve This Disclosure Statement and Confirm the Plan*

The hearing at which the Court will determine whether to finally approve this Disclosure Statement and confirm the Plan will take place on December 15, 2016 at 10:00 a.m., in Courtroom 600 at the United States Courthouse, 515 Rusk Avenue, Houston, Texas 77002.

2. *Deadline for Voting to Accept or Reject the Plan*

If you are entitled to vote to accept or reject the plan, vote on the enclosed ballot and return the ballot by mail to counsel for the Debtor, Margaret M. McClure, Attorney at Law, 909 Fannin, Suite 3810, Houston, Texas 77010, by email to counsel, margaret@mmmclurelaw.com, or by facsimile to counsel, (713) 658-0334.

Your ballot must be received by _____, 2016 or it will not be counted.

3. *Deadline for Objecting to the Adequacy of Disclosure and Confirmation of the Plan*

Objections to this Disclosure Statement or to the confirmation of the Plan must be filed with the Court and served upon the Debtor and its counsel by _____, 2016

4. *Identity of Person to Contact for More Information*

If you want additional information about the Plan, you should contact Margaret M. McClure, Attorney at Law, 909 Fannin, Suite 3810, Houston, Texas 77010.

C. Disclaimer

The Court has conditionally approved this Disclosure Statement as containing adequate information to enable parties affected by the Plan to make an informed judgment about its terms.

The Court has not yet determined whether the Plan meets the legal requirements for confirmation, and the fact that the Court has approved this Disclosure Statement does not constitute an endorsement of the Plan by the Court, or a recommendation that it be accepted. The Court's approval of this Disclosure Statement is subject to final approval at the hearing on confirmation of the Plan. Objections to the adequacy of this Disclosure Statement may be filed until _____, 2016.

II. BACKGROUND

A. Description and History of the Debtor's Business

See the Debtor's Business Plan, which is attached as Exhibit "B" for a discussion of the description and history of the Debtor's business.

B. Management of the Debtor before and During the Bankruptcy

The Debtor is a partnership and its partners are Travis Hoffart and Ted Hoffart.

During the two years prior to the date on which the bankruptcy petition was filed, the partners were the same as they are presently. After the effective date of the order confirming the Plan, they will remain the same. Ms. Rubi Tiller, the general manager, may be invited to become a partnership shortly.

C. Events Leading to Chapter 11 Filing and Significant Events during the Bankruptcy Case

See the Debtor's Business Plan, which is attached as Exhibit "B" for a discussion of the events leading to the Chapter 11 filing and significant events during the bankruptcy case.

D. Absolute Priority Rule

The "absolute priority rule" is the rule that states that the holder of any claim or interest that is junior to the claims of an impaired unsecured class of creditors will not receive or retain under the plan on account of their junior claim or interest any property unless the allowed claims in the impaired unsecured class of creditors support the Plan. This Plan is paying the unsecured class a percentage of their claims. The Debtor believes that the unsecured class will support the plan and the absolute priority plan will not apply.

E. Projected Recovery of Avoidable Transfers and Lawsuits

The Debtor does not believe there are any preference actions or fraudulent transfer actions to pursue.

F. Claims Objections

Except to the extent that a claim is already allowed pursuant to a final non-appealable order, the Debtor reserves the right to object to claims. Therefore, even if your claim is allowed for voting purposes, you may not be entitled to a distribution if an objection to your claim is later upheld. The procedures for resolving disputed claims are set forth in the Plan. If necessary, objections to claims will be filed within 60 days after the Effective Date of the Plan.

III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS

A. What is the Purpose of the Plan of Reorganization?

As required by the Code, the Plan places claims and equity interests in various classes and describes the treatment each class will receive. The Plan also states whether each class of claims or equity interests is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

B. Unclassified Claims

Certain types of claims are automatically entitled to specific treatment under the Code. They are not considered impaired, and holders of such claims do not vote on the Plan. They may, however, object if, in their view, their treatment under the Plan does not comply with that required by the Code.

1. *Administrative Expenses*

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, unless a particular claimant agrees to a different treatment. The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

Margaret M. McClure – Ms. McClure holds a retainer in the amount of \$25,000.00. Ms. McClure is owed approximately \$35,000.

U.S. Trustee – fees will stay current until this case is closed.

2. *Priority Unsecured Tax Claims*

None

3. *Secured Claims*

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to set-off) to the extent allowed as secured claims under § 506 of the Code. If the value of the collateral or setoffs securing the creditor's claim is less than the amount of the creditor's allowed claim, the deficiency will be classified as a general unsecured claim. The following chart lists all classes containing Debtor's secured pre-petition claims and their proposed treatment under the Plan:

(3)(a) – Ad valorem Property Taxes

Spring Branch ISD – This claim is \$28,014.09. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11

U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$738.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

Aldine ISD – This claim is \$2,276.10. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$60.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

City of Houston – This claim is \$10,978.09. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$244.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

Harris County, et al. – This claim is \$27,022.72. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$601.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

Near Northwest Management District – This claim is \$358.92. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the

first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$8.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

3(b) – Taxing Authorities

Internal Revenue Service – This claim is \$307,052.39. It is to be paid in full with 3% interest in 120 months, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$2,965.00.

Texas Comptroller of Public Accounts – This claim is \$13,814.46. It is to be paid in full with 4% interest in 60 months from the petition date, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$321.00.

These claims are impaired

4. *Priority Unsecured Claims*

Priority Unsecured Claims are not secured by property of the estate but are entitled to priority under § 507(a) of the Code.

Internal Revenue Service – This claim is \$76,312.74. It is to be paid in full with 3% interest in 120 months, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$737.00.

Texas Workforce Commission – This claim is \$2,529.44. It is to be paid in full with 4% interest in 60 months from the petition date, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$57.00. Nothing in the Plan shall affect the Texas Comptroller of Public Accounts' setoff rights. Those rights are preserved under § 553 of the Bankruptcy Code.

These Claims are impaired

5. *General Unsecured Claims*

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code.

The General Unsecured Creditors will be paid 75% of their claims with no interest in monthly payments over 60 months with the first payment being due on the 15th day of the first month following 60 days after the Effective Date of the Plan.

6. *Insider Claims*

No insider will receive any distributions except their normal monthly salary. Messrs. Travis Hoffart and Ted Hoffart, who are the owners, will continue to receive their annual salary. Travis Hoffart receives \$66,300.00 annually and Ted Hoffart receives \$57,000.00 annually.

7. *Equity Interest Holders*

Equity interest holders are parties who hold an ownership interest (i.e., equity interest) in the Debtor. In a partnership, persons holding partnership interests in the partnership are equity interest holders. Messrs. Travis Hoffart and Ted Hoffart are the only equity interest holder in this case at this time.

A. **Means of Implementing the Plan**

1. *Source of Payments*

Payments and distributions under the Plan will be funded by ordinary business income. – As to a default under the plan, any creditor remedies allowed by 11 U.S.C. § 1112(b)(4)(N) shall be preserved to the extent otherwise available at law. In addition to any rights specifically provided to a claimant treated pursuant to this Plan, a failure by the Reorganized Debtor to make a payment to a creditor pursuant to the terms of this Plan shall be an event of default as to such payments if the payment is not cured within thirty (30) days after service of a written notice of default from such creditor, then such creditor may exercise any and all rights and remedies under applicable non-bankruptcy law to collect such claims or seek such relief as may be appropriate in the United States Bankruptcy Court.

2. *Post-confirmation Management*

The Post-Confirmation Management of the Debtor will be the same as before and during the bankruptcy proceeding, except Ms. Tiller may also become a partner.

3. *Disbursing Agent*

The Reorganized Debtor will be the disbursing agent under the plan.

B. **Executory Contracts and Unexpired Leases**

The Plan lists all executory contracts and unexpired leases that the Debtor will assume under the Plan. Assumption means that the Debtor has elected to continue to perform the obligations under such contracts and unexpired leases, and to cure defaults of the type that must be cured under the Code, if any.

If you object to the assumption of your unexpired lease or executory contract, the proposed cure of any defaults, or the adequacy of assurance of performance, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan, unless the Court has set an earlier time.

All executory contracts and unexpired leases that are not listed will be rejected under the Plan. Consult your adviser or attorney for more specific information about particular contracts or leases.

If you object to the rejection of your contract or lease, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan.

The Deadline for Filing a Proof of Claim Based on a Claim Arising from the Rejection of a Lease or Contract Is 60 days after the contract or lease is (or was by operation of law) rejected.

Any claim based on the rejection of a contract or lease will be disallowed or discharged if the proof of claim is (or was) not timely filed, unless the Court orders otherwise.

C. Tax Consequences of Plan

Creditors Concerned with How the Plan May Affect Their Tax Liability Should Consult with Their Own Accountants, Attorneys, And/Or Advisors. The Debtor believes that there will be no tax consequences of the Plan that will impact the Debtor.

IV. CONFIRMATION REQUIREMENTS AND PROCEDURES

To be confirmable, the Plan must meet the requirements listed in §§ 1129(a) or (b) of the Code. These include the requirements that: the Plan must be proposed in good faith; at least one impaired class of claims must accept the plan, without counting votes of insiders; the Plan must distribute to each creditor and equity interest holder at least as much as the creditor or equity interest holder would receive in a chapter 7 liquidation case, unless the creditor or equity interest holder votes to accept the Plan; and the Plan must be feasible. These requirements are not the only requirements listed in § 1129, and they are not the only requirements for confirmation.

A. Who May Vote or Object

Any party in interest may object to the confirmation of the Plan if the party believes that the requirements for confirmation are not met. Any insider's vote will not be counted.

Many parties in interest, however, are not entitled to vote to accept or reject the Plan. A creditor or equity interest holder has a right to vote for or against the Plan only if that creditor or equity interest holder has a claim or equity interest that is both (1) allowed or allowed for voting purposes and (2) impaired.

In this case, the Debtor believes that classes 3, 4 and 5 are impaired and that holders of claims in each of these classes are therefore entitled to vote to accept or reject the Plan. The Debtor believes that class 1 is unimpaired and that holders of claims in this class, therefore, do not have the right to vote to accept or reject the Plan.

1. *What Is an Allowed Claim or an Allowed Equity Interest?*

Only a creditor or equity interest holder with an allowed claim or an allowed equity interest has the right to vote on the Plan. Generally, a claim or equity interest is allowed if either (1) the Debtor has scheduled the claim on the Debtor's schedules, unless the claim has been scheduled as disputed, contingent, or unliquidated, or (2) the creditor has filed a proof of claim or equity interest, unless an objection has been filed to such proof of claim or equity interest. When a claim or equity interest is not allowed, the creditor or equity interest holder holding the claim or equity interest cannot vote unless the Court, after notice and hearing, either overrules the objection or allows the claim or equity interest for voting purposes pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure.

The deadline for filing a proof of claim in this case was July 5, 2016.

The deadline for filing objections to claims is 60 days after confirmation of the Plan.

2. *What Is an Impaired Claim or Impaired Equity Interest?*

As noted above, the holder of an allowed claim or equity interest has the right to vote only if it is in a class that is *impaired* under the Plan. As provided in § 1124 of the Code, a class is considered impaired if the Plan alters the legal, equitable, or contractual rights of the members of that class.

3. *Who is **Not** Entitled to Vote*

The holders of the following six types of claims and equity interests are *not* entitled to vote:

- holders of claims and equity interests that have been disallowed by an order of the Court;
- holders of other claims or equity interests that are not “allowed claims” or “allowed equity interests” (as discussed above), unless they have been “allowed” for voting purposes.
- holders of claims or equity interests in unimpaired classes;
- holders of claims entitled to priority pursuant to §§ 507(a)(2), (a)(3), and (a)(8) of the Code; and

- holders of claims or equity interests in classes that do not receive or retain any value under the Plan;
- holders of administrative claims.

Even If You Are Not Entitled to Vote on the Plan, You Have a Right to Object to the Confirmation of the Plan and to the Adequacy of the Disclosure Statement.

4. *Who Can Vote in More Than One Class*

A creditor whose claim has been allowed in part as a secured claim and in part as an unsecured claim, or who otherwise holds claims in multiple classes, is entitled to accept or reject a Plan in each capacity, and should cast one ballot for each claim.

B. Votes Necessary to Confirm the Plan

If impaired classes exist, the Court cannot confirm the Plan unless (1) at least one impaired class of creditors has accepted the Plan without counting the votes of any insiders within that class, and (2) all impaired classes have voted to accept the Plan, unless the Plan is eligible to be confirmed by a cram down on non-accepting classes, as discussed later in Section B.2.

1. *Votes Necessary for a Class to Accept the Plan*

A class of claims accepts the Plan if both of the following occur: (1) the holders of more than one-half (1/2) of the allowed claims in the class, who vote, cast their votes to accept the Plan, and (2) the holders of at least two-thirds (2/3) in dollar amount of the allowed claims in the class, who vote, cast their votes to accept the Plan.

A class of equity interests accepts the Plan if the holders of at least two-thirds (2/3) in amount of the allowed equity interests in the class, who vote, cast their votes to accept the Plan.

2. *Treatment of Non-Accepting Classes*

Even if one or more impaired classes reject the Plan, the Court may nonetheless confirm the Plan if the non-accepting classes are treated in the manner prescribed by § 1129(b) of the Code. A plan that binds non-accepting classes is commonly referred to as a cram down plan. The Code allows the Plan to bind non-accepting classes of claims or equity interests if it meets all the requirements for consensual confirmation except the voting requirements of § 1129(a)(8) of the Code, does not discriminate unfairly, and is fair and equitable toward each impaired class that has not voted to accept the Plan.

You should consult your own attorney if a cram down confirmation will affect your claim or equity interest, as the variations on this general rule are numerous and complex.

C. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such claim and equity interest holders would receive in a chapter 7 liquidation. The liquidation analysis is set out as Exhibit “C” hereto.

D. Feasibility

The Court must find that confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the Debtor or any successor to the Debtor, unless such liquidation or reorganization is proposed in the Plan.

Exhibit “D” is the schedules listing the assets of the Debtor, and Exhibit “E” is the schedules showing the liabilities of the Debtor.

E. Plan Default - In the event of any failure of the Reorganized Debtor to timely make its required plan payments to one or more of these creditors, they shall send notice of such default to the Reorganized Debtor. If the default is not cured within thirty (30) days of the date of such notice, the creditors may proceed to collect all amounts owed pursuant to state law without further recourse to the Bankruptcy Court

V. EFFECT OF CONFIRMATION OF PLAN

A. Discharge of Debtor

On the effective date of the Plan, the Debtor shall be discharged from any debt that arose before confirmation of the Plan, subject to the occurrence of the effective date, to the extent specified in § 1141(d)(1)(A) of the Code. However, the Debtor shall not be discharged from any debt imposed by the Plan. After the effective date of the Plan your claims against the Debtor will be limited to the debts imposed by the Plan.

B. Vesting of Property in the Reorganized Debtor. On the Effective Date, title to all assets and properties dealt with by the Plan shall vest in the Reorganized Debtor, free and clear of all Claims and Interests other than any contractual secured claims granted under any lending agreement, on the condition that the Reorganized Debtor complies with the terms of the Plan, including the making of all payments to creditors provided for in such Plan. If the Reorganized Debtor defaults in performing under the provisions of the Plan and this case is converted to a case under chapter 7, all property vested in the Reorganized Debtor and all subsequently acquired property owned as of or after the conversion date shall re-vest and constitute property of the bankruptcy estate in the converted case.

C. Modification of Plan

The Plan Proponent may modify the Plan at any time before confirmation of the Plan. However, the Court may require a new disclosure statement and/or re-voting on the Plan. The Plan Proponent may also seek to modify the Plan at any time after confirmation only if (1) the Plan has not been substantially consummated *and* (2) the Court authorizes the proposed modifications after notice and a hearing.

D. Final Decree

Once the estate has been fully administered, as provided in Rule 3022 of the Federal Rules of Bankruptcy Procedure, the Plan Proponent, or such other party as the Court shall designate in the Plan Confirmation Order, shall file a motion with the Court to obtain a final decree to close the case. Alternatively, the Court may enter such a final decree on its own motion.

Dated: October 31, 2016.

/s/ Margaret M. McClure

Margaret M. McClure, Attorney for Debtor

EXHIBIT A

United States Bankruptcy Court
Southern District of Texas

In re **MERCURY SIGNS & DISPLAY, LTD.**
Debtor

Case No. 15-33249-H4-11

DEBTOR'S PLAN OF REORGANIZATION

ARTICLE I

SUMMARY

This Plan of Reorganization (the "Plan") under chapter 11 of the Bankruptcy Code (the "Code") proposes to pay creditors of MERCURY SIGNS & DISPLAY, LTD. (the "Debtor") from cash flow from operations and future income. This Plan provides for a class of secured creditors, a class of unsecured priority claims; a class of general unsecured claims; and a class of equity security holders. Unsecured creditors holding allowed claims will receive distributions, which the proponent of this Plan has valued at 75 cents on the dollar. This Plan also provides for the payment of administrative and priority claims. All creditors and equity security holders should refer to the provisions of this Plan for information regarding the precise treatment of their claim. A disclosure statement that provides more detailed information regarding this Plan and the rights of creditors and equity security holders has been circulated with this Plan. **Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one. If you do not have an attorney, you may wish to consult one.**

ARTICLE II

CLASSIFICATION OF CLAIMS AND INTERESTS

1. *Administrative Expenses*

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, unless a particular claimant agrees to a different treatment. The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

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U.S. Trustee – fees will stay current until this case is closed.

2. *Priority Unsecured Tax Claims*

None

3. *Secured Claims*

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to set-off) to the extent allowed as secured claims under § 506 of the Code. If the value of the collateral or setoffs securing the creditor's claim is less than the amount of the creditor's allowed claim, the deficiency will be classified as a general unsecured claim. The following chart lists all classes containing Debtor's secured pre-petition claims and their proposed treatment under the Plan:

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City of Houston – This claim is \$10,978.09. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$244.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds,

whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

Harris County, et al. – This claim is \$27,022.72. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$601.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

Near Northwest Management District – This claim is \$358.92. It is to be paid in full pursuant to the requirements of the United States Bankruptcy Code or in 60 months if this creditor agrees, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. It will be paid the applicable non-bankruptcy rate of interest as provided under 11 U.S.C. 511. The estimated monthly payment (even though the plan is a stair step plan) is \$8.00. The monthly payment will be due and payable on the first day of the first month following 60 days after the effective date of the plan. This creditor shall retain all liens it currently holds, whether for pre-petition tax years or for the current tax year, on any property of the Debtor until it receives payment in full of all taxes, and interest owed to it under the provisions of this Plan, and its lien position shall not be diminished or primed by any Exit Financing approved by the Court in conjunction with the confirmation of this Plan.

3(b) – Taxing Authorities

Internal Revenue Service – This claim is \$307,052.39. It is to be paid in full with 3% interest in 120 months, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$2,965.00.

Texas Comptroller of Public Accounts – This claim is \$13,814.46. It is to be paid in full with 4% interest in 60 months from the petition date, with the first monthly payment being due and payable on the 1st day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$321.00.

These claims are impaired

4. *Priority Unsecured Claims*

Priority Unsecured Claims are not secured by property of the estate but are entitled to priority under § 507(a) of the Code.

Internal Revenue Service – This claim is \$76,312.74. It is to be paid in full with 3% interest in 120 months, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$737.00.

Texas Workforce Commission – This claim is \$2,529.44. It is to be paid in full with 4% interest in 60 months from the petition date, with the first monthly payment being due and payable on the 15th day of the 1st month following 60 days after the Effective Date of the Plan. The estimated monthly payment (even though the plan is a stair step plan) is \$57.00. Nothing in the Plan shall affect the Texas Comptroller of Public Accounts' setoff rights. Those rights are preserved under § 553 of the Bankruptcy Code.

These Claims are impaired

5. *General Unsecured Claims*

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code.

The General Unsecured Creditors will be paid 75% of their claims with no interest in monthly payments over 60 months with the first payment being due on the 15th day of the first month following 60 days after the Effective Date of the Plan. The monthly payments will be stair-stepped.

6. *Insider Claims*

No insider will receive any distributions except their normal monthly salary. Messrs. Travis Hoffart and Ted Hoffart, who are the owners, will continue to receive their annual salary. Travis Hoffart receives \$66,300.00 annually and Ted Hoffart receives \$57,000.00 annually.

ARTICLE III

ALLOWANCE AND DISALLOWANCE OF CLAIMS

Disputed Claim. A disputed claim is a claim that has not been allowed or disallowed by a final non-appealable order, and as to which either: (i) a proof of claim has been filed or deemed filed, and the Debtor or another party in interest has filed an objection; or (ii) no proof of claim has been filed, and the Debtor has scheduled such claim as disputed, contingent, or unliquidated.

Delay of Distribution on a Disputed Claim. No distribution will be made on account of a disputed claim unless such claim is allowed by a final non-appealable order.

Settlement of Disputed Claims. The Debtor will have the power and authority to settle and compromise a disputed claim with court approval and compliance with Rule 9019 of the Federal Rules of Bankruptcy Procedure.

Claim Objections. The Debtor shall have 60 days from the Effective Date of the Plan to file objections to claims.

Vesting of Property On the Effective Date, title to all assets and properties dealt with by the Plan shall vest in Reorganized Debtor, free and clear of all claims and interests other than any contractual secured claims granted under any lending agreement, on the condition that Reorganized Debtor complies with the terms of the Plan, including the making of all payments to creditors provided for in such Plan. If Reorganized Debtor defaults in performing under the provisions of this Plan and this case is converted to a case under chapter 7, all property vested in Reorganized Debtor and all subsequently acquired property owned as of or after the conversion date shall re-vest and constitute property of the bankruptcy estate in the converted case.

Default – Any creditor remedies allowed by 11 U.S.C. § 1112(b)(4)(N) shall be preserved to the extent otherwise available at law. In addition to any rights specifically provided to a claimant treated pursuant to this Plan, a failure by the Reorganized Debtor to make a payment to a creditor pursuant to the terms of this Plan shall be an event of default as to such payments if the payment is not cured within twenty-one (21) days after mailing written notice of default from such creditor to the Reorganized Debtor. If a Monthly Payment is not timely received by a creditor after the Debtor has already cured three untimely payments, the creditor may exercise any and all rights and remedies under applicable non-bankruptcy law to collect such claims or seek such relief as may be appropriate in the United States Bankruptcy Court.

ARTICLE IV

PROVISIONS FOR EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Assumed Executory Contracts and Unexpired Leases.

The Debtor assumes the following executory contracts and/or unexpired leases effective upon the “effective date of this Plan:” None. The Debtor will continue to work with its landlord regarding any delinquency in rental payments. The Debtor will be conclusively deemed to have rejected all executory contracts and/or unexpired leases not expressly assumed above, or before the date of the order confirming this Plan, upon the “effective date of this Plan.” A proof of a claim arising from the rejection of an executory contract or unexpired lease under this section must be filed no later than sixty (60) days after the date of the order confirming this Plan.

ARTICLE V

MEANS FOR IMPLEMENTATION OF THE PLAN

This Plan of Reorganization will be funded by the Reorganized Debtor through future cash receipts and income from the operations of the businesses. The current management, Messrs.

Travis Hoffart and Ted Hoffart will remain in control. Ms. Rubi Tiller is the general manager and may become a partner during the plan term.

ARTICLE VI

GENERAL PROVISIONS

Definitions and Rules of Construction. The definitions and rules of construction set forth in §§ 101 and 102 of the Code shall apply when terms defined or construed in the Code are used in this Plan.

Effective Date of Plan. The effective date of this Plan is the fifteenth business day following the date of the entry of the order of confirmation. But if a stay of the confirmation order is in effect on that date, the effective date will be the first business day after that date on which no stay of the confirmation order is in effect, provided that the confirmation order has not been vacated.

Severability. If any provision in this Plan is determined to be unenforceable, the determination will in no way limit or affect the enforceability and operative effect of any other provision of this Plan.

Binding Effect. The rights and obligations of any entity named or referred to in this Plan will be binding upon, and will inure to the benefit of the successors or assigns of such entity.

Captions. The headings contained in this Plan are for convenience of reference only and do not affect the meaning or interpretation of this Plan.

Controlling Effect. Unless a rule of law or procedure is supplied by federal law (including the Code or the Federal Rules of Bankruptcy Procedure), the laws of the State of Texas govern this Plan and any agreements, documents, and instruments executed in connection with this Plan, except as otherwise provided in this Plan.

Disputed Claims. All claims that were listed in the schedules as “disputed” required the filing of a proof of claim. If no proof of claim was timely filed, the claimant will not be paid under this Plan of Reorganization.

Late-Filed Claims. Any late-filed claims shall not be allowed claims, and shall not be paid under this Plan of Reorganization.

ARTICLE VII

DISCHARGE

On the confirmation date of this Plan, the debtor will be discharged from any debt that arose before confirmation of this Plan, subject to the occurrence of the effective date, to the extent specified in § 1141(d)(1)(A) of the Code, except that the Debtor will not be discharged of any debt: (i) imposed by this Plan; (ii) of a kind specified in § 1141(d)(6)(A) if a timely complaint was filed in accordance with Rule 4007(c) of the Federal Rules of Bankruptcy Procedure; or (iii) of a kind specified in § 1141(d)(6)(B).

Dated October 31, 2016.

/s/ Margaret M. McClure

Margaret M. McClure, Attorney for Debtor

EXHIBIT B



Mercury Signs & Display, Ltd.

Business Plan 2016

**12407 Sowden Rd.
Houston, Texas 77080**

OCTOBER 2016



Mercury Signs & Display, Ltd. Business Plan 2015

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Business Summary

Mercury Signs & Display, Ltd. is a leading graphics digital and screen printing company operating in Houston, Texas. The company has built a reputation for high quality products, and fast, turnkey service, in the local and national graphics markets.

Company History

Mercury Signs & Display, Ltd. was founded in 1959, by brothers Ted and Anton Hoffart. They opened a small sign shop in the Northwest area of Houston, Texas. Utilizing the screen printing process, they began supplying signage to Houston, and surrounding area markets, with a broad base of customers in every aspect of the business community.

The company began to grow steadily in 1988. The graphics market was expanding, and Mercury Sign & Display continued increasing its work force and equipment purchases. In 1992 the business moved to a new location for their main office, at 12407 Sowden Rd.

After converting to a limited partnership in 2001, Ted and Anton gifted their General and Limited partnership interest to their children, and have retired from the business. General Partnerships were gifted to Ted P. Hoffart, Jr. (50%), and Travis S. Hoffart (50%), to manage day-to-day operations, and continue the legacy of the business. Currently, there are 4 family members active in the business.

Ownership

The company operates as a Texas Limited Partnership. The company is owned by 13 Limited Partners, in addition to the 2 General Partners. The Interest in the company consist of two (2) ½% Interests being the General Partnership Interest, which controls the day-to-day operations of the business, and 99% Limited Partnership Interest, which are silent in the day-to-day operations.

Ted P. Hoffart, Jr. owns one (1) of the ½% GP Interest, and Travis S. Hoffart owns one (1) ½% GP Interest. Please see previously provided documents for the list of limited partners, and their respective ownership interest, as well as the Partnership Agreement.



Current Operations

All manufacturing is done at the company's leased Houston, Texas plant located at 12407 Sowden Rd., in Harris County. The facility is comprised of 35,600 square feet of metal buildings, with the majority of the building used as warehouse and print facilities. 93% of the facility is climate controlled. There is approximately 7,800 square feet of office space in the plant for general office and sales, pre-press areas, and digital printing areas.

Management believes the equipment and facilities can support its current niche products and capacity, but would like to increase their digital printing equipment, to remain efficient, and price competitive.

Management

The principal management of Mercury Signs consists of the two General Partners, as well as several long term Department Supervisors.

President:

Travis S. Hoffart, age 52 has been with the company since 1981. He has served in assorted capacities including Production Manager from 1984 through 1992, and Company President from 1992 through 2016.

Vice President:

Ted P. Hoffart, Jr., age 53 has been with the company since 1981. He has extensive experience in our industry, and has held different positions, including Large Format Print supervisor, Estimating supervisor, and Sales Manager.

General Manager

Rubi Tiller, age 34 has been employed with Mercury, since 2014. She has extensive experience in printing, POP products, and is focused on our sales effort, production, and efficiency. Her no-nonsense work habits have given the company great energy, and re-vitalization.

Production Manager

Juan Obregon, age 41 has been employed with the Mercury, since 1992. He has extensive experience in printing, finishing and fulfillment. He oversees all production efforts.



Employees

The Company has 16 full-time employees. Length of Service includes 2 years to 35 years. There are 5 Office/Sales personnel, and 11 Production personnel, as well as seasonal contract workers.

Market

Our company experienced year-over-year revenue increases from 1987 through 2000. This was due to the overall market expansion for our products, and the growth of the business internally. Manufacturing declines in 2000 yielded falling revenues through 2004. Housing market slow-downs caused declines from 2008 to 2011. The oil industry declines yielded revenue declines from 2014 to 2016. Our sales efforts have stabilized the revenues, and shown future success based on our aggressive marketing, and our customer service.

The main buyers of Mercury's products include retail store chains, advertising agencies, commercial print brokers, home builders, and original equipment manufacturers (OEMs). Our products are used for vibrant promotional signage and durable labels and markings. Examples include: 1) for-sale signs for residential homes, 2) a sign hanging in a chain restaurant window highlighting the most recent special, and, 3) a banner hanging in a large retail store advertising a sale.

Approximately 65% of revenues are attributed to the promotional products, and 35% to industrial products. Mercury expects to continually increase revenues by maintaining our position in the marketplace, as well as increasing market potential. We express our strong points to customers to prompt them to buy from us. This includes our quality, printing resolution and quick lead times on projects.

Regardless of our relatively small market share, we enjoy a significant reputation, due to our length of service in the market as well as our recognition for high quality products.

Products

Mercury Signs offers a broad line of graphics products. We are a direct manufacturer of retail in-store signage and displays, and outdoor durable graphics for many industrial uses.



Our niche market is the short to medium run printing of point of purchase (retail) graphics. The company uses the screen printing process to produce the majority of products, as well as cut vinyl and large format digital printing.

Business Development Plan & Marketing

Our company has experienced declining revenues for two years. We have attempted to draw new business through marketing, while maintaining our established clients through service. Cut-backs in operating cost have stabilized us to offset declining revenues.

With a weak oil industry, we have seen changing business climates for many existing customers. Plus many assorted trade printers/brokers, are not running the volume of previous years.

To offset the declines in overall activity we will continue to seek new contacts to sell our services. Our marketing efforts have included mailings to select industries. Also, phone soliciting to high potential industries has yielded good results. We were able to recently add a big retail chain of stores as a new client, and we continue to seek these types of retail accounts.

As revenues have declined, the company has attempted to cut all unnecessary expenditures. This includes payroll in all departments (to match the workload), as well as operational expenditure cutbacks. As our manufacturing process is historically a manually intense process, we have attempted to keep adequately skilled workers to keep quality in-line.

Mercury's Future

The U.S. economic outlook for a strong 2017 appears promising, and we are cautiously optimistic. We continue to look to cut costs wherever necessary, yet we remain well-poised to fulfill orders and handle related demand when the economy shows more strength.

The Chapter 11 re-organization will greatly strengthen both our balance sheet and overall corporate vitality by: 1) pay plans for pre-petition debt obligations, 2) allowing us to borrow at reasonable terms, and rates, for materials and equipment, 3) allow us to focus on meaningful sales and production efforts. Additionally, we have a piece of real estate which is on the market to sell. We have a motivated buyer who has a contract, and things are moving through the process. We expect to close the sale by years end, and this will give us additional cash flow, to fund new work.



In summary, the attached forecast is achievable, and Mercury is excited about the future. With expected economic growth as a backdrop, our inherent low cost operations, coupled with a new financial structure bodes well for our future. We are confident that our 57-year metro Houston legacy will prove sustainable for many years to come.

Financial Information & Projections

Please see attached financial forecasts which are part of this plan.

NOTE A—SUMMARY OF SIGNIFICANT FORECAST ASSUMPTIONS

This financial forecast presents, to the best of management's knowledge and belief, the Company's expected financial position and results of operations for the forecast period. Accordingly, the forecast reflects management's judgment as of September 2016, the date of this forecast, of the expected conditions and its expected course of action. The assumptions disclosed herein are those that management believes are significant to the forecast. There will usually be differences between the forecasted and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

Net Sales

Management developed the gross sales forecast by listing monthly revenues of the last five fiscal years. Monthly sales were then forecasted for the year ending December 31, 2015, from this average. Adjustments were made for planned and expected changes in sales efforts and the market. Sales are estimated at \$3,656,600 for 2017.

Sales returns and allowances on sales are forecasted at less than .2% of sales, the rate for 2015. These have been subtracted from sales in the forecast.

Cost of Sales

Printing costs are based on prior years' actual costs adjusted for anticipated changes.

Salaries are the most significant operating cost and account for approximately 21% of all operating expenses. Salaries were estimated by listing each employee



with his or her salary adjusted for increases planned for the year of the forecast. Additional employees planned for specific departments are provided for in the forecast.

Commissions have been estimated as a function of sales, using actual percentages for 2014 and 2015.

All other operating expenses are based on the prior year's amount and adjusted for known variations from changes in policies and plans.

General and Administrative Expenses

No significant variation from the prior year's expenses is anticipated.

NOTES:

Income Taxes

Mercury is a sub-chapter "S" corporation, and thus income tax obligations are passed through to the respective Limited Partners.

Revenue Recognition

Revenue from new sales is recognized upon delivery of products. The Company accrues for returns and allowances, based on a five-year historical moving average of actual experience.

Inventory

Inventory is stated at the lower of cost or market on a first-in, first-out method. Inventory consists mainly of work in progress, finished goods and raw paper & plastic substrates.

Property and Equipment

Depreciation expense is calculated by the straight-line method based on the following estimated useful lives:

Buildings and improvements	31.5–39 years
Printing machinery and equipment	5–7 years



Furniture and fixtures

5–7 years

Expenditures for maintenance and repairs are charged to expense as incurred.

	2017	
	January-17	February-17
Sales Income	\$ 222,816.91	\$ 227,718.89
Cost of Goods Sold	\$ 154,830.33	\$ 157,307.62
Contributions from Operations	\$ 67,986.58	\$ 70,411.27
Administrative Expense	\$ 54,890.00	\$ 55,109.56
Other Income- Expense	\$ 6,165.11	\$ 6,165.11
Net Income - Before Pay Plan Payments	\$ 6,931.47	\$ 9,136.59
Repayment of Pre-Petition Debt to Secured Creditors 25% of Net Income	\$ 1,733	\$ 1,733
Repayment of Pre-Petition Debt to Un-Secured Creditors 25% of Net Income	\$ 1,733	\$ 1,733
Repayment Total	\$ 3,465.73	\$ 3,465.73
Net Income - After Pay Plan Payments	\$ 3,465.73	\$ 5,670.86

March-17	April-17	May-17	June-17	July-17	August-17	September-17
\$ 232,728.70	\$ 237,848.73	\$ 243,081.41	\$ 248,429.20	\$ 253,894.64	\$ 259,480.32	\$ 265,188.89
\$ 159,824.54	\$ 162,381.73	\$ 164,979.84	\$ 167,619.52	\$ 170,301.43	\$ 173,026.25	\$ 175,794.67
\$ 72,904.16	\$ 75,467.00	\$ 78,101.57	\$ 80,809.68	\$ 83,593.21	\$ 86,454.07	\$ 89,394.22
\$ 55,330.00	\$ 55,551.32	\$ 55,773.52	\$ 55,996.62	\$ 56,220.60	\$ 56,445.49	\$ 56,671.27
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 11,409.05	\$ 13,750.57	\$ 16,162.93	\$ 18,647.95	\$ 21,207.49	\$ 23,843.47	\$ 26,557.83
\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961
\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961
\$ 4,568.30	\$ 5,704.53	\$ 6,875.28	\$ 8,081.46	\$ 9,323.97	\$ 10,603.75	\$ 11,921.73
\$ 6,840.75	\$ 8,046.04	\$ 9,287.64	\$ 10,566.48	\$ 11,883.52	\$ 13,239.72	\$ 14,636.10

			2018			
October-17	November-17	December-17	January-18	February-18	March-18	April-18
\$ 271,023.04	\$ 276,985.55	\$ 283,079.23	\$ 222,816.91	\$ 227,718.89	\$ 232,728.70	\$ 237,848.73
\$ 178,607.39	\$ 181,465.10	\$ 184,368.55	\$ 154,830.33	\$ 157,307.62	\$ 159,824.54	\$ 162,381.73
\$ 92,415.66	\$ 95,520.45	\$ 98,710.69	\$ 67,986.58	\$ 70,411.27	\$ 72,904.16	\$ 75,467.00
\$ 56,897.95	\$ 57,125.55	\$ 57,354.05	\$ 54,890.00	\$ 55,109.56	\$ 55,330.00	\$ 55,551.32
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 29,352.59	\$ 32,229.79	\$ 35,191.52	\$ 6,931.47	\$ 9,136.59	\$ 11,409.05	\$ 13,750.57
\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284	\$ 2,852
\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284	\$ 2,852
\$ 13,278.92	\$ 14,676.29	\$ 16,114.89	\$ 3,465.73	\$ 3,465.73	\$ 4,568.30	\$ 5,704.53
\$ 16,073.67	\$ 17,553.49	\$ 19,076.63	\$ 3,465.73	\$ 5,670.86	\$ 6,840.75	\$ 8,046.04

May-18	June-18	July-18	August-18	September-18	October-18	November-18
\$ 243,081.41	\$ 248,429.20	\$ 253,894.64	\$ 259,480.32	\$ 265,188.89	\$ 271,023.04	\$ 276,985.55
\$ 164,979.84	\$ 167,619.52	\$ 170,301.43	\$ 173,026.25	\$ 175,794.67	\$ 178,607.39	\$ 181,465.10
\$ 78,101.57	\$ 80,809.68	\$ 83,593.21	\$ 86,454.07	\$ 89,394.22	\$ 92,415.66	\$ 95,520.45
\$ 55,773.52	\$ 55,996.62	\$ 56,220.60	\$ 56,445.49	\$ 56,671.27	\$ 56,897.95	\$ 57,125.55
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 16,162.93	\$ 18,647.95	\$ 21,207.49	\$ 23,843.47	\$ 26,557.83	\$ 29,352.59	\$ 32,229.79
\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639	\$ 7,338
\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639	\$ 7,338
\$ 6,875.28	\$ 8,081.46	\$ 9,323.97	\$ 10,603.75	\$ 11,921.73	\$ 13,278.92	\$ 14,676.29
\$ 9,287.64	\$ 10,566.48	\$ 11,883.52	\$ 13,239.72	\$ 14,636.10	\$ 16,073.67	\$ 17,553.49

2019

December-18	January-19	February-19	March-19	April-19	May-19	June-19
\$ 283,079.23	\$ 222,816.91	\$ 227,718.89	\$ 232,728.70	\$ 237,848.73	\$ 243,081.41	\$ 248,429.20
\$ 184,368.55	\$ 154,830.33	\$ 157,307.62	\$ 159,824.54	\$ 162,381.73	\$ 164,979.84	\$ 167,619.52
\$ 98,710.69	\$ 67,986.58	\$ 70,411.27	\$ 72,904.16	\$ 75,467.00	\$ 78,101.57	\$ 80,809.68
\$ 57,354.05	\$ 54,890.00	\$ 55,109.56	\$ 55,330.00	\$ 55,551.32	\$ 55,773.52	\$ 55,996.62
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 35,191.52	\$ 6,931.47	\$ 9,136.59	\$ 11,409.05	\$ 13,750.57	\$ 16,162.93	\$ 18,647.95
\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041
\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041
\$ 16,114.89	\$ 3,465.73	\$ 3,465.73	\$ 4,568.30	\$ 5,704.53	\$ 6,875.28	\$ 8,081.46
\$ 19,076.63	\$ 3,465.73	\$ 5,670.86	\$ 6,840.75	\$ 8,046.04	\$ 9,287.64	\$ 10,566.48

						2020
July-19	August-19	September-19	October-19	November-19	December-19	January-20
\$ 253,894.64	\$ 259,480.32	\$ 265,188.89	\$ 271,023.04	\$ 276,985.55	\$ 283,079.23	\$ 222,816.91
\$ 170,301.43	\$ 173,026.25	\$ 175,794.67	\$ 178,607.39	\$ 181,465.10	\$ 184,368.55	\$ 154,830.33
\$ 83,593.21	\$ 86,454.07	\$ 89,394.22	\$ 92,415.66	\$ 95,520.45	\$ 98,710.69	\$ 67,986.58
\$ 56,220.60	\$ 56,445.49	\$ 56,671.27	\$ 56,897.95	\$ 57,125.55	\$ 57,354.05	\$ 54,890.00
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 21,207.49	\$ 23,843.47	\$ 26,557.83	\$ 29,352.59	\$ 32,229.79	\$ 35,191.52	\$ 6,931.47
\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733
\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733
\$ 9,323.97	\$ 10,603.75	\$ 11,921.73	\$ 13,278.92	\$ 14,676.29	\$ 16,114.89	\$ 3,465.73
\$ 11,883.52	\$ 13,239.72	\$ 14,636.10	\$ 16,073.67	\$ 17,553.49	\$ 19,076.63	\$ 3,465.73

February-20	March-20	April-20	May-20	June-20	July-20	August-20
\$ 227,718.89	\$ 232,728.70	\$ 237,848.73	\$ 243,081.41	\$ 248,429.20	\$ 253,894.64	\$ 259,480.32
\$ 157,307.62	\$ 159,824.54	\$ 162,381.73	\$ 164,979.84	\$ 167,619.52	\$ 170,301.43	\$ 173,026.25
\$ 70,411.27	\$ 72,904.16	\$ 75,467.00	\$ 78,101.57	\$ 80,809.68	\$ 83,593.21	\$ 86,454.07
\$ 55,109.56	\$ 55,330.00	\$ 55,551.32	\$ 55,773.52	\$ 55,996.62	\$ 56,220.60	\$ 56,445.49
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 9,136.59	\$ 11,409.05	\$ 13,750.57	\$ 16,162.93	\$ 18,647.95	\$ 21,207.49	\$ 23,843.47
\$ 1,733	\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302
\$ 1,733	\$ 2,284	\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302
\$ 3,465.73	\$ 4,568.30	\$ 5,704.53	\$ 6,875.28	\$ 8,081.46	\$ 9,323.97	\$ 10,603.75
\$ 5,670.86	\$ 6,840.75	\$ 8,046.04	\$ 9,287.64	\$ 10,566.48	\$ 11,883.52	\$ 13,239.72

				2021		
September-20	October-20	November-20	December-20	January-21	February-21	March-21
\$ 265,188.89	\$ 271,023.04	\$ 276,985.55	\$ 283,079.23	\$ 222,816.91	\$ 227,718.89	\$ 232,728.70
\$ 175,794.67	\$ 178,607.39	\$ 181,465.10	\$ 184,368.55	\$ 154,830.33	\$ 157,307.62	\$ 159,824.54
\$ 89,394.22	\$ 92,415.66	\$ 95,520.45	\$ 98,710.69	\$ 67,986.58	\$ 70,411.27	\$ 72,904.16
\$ 56,671.27	\$ 56,897.95	\$ 57,125.55	\$ 57,354.05	\$ 54,890.00	\$ 55,109.56	\$ 55,330.00
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 26,557.83	\$ 29,352.59	\$ 32,229.79	\$ 35,191.52	\$ 6,931.47	\$ 9,136.59	\$ 11,409.05
\$ 5,961	\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284
\$ 5,961	\$ 6,639	\$ 7,338	\$ 8,057	\$ 1,733	\$ 1,733	\$ 2,284
\$ 11,921.73	\$ 13,278.92	\$ 14,676.29	\$ 16,114.89	\$ 3,465.73	\$ 3,465.73	\$ 4,568.30
\$ 14,636.10	\$ 16,073.67	\$ 17,553.49	\$ 19,076.63	\$ 3,465.73	\$ 5,670.86	\$ 6,840.75

April-21	May-21	June-21	July-21	August-21	September-21	October-21
\$ 237,848.73	\$ 243,081.41	\$ 248,429.20	\$ 253,894.64	\$ 259,480.32	\$ 265,188.89	\$ 271,023.04
\$ 162,381.73	\$ 164,979.84	\$ 167,619.52	\$ 170,301.43	\$ 173,026.25	\$ 175,794.67	\$ 178,607.39
\$ 75,467.00	\$ 78,101.57	\$ 80,809.68	\$ 83,593.21	\$ 86,454.07	\$ 89,394.22	\$ 92,415.66
\$ 55,551.32	\$ 55,773.52	\$ 55,996.62	\$ 56,220.60	\$ 56,445.49	\$ 56,671.27	\$ 56,897.95
\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11	\$ 6,165.11
\$ 13,750.57	\$ 16,162.93	\$ 18,647.95	\$ 21,207.49	\$ 23,843.47	\$ 26,557.83	\$ 29,352.59
\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639
\$ 2,852	\$ 3,438	\$ 4,041	\$ 4,662	\$ 5,302	\$ 5,961	\$ 6,639
\$ 5,704.53	\$ 6,875.28	\$ 8,081.46	\$ 9,323.97	\$ 10,603.75	\$ 11,921.73	\$ 13,278.92
\$ 8,046.04	\$ 9,287.64	\$ 10,566.48	\$ 11,883.52	\$ 13,239.72	\$ 14,636.10	\$ 16,073.67

November-21	December-21
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\$ 276,985.55	\$ 283,079.23
---------------	---------------

\$ 181,465.10	\$ 184,368.55
---------------	---------------

\$ 95,520.45	\$ 98,710.69
---------------------	---------------------

\$ 57,125.55	\$ 57,354.05
--------------	--------------

\$ 6,165.11	\$ 6,165.11
-------------	-------------

\$ 32,229.79	\$ 35,191.52
---------------------	---------------------

\$ 7,338	\$ 8,057
----------	----------

\$ 7,338	\$ 8,057
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 \$ 14,676.29 	 \$ 16,114.89
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 \$ 17,553.49 	 \$ 19,076.63
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EXHIBIT C

MERCURY SIGNS & DISPLAY, LTD.

CASE NO. 16-30906-H4-11

CHAPTER 11 LIQUIDATION ANALYSIS

NON-EXEMPT ASSETS

	<u>Market Value</u>
Digital Printer XR-640	Unknown
Inventory/Raw Materials/Work in Progress	207,625.00
Accounts Receivable	181,140.00
4 Lots 6422-26B, Deihl, Houston, TX - (Paid For)	168,000.00
Key Man Insurance Policy on founder Ted Hoffart, Sr. - Death Benefit	0.00
Business Machinery/Fixtures/Equipment/Supplies	82,000.00
Security Deposit with Landlord, Prospect Gardens II Texas, LLC (Approx)	25,000.00
Checking Account (Operating) - Comerica Bank - account no. ...5426	15,284.72
Office Equipment, Furnishings and Supplies	15,137.00
Checking Account (Payroll) - Comerica Bank - account no. ...5434	2,770.92
TOTAL	\$ 696,957.64

CREDITORS

	<u>Amount</u>
Claim <u>Administrative Claims</u>	
12	Texas Workforce Commission
	2,347.95
TOTAL	\$ 2,347.95
Claim <u>Secured Claims</u>	
1	Internal Revenue Service
	307,052.39
3	Spring Branch ISD
	28,014.09
5	Harris County et al
	27,022.72
7	Texas Comptroller of Public Accounts
	13,814.46
14	City of Houston
	10,978.09
16	Aldine ISD
	2,276.10
	Near Northwest Management District
	358.92
TOTAL	\$ 389,516.77
Claim <u>Priority Claims</u>	
6	Internal Revenue Service
	76,312.74
13	Texas Workforce Commission
	2,529.44
TOTAL	\$ 78,842.18

Net Available to General Unsecured Claims	\$ 226,250.74
--	----------------------

	<u>Amount</u>
Claim <u>General Unsecured Claims</u>	
6	Flexcon Company, Inc.
	16,146.87
9	Herman Investment Company
	62,220.55
15	Jim Wicker
	43,400.00
	K&R Plastics
	37,475.01
	Allied Plastics Supply, LLC
	30,707.00
11	Brunswick Press, Inc.
	28,528.44
10	Panel Processing, Inc.
	22,331.19
	AGFA/Pitmad - Charrette
	19,513.07
	Mass Mutual/U.S. Department of Labor/M. Sallusti
	16,473.38
	Graphic Solutions Group, Inc.
	12,751.52
8	American Express Bank, FSB
	12,671.64
	JPMorgan Chase Bank, N.A. - Small Business
	11,820.00
	LabelTech Products
	10,665.71
4	Uline Shipping Supplies
	9,981.74
	Communikay Graphics
	8,764.00
	JPMorgan Chase Bank, N.A. - Line of Credit
	8,133.63
	Thomas Print Workshop/VCI Group
	7,607.36
	Hub Trucker, Inc.
	4,385.00
	SemaSys
	4,360.00
	Janitor's Warehouse
	2,901.51
	Loren D. Stark Company
	2,765.00
	Dudley L. Veal, III
	1,647.64
	City of Houston Water Department
	842.93
	Zimmerman, Axelrad, Meyer, Stern & Wise
	840.60
TOTAL	\$ 376,933.79

PERCENTAGE RECEIVED IN CHAPTER 7 LIQUIDATION

60.02%

EXHIBIT D

Fill in this information to identify the case:

Debtor name Mercury Signs & Display, Ltd.

United States Bankruptcy Court for the: Southern District of Texas

Case number (if known): _____

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

\$ 0.00

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. Chase Bank	Checking	9 8 6 5	\$ -55,956.92
3.2. Chase Bank	Payroll	7 4 3 0	\$ -17,919.79

4. Other cash equivalents (Identify all)

4.1. _____ \$ _____

4.2. _____ \$ _____

5. Total of Part 1

\$ -73,876.71

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit	
7.1. Security deposit with landlord, Prospect Gardens II Texas, LLC (Approx)	\$ 25,000.00
7.2. _____	\$ _____

Debtor Mercury Signs & Display, Ltd. Case number (if known) _____
 Name

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. _____ \$ _____
 8.2. _____ \$ _____

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$ 25,000.00

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

11a. 90 days old or less:	<u>\$181,140.00</u>	-	<u>\$0.00</u>	= →	<u>\$ 181,140.00</u>
	face amount		doubtful or uncollectible accounts			
11b. Over 90 days old:	<u>\$0.00</u>	-	<u>\$0.00</u>	= →	<u>\$ 0.00</u>
	face amount		doubtful or uncollectible accounts			

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 181,140.00

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes. Fill in the information below.

Valuation method used for current value

Current value of debtor's interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1. _____ \$ _____
 14.2. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:	% of ownership:		
15.1. _____	_____ %	_____	\$ _____
15.2. _____	_____ %	_____	\$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1. _____ \$ _____
 16.2. _____ \$ _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ _____

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
 Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials Inventory/Raw Materials/Work in Progress	12/31/2014 MM / DD / YYYY	\$ _____	_____	\$ 320,390.13
20. Work in progress _____	_____ MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale _____	_____ MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies _____	_____ MM / DD / YYYY	\$ _____	_____	\$ _____
23. Total of Part 5 Add lines 19 through 22. Copy the total to line 84.				\$ 320,390.13

24. Is any of the property listed in Part 5 perishable?

- No
 Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No
 Yes. Book value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
 Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested _____	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish _____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles) _____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed _____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6 _____	\$ _____	_____	\$ _____

Debtor Mercury Signs & Display, Ltd. Name Case number (if known) _____

33. **Total of Part 6.**

Add lines 28 through 32. Copy the total to line 85.

\$ _____

34. **Is the debtor a member of an agricultural cooperative?**

- No
- Yes. Is any of the debtor's property stored at the cooperative?
 - No
 - Yes

35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- No
- Yes. Book value \$ _____ Valuation method _____ Current value \$ _____

36. **Is a depreciation schedule available for any of the property listed in Part 6?**

- No
- Yes

37. **Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- No
- Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- No. Go to Part 8.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture Office Equipment, Furnishings and Supplies	\$ _____	_____	\$ 15,137.00
40. Office fixtures _____	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software Digital Printer XR-640 (Value Unknown)	\$ _____	_____	\$ 0.00
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$ 15,137.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- No
- Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- No
- Yes

Debtor Mercury Signs & Display, Ltd. Name Case number (if known) _____

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	---	------------------------------------

47. **Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____

49. **Aircraft and accessories**

49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

<u>Business Machinery/Fixtures/Equipment/Supplies</u>	\$ _____	_____	\$ <u>82,000.00</u>
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51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$ <u>82,000.00</u>

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- No
- Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- No
- Yes

Part 9: Real property

54. Does the debtor own or lease any real property?
 No. Go to Part 10.
 Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 4 Lots 6422-26B, Deihl, Houston-Paid for		\$ _____	_____	\$ 168,000.00
55.2 _____		\$ _____	_____	\$ _____
55.3 _____		\$ _____	_____	\$ _____
55.4 _____		\$ _____	_____	\$ _____
55.5 _____		\$ _____	_____	\$ _____
55.6 _____		\$ _____	_____	\$ _____

56. Total of Part 9.
 Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 168,000.00

57. Is a depreciation schedule available for any of the property listed in Part 9?
 No
 Yes
58. Has any of the property listed in Part 9 been appraised by a professional within the last year?
 No
 Yes

Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?
 No. Go to Part 11.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets	\$ _____	_____	\$ _____
61. Internet domain names and websites	\$ _____	_____	\$ _____
62. Licenses, franchises, and royalties	\$ _____	_____	\$ _____
63. Customer lists, mailing lists, or other compilations	\$ _____	_____	\$ _____
64. Other intangibles, or intellectual property	\$ _____	_____	\$ _____
65. Goodwill	\$ _____	_____	\$ _____

66. Total of Part 10.
 Add lines 60 through 65. Copy the total to line 89.

\$ _____

Debtor Mercury Signs & Display, Ltd. Case number (if known) _____
 Name

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?
 No
 Yes
68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?
 No
 Yes
69. Has any of the property listed in Part 10 been appraised by a professional within the last year?
 No
 Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
 Include all interests in executory contracts and unexpired leases not previously reported on this form.
 No. Go to Part 12.
 Yes. Fill in the information below.

	= →	Current value of debtor's interest
71. Notes receivable Description (include name of obligor) _____	-	\$ _____
Total face amount		
doubtful or uncollectible amount		

72. **Tax refunds and unused net operating losses (NOLs)**
 Description (for example, federal, state, local)
 _____ Tax year _____ \$ _____
 _____ Tax year _____ \$ _____
 _____ Tax year _____ \$ _____

73. **Interests in insurance policies or annuities**
 _____ \$ _____

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**
 _____ \$ _____
Nature of claim _____
Amount requested \$ _____

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**
Key Man Insurance Policy on founder Ted Hoffart, Sr. \$ 100,000.00
Nature of claim Death Benefit
Amount requested \$ _____

76. **Trusts, equitable or future interests in property**
 _____ \$ _____

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*
 _____ \$ _____
 _____ \$ _____

78. **Total of Part 11.**
 Add lines 71 through 77. Copy the total to line 90.
\$ 100,000.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?
 No
 Yes

Debtor

Mercury Signs & Display, Ltd.
Name

Case number (if known)

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ <u>-73,876.71</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ <u>25,000.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ <u>181,140.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ <u>0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ <u>320,390.13</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ <u>0.00</u>	
86. Office furniture, fixtures, and equipment, and collectibles. <i>Copy line 43, Part 7.</i>	\$ <u>15,137.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ <u>82,000.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> →		\$ <u>168,000.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ <u>0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ <u>100,000.00</u>	
91. Total. Add lines 80 through 90 for each column. 91a.	\$ <u>649,790.42</u>	+ 91b. \$ <u>168,000.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ <u>817,790.42</u>

Fill in this information to identify the case:

Debtor name Mercury Signs & Display, Ltd.
 United States Bankruptcy Court for the: Southern District of Texas
 Case number (if known): _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

		Column A Amount of claim <small>Do not deduct the value of collateral.</small>	Column B Value of collateral that supports this claim
2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.			
2.1	<p>Creditor's name <u>Aldine ISD (Susan Fuertes)</u></p> <p>Creditor's mailing address <u>14910 Aldine-Westfield Road</u> <u>Houston, TX 77032</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority. <u>1:Aldine ISD (Susan Fuertes);</u> <u>2:Spring Branch ISD (Owen Sonik)</u></p>	<p>Describe debtor's property that is subject to a lien <u>Ad valorem taxes</u></p> <p>Describe the lien _____</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>\$ 3,719.00</u></p> <p><u>\$ Unknown</u></p>
2.2	<p>Creditor's name <u>Harris County, et al (John Dillman)</u></p> <p>Creditor's mailing address <u>P.O. Box 3064</u> <u>Houston, TX 77253-3064</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p>Describe debtor's property that is subject to a lien <u>Property taxes owed on 6 current invoices</u></p> <p>Describe the lien _____</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>\$ 28,790.77</u></p> <p><u>\$ Unknown</u></p>
3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.		<u>\$ 190,040.42</u>	

EXHIBIT E

Fill in this information to identify the case:

Debtor name Mercury Signs & Display, Ltd.
 United States Bankruptcy Court for the: Southern District of Texas
 Case number (if known): _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
<p>2.1 Creditor's name <u>Aldine ISD (Susan Fuertes)</u></p> <p>Creditor's mailing address <u>14910 Aldine-Westfield Road</u> <u>Houston, TX 77032</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority. <u>1:Aldine ISD (Susan Fuertes);</u> <u>2:Spring Branch ISD (Owen Sonik)</u></p>	<p>Describe debtor's property that is subject to a lien <u>Ad valorem taxes</u></p> <p>Describe the lien _____</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p>\$ <u>3,719.00</u></p>	<p>\$ <u>Unknown</u></p>
<p>2.2 Creditor's name <u>Harris County, et al (John Dillman)</u></p> <p>Creditor's mailing address <u>P.O. Box 3064</u> <u>Houston, TX 77253-3064</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p>Describe debtor's property that is subject to a lien <u>Property taxes owed on 6 current invoices</u></p> <p>Describe the lien _____</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p>\$ <u>28,790.77</u></p>	<p>\$ <u>Unknown</u></p>
<p>3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.</p>		<p>\$ <u>190,040.42</u></p>	

Part 1: Additional Page

	Column A Amount of claim <small>Do not deduct the value of collateral.</small>	Column B Value of collateral that supports this claim
--	--	--

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.3 Creditor's name Harris County, et al (John Dillman) Describe debtor's property that is subject to a lien Property taxes owed on 4 invoices that are paid to Linebarger Goggan Blair & Sampson \$ 3,039.73 \$ Unknown

Creditor's mailing address P.O. Box 3064
Houston, TX 77253-3064

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines _____

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

2.4 Creditor's name Jim Wicker Loan Describe debtor's property that is subject to a lien Digital Printer XR-640 - Security Agreement \$ 43,400.00 \$ Unknown

Creditor's mailing address 859 W. 41st Street
Houston, TX 77018

Creditor's email address, if known _____

Date debt was incurred 12/2015

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines _____

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Part 1: Additional Page

Column A	Column B
Amount of claim	Value of collateral that supports this claim
Do not deduct the value of collateral.	

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.5 Creditor's name Prospect Gardens II Texas, LLC Describe debtor's property that is subject to a lien Business space lease by Debtor from Prudential Realty \$ 79,455.11 \$ 0.00

Creditor's mailing address 3700 S. Water Street, Suite 100
Pittsburgh, PA 15203-2366

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines _____

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

2.6 Creditor's name Spring Branch ISD (Owen Sonik) Describe debtor's property that is subject to a lien Ad valorem taxes \$ 30,382.81 \$ Unknown

Creditor's mailing address 1235 North Loop West, Suite 600
Houston, TX 77008-1772

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number 0 0 8 0

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines 2.1

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Part 1: Additional Page

	Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
--	---	--

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.7 Creditor's name Spring Branch Management District Describe debtor's property that is subject to a lien Property taxes \$ 1,253.00 \$ Unknown

Creditor's mailing address _____
9610 Long Point, Suite 100
Houston, TX 77055

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number 0 0 8 0

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines _____

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

2.8 Creditor's name _____ Describe debtor's property that is subject to a lien _____ \$ _____ \$ _____

Creditor's mailing address _____

Creditor's email address, if known _____

Date debt was incurred _____

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?
 No
 Yes. Have you already specified the relative priority?
 No. Specify each creditor, including this creditor, and its relative priority.

 Yes. The relative priority of creditors is specified on lines _____

Describe the lien _____

Is the creditor an insider or related party?
 No
 Yes

Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Debtor Mercury Signs & Display, Ltd.
Name

Case number (if known) _____

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Aldine ISD - Tax Office 14909 Aldine-Westfield Houston, TX 77032-3099	Line 2. <u>1</u>	____
Harris County, et al P.O. Box 4622 Houston, TX 77210	Line 2. <u>2</u>	____
Harris County, et al P.O. Box 4622 Houston, TX 77210	Line 2. <u>3</u>	____
Spring Branch ISD 8800 Westview Houston, TX 77055	Line 2. <u>6</u>	<u>0 0 8 0</u>
Spring Branch ISD P.O. Box 19037 Houston, TX 77224-9037	Line 2. <u>6</u>	<u>0 0 8 0</u>
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____ _____	Line 2. ____	____
_____ _____	Line 2. ____	____

Fill in this information to identify the case:

Debtor Mercury Signs & Display, Ltd.
 United States Bankruptcy Court for the: Southern District of Texas
 Case number _____
 (If known)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
<p>2.1 Priority creditor's name and mailing address</p> <p>Internal Revenue Service</p> <p><u>P.O. Box 7346</u></p> <p><u>Philadelphia, PA 19101-7346</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)</p>	<p>As of the petition filing date, the claim is: <u>\$313,087.00</u></p> <p><i>Check all that apply.</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <p>Basis for the claim: <u>Taxes owed</u></p> <p>Is the claim subject to offset?</p> <ul style="list-style-type: none"> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes 	<p><u>\$313,087.00</u></p>

<p>2.2 Priority creditor's name and mailing address</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)</p>	<p>As of the petition filing date, the claim is: \$ _____ \$ _____</p> <p><i>Check all that apply.</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?</p> <ul style="list-style-type: none"> <input type="checkbox"/> No <input type="checkbox"/> Yes 	
---	---	--

<p>2.3 Priority creditor's name and mailing address</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)</p>	<p>As of the petition filing date, the claim is: \$ _____ \$ _____</p> <p><i>Check all that apply.</i></p> <ul style="list-style-type: none"> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?</p> <ul style="list-style-type: none"> <input type="checkbox"/> No <input type="checkbox"/> Yes 	
---	---	--

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 4 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 19,513.07
 AGFA/Pitman - Charrette *Check all that apply.*
 P.O. Box 2123 Contingent
 Carol Stream, IL 60132-2123 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.2 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 30,707.00
 Allied Plastics Supply, LLC *Check all that apply.*
 4510 W. 34th St. Contingent
 Houston, TX 77093, Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.3 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 12,671.69
 American Express *Check all that apply.*
 P.O. Box 650448 Contingent
 Dallas, Texas 75265 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.4 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 25,896.40
 Brunswick Press, Inc. *Check all that apply.*
 9430 Baythorne Drive Contingent
 Houston, TX 77041-7797 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.5 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 842.93
 City of Houston Water Department *Check all that apply.*
 P.O. Box 1560 Contingent
 Houston, TX 77251 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.6 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 8,764.00
 Communikay Graphics *Check all that apply.*
 1900 Hwy 35 Bypass Contingent
 Alvin, TX 77511 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.7	<p>Nonpriority creditor's name and mailing address Dudley L. Veal, III 9502 Oxted Lane Spring, TX 77379</p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ 1,647.64</p>
3.8	<p>Nonpriority creditor's name and mailing address FLEXcon Company, Inc. 1 FLEXcon Industrial Park Spencer, MA 01562-2642</p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ 16,146.97</p>
3.9	<p>Nonpriority creditor's name and mailing address Graphic Solutions Group, Inc. P.O. Box 671261 Dallas, TX 75267-1261</p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ 12,751.52</p>
3.10	<p>Nonpriority creditor's name and mailing address Hub Trucker, Inc. 315 Freeport Street, Suite B Houston, TX 77015</p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ 4,385.00</p>
3.11	<p>Nonpriority creditor's name and mailing address Janitor's Warehouse P.O. Box 431809 Houston, TX 77243-1809</p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ 2,901.51</p>

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.12 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 8,133.63
 JPMorgan Chase Bank, N.A. *Check all that apply.*
 KY1-2514, P.O. Box 33035 Contingent
 Louisville, KY 40232 Unliquidated
 Disputed
 Liquidated and neither contingent nor
 disputed
Basis for the claim: Credit Card - Line of Credit
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.13 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 11,820.00
 JPMorgan Chase Bank, NA (Small Bus) *Check all that apply.*
 P.O. Box 33035 Contingent
 Louisville, KY 40232-9891 Unliquidated
 Disputed
Basis for the claim: Credit Card
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.14 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 37,475.01
 K&R Plastics *Check all that apply.*
 10808 Hwy. 290 West Contingent
 Austin, TX 78736 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.15 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 10,665.71
 LabelTech Products *Check all that apply.*
 2439 Quenby Contingent
 Houston, TX 77005 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

3.16 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$ 2,765.00
 Loren D. Stark Company *Check all that apply.*
 10750 Rockley Road Contingent
 Houston, TX 77099 Unliquidated
 Disputed
Basis for the claim: _____
Date or dates debt was incurred _____ **Is the claim subject to offset?**
Last 4 digits of account number _____ No
 Yes

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.17	<p>Nonpriority creditor's name and mailing address <u>Mass Mutual/US Dept of Labor/M. Sallusti</u> <u>525 S. Griffin Street, Suite 501</u> <u>Dallas, TX 75202</u></p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p>Basis for the claim: <u>Lawsuit - Consent Judgment re 401(k)</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ <u>16,473.38</u></p>
3.18	<p>Nonpriority creditor's name and mailing address <u>Panel Processing, Inc.</u> <u>120 N. Industrial Highway</u> <u>Alpena, MI 49707</u></p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ <u>23,081.35</u></p>
3.19	<p>Nonpriority creditor's name and mailing address <u>SemaSys</u> <u>P.O. Box 301275</u> <u>Dallas, TX 75303-1275</u></p> <p>Date or dates debt was incurred _____ Last 4 digits of account number <u>8 6 5 7</u></p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ <u>4,360.00</u></p>
3.20	<p>Nonpriority creditor's name and mailing address <u>Thomas Print Works/VCI Group</u> <u>3232 Chimney Rock Road</u> <u>Houston, TX 77056</u></p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ <u>7,607.36</u></p>
3.21	<p>Nonpriority creditor's name and mailing address <u>Uline</u> <u>P.O. Box 88741</u> <u>Chicago, IL 60680-1741</u></p> <p>Date or dates debt was incurred _____ Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>\$ <u>9,981.74</u></p>

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.22 Nonpriority creditor's name and mailing address
 Zimmerman, Axelrad, Meyer, Stern & Wise
 3040 Post Oak Blvd., Suite 1300
 Houston, TX 77056-6560

Date or dates debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: \$ 840.60
 Check all that apply.
 Contingent
 Unliquidated
 Disputed
 Liquidated and neither contingent nor disputed

Basis for the claim: _____

Is the claim subject to offset?
 No
 Yes

3.23 Nonpriority creditor's name and mailing address

Date or dates debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: \$ _____
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Basis for the claim: _____

Is the claim subject to offset?
 No
 Yes

3.24 Nonpriority creditor's name and mailing address

Date or dates debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: \$ _____
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Basis for the claim: _____

Is the claim subject to offset?
 No
 Yes

3.25 Nonpriority creditor's name and mailing address

Date or dates debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: \$ _____
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Basis for the claim: _____

Is the claim subject to offset?
 No
 Yes

3.26 Nonpriority creditor's name and mailing address

Date or dates debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: \$ _____
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

Basis for the claim: _____

Is the claim subject to offset?
 No
 Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.
If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. Internal Revenue Service - Insolvency II (7,11) 1919 Smith Street, Stop 5025HOU Houston, TX 77002	Line <u>2.1</u> <input type="checkbox"/> Not listed. Explain _____	____
4.2. Internal Revenue Service - U.S. Attorney 1000 Louisiana Street, Suite 2300 Houston, TX 77002	Line <u>2.1</u> <input type="checkbox"/> Not listed. Explain _____	____
4.3. Internal Revenue Service - U.S. Atty. General 10th & Constitution, N.W. Washington, DC 20530	Line <u>2.1</u> <input type="checkbox"/> Not listed. Explain _____	____
4.4. JPMorgan Chase Bank, N.A. 6510 W. Little York Road Houston, TX 77040	Line <u>3.12</u> <input type="checkbox"/> Not listed. Explain _____	____
4.5. U.S. Dept of Labor/Mass Mutual 525 S. Griffin Street, Suite 900 Dallas, TX 75202	Line <u>3.17</u> <input type="checkbox"/> Not listed. Explain _____	____
4.6. US Dept of Labor/Mass Mutual/US Atty 1000 Louisiana Street, Suite 2300 Houston, TX 77002	Line <u>3.17</u> <input type="checkbox"/> Not listed. Explain _____	____
4.7. US Dept of Labor/Mass Mutual/US Atty Gen 10th & Constitution, N.W. Washington, DC 20530	Line <u>3.17</u> <input type="checkbox"/> Not listed. Explain _____	____
4.8. Thomas Print Works/VCI Group P.O. Box 56264 Houston, TX 77256	Line <u>3.20</u> <input type="checkbox"/> Not listed. Explain _____	____
4.9. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.10. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.11. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.12. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ 313,087.00
5b. Total claims from Part 2	5b. +	\$ 269,431.51
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ 582,518.51