

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

IN RE: §
§
CDR STRAINERS & FILTERS, INC. § **CASE NO. 16-31997-H5**
§
DEBTOR. § **(SMALL BUSINESS CHAPTER 11)**

**CHAPTER 11 SMALL BUSINESS DISCLOSURE
STATEMENT BY CDR STRAINERS & FILTERS, INC.**

THIS DISCLOSURE STATEMENT IS SUBMITTED TO ALL CREDITORS AND INTEREST HOLDERS OF THE DEBTOR ENTITLED TO VOTE ON THE CHAPTER 11 PLAN OF REORGANIZATION SUBMITTED BY CDR STRAINERS & FILTERS, INC. AND CONTAINS INFORMATION THAT MAY AFFECT YOUR DECISION TO VOTE TO ACCEPT OR REJECT THE PLAN. THE PURPOSE OF THIS DISCLOSURE STATEMENT IS TO PROVIDE ADEQUATE INFORMATION AS REQUIRED BY THE BANKRUPTCY CODE CONCERNING THE PLAN. ALL CREDITORS AND INTEREST HOLDERS ARE URGED TO READ THE ENTIRE DISCLOSURE STATEMENT AND PLAN CAREFULLY.

ON THE _____ OF _____, 2017, THE BANKRUPTCY COURT APPROVED THIS DISCLOSURE STATEMENT AS CONTAINING ADEQUATE INFORMATION UNDER 1125(b) OF THE BANKRUPTCY CODE. SOLICITATION OF ACCEPTANCES OR REJECTIONS OF THE PLAN DESCRIBED HEREIN IS BEING SOUGHT FROM CREDITORS AND INTEREST HOLDERS WHOSE CLAIMS AGAINST, AND INTERESTS IN, THE DEBTOR ARE IMPAIRED UNDER THE PLAN.

CREDITORS AND INTEREST HOLDERS ENTITLED TO VOTE ON THE PLAN ARE URGED TO VOTE IN FAVOR OF THE PLAN AND TO RETURN THE COMPLETED BALLOT INCLUDED WITH THIS DISCLOSURE STATEMENT IN THE ACCOMPANYING ENVELOPE ADDRESSED TO CORRAL TRAN SINGH, LLP ATTN: SUSAN TRAN, 1010 LAMAR STREET, SUITE 1160, HOUSTON, TEXAS, 77002, NOT LATER THAN _____, 2017.

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I. INTRODUCTION

1.1. General Information

This is the disclosure statement (the "Disclosure Statement") under section 1125 of the Bankruptcy Code in the small business chapter 11 case of CDR Strainers & Filters, Inc. (hereinafter "CDR"), Debtor and Debtor-in-Possession (the "Debtor"). This Disclosure Statement contains information about the Debtor and describes the Small Business Chapter 11 Plan of Reorganization (the "Plan") filed by CDR on June 7, 2017. 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.*

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 CDR 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. This Disclosure Statement is not intended to replace a careful review and analysis of the Plan, including the specific treatment of Claims and Equity Interests under the Plan. It is submitted as an aid and supplement to your review of the Plan and to explain the terms of the Plan. If any questions arise you are urged to contact counsel for the Debtor.

1.2. Frequently Asked Questions

1.2.1. What is CDR?

CDR Strainers & Filters, Inc. is a privately-held Texas for-profit corporation located at 279 Oil Field Rd., Bellville, TX 77418 incorporated on or about August 20, 2007. Debtor was founded by Blanca Croson ("Croson"), President and sole-shareholder of the Debtor. Debtor is a manufacturer and distributor of pipeline products, including strainers, orifice plates, line blinds, and custom fabricated items. CDR's management team has over 25 years of experience in the strainer manufacturing industry and all products are fabricated in strict accordance to all recognized industry related standards and specifications including ANSI, ISO, ASME, API, and NACE.

CDR is a woman and minority owned company and is certified by the American Society of Mechanical Engineers (ASME) and registered with the National Association of Manufacturers Board and certified to provide "U" and "R" stamps. Below are examples of the products manufactured by CDR:



1.2.2. What is Chapter 11 Bankruptcy?

Financially distressed businesses reorganize their debts or liquidate their assets under Chapter 11 of the United States Bankruptcy Code. Commencement of a case under Chapter 11 creates an "estate" which contains all legal and equitable interest of the debtor as of the date of filing. During a Chapter 11 bankruptcy case, the debtor remains in possession of its assets unless the Court orders appointment of a trustee; in this case, no trustee has been appointed.

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.

1.2.3 Has the Bankruptcy Court approved this Disclosure Statement?

Yes. On the ____ of _____, 2017, the Bankruptcy Court conditionally approved this Disclosure Statement as containing adequate information. "Adequate information" means information of a kind, and in sufficient detail, as far as practicable, considering the nature and history of the Debtor and the condition of the Debtor's books and records, to enable a hypothetical investor or holders of claims or interests to make an informed decision of whether to vote to accept or reject the Plan. The Bankruptcy Court's approval of this Disclosure Statement is not an endorsement of any of the representations contained in either the Disclosure Statement or the Plan.

1.2.4. How do I know how my Claim or Interest is classified?

In order to determine the classification of your Claim or Interest, you must determine the nature of your Claim or Interest. Under the Plan, Claims and Interests are classified into a series

of classes and the relevant articles and sections of the Disclosure Statement and Plan disclose the treatment that each class of Claims or Interests will receive if the Plan is confirmed.

1.2.5. How does the Plan get confirmed?

Under the Bankruptcy Code, confirmation of the Plan requires at least one class of impaired Claims or Interests vote to accept the Plan. Acceptance by a Class of claims or interests mean that at least two-thirds in the total dollar amount and more than one-half in number of the allowed Claims or Interests actually voting in the class vote in favor of the Plan. Because only those claims or interests who vote on a plan will be counted for purposes of determining acceptance or rejection of a plan by an impaired class, a plan can be approved with the affirmative vote of members of an impaired class who own less than two-thirds in amount and one-half in number of the claims/interests. Besides acceptance of the Plan by each class of impaired creditors or interests, a bankruptcy court must also find that the Plan meets a number of statutory requirements provided by the Bankruptcy Code before the plan is confirmed. These requirements and statutory tests are designed to protect the interests of the holders of the impaired claims or interests who do not vote to accept the plan but who will be bound by the Plan's provisions if the Plan is confirmed by the Bankruptcy Court. If one or more classes vote to reject the Plan, the Debtor may still request that the Bankruptcy Court may confirm the Plan pursuant to section 1129(b) of the Bankruptcy Code. In order to confirm a plan not accepted by all classes, the plan proponent must demonstrate that the plan does not discriminate unfairly, is fair and equitable with respect to each class of claims or interests that is impaired under and that has not accepted the plan.

1.2.6. When is the deadline to return my ballot?

The Bankruptcy Court has directed that your ballot must be received by _____ and returned in the enclosed envelope to Corral Tran Singh, LLP, ATTN: Susan Tran, 1010 Lamar Street, Suite 1160, Houston, Texas 77002.

1.2.7. When and where is the hearing to confirm the Plan?

The hearing at which the Court will determine whether to confirm the Plan will take place on _____ at _____, in courtroom 403, at 515 Rusk, Houston, Texas, 77002 in front of the Honorable Judge Karen K. Brown.

1.2.8. When is the deadline to file an objection to confirmation of the P lan?

Objections to confirmation of the Plan must be filed with the Court and served upon Corral Tran Singh, LLP, ATTN: Susan Tran, 1010 Lamar Street, Suite 1160, Houston, Texas 77002. by _____ at noon.

II. BACKGROUND

2.1. Description and History of the Debtor's Business.

Since 2007, CDR has specialized in the manufacture and fabrication of products for water, oil, and gas pipelines. CDR only uses quality domestic made materials for all manufactured goods and the actual manufacturer of all of its products. CDR provides custom fabrication and manufactures strainers, plate products, and pressure and flow calculators. The strainers that CDR manufactures include vertical baskets, temporary strainers, wye type strainers, and tee type strainers. In addition, CDR also manufactures orifice plates, bleed rings, and spectacle blinds. CDR employs 20 individuals whose positions range from administrative to sales and machinery.

CDR's principal and its management/accounts teams have been in the manufacturing and custom fabrication business for over 25 years. CDR's day to day affairs are managed by Ms. Croson and her husband, Rey Croson, overseas the manufacturing/fabrication and sales aspects of the business. The Crosos have developed significant contacts and customers in the manufacturing and custom fabrication industry from their 25 years in the industry. CDR saw substantial growth in business after 2007, however, business declined significantly following the substantial drop in crude oil prices in 2014 which caused CDR to fall behind on its liabilities as it was not receiving payment on its receivables. Due to limited cash flow, CDR became insolvent by borrowing money from high interest loans from lenders specializing in merchant loans. In an effort to cut costs, CDR laid off numerous employees and was only left with essential employees at the time of filing.

2.2. Insiders of the Debtor.

Blanca Croson is the owner of the Debtor and sole Director of the Debtor.

2.3. Management of the Debtor Before and During the Bankruptcy.

Since CDR was incorporated in 2007, the officers, directors, managers or other person in control of the Debtor was Blanca Croson, who was the sole owners of the Debtor. After the effective date of the order confirming the Plan, the ownership and management will remain with Blanca Croson.

2.4. Events Leading to Chapter 11 Filing and Significant Events During the Bankruptcy Case.

Due to the drop in the price of crude oil in 2014, CDR was unable to maintain ongoing operations and was incurred further financial liability engaging in high interest loans from lenders specializing in merchant loans. CDR was also involved in several lawsuits, including a breach of contract and a lawsuit for personal injury. CDR's Chapter 11 case was filed on an emergency basis due to a levy from an agreed judgment relating to a breach of contract lawsuit.

CDR also had extensive liability to the Internal Revenue Service for unpaid payroll taxes which necessitated the filing of this Chapter 11 bankruptcy in order to reorganize the claim of the Internal Revenue Service.

2.4.1. Significant Events During the Chapter 11

2.4.1.1. First-Day Pleadings

On the Petition Date, CDR filed its Emergency Motion for Order Authorizing (I) Payment to Pre-petition Claims of Critical Vendors; (II) Payment of Pre-petition Wages; and (III) Waiver of Debtor-in-Possession Bank Account. CDR was able to obtain the authority to pay certain critical vendors as it relied heavily on those particular vendors and favorable credit terms during the declining crude oil market. Debtor was also able to obtain the requested relief of payment of pre-petition wages as it was essential for Debtor to retain its existing trained employees.

2.4.1.2 Use of Cash Collateral

On April 19, 2017, CDR filed an Emergency Motion for Interim and Final Orders (I) Authorizing Use of Cash Collateral Pursuant to 11 U.S.C. § 363(c); (II) Granting Adequate Protection for the Use of Cash Collateral; and (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 as to Use of Cash Collateral and the interim use of Cash Collateral was authorized through May 2, 2016. The Court entered its Final Order authorizing the use of Cash Collateral on May 5, 2016.

2.4.1.3. Retention of Professionals

On May 12, 2016, the Bankruptcy Court authorized the retention of Corral Tran Singh, LLP as bankruptcy counsel for the Debtor. The Debtor also obtained authority to employ William G. West, P.C., C.P.A. to perform general accounting services for the Debtor. Finally, the Court approved employment of the Showalter Law Firm as special litigation counsel to defend the Debtor in its condemnation lawsuit.

2.4.1.4. Enterprise Crude Pipeline Condemnation Lawsuit

On August 31, 2016, Enterprise Crude Pipeline LLC filed a condemnation proceeding (the "Enterprise Lawsuit") against CDR seeking to acquire a permanent right-of-way, easement, and temporary workspace easement across CDR's Sealy Property. The Enterprise Lawsuit is still pending and CDR and Enterprise are in negotiations regarding a possible settlement.

2.5. The 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 (in this case, the ownership of the Debtor) if the unsecured class of creditors oppose the Plan. Pursuant to the

liquidation analysis, the unsecured creditors would receive very little if this bankruptcy proceeding was converted to a Chapter 7 proceeding, but in this Chapter 11 proceeding, they will be receiving 100% of their claims. Since the Plan of Reorganization satisfies the absolute priority rule, if the general unsecured creditors do not support the Plan of Reorganization by voting “yes” for the Plan, the Plan of Reorganization may still be approved by the Court.

2.6. CDR's Assets

On the Petition Date, the Debtor's most valuable tangible assets consisted of its (i) account receivables, (ii) raw materials, (iii) machinery and equipment, (iv) Oilfield Rd Property, and (v) 1226 FM 331 Property. On May 15, 2016, the Debtor filed with the Bankruptcy Court its Schedule of Assets and Liabilities and Statement of Financial Affairs (collectively, the "Schedules"). The Schedules contain a detailed listing of the Debtor's assets and liabilities based on its books and records. A copy of the Schedules is available from the Clerk's office or from the Debtor upon written request.

2.7. Liabilities and Claims against CDR.

The following table sets forth the potential secured claims in CDR's case:

2.7.1. Secured Claims.

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to setoff) to the extent allowed as secured claims under 11 U.S.C. § 506. 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:

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to setoff) 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 table sets forth the potential secured claims in CDR's case:

Claimant	Scheduled Claim	Filed Claim
Ford Motor Credit	\$13,393.61	\$13,393.61
Ford Motor Credit	\$64,975.31	\$64,975.31
Ford Motor Credit	\$24,134.98	\$24,134.98
Ford Motor Credit	\$26,686.50	\$26,686.50
Ford Motor Credit	\$28,573.86	\$28,573.86
Ally Bank	\$56,293.62	\$56,293.62
Austin County	\$46,310.56	\$43,671.41
Ford Motor Credit	\$74,359.38	\$74,359.38
Internal Revenue Service	\$380,138.84	\$380,138.84

Can Capital	\$71,870.92	\$77,470.92
Allegiance Bank	\$584,350.08	\$580,047.60

2.7.2. Priority Claims

The following table sets forth the potential priority claims in CDR's case:

Claimant	Scheduled Claim	Filed Claim
Internal Revenue Service	\$212,310.47	\$212,310.47
Comptroller of Public Accounts		\$17,500.00
Texas Workforce		\$13,980.48

2.7.3. General Unsecured Claims

The following table sets forth the potential general unsecured claims in CDR's case:

Claimant	Scheduled Claim	Filed Claim
MSC Industrial	\$782.74	\$782.74
W.W. Grainger, Inc.		\$1,1386.02
US Chemco M&M		\$158.48
Rowe Equipment	\$900.80	\$1,350.80
Industrial Piping	\$9717.24	\$10,533.19
Direct Energy Business	\$2178.58	\$2,992.99
NTB	\$1688.04	\$1,789.22
Unique Wire Weaving Co., Inc.	\$1771.56	\$1,830.90
Castle c/o Scott & Goldman		\$1,114.00
A.J. Rod Company	\$3441	\$2,766.93
Uline Shipping Supply Specialist	\$2766.93	\$2,766.93
Camfil USA Inc.	\$3748.67	\$2,403.94
Toyota Financial	\$25730.57	\$25,699.04
Spencer Lopez	Unknown	\$500,000.00
CL Alloys	\$4189.31	\$4,189.31
TXU Energy	\$113.08	\$206.30
Samuel, Son & Co.	\$8924.6	\$8,924.60
UPS	\$1367.14	\$2,857.42
UPS		\$1,271.88
Samuel, Son & Co.		\$8,924.60
Texas Steel Processing	\$2096	\$2,096.00
Pitney Bowes	\$486.32	\$1,642.89
XPO Logistics		\$5,251.41

Blue Tarp Financial In		\$1,067.79
Fastenal Company	\$2589.42	\$2,779.61
Ht. Hawley Insurance		\$1,010,100.00
Airgas USA	\$2140.96	\$2,140.96
Spencer Lopez		\$500,000.00
Metaltech Service	\$6116	\$1,116.00
Dore' Law Group	\$7376.02	\$10,570.45
Michael W. Ayer	\$74000	\$88,000.00
3-D Welding & Industrial	\$573.54	
488 Supply, Inc.	\$387.54	
A-1 Embroidery & Screen	\$1,111.70	
Ace Steel Supply	\$3,431.43	
American Alloy Steel	\$5,000.00	
AT&T	\$106.13	
Bell Supply	\$7,080.00	
Birch Communications	\$53.26	
Bryan Research	\$7,155.00	
Castle Metals	\$781.00	
Cirro Energy	\$153.44	
City of Karnes	\$127.11	
Con-way Freight	\$14,098.03	
Consolidated	\$522.63	
Corrison Material	\$4,050.79	
CW Rod Tool	\$1,252.53	
Derka	\$2,213.88	
Direct TV	\$162.54	
Dixie Pipe Sales	\$2,071.61	
Dorestner Wire Tech	\$1,712.00	
Fluid Sealing	\$1,935.73	
Grainger	\$1,386.02	
Houston Plate Processing	\$674.00	
Interactive Copiers Unlimited	\$403.55	
Knights of Columbus	\$1,340.00	
L&J Technology Inc.	\$8,932.00	
Marshall J. Brown	\$1,465.56	
Matheson Tri Gas	\$680.68	
McNichols Company	\$1,303.52	
Midland National Ins.	\$5,379.00	
Milberger Auto	\$158.53	
Moeller Electric	\$10,684.89	
Northern Tool & Equip.	\$1,009.03	
Old Glory Ins.	\$1,704.00	
Pinnacle Medical	\$960.00	
PLIC-SBD	\$3,413.75	
Praxair	\$3,232.72	
Precision Screen	\$4,138.53	

Progressive Waste	\$397.00
Purchase Power	\$200.48
Qualaco	\$2,215.00
Quarterspot Loans	\$12,438.19
Quill Corporation	\$2,513.77
R&P Solutions	\$71,078.16
Raul Cisneros	\$450.00
SIC Marking	\$6,401.50
SLPC	\$1,980.28
Source Metals	\$13,885.25
Southwest Stainless	\$19,833.25
Stanley Security	\$127.32
Steel Supply	\$2091.87
Tefco Houston	\$280.20
Texas Compufix	\$46.01
Texas Oiltech	\$2,340.00
Texas Specialty Steel	\$6,265.12
Triple S Steel	\$2,199.40
TYCO Integrated	\$1,102.24
W&W Flame Cutting	\$4,796.00
Weaver & Tidwell	\$7,941.84
World Global Finance	\$31,330.00
XL Group	\$10,000.00
ZORO	\$939.84

Significant duplicative claims and identical claims filed against the Debtor exist as well as claims that may have been paid during this case pursuant to Court order. Debtor expects to file objections to several proofs of claims and should any additional or amended proofs of claims be filed, the Debtor will review such claims and may file additional objections.

2.8. Projected Recovery of Avoidable Transfers.

The Debtor does not know of any preferences, fraudulent transfers, or other avoidable actions that need to be pursued.

2.9. Claim 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.

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

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

As required by the United States Bankruptcy Code (“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 interest is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

3.2. Unclassified Claims.

Certain types of claims 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.

3.2.1 Administrative Claims.

Administrative expenses are costs or expenses of administering the Debtor’s Chapter 11 case which are allowed under 11 U.S.C. 507(a)(2). 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. Pursuant to section 1123(a)(1) of the Bankruptcy Code, certain Administrative Claims and Priority Tax Claims have not been classified and thus are excluded from the Classes of Claims and Interests set forth in this Article. These unclassified Claims are treated as follows:

The United States Trustee fees will continue to be paid through the date this case is closed. Further, the Debtor shall file monthly operating reports through the date this case is closed.

The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

<u>Type</u>	<u>Estimated Amount Owed</u>	<u>Proposed Treatment</u>
Professional Fees for Debtor’s Counsel	\$9800 ¹	Debtor proposes to pay the remaining Professional Fees with monthly payments of \$5000.00 until the Professional Fees for Debtor's counsel is paid.
Professional Fees for William West, P.C. as Accountant	\$6290.85	Debtor proposes to pay the remaining Professional Fees with monthly payments of \$2500.00 until the Professional Fees is paid.

¹ Counsel for Debtor has not yet submitted a Fee Application but will file one shortly thereafter.

3.2.2. Classes of Claims and Equity Interests.

The following are the classes set forth in the Plan, and the proposed treatment that they will receive under the Plan:

3.2.2.1. Class 1 - Priority Non- Tax Claims. Class 1 is comprised of Allowed Priority Claims against CDR which include the claims of the Comptroller of Public Accounts and the Texas Workforce Commission.

3.2.2.2 Class 2 - Priority Tax Claims. Class 2 is comprised of Allowed Priority Tax Claims which includes the priority tax claim of the Internal Revenue Service.

3.2.2.3 Class 3A and 3B - Secured Claims. Class 3A is comprised of the Allowed Secured Claim filed by Allegiance Bank and Class 3B is comprised of the Allowed Secured Claim of the Internal Revenue Service.

3.2.2.4. Class 4 - Ad Valorem Secured Claims. Class 4 is comprised of Allowed Secured Ad Valorem Tax Claims against CDR which include the claim of the Austin County Appraisal District.

3.2.2.5. Class 5 - Miscellaneous Secured Claims. Class 5 is comprised of the Allowed Secured Claims against CDR which include the claim by Can Capital.

3.2.2.6. Class 6 - Secured Vehicular Claims. Class 6 is comprised of the Allowed Secured Vehicular Claims against CDR which include by Ford Motor Credit and Ally Financial.

3.2.2.7 Class 7 - General Unsecured Claims. Class 7 is comprised of the Allowed General Unsecured Claims against CDR.

3.2.3.8. Class 8 - Subordinated Claims. Class 7 is comprised of all Allowed Subordinated Claims against CDR.

3.2.3.9. Class 9 - Equity Interest Holders. Class 8 is comprised of all Allowed Interests in CDR.

IV. IMPAIRMENT OF CLASSES & RESOLUTION OF CLAIM CONTROVERSIES

4.1. Impaired Classes entitled to vote.

Only holders of Claims which are in impaired Classes may vote on the Plan. The following Classes of Claims and Interests are impaired under the Plan:

4.1.1 Class 1 - Priority Non-Tax Claims.

4.1.2. Class 2 - Priority Tax Claims.

4.1.3. Classes 3A and 3B - Secured Claims.

4.1.4. Class 4 - Ad Valorem Secured Claims.

4.1.5. Class 5 - Miscellaneous Secured Claims.

4.1.6. Class 6 - Secured Vehicular Claims

4.1.7. Class 7 - General Unsecured Claims.

4.1.7. Class 8 - Subordinated Claims.

4.2. Unimpaired Classes & Classes not entitled to vote.

Holders of the Claims that are unimpaired are deemed to have accepted the proposed Plan and are not entitled to Vote on the Plan. The following not entitled to vote on the plan either because such classes are not impaired or not entitled to vote pursuant to the Bankruptcy Code.

4.2.1. Class 9 - Equity Interest Holders of CDR.

4.3. Claim Controversies.

Should a controversy or dispute arise relating to the classification, impairment, or voting rights of any Creditor or Interest Holder under the Plan, prior to confirmation, the Bankruptcy Court may, after notice and a hearing, determine such controversy. The Bankruptcy Court may estimate, for voting purposes, the amount of any contingent or unliquidated claim, or fixing or liquidation of which, as the case may be, would unduly delay the administration of the Chapter 11 bankruptcy. The Bankruptcy court may conduct a valuation hearing pursuant to section 506(b) of the Bankruptcy Code to determine the Allowed Amount of any Secured Claim.

V. TREATMENT OF CLAIMS AND EXECUTORY CONTRACTS

5.1. Treatment of Impaired Classes.

5.1.1. Treatment of Priority Non-Tax Claims.

Holders of Priority Non-Tax Claims in Class 1 against the Debtor shall be paid their respective claims in Cash in 24 monthly equal installments commencing 30 days from the Effective Date.

5.1.2. Treatment of Priority Tax Claims.

Holders of Priority Tax Claims in Class 2 against the Debtor shall be paid in Cash with 24 monthly installments of \$1,000.00 with the remaining Claimed amounts to be paid Pro Rata over 60 months with interest bearing at the Plan Rate and payments commencing 30 days from the Effective Date.

5.1.3. Treatment of Secured Claims.

Commencing 30 days from the Effective Date, holders of Claims in Class 3A are to receive 60 monthly Cash payments of \$4,500.00 with interest bearing at 6.25% per annum with the remaining balance on the Claim due at the end of 60 months and with payments being applied towards the principal balance. Holders of Claims in Class 3A shall be entitled to receive the proceeds from the settlement or award from the Enterprise Lawsuit, with the proceeds being applied to the unpaid principal balance. Holders of Claims in Class 3B are to receive Cash payments for 24 months of \$1,500.00 with the remaining Claimed amounts to be paid Pro Rata over 96 months with interest bearing at the Plan Rate and payments commencing 30 days from the Effective Date. In the event of any failure of the Reorganized Debtor to timely make its required plan payments to the Holders of Allowed Claims in this Class, which shall constitute an event of default under the Plan as to these Claimants, they shall send Notice of Default to the Reorganized Debtor. If the default is not cured within thirty (30) days of the date of such notice, the Holders of Allowed Claims may proceed to collect all amounts owed pursuant to state law without further recourse to the Bankruptcy Court. The holders of Claims in Classes 3A and 3B are only required to send two (2) Notices of Default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

5.1.4. Treatment of Ad Valorem Secured Claims.

Holders of Allowed Claims in Class 4 shall be paid in Cash in 60 monthly equal installments commencing 30 days from the Effective Date with interest bearing per the applicable statutory rate. In the event of any failure of the Reorganized Debtor to timely make its required plan payments to the Holders of Allowed Claims in this Class, which shall constitute an event of default under the Plan as to these Claimants, they shall send Notice of Default to the Reorganized Debtor. If the default is not cured within thirty (30) days of the date of such notice, the Holders of Allowed Claims may proceed to collect all amounts owed pursuant to state law without further recourse to the Bankruptcy Court. The taxing authorities are only required to send two (2) notices of default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

5.1.5. Treatment of Miscellaneous Secured Claims.

In full and complete satisfaction, the holders of Claims in Class 5 shall retain their liens and terms under the promissory note except as expressly modified by this Plan. Any existing defaults under any credit agreements shall be cancelled and have no legal effect; the holder of this claim shall receive monthly payments of \$750.00 until Allowed Claims are paid in full, with interest to accrue at the rate of 0.00% per annum. The holders of Claims in Class 5 are only required to send two (2) Notices of Default, and upon the third event of default, the taxing

authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

5.1.6 Treatment of Secured Vehicular Claims.

Holders of Allowed Claims in Class 6 shall be paid Pro Rata 72 monthly equal installments of Cash regarding their respective Claim amounts commencing 30 days from the Effective Date with interest bearing on the respective Allowed Claims at the Plan Rate. The holders of Claims in Class 5 are only required to send two (2) Notices of Default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

5.1.7. Treatment of General Unsecured Claims.

Holders of Allowed General Unsecured Claims shall be paid Pro Rata from Net Profits from CDR until the earlier of seven (7) years or all Allowed General Unsecured Claims are paid.

5.2. Treatment of Unimpaired Classes.

Holders of the Claims that are unimpaired are deemed to have accepted the proposed Plan and are not entitled to Vote on the Plan. The following not entitled to vote on the plan either because such classes are not impaired or not entitled to vote pursuant to the Bankruptcy Code. Equity Interest Holders of CDR will retain their stock in the Reorganized Debtor.

VI. MEANS OF IMPLEMENTATION & RISKS ASSOCIATED WITH PLAN

6.1. Source of Payments.

Payments and distributions under the Plan will be funded by ordinary business income generated from continued operation of CDR's custom fabrication and manufacture of oilfield strainers and filters. Attached as **Exhibit B** are Debtor's 3 year business projections from which it proposes to fund the anticipated Distributions per this Plan.

6.2. Post-confirmation Management.

The Post-Confirmation Management of the Debtor will remain with Blanca Croson.

6.3. Risk Factors.

The proposed Plan has the following risks: the current economic conditions could result in the Debtor not being able to sustain the Plan obligations as Debtor's business is directly related to the price of crude oil which dictates the demand for oil production in the United States and thus, whether Debtor will increase manufacture and fabrication of its oilfield strainers and filters.

The Debtor has conservatively estimated its financial projections based on its historical numbers and believes it will be successful in completing the payments under the Plan and based on the projections regarding the price of crude oil. Should oil production in the United States not

increase, provide Debtor may sell substantially all of its assets in order to pay off all claims provided for in the Plan.

6.4. Tax Consequences of Plan.

Creditors and Equity Interest Holders concerned with how the Plan may affect their tax liability should consult with their own accountants, attorneys, and/or advisors.

6.4.1. Taxation Generally.

This discussion is for informational purposes and does not constitute tax advice. The federal income tax consequence of implementation of the Plan to a holder of a Claim will depend on (i) whether the Claim constitutes a debt or security for federal income tax purposes, (ii) whether the holder of the Claim receives consideration in more than one tax year, (iii) whether the holder of the Claim is a resident of the United States, (iv) whether the consideration received by the holder of the Claim is part of an integrated transaction, (v) whether the holder of the Claim utilizes an accrual or cash method of accounting, and (vi) whether the holder has previously taken a bad debt deduction or worthless security deduction with respect to the Claim.

The federal, state, and foreign tax consequences of the Plan are complex and in many areas, uncertain, therefore you are urged to consult a Tax Professional. The Estate of the Debtor will incur neither a capital gain nor loss due to the implementation of the Plan. The Debtor will not recognize any income to the extent of forgiveness of debt under this Plan.

VII. 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 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 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.

VIII. CAUSES OF ACTION

8.1. Preferences.

Pursuant to the Bankruptcy Code, the Debtor may recover certain preferential transfers of property, including cash, made while insolvent during the 90 days immediately prior to the filing of the petition with respect to pre-existing debts, to the extent the transferee received more than it would have in respect to the pre-existing debt had the Debtor been liquidated under Chapter 7 of the Bankruptcy Code. In the case of "insiders," the Bankruptcy Code provides for a one-year look back preference period. There are certain defenses these actions such as transfers made in the ordinary course of the Debtor's business. Additionally, a defense may exist if the transferee extended credit after the transfer.

8.2. Fraudulent Transfers.

Under the Bankruptcy Code and state law, CDR may recover certain transfers of property, including the grant of a security interest in property, made while insolvent or which rendered it insolvent. CDR has conducted a limited analysis of potential recoveries under Chapter 5 of the Bankruptcy Code and concluded that potential claims may exist. All avoidance actions and rights pursuant to sections 506(c), 510, 542, 544, 545, 549 of the Bankruptcy Code.

IX. 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 requires are not the only requirements listed in § 1129, and they are not only the requirements of 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 of confirmation are not met. Any insider's vote will not be counted.

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

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.

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 five 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 of unimpaired classes;
- Holders of claims entitled to priority pursuant to § 507(a)(2)(and (a)(8) of the Code;
- Holders of claims or equity interests in classes that do not receive or retain any value under the Plan; and
- Administrative expenses.

Even if you are not entitled to vote on the Plan, you have the right to object to 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 XIII of the Disclosure Statement.

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 of 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 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.

1. Availability to initially fund Plan.

The Plan Proponent believes that the Debtor will have enough cash on hand on the effective date of the Plan to pay all the claims and expenses that are entitled to be paid on that date. If not, Debtor intends to enter into an agreement with the administrative claimants for deferred payments.

2. Ability to make future plan payments and operate without further reorganization.

The Plan Proponent must also show that it will have enough cash over the life of the Plan to make the required Plan payments.

The Plan Proponent has provided projected financial information showing that the amounts owed under the Plan can be paid. The three year business projections are set out in **Exhibit B** hereto. **Exhibit D** is the schedules listing the assets of the Debtor, and **Exhibit E** is the schedules showing the liabilities of the Debtor.

You should consult with your accountant or other financial advisors if you have any questions pertaining to these projections.

X. VOTING PROCEDURES

10.1 Ballots and Deadline to Vote.

A ballot to be used to vote to accept or reject the Plan is enclosed with this Disclosure Statement and a creditor entitled to vote must (i) carefully review the ballot and instructions, (ii) complete and execute the ballot, (iii) return the executed ballot to the address indicated by the deadline specified by the Bankruptcy Court.

The Bankruptcy Court has ordered that in order to be counted for voting purposes, ballots for the acceptance or rejection of the Plan must be received by the Debtor no later than _____.

10.2. Creditors Entitled to Vote.

Any Creditor whose Claim is impaired under the Plan is entitled to vote if the claim is (i) not scheduled as disputed, contingent or unliquidated, or (ii) the proof of claim was filed before the last date set by the Bankruptcy Court for filing Proofs of Claims and no objection has been filed to the Claim.

Holders of Disputed Claims are not entitled to vote on the Plan. Any Claim to which an objection has been filed and remains pending, is not entitled to vote unless the Bankruptcy Court, upon motion by the Creditor holding the Disputed Claim, temporarily allows the Claim in an amount that it deems proper for accepting or rejecting the Plan.

Classes of Claims that are not impaired are deemed to have accepted the Plan per section 1126(f) of the Bankruptcy Code and are not entitled to vote. Only classes of claims or interests that are "impaired" are entitled to vote on a plan; generally, a claim is impaired under a plan of reorganization if the plan alters the legal, equitable, or contractual rights to which the holder of such claim is entitled.

10.3. Vote Required for Accepting Classes.

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 of the class, who vote, casts their votes to accept the Plan.

10.4. Cramdown and Withdrawal of the Plan.

The Debtor reserves the right to withdraw the Plan if the Plan is not accepted by all classes of impaired Creditors. If the Plan is accepted by one or more Classes of impaired Creditors, the Debtor reserves the right to request the Bankruptcy Court to approve the Plan per section 1129(b) of the Bankruptcy Code.

XI. EFFECT OF CONFIRMATION OF THE PLAN

11.1. Limited Discharge of Debtor and Injun

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.

Except as expressly provided in the Plan or Confirmation Order, all persons who have held, hold, or may hold Claims against the Debtor are permanently enjoined on or after the Effective Date from (i) commencing or continuing in any matter any action or other proceeding of any kind against the Debtor, or its property, with respect to any such Claim, (ii) the enforcement, attachment, collection or recovery by any manner or means of any judgment, award, decree or order with respect to any such Claim against the Debtor or its property, (iii) creating, perfecting, or enforcing any encumbrance of any kind against the Debtor or its property with respect to such claim, (iv) asserting any right of subrogation of any kind against any objection due to the Debtor or its property with respect to any such claim, and (v) asserting any right of setoff or recoupment against the Debtor kind against the Debtor. Unless otherwise provided in the Plan or by order of the Bankruptcy Court, all injunctions or automatic stays provided for in these cases pursuant to section 106, if any, or section 362 of the Bankruptcy Code, or otherwise, and in existence on the Confirmation Date will remain in full force and effect until the Effective Date.

11.2. 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.

11.3. 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.

11.4. Legally Binding Effect.

The provisions of this Plan shall bind all Creditors and Interest Holders, whether or not they accept the Plan. On or after the Effective Date, all holders of Claims shall be precluded and enjoined from asserting any Claim (i) against the Debtor based on any transaction or other activity of any kind that occurred prior to the Confirmation Date except as permitted under the

Plan and (ii) any derivative claims, including against third parties asserting alter ego claims, fraudulent transfer claims or any other type of successor liability.

11.5. Limited Protection of Certain Parties.

Neither (a) the Debtor or any of its employees, officers, directors, agents, representatives, affiliates, attorneys, financial advisors, or any other professional persons employed by the Debtor or (b) each Professional of the Debtor or any of its employees, officers, directors, agents, representatives, affiliates, attorneys, financial advisors, or any other professional persons employed by any of them (hereinafter, collectively the "Protected Parties"), shall have or incur any liability to any person or entity under any theory of liability for any act or omission occurring on or before the Petition Date in connection or related to the Debtor, or the Debtor's estate, including but not limited to (i) formulating, preparing, disseminating, implementing, confirming, consummating or administering the Plan (including solicitation of acceptances or rejections thereof); or (ii) the Disclosure Statement or any contract, instrument, release, or other agreement or document entered into or any action taken or omitted to be taken in connection with the Plan, except for acts constituting willful misconduct, gross negligence, or *ultra vires* activity and in all respects such Protected Parties shall be entitled to rely on good faith upon the advice of counsel. In any action, suit or proceeding by any person contesting any action or non-action by any Protected Party as constituting willful misconduct, gross negligence or *ultra vires* activity, or not being in good faith, the reasonable attorneys' fees and costs of the prevailing party will be paid by the losing party and as a condition to going forward with such action, suit, or proceeding at the outset thereof, all parties will be required to provide appropriate proof and assurances of their capacity to make such payments of reasonable attorneys' fees and costs in the event they fail to prevail.

11.6. Anti-Discrimination Provisions of Bankruptcy Code.

A Governmental Unit may not deny, revoke, suspend, or refuse to renew a license, permit, charter, franchise, or other similar grant to, condition such a grant to, or discriminate with respect to such a grant against the Debtor or another person with whom the Debtor has been or are associated or affiliated solely because of the commencement, continuation, or termination of the case or because of any provision of the Plan or the legal effect of the Plan, and the Confirmation Order will constitute an express injunction against any such discriminatory treatment by a Governmental Unit. A Governmental Unit may not deny, revoke, suspend, or refuse to renew a license, permit, charter, franchise, or other similar grant to the Debtor based upon any requirement that the Debtor place a bond or other surety obligation with such governmental unit as a condition of receipt of such a license, permit, charter, franchise, or other similar grant to the Debtor.

11.7. Preservation of Claims and Rights.

Confirmation of the Plan effects no settlement, compromise, waiver or release of any Claim, Cause of Action, Right of Action or claim for relief unless the Plan or the Confirmation specifically and unambiguously provide so. The non-disclosure or non-discussion of any particular Claim, Cause of Action, Right of Action or claim for relief is not and shall not be

construed as a settlement, compromise, waiver, or release of any such Claim, Cause of Action, Right of Action or claim for relief.

11.8. Retention of Jurisdiction by Bankruptcy Court.

The Court shall retain and have exclusive jurisdiction over this Chapter 11 Case to the maximum extent as provided by law for the following purposes subsequent to Confirmation of the Debtor's Plan: (i) to determine any and all objections to the allowance and classification of Claims or Interests; (ii) to determine the validity and priority of any Lien; (iii) to determine the Allowed Amount of any Claim, whether secured or unsecured; (iv) to allow any and all applications for allowances of compensation and reimbursement of expenses payable from the estate; (v) to determine any and all applications or motions pending before the Court on the Effective Date, including but not limited to, any motions for the rejection, assumption and or assignment of any executory contract or unexpired lease; (vi) to consider and approve any modification of the Plan, remedy any defect or omission or reconcile any inconsistency in the Plan, or any order of the Court, including the Confirmation Order or any transactions or payments contemplated in the Plan; (vii) to consider and act on the compromise or settlement of any claim or cause of action by or against the Debtor; (viii) to issue orders in aid of the execution and implementation of the Plan and Confirmation Order; and (ix) to hear and determine matters concerning federal or local taxes.

XII. CONFIRMATION OF THE PLAN

12.1 Confirmation Hearing.

11 U.S.C. § 1129(a) requires the Bankruptcy Court to hold a hearing on confirmation of the Plan (the "Confirmation Hearing"). The Confirmation Hearing has been scheduled for _____, 2017 at _____ before the Honorable Karen K. Brown in courtroom 403, 515 Rusk, Houston, Texas, 77002. Section 1128(b) of the Bankruptcy Code provides that any party in interest may object to confirmation of the Plan; however, an impaired Creditor, who votes to accept the plan, may not have standing to object to the Plan. Objections to confirmation of the Plan are governed by Bankruptcy Rule 9014 and the Local Rules of the Bankruptcy Court. The deadline for filing objections to confirmation of the Plan is _____. Objections to confirmation must be filed with the Clerk of the Court.

UNLESS AN OBJECTION TO CONFIRMATION IS TIMELY FILED AND SERVED, IT WILL NOT BE CONSIDERED BY THE BANKRUPTCY COURT.

12.2. Statutory Requirements for Confirmation of the Plan.

At the Confirmation Hearing, the Bankruptcy Court will determine whether the Bankruptcy Code's requirements for confirmation of the Plan have been satisfied, in which event, the Bankruptcy Court will enter an order confirming the Plan. As provided in section 1129 of the Bankruptcy, the statutory requirements are as follows:

1. The Plan complies with the applicable provisions of the Bankruptcy Code.

2. The Plan proponent complies with the applicable provisions of the Bankruptcy Code.
3. The Plan has been proposed in good faith and not by any means forbidden by law.
4. Any payment made or to be made by the Plan proponent, or by any person issuing securities or property under the Plan, for services or for costs and expenses in, or in connection with the cases, or in connection with the Plan and incident to the cases, has been approved by, or is subject to the approval of, the Court as reasonable.
5. The Plan proponent has disclosed the identity and affiliations of any individual proposed to serve, after confirmation of the Plan, as director, officer, or voting trustee of the Debtor.
6. Any governmental regulatory commission with jurisdiction, after confirmation of the Plan, over the rates of the Debtor, has approved any rate change provided for in the Plan, or such rate change is expressly conditioned on such approval.
7. With respect to each class of impaired claims or equity interests:
 - a. Each holder of a claim or interest of such class:
 - i. has accepted the Plan; or
 - ii. will receive or retain under the Plan on account of such claim or interest property of a value, as of the Effective Date, that is not less than the amount that such holder would so receive or retain if the Plan Proponent were liquidated under Chapter 7 of the Bankruptcy Code on such date; or
 - b. if section 1111(b)(2) of the Bankruptcy Code applies to the claims of such class, the holder of a claim of such class will receive or retain under the Plan on account of such claim property of a value, as of the Effective Date, that is not less than the value of such holder's interest in the estate's interest in the property that secures that claim.
8. With respect to each class of class of claims or interests:
 - a. Such class has accepted the Plan; or
 - b. Such class is not impaired under the Plan
9. Except to the extent that the holder of a particular claim has agreed to a different treatment of such claim, the Plan provides that:
 - a. With respect to a claim of a kind specified in section 507(a)(1) or section 507(a)(2) of the Bankruptcy Code, on the Effective Date, the holder of such claim will receive on account of such claim cash equal to the allowed amount of such claim;
 - b. With respect to a class of claims of a kind specified in sections 507(a)(3), 507(a)(4), 507(a)(6) of the Bankruptcy Code, each holder of a claim of such class will receive:
 - i. If such class has accepted the Plan, deferred cash payments of a value, as of the Effective Date of the Plan, equal to the allowed amount of such claim; or
 - ii. If such class has not accepted the Plan, cash on the Effective Date equal to the allowed amount of such claim; and
 - c. With respect to a claim of a kind specified in section 507(a)(8) of the Bankruptcy Code, the holder of a claim will receive on account of such claim

deferred cash payments, over a period not exceeding six years after the date of assessment of such claim, of a value, as of the Effective Date, equal to the allowed amount of such claim.

10. If a class is impaired under the Plan, at least one class of claims that is impaired has accepted the Plan, determined without including any acceptances of the Plan by any insider.
11. Confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the plan proponent or any successor to the plan proponent under the Plan, unless such liquidation or reorganization is proposed in the Plan.

CDR believes that the Plan satisfies all the statutory requirements of Chapter 11 of the Bankruptcy Code, that the Debtor has complied or will have complied with all of the requirements of Chapter 11, and that the proposal of the Plan is made in good faith.

Additionally, CDR believes that the holders of Impaired Claims under the Plan will receive payments or distributions under the Plan having a present value as of the Effective Date in the amounts not less than what would be received if CDR were to be liquidated under Chapter 7 of the Bankruptcy Code.

XIII. CRAM DOWN.

In the event that any impaired class of Claims does not accept the Plan, the Bankruptcy Court may still confirm the Plan if, as to each impaired class which has not accepted the Plan, the Plan does not discriminate unfairly and is "fair and equitable." A plan of reorganization does not discriminate unfairly within the meaning of the Bankruptcy Code if no class receives more than it is legally entitled to receive for its claims or equity interests. Per section 1129(b)(2) of the Bankruptcy Code, "fair and equitable" can be demonstrated by the following treatment:

1. With respect to a class of secured claims, the Plan provides:
 - a. (i) that the holders of such claims retain the liens securing such claims, whether the property subject to such liens is retained by the Plan Proponent or transferred to another entity, to the extent of the allowed amount of such claims; and (ii) that each holder of a claim of such class receive on account of such claim deferred cash payments totaling at least the allowed amount of such claim, of a value, as of the effective date of the Plan, of at least the value of such holder's interest in the estate's interest in the property;
 - b. For the sale, subject to § 363(k) of the Bankruptcy Code, of any property that is subject to the Liens securing such claims, free and clear of such liens, with such liens to attach to the proceeds of such sale, and the treatment of such liens on proceeds under clause (a) and (b) of this subparagraph; or
 - c. For the realization by such holders of the indubitable equivalent of such claims.
2. With respect to a class of unsecured claims, the Plan provides
 - a. That each holder of a claim of such class receive or retain on account of such claim property of a value, as of the effective date of the Plan, equal to the allowed amount of such claim; or

- b. The holder of any claim or interest that is junior to the claims of such class will not receive or retain under the Plan on account of such junior claim or interest in any property.
 3. With respect to a class of interests, the Plan provides:
 - a. That each holder of an interest of such class receive or retain on account of such interest property of a value, as of the effective date of the Plan, equal to the greatest of the allowed amount of any fixed liquidation preference to which such holder is entitled, any fixed redemption price to which such holder is entitled, or the value of such interest; or
 - b. The holder of any interest that is junior to the interests of such class will not receive or retain under the Plan on account of such junior interest any property.

The Debtor believes that the Bankruptcy Court will find at the Confirmation Hearing that the Plan is fair and equitable with respect to, and does not discriminate unfairly against, any rejecting impaired class of Claims.

XIV. GENERAL PROVISIONS

14.1. Bar Date and Objections to Administrative Claims.

No Administrative Claim, other than Professional Fees and United States Trustee fees, will be paid unless the holder of such Administrative Claim has filed an application for payment of such Administrative Claim on or before the Administrative Claim Bar Date. Upon the filing of any application for payment, the entity seeking payment of an Administrative Claim shall provide notice by United States Mail. Any Administrative Claim, other than Professional Fees and United States Trustee fees, not filed in accordance with this section shall be barred and the Debtor shall have no liability for payment of any such Administrative Claim.

Objections to Applications for payment of Administrative Claims may be filed by any party in interest. In order to be considered, such objections must be filed on or before the twenty-first (21st) day following the date on which the application was filed. Any objections will be considered by the Bankruptcy Court.

14.2. Professional Claims.

Each holder of a Professional Fee Claim shall be paid in respect of such Professional Fee Claim in Cash, in full, on the Effective Date, unless otherwise provided for in the Plan, or if such Claim has not been approved by the Bankruptcy Court on or before the Effective Date, within thirty (30) days after Bankruptcy Court approval of the Professional Fee. Final fee applications for any Professional Fee Claim that has not been approved as of the Effective Date shall be filed within thirty (30) days of the Effective Date and such applications and objections thereto shall be filed in accordance with and comply with the Bankruptcy Code, Bankruptcy Rules, Local Bankruptcy Rules.

14.3. United States Trustee Fees.

Within thirty (30) days of the date that such payments are due, the Debtor shall pay all amounts owed to the United States Trustee as fees and costs imposed in connection with this Chapter 11 case.

14.4. Amendment of the Plan.

The Plan may be amended or modified by the Debtor after the Effective Date as provided in section 1127 of the Bankruptcy Code.

14.5. Reservation of Claims.

The Debtor reserves any and all claims and rights against any and all third parties, whether such claims and rights arose before, on or after the Petition Date, the Confirmation Date, the Effective Date, to any and all Claims and Causes of Action for relief that the Debtor may have against any director, officer, any insurer under any insurance policy, or any other person or entity. Entry of the Confirmation Order shall not constitute *res judicata* or any bar, estoppel, or inhibit any actions by the Debtor relating to any Claims or Causes of Action.

14.6. Calculation of Dates.

The provisions of Bankruptcy Rule 9006 shall govern the calculation of any dates or deadlines referred to in the Plan.

14.7. Governing Law.

Except to the extent that the Bankruptcy Code or Bankruptcy Rules are applicable, the rights and obligations arising under the Plan shall be governed by, and construed and enforced in accordance with, the laws of the State of Texas, without giving effect to any conflicts of law.

14.8. Conflict.

Except as provided for in the Plan, to the extent there are any inconsistencies between the Confirmation Order and the Plan and Disclosure Statement, any other agreement entered into by the Debtor and any third parties, the Plan controls the Disclosure Statement and any such agreements and the Confirmation Order (and any other orders of the Bankruptcy Court) controls the Plan.

14.9. Setoffs.

The Debtor may but shall not be required to set off against any Claims and payments to be made pursuant to the Plan in respect of such Claims, any and all debts, liabilities and claims of every type and nature that the Estate may have against the Holder of any Claim, but neither the failure to do so nor the Allowance of any such Claims, whether pursuant to the Plan or otherwise, shall constitute a waiver or release by the Debtor of any such claims it may have against such Holder of any Claim, and all such claims shall be reserved for and retained by the Debtor.

14.10. Alternative Means to Confirmation.

The proposed Plan affords the holders of Claims the maximum potential for realization of the Debtor's assets and is in the best interest of the holders. If the Plan is not confirmed, theoretical alternatives include (i) continuation of the Chapter 11 case; (ii) alternative plans of reorganization; (iii) liquidation of the Debtor under Chapter 7; and (iv) dismissal of the Chapter 11.

14.11. Alternative Plans of Reorganization.

If the Plan is not confirmed, other parties in interest could attempt to propose a different plan or plans. However, such plans, might involve other forms of reorganization or liquidation of the Debtor's operations and assets. Any other alternative plans, however, would likely result in additional administrative expenses to the Estate and would provide little to no benefit.

14.12. Liquidation under Chapter 7.

The Debtor does not believe that liquidation under Chapter 7 would be in the best interest of the creditors and the conversion of the case to case under Chapter 7 would result in the loss of the going concern value of the Debtor as well as the additional administrative expenses attributable to the statutory trustee fees and professional fees for the trustee's professionals. In a Chapter 7 liquidation, the Debtor believe that all of the proceeds would go to Allegiance Bank and the Internal Revenue Service and no payment would be made to other creditors.

Dated: June 7, 2017

CDR STRAINERS & FILTERS, INC.

By: /s/Blanca Croson
Blanca Croson
President

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**ATTORNEYS FOR THE DEBTOR AND
DEBTOR IN POSSESSION
CDR STRAINERS & FILTERS, INC.**

EXHIBIT A

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

IN RE: §
§
CDR STRAINERS & FILTERS, INC. § **CASE NO. 16-31997-H5**
§
DEBTOR. § **(SMALL BUSINESS CHAPTER 11)**

**CHAPTER 11 SMALL BUSINESS PLAN OF REORGANIZATION BY
CDR STRAINERS & FILTERS, INC.**

CDR Strainers & Filters, Inc. ("Debtor") files this Chapter 11 Small Business Plan to address the Claims asserted against and the Equity Interests of the Debtor. Votes will tabulated with respect to the Debtor's Plan and Claims will be classified and Distributions in accordance with the Plan. To the extent the Debtor does not receive sufficient votes for confirmation of its Plan, the Plan may be withdrawn.

ALL HOLDERS OF CLAIMS OR INTERESTS ARE ENCOURAGED TO READ THIS PLAN AND THE DISCLOSURE STATEMENT CAREFULLY AND IN THEIR ENTIRETY. ALL HOLDERS OF CLAIMS OR INTERESTS ENTITLED TO VOTE ON THIS PLAN ARE ENCOURAGED TO READ THIS PLAN AND THE DISCLOSURE STATEMENT CAREFULLY AND IN THEIR ENTIRETY BEFORE VOTING ON THE PLAN.

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I. PLAN SUMMARY

This Plan of Reorganization ("Plan") under Chapter 11 of the United States Bankruptcy Code proposes to pay the creditors of CDR Strainers & Filters, Inc., Debtor and Debtor-in-Possession ("Debtor") from the cash flow from continued operations. This Plan provides for classes of secured claims, unsecured priority claims, general unsecured claims, and equity security holders. Unsecured creditors holding allowed claims will receive distributions from the net profits of the Debtor's continued operations. Additionally, this Plan provides for the payment of administrative and priority claims. All creditors and equity security holders should refer to the provisions of this Plan below for information regarding the specific treatment of their claims. 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.**

II. DEFINITIONS

2.1. Administrative Claim.

Any cost of expense of administration of the Chapter 11 case incurred on or before the Effective Date entitled to priority under section 507(a)(2) and allowed under section 503(b) of the Bankruptcy Code, including but not limited to, any actual and necessary expenses of preserving the Debtor's estate, including wages, salaries, or commissions for services rendered after the commence of the Chapter 11 case, certain taxes, fines, and penalties, any actual and necessary post-petition expenses of operating the Debtor's business, certain post-petition indebtedness or obligations incurred by or assessed against the Debtor in connection with the conduct of its business, or for the acquisition or lease of property, or for providing services to the Debtor, including all allowances of compensation or reimbursement of expenses to the extent allowed by the Bankruptcy Court under the Bankruptcy Code, and any fees or charges assessed against the Debtor's estate. With respect to Administrative Claims allowed pursuant to sections 503(b)(2)-(b)(9), there shall be an Administrative Claim against the Debtor only to the extent upon entry of a Final Order approving such Administrative Claim following the filing of a motion or application prior to the Administrative Claim Bar Date.

2.2. Administrative Claim Bar Date.

Aside from quarterly United States Trustee fees and Professional Fee claims, applications for the allowance of an Administrative Claim shall be twenty (20) days after the Effective Date unless otherwise provided by a Final Order.

2.3. Allowed Administrative Claim.

An Administrative Claim to the extent it is or becomes an Allowed Claim.

2.4. Allowed Amount.

The amount of an Allowed Claim.

2.5. Allowed Claim.

An Allowed Claim is any Claim which has been

- (1) scheduled by the Debtor pursuant to Bankruptcy Rule 1007 and
 - (a) not scheduled as disputed, contingent, or unliquidated,
 - (b) as to which no Proof of Claim has been filed, and
 - (c) where no objection to such scheduled Claim has been filed;
- (2) where a timely Proof of Claim has been filed as of the Bar Date and no objection thereto has been made; or
- (3) a Claim allowed by a Final Order.

2.6. Allowed General Unsecured Claim.

A General Unsecured Claim to the extent it is or becomes an Allowed Claim.

2.7. Allowed Priority Non-Tax Claim.

A Priority Non-Tax Claim to the extent it is or becomes an Allowed Claim.

2.8. Allowed Priority Tax Claim.

Any Claim, to the extent such Claim is an Allowed Claim, and entitled to priority per section 507(a)(8) of the Bankruptcy Code.

2.9. Allowed Secured Claim.

A Secured Claim to the extent such Claim is an Allowed Claim, and the Lien securing such Claim has not avoided pursuant to the Bankruptcy Code.

2.10. Allowed Subordinated Claim.

An Subordinated Claim to the extent it is or becomes an Allowed Claim.

2.11. Allowed Unsecured Claim.

An Unsecured Claim to the extent it is or becomes an Allowed Claim.

2.12. Avoidance Action.

Any and all rights, claims, causes of action, arising under Sections 506(c), 510, 542, 543, 544, 545, 547, 548, 549, 550, 551, 552(b), 553, or 724 of the Bankruptcy Code.

2.13. Bankruptcy Code.

Title 11 of the United States Code as effective on the Confirmation Date.

2.14. Bankruptcy Court.

The United States District Court for the Southern District of Texas, Houston Division, having jurisdiction over this Chapter 11 case, or any appellate or other court that is competent to exercise jurisdiction over confirmation of this Plan.

2.15. Bar Date.

August 15, 2016.

2.16. Cash.

United States dollars.

2.17. Cause of Action.

Any Claim or cause of action, legal or equitable, whether arising under contract or tort, federal or state law, including Avoidance Actions, now owned or after acquired by the Debtor, whether such Claim or cause of action is commenced prior to or after the Petition Date.

2.18. Chapter 11 Case.

Case number 16-31997 filed under Chapter 11 of the Bankruptcy Code by the Debtor and pending before the Bankruptcy Court.

2.19. Claim.

Any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, or the right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2.20. Claimant.

Any person or entity asserting a Claim against the Debtor, its property, or its Estate.

2.21. Collateral.

Any property or interest in property of the Estate subject to a Lien that is not subject to avoidance under the Bankruptcy Code or otherwise invalid under the Bankruptcy Code or applicable state law.

2.22. Confirmation Date.

The date upon which the Bankruptcy Court enters the Confirmation Order.

2.23. Confirmation Hearing.

The hearing to be conducted by the Bankruptcy Court to determine whether to approve the Plan.

2.24. Confirmation Order.

The Order of the Bankruptcy Court approving and confirming the Chapter 11 Plan in accordance with the Bankruptcy Code.

2.25. Creditor.

Any person or entity that holds a Claim against the Debtor that arose or is deemed to have arise on or prior to the Petition Date, including an Allowed Claim against the Debtor's Estate of any kind as provided by sections 502(g), 502(h), or 502(i) of the Bankruptcy Code.

2.26. Debtor.

The Debtor is CDR Strainers & Filters, Inc.

2.27. Debtor in Possession.

The Debtor in its capacity as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

2.28. Deficiency Claim.

A General Unsecured Claim to the extent that the amount by which an Allowed Secured Claim exceeds the value of any Collateral securing such Claim as may be determined by the Bankruptcy Court in accordance with sections 506(a) of the Bankruptcy Code.

2.29. Disclosure Statement.

The Disclosure Statement with respect to this Plan, including all exhibits and schedules attached, filed by the Debtor and approved or conditionally approved by the Court pursuant to § 1125 of the Bankruptcy Code, as may be amended or supplemented.

2.30. Disputed Claim.

A Claim against the Debtor as to which an objection has been filed on or before the deadline for objecting to a Claim and which objection has not been withdrawn, settled, or otherwise resolved by Final Order.

2.31. Distribution.

The Cash or other property required by the Plan to be distributed to the holders of Allowed Claims.

2.32. Distribution Date.

The date on which distributions are made pursuant to the terms of the Plan to Holders of Allowed Claims.

2.33. Effective Date.

The date that the Confirmation Order becomes a Final Order.

2.34. Equity Interest or Interest.

Equity Interest means a share in a corporation, interest of a limited partner in a limited partnership; or warrant or right, other than right to convert, to purchase, sell, or subscribe to a share, security, or interest of a corporation or limited partnership.

2.35. Equity Interest Holder or Interest Holder.

A holder of an equity security or equity interest of the Debtor.

2.36. Estate.

The estate created upon the filing of the Chapter 11 case pursuant to section 541 of the Bankruptcy Code, along with all rights, claims, and interests of the Debtor that arose prior to the Petition Date.

2.37. Final Order.

An order or judgment which has not been reversed, vacated, or stayed and as to which the time to appeal or move for new trial or rehearing has expired.

2.38. General Unsecured Claim.

A Claim other than a Secured Claim, an Administrative Claim, a Priority Claim, or a Subordinated Claim.

2.39. Governmental Unit.

The term "Governmental Unit" shall have the same meaning as provided in section 101(27) of the Bankruptcy Code.

2.40. Interest Holder.

Any holder or owner of an Equity Interest.

2.41. Lien.

A charge against or interest in property to secure payment of a debt or performance on an obligation which has not been avoided under the Bankruptcy Court or applicable state law.

2.42. Net Profits.

The Debtor's gross yearly income less all necessary business expenses to be deposited into a separate bank account at the end of the calendar year for the benefit of the Holders of Allowed General Unsecured Claims. Upon written request by a holder of an Allowed General Unsecured Claim to the Debtor, Debtor will provide an accounting of its gross yearly income and business expenses for the immediate fiscal year prior to the disbursement to the holder of the Allowed General Unsecured Claim.

2.43. Notice of Default.

Notice to be transmitted to Debtor and its Registered Agent, as provided by the records of the Texas Secretary of State, via certified mail return receipt requested and First Class U.S. Mail.

2.44. Petition Date.

April 18, 2016.

2.45. Plan.

This Chapter 11 Plan of Reorganization, as may be amended or modified from time to time.

2.46. Plan Rate.

The rate of interest that will be paid on Claims or Classes that specify interest only to the extent that the Plan specifies that such Claim or Class will receive interest. For all non-tax claims, the Plan Rate shall be 5% simple interest, unless otherwise specifically provided in the Plan. The Plan Rate for tax claims shall be the applicable non-bankruptcy statutory rate as of the calendar month in which the Confirmation Order is entered. Interest shall be calculated from the Petition Date to each Payment Date.

2.47. Plan Ballot.

The form of ballot that the Debtor will transmit to Creditors and Interest Holders who are, or may be, entitled to vote on the Plan.

2.48. Plan Documents.

Any and all documents contemplated to be executed in connection with this Plan.

2.49. Priority Claim.

Any Claim to the extent entitled to priority as provided in section 507(a) of the Bankruptcy Code.

2.50. Priority Non-Tax Claim.

Any Claim (other than an Administrative Claim or Priority Tax Claim) to the extent entitled to priority in payment under section 507(a) of the Bankruptcy Code including, but not limited to (a) Employee wage Claims for wages, salaries, or commissions, including vacation, severance or sick leave pay, earned within one hundred and eighty (180) days prior to the Petition, to the extent of \$10,950 per employee; (b) Claims for contribution to an employee benefit plan as provided in section 507(a)(5) of the Bankruptcy Code; (c) Claims for deposits of up to \$2,425 placed by consumers with the Debtor as provided in section 507(a)(7) of the Bankruptcy Code; (d) Claims based upon any commitment by the Debtor to a Federal depository institution regularly agency to maintain the capital of an insured depository institution as provided in section 507(a)(9); and (e) Claims for death and personal injury resulting from the operation of a motor vehicle or vessel if such operation was unlawful because the Debtor was intoxicated from using alcohol, a drug, or another substance as set forth in section 507(a)(10).

2.51. Priority Tax Claim.

Any Claim entitled to priority in payment under section 507(a)(8) of the Bankruptcy Code. A claim based upon an assessed *ad valorem* tax that is secured by a statutory lien on property that was administered during this Chapter 11 is a Secured Claim to the extent of the value of the property administered.

2.52. Pro Rata.

The proportion that the dollar amount of an Allowed Claim or Allowed Interest in a Class bears to the aggregate amount of all Allowed Claims or Allowed Interests in such Class.

2.53. Professional Fee Claims.

Administrative Claims for Professional Fees from the Petition Date through the Effective Date, as well as fees, expenses, and other reimbursable costs incurred after the Effective Date in connection with the preparation and filing of fee applications with the Bankruptcy Court in respect of a Professional Fee Claim.

2.54. Professional Fees.

All fees, costs, and expenses incurred in this Chapter 11 case by any professional person (within the meaning of sections 327, 328, or 1103 of the Bankruptcy Code or otherwise) and awarded by Final Order of the Bankruptcy Court pursuant to sections 330 or 503(b) or any other

provision of the Bankruptcy Code and any professional fees, costs, and expenses which have been allowed pursuant to this Plan or by Final Order by the Bankruptcy Court.

2.55. Protected Persons.

As defined in Section 11.3 of this Plan.

2.56. Reorganized Debtor.

As of the Effective Date of the Plan, the Debtor as reorganized under the terms of the Plan.

2.57. Rights of Action.

Any avoidance, recovery, subordination, or other action of the Debtor, the Estate, or the Reorganized Debtor, any Cause of Action of the Debtor, the Estate, or Reorganized Debtor, or any objection to a Claim.

2.58. Schedules.

The Debtor's Schedules of Assets and Liabilities, as may be amended or supplemented, and filed with the Bankruptcy Court in accordance with section 521 of the Bankruptcy Code.

2.59. Secured Claim.

A Claim to the extent of the value, as may be determined by the Bankruptcy Court pursuant to section 506 of the Bankruptcy Code, of any interest in property of the Estate securing such Claim, or any Claim to the extent that it is subject to setoff pursuant to section 533 of the Bankruptcy Code. To the extent the value of such interest is less than the Claim amount, such Claim is a Deficiency Claim.

2.60. Subordinated Claim.

An Unsecured Claim that is subordinated pursuant to section 510 of the Bankruptcy Code or other applicable state law pursuant to a Final Order.

2.61. Unsecured Claim.

A Claim not secured by a charge, mortgage, or lien against or interest in the Estate, including but not limited to any Deficiency Claim or any claim for damages resulting from rejection of an executory contract or lease.

III. CLASSIFICATION OF CLAIMS AND INTERESTS

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the United States Bankruptcy 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.

Certain types of claims such as administrative expenses 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.

The United States Trustee fees will continue to be paid through the date this case is closed. Further, the Debtor shall file monthly operating reports through the date this case is closed.

The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

<u>Type</u>	<u>Estimated Amount Owed</u>	<u>Proposed Treatment</u>
Professional Fees for Debtor's Counsel	\$9800 ¹	Debtor proposes to pay the remaining Professional Fees with monthly payments of \$5000.00 until the Professional Fees for Debtor's counsel is paid.
Professional Fees for William West, P.C. as Accountant	\$6290.85	Debtor proposes to pay the remaining Professional Fees with monthly payments of \$2500.00 until the Professional Fees is paid.

3.1. Class 1 - Priority Non- Tax Claims.

Class 1 is compromised of Allowed Priority Claims against CDR which include the claims of the Comptroller of Public Accounts and the Texas Workforce Commission.

3.2. Class 2 - Priority Tax Claims.

Class 2 is compromised of Allowed Priority Tax Claims which includes the priority tax claim of the Internal Revenue Service.

3.3. Class 3A and 3B - Secured Claims.

Class 3A is compromised of the Allowed Secured Claim filed by Allegiance Bank and Class 3B is compromised of the Allowed Secured Claim of the Internal Revenue Service.

3.4. Class 4 - Ad Valorem Secured Claims.

Class 4 is compromised of Allowed Secured Ad Valorem Tax Claims against CDR which include the claim of the Austin County Appraisal District.

3.5. Class 5 - Miscellaneous Secured Claims.

Class 5 is compromised of Can Capital.

3.6. Class 6 - Secured Vehicular Claims.

Class 6 is compromised of the Allowed Secured Vehicular Claims against CDR which include the claims by Ford Motor Credit and Ally Financial.

3.7. Class 7 - General Unsecured Claims.

¹ Counsel for Debtor has not yet submitted a Fee Application but will file one shortly thereafter.

Class 7 is compromised of the Allowed General Unsecured Claims against CDR.

3.8. Class 8 - Subordinated Claims.

Class 8 is compromised of all Allowed Subordinated Claims against CDR.

3.9. Class 9 - Equity Interest Holders.

Class 8 is compromised of all Allowed Equity Interests in CDR.

IV. IMPAIRMENT OF CLASSES AND RESOLUTION OF CLAIM CONTROVERSIES.

4.1. Impaired Classes.

Class 1 - Priority Non-Tax Claims.

Class 2 - Priority Tax Claims.

Classes 3A and 3B - Secured Claims.

Class 4 - Ad Valorem Secured Claims.

Class 5 - Miscellaneous Secured Claims.

Class 6 - Secured Vehicular Claims.

Class 7 - General Unsecured Claims.

Class 8 - Subordinated Claims.

4.2. Unimpaired Classes.

Holders of the Claims that are unimpaired are deemed to have accepted the proposed Plan and are not entitled to Vote on the Plan. The following not entitled to vote on the plan either because such classes are not impaired or not entitled to vote pursuant to the Bankruptcy Code:

Class 9 - Equity Interest Holders of CDR.

V. TREATMENT OF IMPAIRED CLASSES

5.1. Treatment of Priority Non-Tax Claims.

Holders of Priority Non-Tax Claims in Class 1 against the Debtor shall be paid their respective claim amounts in Cash in 24 monthly equal installments commencing 30 days from the Effective Date.

Claimant	Scheduled Claim	Filed Claim
Comptroller of Public		\$17,500.00

Accounts	
Texas Workforce	\$4,065.35

5.2. Treatment of Priority Tax Claims.

Holders of Priority Tax Claims in Class 2 against the Debtor shall be paid in Cash for 24 monthly installments of \$1,000.00 with the remaining claimed amounts to be paid Pro Rata over 60 months with interest bearing at the Plan Rate and payments commencing 30 days from the Effective Date.

Claimant	Scheduled Claim	Filed Claim
Internal Revenue Service	\$212,310.47	\$212,310.47

5.3. Treatment of Secured Claims.

In full and complete satisfaction, commencing 30 days from the Effective Date, holders of Claims in Class 3A are to receive 60 monthly Cash payments of \$4,500.00 with interest bearing at 6.25% per annum with the remaining balance on the Claim due at the end of 60 months, with payments being applied towards the principal balance. Holders of Claims in Class 3A shall be entitled to receive the proceeds from the settlement or award from the Enterprise Lawsuit, with the proceeds being applied to the unpaid principal balance. Holders of Claims in Class 3B are to receive Cash payments for 24 monthly installments of \$1,500.00 with the remaining claimed amounts to be paid pro rata over 96 months with interest bearing at the Plan Rate and payments commencing 30 days from the Effective Date. In the event of any failure of the Reorganized Debtor to timely make its required plan payments to the Holders of Allowed Claims in this Class, which shall constitute an event of default under the Plan as to these Claimants, they shall send Notice of Default to the Reorganized Debtor. If the default is not cured within thirty (30) days of the date of such notice, the Holders of Allowed Claims may proceed to collect all amounts owed pursuant to state law without further recourse to the Bankruptcy Court. The holders of Claims in Classes 3A and 3B are only required to send two (2) Notices of Default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

Claimant	Scheduled Claim	Filed Claim
Allegiance Bank	\$584,350.08	\$580,047.60
Internal Revenue Service	\$380,138.84	\$380,138.84

5.4. Treatment of Ad Valorem Secured Claims.

Holders of Allowed Claims in Class 4 shall be paid in Cash in 60 monthly equal installments commencing 30 days from the Effective Date with interest bearing per the applicable statutory rate. Holders of Allowed Claims in Class 4 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 them under the provisions of this Plan, and their lien position shall not be diminished or primed by any Exit Financing, if any,

approved by the Court in conjunction with the confirmation of this Plan. In the event of any failure of the Reorganized Debtor to timely make its required plan payments to the Holders of Allowed Claims in this Class, which shall constitute an event of default under the Plan as to these Claimants, they shall send Notice of Default to the Reorganized Debtor. If the default is not cured within thirty (30) days of the date of such notice, the Holders of Allowed Claims may proceed to collect all amounts owed pursuant to state law without further recourse to the Bankruptcy Court. The taxing authorities are only required to send two (2) notices of default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

Claimant	Scheduled Claim	Filed Claim
Austin County	\$46,310.56	\$43,671.41

5.5. Treatment of Miscellaneous Secured Claims.

In full and complete satisfaction, the holders of Claims in Class 5 shall retain their liens and terms under the promissory note except as expressly modified by this Plan. Any existing defaults under any credit agreements shall be cancelled and have no legal effect; the holder of this claim shall receive monthly payments of \$750.00 until Allowed Claims are paid in full, with interest to accrue at the rate of 0.00% per annum. The holders of Claims in Class 5 are only required to send two (2) Notices of Default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

Claimant	Scheduled Claim	Filed Claim
Can Capital	\$71,870.92	\$77,470.92

5.6. Treatment of Secured Vehicular Claims.

Holders of Allowed Claims in Class 6 shall be paid Pro Rata 72 monthly equal installments of Cash regarding their respective Claim amounts commencing 30 days from the Effective Date with interest bearing on the respective Allowed Claims at the Plan Rate. The holders of Claims in Class 6 are only required to send two (2) Notices of Default, and upon the third event of default, the taxing authorities may proceed to collect all amounts owed under state law without recourse to the Bankruptcy Court and without further notice.

Claimant	Scheduled Claim	Filed Claim
Ford Motor Credit	\$13,393.61	\$13,393.61
Ford Motor Credit	\$64,975.31	\$64,975.31
Ford Motor Credit	\$24,134.98	\$24,134.98
Ford Motor Credit	\$26,686.50	\$26,686.50
Ford Motor Credit	\$28,573.86	\$28,573.86
Ally Bank	\$56,293.62	\$56,293.62
Ford Motor Credit	\$74,359.38	\$74,359.38

5.7. Treatment of General Unsecured Claims.

Holders of Allowed General Unsecured Claims shall be paid Pro Rata the Net Profits from CDR until the earlier of seven (7) years or all Allowed General Unsecured Claims are paid where all remaining unpaid Allowed General Unsecured Claims shall be treated per Section 8.4 and Section 11.2.

Claimant	Scheduled Claim	Filed Claim
MSC Industrial		\$782.74
W.W. Grainger, Inc.		\$1,1386.02
US Chemco M&M		\$158.48
Rowe Equipment		\$1,350.80
Industrial Piping		\$10,533.19
Direct Energy Business		\$2,992.99
NTB		\$1,789.22
Unique Wire Weaving Co., Inc.		\$1,830.90
Castle c/o Scott & Goldman		\$1,114.00
A.J. Rod Company		\$2,766.93
Uline Shipping Supply Specialist		\$2,766.93
Camfil USA Inc.		\$2,403.94
Toyota Financial		\$25,699.04
Spencer Lopez		\$500,000.00
CL Alloys		\$4,189.31
TXU Energy		\$206.30
Samuel, Son & Co.		\$8,924.60
UPS		\$2,857.42
UPS		\$1,271.88
Samuel, Son & Co.		\$8,924.60
Texas Steel Processing		\$2,096.00
Pitney Bowes		\$1,642.89
XPO Logistics		\$5,251.41
Blue Tarp Financial In		\$1,067.79
Fastenal Company		\$2,779.61
Ht. Hawley Insurance		\$1,010,100.00
Airgas USA		\$2,140.96
Spencer Lopez		\$500,000.00
Metaltech Service		\$1,116.00
Dore' Law Group		\$10,570.45
Michael W. Ayer		\$88,000.00

VI. TREATMENT OF UNIMPAIRED CLASSES

Holders of the Claims that are unimpaired are deemed to have accepted the proposed Plan and are not entitled to Vote on the Plan. The following not entitled to vote on the plan either because such classes are not impaired or not entitled to vote pursuant to the Bankruptcy Code:

Class 8 - Equity Interest Holders of CDR will retain their stock in the Reorganized Debtor.

VII. MEANS OF IMPLEMENTATION OF PLAN

Debtor proposes to fund payments under this Plan through continued operations of its business. Debtor's income is dependent on the demand for oil production in the United States and based on the current price of crude oil and forecasts for the price of crude oil, Debtor believes it will be able to make all payments contemplated under this Plan; Debtor also anticipates an award from its Condemnation lawsuit² where the proceeds from the award or settlement will be used to pay its Secured Creditors. Attached hereto as **Exhibit 1** are Debtor's anticipated income and expenses for the next three (3) years.

VIII. CLAIM OBJECTION PROCEDURES, TREATMENT OF DISPUTED CLAIMS, AND PROCEDURES FOR ASSERTING CLAIMS

8.1. Objection Process.

Unless otherwise provided by the Bankruptcy Court, the Debtor shall file and serve all objections to Claims and Equity Interests the later of (i) ninety (90) days after the Effective Date; (ii) the date on which a proof of claim, proof of interest, or request for payment is filed with the Bankruptcy Court; or (iii) such other date as may be approved by the Bankruptcy Court after notice and hearing.

8.2. Filing of Claims and Causes of Action.

Debtor reserves the exclusive right to prosecute any and all Claims and Causes of Action of the Debtor and the Estate.

8.3. Disputed Claim Reserve.

A Disputed Claims Reserve shall be established by the Debtor for treatment of Disputed Claims and held in a separate bank account from all other funds. Debtor will deposit into the Disputed Claims Reserve an amount equal to the Pro Rata share of Distribution allocable to such Disputed Claims, in accordance with the distributions as provided for in the Plan, as if such Claims were Allowed Claims pending a determination of their entitled under the terms of the Plan. Once the Disputed Claim is determined by Final Order or settlement to be an Allowed Claim, the Debtor is authorized to pay the Allowed Amount of such Claim from the Disputed Claim Reserve.

² Enterprise Crude Pipeline LLC filed a condemnation proceeding (the "Enterprise Lawsuit") against CDR seeking to acquire a permanent right-of-way, easement, and temporary workspace easement across CDR's Sealy Property. The Enterprise Lawsuit is still pending and CDR and Enterprise are in negotiations regarding a possible settlement.

8.4. Distribution to Holders of Disputed Claims.

Within twenty (20) Business Days after a Disputed Claim is deemed an Allowed Claim, any Distributions reserved for such Allowed Claim shall be released from the Disputed Claims Reserve and delivered to the holder of such Allowed Claim. In the event that the Disputed Claim is disallowed in its entirety or reduced in portion, the disallowed or reduced portion of the shall be distributed from the Disputed Claim Reserve to holders of Allowed Claims without further approval.

8.5. Disallowance of Late Filed Proofs of Claims.

Except as otherwise provided in the Plan, any proof of claim filed after the Bar Date is hereby disallowed.

8.6. Distribution Process.

8.6.1. Record Date for Claims.

Record date for Distributions to Allowed Claims under this Plan shall be the date the Bankruptcy Court enters its Order approving the Disclosure Statement and Debtor will rely on the claims docket maintain by the Clerk for proof of claims filed in this case.

8.6.2. Distributions to Holders of Allowed Claims.

Distributions to holders of Allowed Claims will be made to the address of each such holder as set forth on the proof of claims filed by these holders of Allowed Claims or the last known address if no proof of claim was filed, unless Debtor received written notification of a change in address. If the holder's Distribution is returned undeliverable, it will be treated as a disallowed Disputed Claim as provided in Section 8.4.

8.6.3. Unclaimed Distributions.

Debtor will file a notice of undeliverable Distribution with the Bankruptcy Court within thirty (30) days of the returned Distribution. All claims for undeliverable Distributions must be made no later than forty-five (45) days from the date of the filing of the notice, and after such date, the unclaimed Distribution will be distributed to holders of Allowed Claims per Section 2.4 and the remaining Claim of the holder of the undeliverable Distribution will be discharged and forever barred.

8.6.4. Undeposited Checks.

Checks issued with respect to Distributions for Allowed Claims will be null and void if not negotiated within ninety (90) days after the date of issuance. Distributions with respect to un-negotiated checks will treated per Section 2.4 and the remaining Claim of the holder of the unnegotiated check will be discharged and forever barred.

IX. EXECUTORY CONTRACTS AND UNEXPIRED LEASES.

9.1. Rejection of Executory Contracts and Unexpired Leases.

All executory contracts and unexpired leases that are not assumed under this Plan are rejected, unless otherwise provided for in the Plan or Confirmation Order, or any other Order of the Court entered prior to the Effective Date.

9.2. Assumed Executory Contracts and Unexpired Leases.

Each executory contract and unexpired lease that is assumed will include (a) all amendments, modifications, supplements, restatements, or other agreements made directly or indirectly by any agreement, instrument, or with respect to any executory or unexpired lease that relates to the use, ability to acquire, or occupy real property, including all easements, licenses, permits, rights, privileges, immunities, options, rights of first refusal, powers, uses, usufructs, reciprocal easement agreements, vaults, tunnel or bridge agreements, or franchises, and any other equity interests in real estate or rights *in rem* related to such premises, unless any of the foregoing agreements have been rejected pursuant to an order of the Bankruptcy Court or are subject of a motion to reject filed on or before the Confirmation Date. Amendments, modifications, supplements, and restatements to any prepetition executory contracts or unexpired leases that have been executed by the Debtor during the Chapter 11 shall not be deemed to alter the prepetition nature of the executory contract or unexpired lease, or the validity, priority, or amount of any Claims that may have arise in connection.

9.3. Claims Based on Rejection of Executory Contracts or Unexpired Leases.

Damages arising from the rejection of an executory contract or unexpired lease shall be treated as a General Unsecured Claim against the Debtor unless subordinated by applicable law. Any Claim for damages arising from a rejected executory contract or unexpired lease must be asserted in a proof of claim filed with the Bankruptcy Court no later than twenty (20) days than the earlier of (i) the date of entry of an order of the Bankruptcy Court approving the rejection or (ii) the Effective Date.

9.4. Reservation of Rights.

Nothing contained in his Plan shall constitute an admission by the Debtor that any such contract or lease is an executory contract or unexpired lease or that Debtor has any liability arising under any executory contract or unexpired lease. Should a dispute arise as to whether a contract is an executory contract or unexpired lease, the Debtor or Reorganized Debtor shall have thirty (30) days following the entry of a Final Order resolving such dispute to alter its treatment of such contract or lease.

X. REJECTION OF CLASSES OF CLAIMS.

10.1. Impaired Classes to Vote.

Each impaired class of Claims shall be entitled to vote separately to accept or reject the Plan. A holder of a Disputed Claim which has not been temporarily allowed for voting purposes may vote only such Disputed Claim in an amount equal to the portion, if any, of such Claim shown as fixed liquidated, or undisputed in the Debtor's Schedules and is not the subject of any subsequently filed objection as to such fixed, liquidated, undisputed amount.

10.2. Acceptance by Class.

A class is deemed to have accepted the Plan if at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Allowed Claims have such class have voted to accept or reject the Plan.

10.3. Reservation of Cramdown.

In the event that any impaired class shall fail to accept the Plan, the Debtor reserves the right to request the Bankruptcy Court to confirm in accordance with section 1129(b) of the Bankruptcy Code.

XI. EFFECT OF CONFIRMATION

11.1. Legally Binding Effect.

The provisions of this Plan shall bind all Creditors, Interest Holders, whether or not they accepted the Plan. On or after the Effective Date, all holders of Claims shall be precluded and enjoined from asserting any Claim (i) against the Debtor or Reorganized Debtor and (ii) any derivative claims, including claims against third parties asserting alter ego claims, fraudulent transfer claims, or any other type of successor liability.

11.2. Discharge of Debtor.

As provided for in § 1141 of the Bankruptcy Code, the provisions of Debtor's Plan shall bind the Debtor and any creditor under the Plan, whether or not the claims of the creditor is impaired under the Plan and whether or not the creditor has accepted the Plan. As provided for in § 1141(b) of the Bankruptcy Code, confirmation of the Debtor's Plan vests all of the property of the estate in the Debtor. After confirmation of the Debtor's Plan, all property of the Debtor dealt with by the Plan (which includes all property of the Debtor) is free and clear of all liens, claims, and interests of the creditors and equity security holders, except to the extent provided in this Plan.

The rights afforded in the Plan shall be in exchange for and in complete satisfaction, discharge, and release of all claims of any nature whatsoever occurring on or prior to the confirmation date, including any interest accrued thereon from and after the petition date, against Debtor, or any of its assets or properties. Except as otherwise provided herein, upon the Effective Date, in accordance with § 1141 of the Code, all such claims against Debtor shall be satisfied, discharged, and released in full. Except as otherwise provided herein, all creditors shall be precluded from asserting against Debtor any other or further claim based upon any act or omission, transaction, or other activity of any kind or nature occurring on or prior to the confirmation date.

Entry of the Confirmation Order will operate as a resolution, as of the Effective Date, of all pending legal proceedings against the Debtor and its assets and properties not yet instituted, except as otherwise provided in this Plan. Except as expressly provided in this Plan, all persons or entities who have held, hold, or may hold Claims against the Debtor are permanently enjoined on or after the Effective Date from (a) commencing or continuing in any matter any action or other proceeding of any kind against the Debtor, Reorganized Debtor, or parties personally guarantying such Claims; (b) the enforcement, attachment, collection or recovery by any matter or means of any judgment, award, decree or order with respect to any such Claim against the Debtor or Reorganized Debtor or its property; (c) the creation, perfection, or enforcement of any encumbrance of any kind against the Debtor or Reorganized Debtor or its property; (d) assertion of any right of subrogation of any kind against any obligation due to the Debtor or Reorganized Debtor with respect to any Claim; (e) the assertion of any right of setoff or recoupment against the Debtor or Reorganized Debtor and its Property. Unless otherwise provided, all injunctions or

automatic stays provided for in this case pursuant to sections 105 or 362 of the Bankruptcy Court and in inexistence on the Confirmation Date will remain in full force and effect until the Effective Date. Subject to the terms of the Plan and Confirmation Order, any default by the Debtor with respect to any Claim that existed immediately prior to the Chapter 11 shall be deemed satisfied on the Effective Date.

11.3. Limited Protection of Certain Parties.

Neither the Debtor, Reorganized Debtor, or their employees, officers, directors, agents, representatives, affiliates, attorneys, financial advisors, or any other professional persons employed by the Debtor or Reorganized Debtor (collectively "Protected Persons") shall have or incur any liability to any person or entity under any theory of liability for any act or omission occurring on or after the Petition Date in connection or related to the Debtor, Chapter 11 case, including but not limited to formulating, preparing, disseminating, implementing, confirming, consummating or administering this Plan (including soliciting acceptances or rejections of) or the Disclosure Statement, or any contract, instrument, release or other agreement entered into in connection with this Plan, except for acts constituting willful misconduct, gross negligence, or *ultra vires* activity and in all respects such Protected Persons shall be entitled to rely in good faith upon the advice of counsel. In any action, suit or proceeding by any person or entity contesting any action or non action by any Protected Person for willful misconduct, gross negligence, or *ultra vires* activity not being in good faith, the reasonable attorneys' fees and costs of the prevailing party will be paid by the losing party.

11.4. Indemnification.

The Debtor shall indemnify each Person identified as a Protected Person per Section 10.3 against any and all costs and expense (including attorneys' fees) incurred by any of them in defending against post-Confirmation Date claims that are based on actions allegedly taken or not taken in their respective capacities relating to the Debtor, provided no Protected Person shall be entitled to indemnification under this Plan for the costs and expenses of defending a cause of action in which it ultimately judicially determined that such Protected Person was grossly negligent or acted fraudulently or with willful misconduct in performing such Protected Person's duties. Any Protected Person entitled to indemnification under this section shall have priority in distribution right senior to the holders of Allowed General Unsecured Claims.

11.5. Anti-Discrimination.

A Governmental Unit may not deny, revoke, suspend, or refuse to renew a license, permit, charter, franchise, or other similar grant to, condition such a grant to, or discriminate with respect to such a grant against the Debtor or another person with whom the Debtor has been or are associated or affiliated solely because of the commencement, continuation, or termination of the case or because of any provision of the Plan or the legal effect of the Plan, and the Confirmation Order will constitute an express injunction against any such discriminatory treatment by a Governmental Unit. A Governmental Unit may not deny, revoke, suspend, or refuse to renew a license, permit, charter, franchise, or other similar grant to the Debtor based upon any requirement that the Debtor place a bond or other surety obligation with such governmental unit as a condition of receipt of such a license, permit, charter, franchise, or other similar grant to the Debtor.

11.6. Preservation of Claims and Rights.

Confirmation of the Plan effects no settlement, compromise, waiver or release of any Claim, Cause of Action, Right of Action or claim for relief unless the Plan or the Confirmation specifically and unambiguously provide so. The non-disclosure or non-discussion of any particular Claim, Cause of Action, Right of Action or claim for relief is not and shall not be construed as a settlement, compromise, waiver, or release of any such Claim, Cause of Action, Right of Action or claim for relief.

XII. RETENTION OF JURISDICTION

The Court shall retain and have exclusive jurisdiction over this Chapter 11 Case to the maximum extent as provided by law for the following purposes subsequent to Confirmation of the Debtor's Plan: (i) to determine any and all objections to the allowance and classification of Claims or Interests; (ii) to determine the validity and priority of any Lien; (iii) to determine the Allowed Amount of any Claim, whether secured or unsecured; (iv) to allow any and all applications for allowances of compensation and reimbursement of expenses payable from the estate; (v) to determine any and all applications or motions pending before the Court on the Effective Date, including but not limited to, any motions for the rejection, assumption and or assignment of any executory contract or unexpired lease; (vi) to consider and approve any modification of the Plan, remedy any defect or omission or reconcile any inconsistency in the Plan, or any order of the Court, including the Confirmation Order or any transactions or payments contemplated in the Plan; (vii) to consider and act on the compromise or settlement of any claim or cause of action by or against the Debtor; (viii) to issue orders in aid of the execution and implementation of the Plan and Confirmation Order; and (ix) to hear and determine matters concerning federal or local taxes.

XIII. MISCELLANEOUS PROVISIONS

13.1. Bar Date for Administrative Claims.

No Administrative Claim, other than Professional Fees and United States Trustee fees, will be paid unless the holder of such Administrative Claim has filed an application for payment of such Administrative Claim on or before the Administrative Claim Bar Date. Upon the filing of any application for payment, the entity seeking payment of an Administrative Claim shall provide notice by United States Mail. Any Administrative Claim, other than Professional Fees and United States Trustee fees, not filed in accordance with this section shall be barred and the Debtor shall have no liability for payment of any such Administrative Claim.

13.2. Objections to Administrative Claims.

Objections to Applications for payment of Administrative Claims may be filed by any party in interest. In order to be considered, such objections must be filed on or before the twenty-first (21st) day following the date on which the application was filed. Any objections will be considered by the Bankruptcy Court.

13.3. Payment of Professional Fees.

Each holder of a Professional Fee Claim shall be paid in respect of such Professional Fee Claim in Cash, in full, on the Effective Date, unless otherwise provided for in the Plan, or if such Claim has not been approved by the Bankruptcy Court on or before the Effective Date, within thirty (30) days after Bankruptcy Court approval of the Professional Fee. Final fee applications for any Professional Fee Claim that has not been approved as of the Effective Date shall be filed within thirty (30) days of the Effective Date and such applications and objections thereto shall be filed in accordance with and comply with the Bankruptcy Code, Bankruptcy Rules, Local Bankruptcy Rules.

13.4. Payment of United States Trustee Fees.

Within thirty (30) days of the date that such payments are due, the Debtor shall pay all amounts owed to the United States Trustee as fees and costs imposed in connection with this Chapter 11 case.

13.5. Satisfaction of Liabilities.

Treatment of all Claims and Interest herein shall be in exchange for complete satisfaction and release of all Claims and Interests of any nature whatsoever against the Debtor, Reorganized Debtor, or entities or individuals guarantying such Claims and Interests. Neither the Debtor nor the Reorganized Debtor shall be responsible for any pre-Effective Date obligations of the Debtor.

13.6. Amendment of Plan.

The Plan may be amended or modified by the Debtor after the Effective Date as provided in section 1127 of the Bankruptcy Code.

13.7. Right to Seek Further Orders.

Notwithstanding confirmation of this Plan, Debtor reserves the right to seek further Orders from the Bankruptcy Court relating to this Chapter 11 case.

13.8. Withdrawal of Plan.

Debtor reserves the right to withdraw the Plan prior to the Confirmation Hearing.

13.9. Reservation of Claims.

The Debtor reserves any and all claims and rights against any and all third parties, whether such claims and rights arose before, on or after the Petition Date, the Confirmation Date, the Effective Date, to any and all Claims and Causes of Action for relief that the Debtor may have against any director, officer, any insurer under any insurance policy, or any other person or entity. Entry of the Confirmation Order shall not constitute *res judicata* or any bar, estoppel, or inhibit any actions by the Debtor relating to any Claims or Causes of Action.

13.10. Dates.

The provisions of Bankruptcy Rule 9006 shall govern the calculation of any dates or deadlines referred to in the Plan.

13.11. Governing Law.

Except to the extent that the Bankruptcy Code or Bankruptcy Rules are applicable, the rights and obligations arising under the Plan shall be governed by, and construed and enforced in accordance with, the laws of the State of Texas, without giving effect to any conflicts of law.

13.12. Rules of Construction.

Unless otherwise specified, all section, article, schedule or exhibit references in this Plan are to the respective section in, article of, or schedule or exhibit to, this Plan. The rules of construction as provided in section 102 of the Bankruptcy Code shall apply to the construction of this Plan except section 102(5) of the Bankruptcy Code. The headings in this Plan are for convenience of reference and shall not limit or otherwise affect the provisions of this Plan.

13.13. Conflict.

Except as provided for in the Plan, to the extent there are any inconsistencies between the Confirmation Order and the Plan and Disclosure Statement, any other agreement entered into by the Debtor and any third parties, the Plan controls the Disclosure Statement and any such agreements and the Confirmation Order (and any other orders of the Bankruptcy Court) controls the Plan.

13.14. 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.

13.15. Setoffs.

The Debtor may but shall not be required to set off against any Claims and payments to be made pursuant to the Plan in respect of such Claims, any and all debts, liabilities and claims of every type and nature that the Estate may have against the Holder of any Claim, but neither the failure to do so nor the Allowance of any such Claims, whether pursuant to the Plan or otherwise, shall constitute a waiver or release by the Debtor of any such claims it may have against such Holder of any Claim, and all such claims shall be reserved for and retained by the Debtor.

[Signature Page Follows]

Dated: June 7, 2017

CDR STRAINERS & FILTERS, INC.

By: /s/Blanca Croson
Blanca Croson
President

CORRAL TRAN SINGH, LLP

By: /s/Susan Tran
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**ATTORNEYS FOR THE DEBTOR AND
DEBTOR IN POSSESSION
CDR STRAINERS & FILTERS, INC.**

"EXHIBIT 1"

CDR STRAINERS & FILTERS, INC.													
SALES PROJECTIONS													
YEAR	Jan	Feb	Mar	Apr	May	June	Jul	Aug	Sept	Oct.	Nov.	Dec.	Total
2017 New Monthly Forecast	\$161,280	\$189,911	\$209,063	\$176,813	\$238,145	\$223,745	\$223,000	\$229,046	\$229,046	\$220,625	\$220,625	\$185,000	\$2,506,299
2018 New Monthly Forecast	\$188,205	\$202,159	\$227,538	\$195,223.00	\$286,322	\$307,638.00	\$255,842.00	\$299,527	\$237,855.00	\$302,587	\$269,501	\$227,543	\$3,000,000
2019 New Monthly Forecast	\$237,522	\$252,961	\$302,577	\$276,088	\$347,692	\$301,856	\$317,959	\$325,624	\$259,682	\$357,631	\$279,622	\$241,075	\$3,500,289.00

MONTHLY EXPENSES													
	Jan.	Feb.	Mar	Apr	May	June	Jul	Aug	Sept	Oct.	Nov.	Dec.	
Shop Supplies	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Shop Consumables	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Equipment / Tools	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Payroll	\$ 80,000.00	\$ 80,000.00	\$ 80,000.00	\$ 85,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 85,000.00
Payroll Taxes	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 21,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 20,000.00
Raw Materials	\$ 35,000.00	\$ 35,000.00	\$ 35,000.00	\$ 35,000.00	\$ 46,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00
In Bound Freight	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Finished Goods For Resale	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Shipping Supplies	\$ 500.00	\$ 500.00	\$ 500.00	\$ 200.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Outbound Shipping & Freight	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Trade Shows				\$ 800.00		\$ 800.00		\$ 800.00		\$ 800.00		\$ 800.00	\$ 800.00
Automobile Expense	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00
Meals and Entertainment	\$ 100.00	\$ 100.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 100.00	\$ 100.00	\$ 100.00	\$ 100.00
Business Licenses & Permits	\$ 400.00	\$ 400.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00
Insurance Trucks and Building	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00
Taxes	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00
Employee Expense	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00
Office Supplies	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00
Bank Service Charges													
Charitable Contributions	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00
Computer and Internet Expenses	\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00
Continuing Education				\$ 1,500.00		\$ 1,500.00		\$ 1,500.00		\$ 1,500.00		\$ 1,500.00	\$ 1,500.00
Dues and Subscriptions	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00
Janitorial Expense	\$ 200.00	\$ 200.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Medical	\$ 600.00	\$ 600.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Office Expense	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Professional Fees	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00
Rent Expense	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00
Repairs & Maintenance	\$ 200.00	\$ 200.00	\$ 500.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Utilities	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00	\$ 10,000.00	\$ 10,000.00	\$ 12,000.00	\$ 12,000.00	\$ 8,000.00	\$ 10,000.00	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00
Total	\$ 172,130.00	\$ 171,530.00	\$ 173,430.00	\$ 181,330.00	\$ 202,930.00	\$ 204,930.00	\$ 194,230.00	\$ 206,930.00	\$ 189,630.00	\$ 204,330.00	\$ 189,630.00	\$ 180,330.00	

EXHIBIT B

CDR STRAINERS & FILTERS, INC.													
SALES PROJECTIONS													
YEAR	Jan	Feb	Mar	Apr	May	June	Jul	Aug	Sept	Oct.	Nov.	Dec.	Total
2017 New Monthly Forecast	\$161,280	\$189,911	\$209,063	\$176,813	\$238,145	\$223,745	\$223,000	\$229,046	\$229,046	\$220,625	\$220,625	\$185,000	\$2,506,299
2018 New Monthly Forecast	\$188,205	\$202,159	\$227,538	\$195,223.00	\$286,322	\$307,638.00	\$255,842.00	\$299,527	\$237,855.00	\$302,587	\$269,501	\$227,543	\$3,000,000
2019 New Monthly Forecast	\$237,522	\$252,961	\$302,577	\$276,088	\$347,692	\$301,856	\$317,959	\$325,624	\$259,682	\$357,631	\$279,622	\$241,075	\$3,500,289.00

MONTHLY EXPENSES													
	Jan.	Feb.	Mar	Apr	May	June	Jul	Aug	Sept	Oct.	Nov.	Dec.	
Shop Supplies	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Shop Consumables	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Equipment / Tools	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Payroll	\$ 80,000.00	\$ 80,000.00	\$ 80,000.00	\$ 85,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 92,000.00	\$ 85,000.00
Payroll Taxes	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 21,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 24,000.00	\$ 20,000.00
Raw Materials	\$ 35,000.00	\$ 35,000.00	\$ 35,000.00	\$ 35,000.00	\$ 46,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00	\$ 46,000.00	\$ 35,000.00
In Bound Freight	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Finished Goods For Resale	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Shipping Supplies	\$ 500.00	\$ 500.00	\$ 500.00	\$ 200.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Outbound Shipping & Freight	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Trade Shows				\$ 800.00		\$ 800.00		\$ 800.00		\$ 800.00		\$ 800.00	\$ 800.00
Automobile Expense	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00	\$ 3,500.00
Meals and Entertainment	\$ 100.00	\$ 100.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 100.00	\$ 100.00	\$ 100.00	\$ 100.00
Business Licenses & Permits	\$ 400.00	\$ 400.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00	\$ 600.00
Insurance Trucks and Building	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00
Taxes	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00
Employee Expense	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00
Office Supplies	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00
Bank Service Charges													
Charitable Contributions	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00	\$ 200.00
Computer and Internet Expenses	\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00		\$ 600.00
Continuing Education				\$ 1,500.00		\$ 1,500.00		\$ 1,500.00		\$ 1,500.00		\$ 1,500.00	\$ 1,500.00
Dues and Subscriptions	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00	\$ 800.00
Janitorial Expense	\$ 200.00	\$ 200.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Medical	\$ 600.00	\$ 600.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00
Office Expense	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Professional Fees	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00	\$ 6,000.00
Rent Expense	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00
Repairs & Maintenance	\$ 200.00	\$ 200.00	\$ 500.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 1,000.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Utilities	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00	\$ 10,000.00	\$ 10,000.00	\$ 12,000.00	\$ 12,000.00	\$ 8,000.00	\$ 10,000.00	\$ 8,000.00	\$ 8,000.00	\$ 8,000.00
Total	\$ 172,130.00	\$ 171,530.00	\$ 173,430.00	\$ 181,330.00	\$ 202,930.00	\$ 204,930.00	\$ 194,230.00	\$ 206,930.00	\$ 189,630.00	\$ 204,330.00	\$ 189,630.00	\$ 180,330.00	

EXHIBIT C

CDR STRAINER & FILTER'S INC. LIQUIDATION ANALYSIS**Plan Proponent's Estimated Liquidation Value of Assets****Assets**

Cash on hand	\$48,000.00
Accounts receivable	\$71,870.92
Inventory (if liquidated, less than 50% of value will be received)	\$22,250.00
Office furniture & equipment	\$2,950.00
Machinery & equipment	\$67,510.00
Automobiles	\$165,100.00
Building & Land	\$674,084.45

Total Assets at Liquidation Value **\$1,051,765.37**

Less:

Secured creditors' recoveries

Allegiance Bank	\$584,350.08
Austin Appraisal District	\$46,310.56
Can Capital	\$71,870.92
Internal Revenue Service	\$380,138.84
Ford Motor #3	13393.61
Ford Motor #4	64975.31
Ford Motor #5	24134.89
Ford Motor #6	26686.5
Ford Motor #7	28573.86
Ford Motor #13	74359.38
Ally Bank #8	55293.62
	\$1,370,087.57

\$25,000.00

Less:

Chapter 7 trustee fees and expenses

Less: \$13,000.00

Chapter 11 administrative expenses

Less: \$12,000.00

Priority claims, excluding administrative expense claims

(1) Balance for unsecured claims **\$2,761,195.50**

(2) Total dollar amount available for unsecured claims **(\$368,322.20)**

Percentage of Claims Which Unsecured Creditors Would Receive or Retain in a Chapter 7 Liquidation: **0.00%**

EXHIBIT D

Fill in this information to identify the case

Debtor name CDR Strainers & Filters, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 16-31997

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

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	Current value of debtor's interest
3.1. <u>Checking account CapOne</u>	<u>Checking account</u>	<u>0 3 6 2</u>	<u>\$48,000.00</u>
3.2. <u>Checking account Prosperity Bank</u>	<u>Checking account</u>	<u>2 1 9 2</u>	<u>\$120.00</u>

4. Other cash equivalents (Identify all)

Name of institution (bank or brokerage firm)

5. Total of Part 1

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

\$48,120.00

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.

BL

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

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

Description, including name of holder of prepayment

9. Total of Part 2.

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

\$0.00

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>\$154,370.42</u>	-	<u>\$39,571.00</u>	= →	<u>\$114,799.42</u>
	face amount		doubtful or uncollectible accounts			
11b. Over 90 days old:	<u>\$11,955.14</u>	-	<u>\$11,955.14</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.

\$114,799.42

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:

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: _____

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

Describe:

17. Total of Part 4

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

\$0.00

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.

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name

General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
Raw Plate/Perf				\$25,000.00
Raw bleed rings				\$1,000.00
Raw preburned plate				\$2,000.00
20. Work in progress				
21. Finished goods, including goods held for resale				
Finished Plate Products				\$3,000.00
Finished Strainer products				\$3,000.00
W.I.P. Plate				\$5,500.00
Pipe				\$5,000.00

22. Other inventory or supplies

23. Total of Part 5
 Add lines 19 through 22. Copy the total to line 84. \$44,500.00

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 or 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			

33. Total of Part 6.
 Add lines 28 through 32. Copy the total to line 85. \$0.00

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

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name _____

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			
<u>Desks (5)</u>	_____	_____	<u>\$400.00</u>
<u>Conference table & chairs</u>	_____	_____	<u>\$500.00</u>
40. Office fixtures			
41. Office equipment, including all computer equipment and communication systems equipment and software			
<u>Dell Computers (4)</u>	_____	_____	<u>\$1,000.00</u>
<u>Fax machine</u>	_____	_____	<u>\$50.00</u>
<u>Canon copier</u>	_____	_____	<u>\$1,000.00</u>

42. Collectibles *Examples:* 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
43. Total of Part 7.
 Add lines 39 through 42. Copy the total to line 86.

\$2,950.00

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

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.

Debtor <u>CDR Strainers & Filters, Inc.</u>		Case number (if known) <u>16-31997</u>	
Name			
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. <u>2016 Ford Expedition</u>			<u>\$64,000.00</u>
47.2. <u>2013 Ford F350 Truck</u>			<u>\$24,525.00</u>
47.3. <u>2015 Ford F150 Truck</u>			<u>\$48,075.00</u>
47.4. <u>2014 Ford F250</u>			<u>\$24,225.00</u>
47.5. <u>2015 Ford Escape</u>			<u>\$25,225.00</u>
47.6. <u>2014 Ford F150 Truck</u>			<u>\$27,950.00</u>
47.7. <u>2015 Ford F150</u>			<u>\$40,000.00</u>
48. Watercraft, trailers, motors, and related accessories Examples: Boats trailers, motors, floating homes, personal watercraft, and fishing vessels			
49. Aircraft and accessories			
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
<u>2007 Stroke Sanders (4)</u>			<u>\$1,500.00</u>
<u>Miller Spectrum 875 Plasma</u>			<u>\$2,000.00</u>
<u>Miller Spectrum 875 Plasma</u>			<u>\$1,500.00</u>
<u>Miller Spectrum 875 Plasma</u>			<u>\$1,200.00</u>
<u>Miller Spectrum 875 Plasma</u>			<u>\$1,000.00</u>
<u>1960 Warner & Swasey Lathe</u>			<u>\$3,000.00</u>
<u>1955 G1Sholt No. 5 lathe</u>			<u>\$2,500.00</u>
<u>Mueser drill press</u>			<u>\$2,500.00</u>
<u>Raboma drill press</u>			<u>\$2,500.00</u>
<u>Archdale drill press</u>			<u>\$6,000.00</u>
<u>W/S No. 5 lathe</u>			<u>\$3,000.00</u>
<u>W/S No. 2 lather</u>			<u>\$3,000.00</u>
<u>36' Bullard VTL</u>			<u>\$5,000.00</u>
<u>Wasino XXL5-J2 CNC lathe</u>			<u>\$3,500.00</u>
<u>Leblond lathe</u>			<u>\$1,500.00</u>
<u>2008 Miller spot welder</u>			<u>\$250.00</u>
<u>Miller spot welder timer</u>			<u>\$1,100.00</u>
<u>Miller spot welder</u>			<u>\$100.00</u>
<u>2014 Miller 452 Power Source</u>			<u>\$3,000.00</u>
<u>2011 Miller 452 Power Source</u>			<u>\$2,000.00</u>
<u>Miller 212 welder</u>			<u>\$1,000.00</u>
<u>Miller 212 welder</u>			<u>\$1,000.00</u>
<u>Miller 212 welder</u>			<u>\$1,000.00</u>
<u>Miller 250DX</u>			<u>\$2,000.00</u>
<u>Miller 250DX</u>			<u>\$2,000.00</u>
<u>Miller 250DX</u>			<u>\$2,000.00</u>

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name _____

2011 70 Series wire feeder			\$1,000.00
2011 70 series wire feeder			\$1,000.00
Fans (8)			\$100.00
4" Angle grinder (16)			\$800.00
Welding Positioner			\$4,000.00
2014 Ryobi 10" Drill press			\$50.00
2014 14" Chop saw			\$25.00
2013 14" Chop saw			\$25.00
Mini max stroke sander			\$500.00
Clarke Air Compressor			\$50.00
60 Gal Air Compressor			\$300.00
Air Compressor			\$100.00
Ingersol Rand Air Compressor			\$300.00
Quincy Air Compressor			\$1,000.00
36" Slip roll			\$200.00
48" Slip roll			\$200.00
48" Press Brake			\$300.00
Solder Gun			\$100.00
Electric Shear			\$100.00
Beverly Shear			\$100.00
440 240V Transformer			\$1,000.00
440 240V Transformer			\$1,000.00
440 240V Transformer			\$1,000.00
2014 Honda mower			\$100.00
2015 Cub Cadet riding mower			\$200.00
2014 Husqvarna riding mower			\$800.00
2012 Frigidaire A/C			\$100.00
2013 Uline Pallet Jack			\$100.00

51. Total of Part 8.
 Add lines 47 through 50. Copy the total to line 87.

\$323,700.00

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.

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name

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. 279 Oilfield Rd Bellville, TX 77418 279 Oilfield Rd Legal description: Abst. A090 WM Smeathers	fee simple			\$899,772.00
55.2. 1226 FM 331 S Bellville, TX 77418 1226 FM 331 S Legal description: ABST A031 J CUMMINGS	fee simple			\$137,281.00

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. \$1,037,053.00

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. \$0.00

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

BC

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997
 Name

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)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

73. Interests in insurance policies or annuities

74. Causes of action against third parties (whether or not a lawsuit has been filed)

75. Other contingent and unliquidated claims or causes of action of every nature,
including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property

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

Morgan portable building

\$5,000.00

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$5,000.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- No
- Yes

Debtor CDR Strainers & Filters, Inc.
Name

Case number (if known) 16-31997

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>\$48,120.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$114,799.42</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$44,500.00</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>\$2,950.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$323,700.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> →		<u>\$1,037,053.00</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>+ \$5,000.00</u>	
91. Total. Add lines 80 through 90 for each column. 91a.	<u>\$539,069.42</u>	+ 91b. <u>\$1,037,053.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		<u>\$1,576,122.42</u>

EXHIBIT E

Fill in this information to identify the case:

Debtor name CDR Strainers & Filters, Inc.
 United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS
 Case number (if known) 16-31997

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
--	--

2.1	Creditor's name	Describe debtor's property that is subject to a lien	Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
	<u>Ally Bank</u>	<u>2015 Ford F150</u>	<u>\$56,293.00</u>	<u>\$40,000.00</u>
	Creditor's mailing address <u>P.O. Box 951</u>	Describe the lien <u>Purchase Money</u>		
	<u>Horsham PA 19044</u>	Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
	Creditor's email address, if known	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)		
	Date debt was incurred	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		
	Last 4 digits of account number			
	Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority.			

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$1,375,086.45

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 1: Additional Page

Column A	Column B
Amount of claim Do not deduct the value of collateral.	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.

2.2 Creditor's name APZB Industries Describe debtor's property that is subject to a lien \$71,870.92 \$114,799.42
 Creditor's mailing address all property
300 Ledgewood PI Ste 301 Describe the lien None
 Is the creditor an insider or related party?
 No
 Yes
 Creditor's email address, if known _____
 Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)
 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 _____
 As of the petition filing date, the claim is:
 Check all that apply.
 Contingent
 Unliquidated
 Disputed

2.3 Creditor's name Austin Appraisal District Describe debtor's property that is subject to a lien \$46,310.56 \$1,037,053.00
 Creditor's mailing address business & real property
906 Amelia St Describe the lien 2015 & 2016 est. property tax lien
 Is the creditor an insider or related party?
 No
 Yes
 Creditor's email address, if known _____
 Is anyone else liable on this claim?
 No
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)
 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.
For 1226 FM 331 S: 1) Austin Appraisal District; 2) Enterprise Bank; 3) Internal Revenue Service. For 279 Oilfield Rd: 1) Enterprise Bank; 2) Austin Appraisal District; 3) Internal Revenue Service.
 Yes. The relative priority of creditors is specified on lines _____

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 1: Additional Page

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

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

2.4 Creditor's name Enterprise Bank Describe debtor's property that is subject to a lien real property & all other property **\$584,350.08** **\$1,081,503.00**

Creditor's mailing address 7125 Gulf Freeway Describe the lien loan

Houston TX 77087 Is the creditor an insider or related party?
 No
 Yes

Creditor's email address, if known _____

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

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 2.3

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

2.5 Creditor's name Ford Motor Credit Company LLC Describe debtor's property that is subject to a lien 2016 Ford Expedition **\$74,359.38** **\$64,000.00**

Creditor's mailing address P.O. Box 62180 Describe the lien Purchase Money

Colorado Springs CO 80962 Is the creditor an insider or related party?
 No
 Yes

Creditor's email address, if known _____

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

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 _____

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

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

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.

2.6	Creditor's name <u>Ford Motor Credit Company LLC</u> Creditor's mailing address <u>P.O. Box 62180</u> <u>Colorado Springs CO 80962</u> 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? <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 _____	Describe debtor's property that is subject to a lien <u>2013 Ford F350 Truck</u> Describe the lien <u>Purchase Money</u> Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes 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) 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	<u>\$13,393.61</u>	<u>\$24,525.00</u>
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2.7	Creditor's name <u>Ford Motor Credit Company LLC</u> Creditor's mailing address <u>P.O. Box 62180</u> <u>Colorado Springs CO 80962</u> 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? <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 _____	Describe debtor's property that is subject to a lien <u>2015 Ford F150 Truck</u> Describe the lien <u>Purchase Money</u> Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes 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) 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	<u>\$68,975.31</u>	<u>\$48,075.00</u>
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Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 1: Additional Page

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

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

2.8 Creditor's name Ford Motor Credit Company LLC Describe debtor's property that is subject to a lien 2014 Ford F250 \$24,134.89 \$24,225.00

Creditor's mailing address P.O. Box 62180 Describe the lien Purchase Money

Colorado Springs CO 80962 Is the creditor an insider or related party? No Yes

Creditor's email address, if known _____

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

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? Contingent Unliquidated Disputed

No. Specify each creditor, including this creditor, and its relative priority.

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

2.9 Creditor's name Ford Motor Credit Company LLC Describe debtor's property that is subject to a lien 2015 Ford Escape \$26,686.00 \$25,225.00

Creditor's mailing address P.O. Box 62180 Describe the lien Purchase Money

Colorado Springs CO 80962 Is the creditor an insider or related party? No Yes

Creditor's email address, if known _____

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

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? Contingent Unliquidated Disputed

No. Specify each creditor, including this creditor, and its relative priority.

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

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 1: Additional Page

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

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

2.10 Creditor's name Ford Motor Credit Company LLC Describe debtor's property that is subject to a lien 2014 Ford F150 Truck \$28,573.86 \$27,950.00

Creditor's mailing address P.O. Box 62180 Describe the lien Purchase Money

Colorado Springs CO 80962 Is the creditor an insider or related party? No Yes

Creditor's email address, if known _____

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

Last 4 digits of account number _____ As of the petition filing date, the claim is: Check all that apply.

Do multiple creditors have an interest in the same property? No Contingent Unliquidated Disputed

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 _____

2.11 Creditor's name Internal Revenue Service Describe debtor's property that is subject to a lien business & real property \$380,138.84 \$1,037,053.00

Creditor's mailing address P.O. Box 7317 Describe the lien 1040 Taxes

Philadelphia PA 19101 Is the creditor an insider or related party? No Yes

Creditor's email address, if known _____

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

Last 4 digits of account number _____ As of the petition filing date, the claim is: Check all that apply.

Do multiple creditors have an interest in the same property? No Contingent Unliquidated Disputed

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 2.3

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 1: Additional Page

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

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

<p>2.12 Creditor's name <u>TLC Tonerland LP</u></p> <p>Creditor's mailing address <u>3900 N. Fwy</u></p> <p><u>Houston TX 77022</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>Office equipment</u></p> <p>Describe the lien <u>Purchase Money</u></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>\$0.00</u></p> <p><u>\$1,000.00</u></p>
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Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997

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
<u>Allegiance Bank</u> <u>c/o Ross Banks May Cron et al</u> <u>7700 San Felipe Ste 550</u> <hr/> <u>Houston TX 77063</u>	Line <u>2.4</u>	_____
<u>Can Capital</u> <u>2015 Vaughn Rd</u> <u>Suite 500</u> <hr/> <u>Kennesaw GA 30144</u>	Line <u>2.2</u>	_____

Fill in this information to identify the case:

Debtor CDR Strainers & Filters, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 16-31997

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 part. If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1 Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
<u>3-D WELDING & INDUSTRIAL SUPPLY, INC.</u>	<input type="checkbox"/> Contingent	<u>\$573.54</u>
<u>3016 HIGHWAY 123</u>	<input type="checkbox"/> Unliquidated	
	<input type="checkbox"/> Disputed	

<u>San Marcos TX 78666</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	Basis for the claim: <u>goods</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
--	---	--

3.2 Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
<u>488 SUPPLY, INC.</u>	<input type="checkbox"/> Contingent	<u>\$387.54</u>
<u>P.O. BOX 1274</u>	<input type="checkbox"/> Unliquidated	
	<input type="checkbox"/> Disputed	

<u>Giddings TX 78942</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	Basis for the claim: <u>goods</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
--	---	--

3.3 Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
<u>A-1 EMBROIDERY & SCREEN PRINTING INC</u>	<input type="checkbox"/> Contingent	<u>\$1,111.70</u>
<u>PO BOX 2636</u>	<input type="checkbox"/> Unliquidated	
	<input type="checkbox"/> Disputed	

<u>Midland TX 79702</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	Basis for the claim: <u>goods</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
---	---	--

3.4 Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
<u>A.J. ROD COMPANY LTD.</u>	<input type="checkbox"/> Contingent	<u>\$3,441.00</u>
<u>PO BOX 9125</u>	<input type="checkbox"/> Unliquidated	
	<input type="checkbox"/> Disputed	

<u>Houston TX 77261</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	Basis for the claim: <u>goods</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
---	---	--

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

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.

3.5	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>AAA FLAME CUT STEEL</u>	<input type="checkbox"/> Contingent	<u>\$12,592.00</u>
	<u>PO BOX 924947</u>	<input type="checkbox"/> Unliquidated	
	<u>HOUSTON TX 77292</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.6	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>ACE STEEL SUPPLY</u>	<input type="checkbox"/> Contingent	<u>\$3,431.43</u>
	<u>203 BLUE BELL ROAD</u>	<input type="checkbox"/> Unliquidated	
	<u>Houston TX 77037</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.7	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>ACTION STAINLESS AND ALLOY</u>	<input type="checkbox"/> Contingent	<u>\$4,813.00</u>
	<u>DEPARTMENT 41121 PO BOX 650823</u>	<input type="checkbox"/> Unliquidated	
	<u>DALLAS TX 75265</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.8	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>Airgas USA, LLC</u>	<input type="checkbox"/> Contingent	<u>\$2,140.96</u>
	<u>P.O. Box 676015</u>	<input type="checkbox"/> Unliquidated	
	<u>Dallas TX 75267</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

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

3.9	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$200.47</u>
	<u>ALAMO LUMBER COMPANY</u>	<input type="checkbox"/> Contingent	
	<u>334 SUNSET STRIP</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>KENEDY TX 78119</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.10	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,609.89</u>
	<u>ALLTEX WELDING SUPPLY</u>	<input type="checkbox"/> Contingent	
	<u>P.O. BOX 564</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>WALLER TX 77484</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.11	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$5,000.00</u>
	<u>AMERICAN ALLOY STEEL</u>	<input type="checkbox"/> Contingent	
	<u>6230 N. HOUSTON ROSSLYN RD.</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston TX 77091</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.12	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$106.13</u>
	<u>AT&T</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 5001</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Carol Stream IL 60197</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997

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

3.13	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,684.67</u>
	<u>AT&T</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 5001</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>Carol Stream</u> <u>IL</u> <u>60197</u>	Basis for the claim: <u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.14	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$7,080.00</u>
	<u>Bell Supply</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 1597</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>Gainesville</u> <u>TX</u> <u>76241</u>	Basis for the claim: <u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.15	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$53.26</u>
	<u>Birch Communications, Inc.</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 105066</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>ATLANTA</u> <u>GA</u> <u>30348-5066</u>	Basis for the claim: <u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.16	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$152.97</u>
	<u>BROOKSHIRE QUICK LUBE</u>	<input type="checkbox"/> Contingent	
	<u>3411 HWY 90 P.O. BOX 609</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>BROOKSHIRE</u> <u>TX</u> <u>77423</u>	Basis for the claim: <u>Services</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.17	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$366.00</u>
	<u>BROOKSHIRE STEEL</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 1739</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>BROOKSHIRE TX 77423</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.18	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$7,155.00</u>
	<u>BRYAN RESEARCH & ENGINEERING, INC.</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 3403</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>BRYAN TX 77805</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.19	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$164.81</u>
	<u>BUFFALO SEAL AND GASKET COMPANY</u>	<input type="checkbox"/> Contingent	
	<u>3780 Yale Street</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston TX 77018</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.20	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$16,679.00</u>
	<u>C.O.S. (Dr. Richardson)</u>	<input type="checkbox"/> Contingent	
	<u>3201 UNIVERSITY DRIVE E SUITE 255</u>	<input type="checkbox"/> Unliquidated	
		<input checked="" type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>BRYAN TX 77802</u>	<u>medical bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.21 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$3,748.67
Check all that apply.
 CAMFIL Contingent
 6120 WEST BY NORTHWEST BLVD Unliquidated
 SUITE 150 Disputed
 HOUSTON TX 77040 **Basis for the claim:**
goods
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.22 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$781.00
Check all that apply.
 CASTLE METALS Contingent
 4669 BRITTMOORE RD Unliquidated
 Disputed
 _____ **Basis for the claim:**
goods
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.23 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$670.00
Check all that apply.
 CDJ SERVICES, INC. Contingent
 8450 RAYSON Unliquidated
 Disputed
 HOUSTON TX 77080 **Basis for the claim:**
Services
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.24 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$153.44
Check all that apply.
 CIRRO ENERGY Contingent
 PO BOX 660004 Unliquidated
 Disputed
 DALLAS TX 75266-0004 **Basis for the claim:**
unpaid bills
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

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Amount of claim

3.25 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$127.11
Check all that apply.
 CITY OF KARNES CITY Contingent
 314 E. CALVERT Unliquidated
 Disputed
 Basis for the claim: unpaid bills
 KARNES CITY TX 78118
 Date or dates debt was incurred _____
 Last 4 digits of account number _____
Is the claim subject to offset?
 No
 Yes

3.26 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$4,189.31
Check all that apply.
 CL Alloys Contingent
 P.O. Box 200638 Unliquidated
 Disputed
 Basis for the claim: goods
 Dallas TX 75320-0638
 Date or dates debt was incurred _____
 Last 4 digits of account number _____
Is the claim subject to offset?
 No
 Yes

3.27 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$14,098.03
Check all that apply.
 CON-WAY FREIGHT INC. Contingent
 PO BOX 5160 Unliquidated
 Disputed
 Basis for the claim: goods
 PORTLAND OR 97208-5160
 Date or dates debt was incurred _____
 Last 4 digits of account number _____
Is the claim subject to offset?
 No
 Yes

3.28 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$522.63
Check all that apply.
 CONSOLIDATED Contingent
 PO BOX 66523 Unliquidated
 Disputed
 Basis for the claim: unpaid bills
 SAINT LOUIS MO 63166
 Date or dates debt was incurred _____
 Last 4 digits of account number _____
Is the claim subject to offset?
 No
 Yes

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Amount of claim

3.29 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$4,050.79
 Check all that apply.
CORRISION MATERIAL Contingent
PO BOX 1640 Unliquidated
 Disputed
ZACHARY LA 70791 Basis for the claim: goods
 Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.30 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$1,252.53
 Check all that apply.
CW ROD TOOL CO.,INC Contingent
PO BOX 205148 Unliquidated
 Disputed
DALLAS TX 75320 Basis for the claim: goods
 Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.31 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$2,213.88
 Check all that apply.
DERKA Contingent
75 REMITTANCE DR DEPT 1187 Unliquidated
 Disputed
CHICAGO IL 60675-1187 Basis for the claim: goods
 Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.32 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$2,178.58
 Check all that apply.
Direct Energy #250 Contingent
12 E. Greenway Plaza Unliquidated
 Disputed
Houston TX 77046 Basis for the claim: unpaid bills
 Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

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3.33	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$162.54</u>
	Direct TV	<input type="checkbox"/> Contingent	
	P.O. Box 78626	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Phoenix AZ 85062	unpaid bills	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.34	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$2,071.61</u>
	DIXIE PIPE SALES, INC	<input type="checkbox"/> Contingent	
	2407 BROLLIER	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	HOUSTON TX 77054	goods	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.35	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$7,376.02</u>
	DORE LAW GROUP, P.C.	<input type="checkbox"/> Contingent	
	17171 PARK ROW, SUITE 160	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	HOUSTON TX 77084	Services	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.36	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,712.00</u>
	DORESTNER WIRE TECH CORPORATION	<input type="checkbox"/> Contingent	
	P.O. BOX 3019	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	SPRING TX 77383	goods	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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3.37	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>FASTENAL INDUSTRIAL & CONSTRUCTION</u>	<input type="checkbox"/> Contingent	<u>\$2,589.42</u>
	<u>P.O. BOX 1286</u>	<input type="checkbox"/> Unliquidated	
	<u>Winona MN 55987-1286</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.38	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>FLUID SEALING</u>	<input type="checkbox"/> Contingent	<u>\$1,935.73</u>
	<u>155 SOUTHBELT INDUSTRIAL DR.</u>	<input type="checkbox"/> Unliquidated	
	<u>HOUSTON TX 77047</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.39	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>GRAINGER</u>	<input type="checkbox"/> Contingent	<u>\$1,386.02</u>
	<u>DEPT. 873299317 PO BOX 419267</u>	<input type="checkbox"/> Unliquidated	
	<u>KANSAS CITY MO 64141-6267</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.40	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>HOUSTON PLATE PROCESSING, INC</u>	<input type="checkbox"/> Contingent	<u>\$674.00</u>
	<u>12255 FM 529</u>	<input type="checkbox"/> Unliquidated	
	<u>HOUSTON TX 77041</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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3.41	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>INDUSTRIAL ALLOY FAB</u>	<input type="checkbox"/> Contingent	<u>\$2,495.00</u>
	<u>7210 HARMS ROAD</u>	<input type="checkbox"/> Unliquidated	
	<u>HOUSTON TX 77041</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.42	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>INDUSTRIAL PIPING SPECIALISTS</u>	<input type="checkbox"/> Contingent	<u>\$9,717.24</u>
	<u>1880 FM ROAD 186</u>	<input type="checkbox"/> Unliquidated	
	<u>CARRIZO SPRINGS TX 78834</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.43	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>INTERACTIVE COPIERS UNLIMITED</u>	<input type="checkbox"/> Contingent	<u>\$403.55</u>
	<u>14102 FM 529</u>	<input type="checkbox"/> Unliquidated	
	<u>HOUSTON TX 77041</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.44	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>KATY HEAT TREAT</u>	<input type="checkbox"/> Contingent	<u>\$217.50</u>
	<u>5354 1st St,</u>	<input type="checkbox"/> Unliquidated	
	<u>KATY TX 77493</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>Services</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.45	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,340.00</u>
	<u>Knights of Columbus</u>	<input type="checkbox"/> Contingent	
	<u>1 Columbus Plaza</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>New Haven CT 06510</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.46	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$8,923.00</u>
	<u>L & J TECHNOLOGY, INC.</u>	<input type="checkbox"/> Contingent	
	<u>22015 EAST MARTIN RD.</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>PORTER TX 77365</u>	<u>goods</u>	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.47	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$566.04</u>
	<u>LANDSBERG</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 731575</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>DALLAS TX 75373-1575</u>	<u>Services</u>	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.48	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$23,844.69</u>
	<u>LOCKWOOD INTERNATIONAL INC.</u>	<input type="checkbox"/> Contingent	
	<u>10203 Wallisville Road</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Houston TX 77013</u>	<u>Services</u>	
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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3.49	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MARCO SPECIALTY STEEL, INC.</u>	<input type="checkbox"/> Contingent	<u>\$1,900.00</u>
	<u>P.O. BOX 750518</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>HOUSTON TX 77275-0518</u>	Basis for the claim:	
	Date or dates debt was incurred _____	<u>goods</u>	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.50	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MARSHALL J. BROWN CO, INC.</u>	<input type="checkbox"/> Contingent	<u>\$1,465.56</u>
	<u>P.O. BOX 868</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>STAFFORD TX 77497</u>	Basis for the claim:	
	Date or dates debt was incurred _____	<u>goods</u>	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.51	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MATHESON TRI GAS INC</u>	<input type="checkbox"/> Contingent	<u>\$680.68</u>
	<u>PO BOX 123028 DEPT 3028</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>DALLAS TX 77418</u>	Basis for the claim:	
	Date or dates debt was incurred _____	<u>goods</u>	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.52	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>McNICHOLS COMPANY</u>	<input type="checkbox"/> Contingent	<u>\$1,303.52</u>
	<u>PO BOX 101211</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>ATLANTA GA 30392</u>	Basis for the claim:	
	Date or dates debt was incurred _____	<u>goods</u>	
	Last 4 digits of account number _____	Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.53	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$6,116.00
	<u>METALTECH SERVICE CENTER</u>	<input type="checkbox"/> Contingent	
	<u>P.O. BOX 751089</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>HOUSTON TX 77275</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.54	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$74,000.00
	<u>Michael W. Ayer</u>	<input type="checkbox"/> Contingent	
	<u>c/o David A. Buono II</u>	<input type="checkbox"/> Unliquidated	
	<u>4330 Gaines Ranch Loop, Suite 150</u>	<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Austin TX 78735</u>	<u>Agreed judgment</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.55	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,379.00
	<u>MIDLAND NATIONAL INSURANCE</u>	<input type="checkbox"/> Contingent	
	<u>One Sammons Plaza</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Sioux Falls SD 57193</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.56	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$158.53
	<u>MILBERGER AUTO & FARM SUPPLY INC.</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 520</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>BROOKSHIRE TX 77423</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor CDR Strainers & Filters, Inc.

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3.57	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MOELLER ELECTRIC COMPANY</u>	<input type="checkbox"/> Contingent	<u>\$10,684.89</u>
	<u>P.O. BOX 988</u>	<input type="checkbox"/> Unliquidated	
	<u>BRENHAM TX 77834</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.58	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MSC INDUSTRIAL SUPPLY CO.</u>	<input type="checkbox"/> Contingent	<u>\$782.74</u>
	<u>DEPT CH 0075</u>	<input type="checkbox"/> Unliquidated	
	<u>PALATINE IL 60055-0075</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.59	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>MUELLER STEAM SPECIALTIES</u>	<input type="checkbox"/> Contingent	<u>\$6,921.84</u>
	<u>1491 NC Highway 20W, St</u>	<input type="checkbox"/> Unliquidated	
	<u>Pauls NC 28384</u>	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.60	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>Napa Auto Parts</u>	<input type="checkbox"/> Contingent	<u>\$64.92</u>
	_____	<input type="checkbox"/> Unliquidated	
	_____	<input type="checkbox"/> Disputed	
	Date or dates debt was incurred _____	Basis for the claim:	
	Last 4 digits of account number _____	<u>goods</u>	
		Is the claim subject to offset?	
		<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.61 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$7,449.57
Check all that apply.

NATIONAL STAR METALS, INC Contingent
7251 W. Palmetto Park Rd. Suite 303 Unliquidated
 Disputed

Boca Raton FL 33433 Basis for the claim: goods

Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.62 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$1,009.03
Check all that apply.

NORTHERN TOOL AND EQUIPMENT Contingent
P.O. BOX 105525 Unliquidated
 Disputed

ATLANTA GA 30348-5525 Basis for the claim: goods

Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.63 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$1,688.04
Check all that apply.

NTB Contingent
4280 Professional Center Dr Unliquidated
Suite 400 Disputed

Palm Beach Gardens FL 33410 Basis for the claim: goods

Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

3.64 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$1,704.00
Check all that apply.

OLD GLORY INSURANCE COMPANY Contingent
P.O BOX 6456 Unliquidated
 Disputed

TYLER TX 75711-6456 Basis for the claim: Services

Date or dates debt was incurred _____ Is the claim subject to offset?
 Last 4 digits of account number _____ No
 Yes

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Amount of claim

3.65 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$960.00
Check all that apply.
PINNACLE MEDICAL MANAGEMENT CORP Contingent
654 N SAM HOUSTON PRKWY E, STE 189 Unliquidated
 Disputed
HOUSTON TX 77060 **Basis for the claim:** goods
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.66 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$486.32
Check all that apply.
PITNEY BOWES GLOBAL FINANCIAL SERVICES L Contingent
PO BOX 371887 Unliquidated
 Disputed
PITTSBURGH PA 15250-7887 **Basis for the claim:** unpaid bills
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.67 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$3,413.75
Check all that apply.
PLIC-SBD GRAND ISLAND Contingent
P.O. BOX 10372 Unliquidated
 Disputed
DES MOINES IA 50306-0372 **Basis for the claim:** Services (insurance)
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.68 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$142.46
Check all that apply.
PNI-ACCUFLO Contingent
6430 SPRINGER Unliquidated
 Disputed
HOUSTON TX 77087 **Basis for the claim:** Services
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

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Amount of claim

3.69	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$3,232.78
	<u>PRAXAIR DIST/WILLIAMS ALLOY</u>	<input type="checkbox"/> Contingent	
	<u>P.O. BOX 120812 DEPT 0812</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>DALLAS TX 75312-0812</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.70	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$4,138.53
	<u>PRECISION SCREEN MANUFACTURING</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 1234</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>OOLOGAH OK 74053</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.71	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$397.00
	<u>PROGRESSIVE WASTE</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 660043</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>DALLAS TX 75266</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.72	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$200.48
	<u>PURCHASE POWER</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 371874</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>PITTSBURGH PA 15250</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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		Amount of claim
3.73	Nonpriority creditor's name and mailing address	
<u>QUALACO</u> <u>PO BOX 11271</u> <u>SPRING TX 77391</u>		As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>goods</u>
Date or dates debt was incurred _____ Last 4 digits of account number _____		<u>\$2,125.00</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.74	Nonpriority creditor's name and mailing address	
<u>Quarterspot Loans</u> <u>333 7th Ave</u> <u>New York NY 10001</u>		As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>unsecured loan</u>
Date or dates debt was incurred _____ Last 4 digits of account number _____		<u>\$12,438.19</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.75	Nonpriority creditor's name and mailing address	
<u>QUILL CORPORATION</u> <u>P.O. BOX 37600</u> <u>PHILADELPHIA PA 19101-0600</u>		As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>goods</u>
Date or dates debt was incurred _____ Last 4 digits of account number _____		<u>\$2,513.77</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.76	Nonpriority creditor's name and mailing address	
<u>R & M FORGE FITTINGS</u> <u>6455 Wesco Way</u> <u>Houston TX 77041-3403</u>		As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Services</u>
Date or dates debt was incurred _____ Last 4 digits of account number _____		<u>\$105.00</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

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Amount of claim

3.77	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$71,078.16
	<u>R&P EMPLOYER SOLUTIONS, INC.</u>	<input type="checkbox"/> Contingent	
	<u>3898 HOLLYWOOD</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>BEAUMONT TX 77701</u>	<u>unsecured loan</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.78	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$450.00
	<u>RAUL CISNEROS GARAGE DOOR</u>	<input type="checkbox"/> Contingent	
	<u>19723 TIMBERFIELD CT.</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>KATY TX 77449</u>	<u>Services</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.79	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,206.15
	<u>RB MOSHER CO.</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Drawer A</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Dickinson TX 77539</u>	<u>Services</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.80	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$900.80
	<u>ROWE EQUIPMENT</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 1716</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>CYPRESS TX 77410</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.81 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$376.34
Check all that apply.
SAIA MOTOR FREIGHT LINE, INC. Contingent
P.O. BOX 730532 Unliquidated
 Disputed
DALLAS TX 75373-0532 **Basis for the claim:**
Services
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.82 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$8,924.60
Check all that apply.
SAMUEL, SON & CO. INC. Contingent
24784 NETWORK PLACE Unliquidated
 Disputed
CHICAGO IL 60673-1247 **Basis for the claim:**
unpaid bills
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.83 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$6,401.50
Check all that apply.
SIC MARKING Contingent
3812 WILLIAM FLYNN HIGHWAY Unliquidated
 Disputed
ALLISON PARK PA 15101 **Basis for the claim:**
Services
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

3.84 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$1,980.28
Check all that apply.
SLPC, DBA SUNLINE PRODUCTS Contingent
1454 E. SUMMITRY CIRCLE Unliquidated
 Disputed
KATY TX 77449 **Basis for the claim:**
goods
 Date or dates debt was incurred _____ **Is the claim subject to offset?**
 Last 4 digits of account number _____ No
 Yes

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		Amount of claim
<p>3.85 Nonpriority creditor's name and mailing address</p> <p><u>SOURCE METALS</u> <u>6951 WEST LITTLE YORK</u> <hr/> <u>HOUSTON TX 77040</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.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>goods</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$13,885.25</u></p>
<p>3.86 Nonpriority creditor's name and mailing address</p> <p><u>SOUTHWEST STAINLESS & ALLOY</u> <u>P.O. BOX 951037</u> <hr/> <u>DALLAS TX 75395-1037</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.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>goods</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$19,833.25</u></p>
<p>3.87 Nonpriority creditor's name and mailing address</p> <p><u>Spencer Lopez</u> <u>c/o Nicholas Morrow</u> <u>3701 Kirby ST Ste 840</u> <hr/> <u>Houston TX 77098</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.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Cause No. 2015V-0079</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>Unknown</u></p>
<p>3.88 Nonpriority creditor's name and mailing address</p> <p><u>St. Joseph Regional Health Center</u> <u>PO Box 204674</u> <hr/> <u>Dallas TX 75320-4674</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.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>unpaid bills</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$19,036.98</u></p>

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Amount of claim

3.89	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$127.32</u>
	<u>STANLEY Security Solution</u>	<input type="checkbox"/> Contingent	
	<u>DEPT CH 10651</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>PALATINE IL 60055</u>	Basis for the claim: <u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.90	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$1,325.43</u>
	<u>STAPLES</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 83689</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>CHICAGO IL 60696-3689</u>	Basis for the claim: <u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.91	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$2,091.87</u>
	<u>STEEL SUPPLY</u>	<input type="checkbox"/> Contingent	
	<u>10600 TELEPHONE RD</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>HOUSTON TX 77075</u>	Basis for the claim: <u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.92	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$280.20</u>
	<u>TEFCO HOUSTON</u>	<input type="checkbox"/> Contingent	
	<u>PO BOX 5831</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	<u>KATY TX 77491</u>	Basis for the claim: <u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

<p>3.93 Nonpriority creditor's name and mailing address</p> <p><u>TERMINIX</u> <u>P.O. BOX 742592</u> _____ _____</p> <p><u>CINCINNATI</u> <u>OH</u> <u>45274-2592</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: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Services</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>_____ \$698.83</p>
<p>3.94 Nonpriority creditor's name and mailing address</p> <p><u>TEXAS COMPUFIX</u> <u>P.O BOX 1845</u> _____ _____</p> <p><u>KENEDY</u> <u>TX</u> <u>78119</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: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>unpaid bills</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>_____ \$46.01</p>
<p>3.95 Nonpriority creditor's name and mailing address</p> <p><u>TEXAS HAND THERAPY</u> <u>3201 UNIVERSITY DR. E STE 365</u> _____ _____</p> <p><u>BRYAN</u> <u>TX</u> <u>77802-3479</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: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>medical bills</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>_____ \$746.00</p>
<p>3.96 Nonpriority creditor's name and mailing address</p> <p><u>TEXAS OILTECH LABORATORIES, INC.</u> <u>10630 FALLSTONE ROAD</u> <u>HOUSTON, TX 77099 USA</u> _____ _____</p> <p>_____</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: <i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> <p>Basis for the claim: <u>Services</u></p> <p>Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p>_____ \$2,340.00</p>

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

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

3.97 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$6,265.12
Check all that apply.

TEXAS SPECIALTY STEEL
12270 HWY 181 SOUTH

SAN ANTONIO TX 78223

Contingent
 Unliquidated
 Disputed

Basis for the claim:
goods

Date or dates debt was incurred _____ **Is the claim subject to offset?**
 No
 Yes

Last 4 digits of account number _____

3.98 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$2,096.00
Check all that apply.

TEXAS STEEL PROCESSING
5480 Windfern Road

Houston TX 77041

Contingent
 Unliquidated
 Disputed

Basis for the claim:
goods

Date or dates debt was incurred _____ **Is the claim subject to offset?**
 No
 Yes

Last 4 digits of account number _____

3.99 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$194.88
Check all that apply.

THE NUT PLACE, INC.
6605 GESSNER DRIVE

HOUSTON TX 77040

Contingent
 Unliquidated
 Disputed

Basis for the claim:
goods

Date or dates debt was incurred _____ **Is the claim subject to offset?**
 No
 Yes

Last 4 digits of account number _____

3.100 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$25,730.57
Check all that apply.

Toyota Motor Credit
P.O. Box 5855

Carol Stream IL 60197

Contingent
 Unliquidated
 Disputed

Basis for the claim:
Forklift lease

Date or dates debt was incurred _____ **Is the claim subject to offset?**
 No
 Yes

Last 4 digits of account number _____

Debtor CDR Strainers & Filters, Inc.

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Part 2: Additional Page

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Amount of claim

3.101 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$2,199.40
Check all that apply.

TRIPLE S STEEL SUPPLY CO./INTSEL STEEL Contingent
PO BOX 21119 Unliquidated
 Disputed

Basis for the claim:
goods

Houston TX 77226

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

Is the claim subject to offset?
 No
 Yes

3.102 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$93.96
Check all that apply.

TWINCO Contingent
5201 S LOOP EAST Unliquidated
 Disputed

Basis for the claim:
goods

HOUSTON TX 77033

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

Is the claim subject to offset?
 No
 Yes

3.103 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$113.08
Check all that apply.

TXU Energy Contingent
6555 Sierra Dr Unliquidated
 Disputed

Basis for the claim:
unpaid bills

Irving TX 75039

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

Is the claim subject to offset?
 No
 Yes

3.104 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$1,102.24
Check all that apply.

TYCO INTEGRATED SECURITY LLC Contingent
P.O. BOX 371967 Unliquidated
 Disputed

Basis for the claim:
Services

PITTSBURGH PA 15250-7967

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

Is the claim subject to offset?
 No
 Yes

Debtor CDR Strainers & Filters, Inc.

Case number (if known) 16-31997

Part 2: Additional Page

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Amount of claim

3.105 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$2,766.93
Check all that apply.

ULINE SHIPPING SUPPLY SPECIALIST Contingent
ATTN:ACCOUNTS RECEIVABLE Unliquidated
PO BOX 88741 Disputed

Basis for the claim:
Services

CHICAGO IL 60680

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

Is the claim subject to offset?
 No
 Yes

3.106 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$3,063.00
Check all that apply.

UNION STANDARD Contingent
 _____ Unliquidated
 _____ Disputed

Basis for the claim:
unpaid bills

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

Is the claim subject to offset?
 No
 Yes

3.107 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$1,771.56
Check all that apply.

UNIQUE WIRE WEAVING CO., INC. Contingent
762 RAMSEY AVE. Unliquidated
 _____ Disputed

Basis for the claim:
goods

HILLSIDE NJ 07205

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

Is the claim subject to offset?
 No
 Yes

3.108 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is:** \$1,367.14
Check all that apply.

UPS FREIGHT Contingent
P.O. BOX 730900 Unliquidated
 _____ Disputed

Basis for the claim:
Services

DALLAS TX 75373-0900

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

Is the claim subject to offset?
 No
 Yes

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Part 2: Additional Page

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Amount of claim

3.109	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$4,796.00</u>
	<u>W&W FLAME CUTTING STEEL</u>	<input type="checkbox"/> Contingent	
	<u>31420 FM 2920 RD</u>	<input type="checkbox"/> Unliquidated	
	<u>Waller, TX, 77484</u>	<input type="checkbox"/> Disputed	
		Basis for the claim: <u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.110	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$7,941.84</u>
	<u>WEAVER AND TIDWELL, LLP</u>	<input type="checkbox"/> Contingent	
	<u>2821 WEST 7TH STREET, SUITE 700</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Services</u>	
	<u>FORTH WORTH TX 76107</u>	Is the claim subject to offset?	
	Date or dates debt was incurred _____	<input checked="" type="checkbox"/> No	
	Last 4 digits of account number _____	<input type="checkbox"/> Yes	
3.111	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$818.12</u>
	<u>WOLAR INDUSTRIAL INC</u>	<input type="checkbox"/> Contingent	
	<u>1313 LOMBARDY</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Services</u>	
	<u>HOUSTON TX 77023</u>	Is the claim subject to offset?	
	Date or dates debt was incurred _____	<input checked="" type="checkbox"/> No	
	Last 4 digits of account number _____	<input type="checkbox"/> Yes	
3.112	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$31,330.00</u>
	<u>World Global Financing</u>	<input type="checkbox"/> Contingent	
	<u>141 N.E. 3rd Ave Penthouse</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>unsecured loan</u>	
	<u>Miami FL 33132</u>	Is the claim subject to offset?	
	Date or dates debt was incurred _____	<input checked="" type="checkbox"/> No	
	Last 4 digits of account number _____	<input type="checkbox"/> Yes	

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997

Part 2: Additional Page

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Amount of claim

3.113	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>WORLDWIDE PIPE & SUPPLY</u>	<input type="checkbox"/> Contingent	<u>\$1,916.53</u>
	<u>611 GARNER RD</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>PASADENA TX 77502</u>	<u>goods</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.114	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>XL GROUP</u>	<input type="checkbox"/> Contingent	<u>\$10,000.00</u>
	<u>4143 SOUTH BETTER DRIVE</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>DALLAS TX 75229</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.115	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	<u>ZORO</u>	<input type="checkbox"/> Contingent	<u>\$939.84</u>
	<u>PO Box 5233</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Janesville WI 53547</u>	<u>unpaid bills</u>	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor CDR Strainers & Filters, Inc. Case number (if known) 16-31997

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 <u>David A. Buono II</u> <u>4330 Gaines Ranch Loop, Suite 150</u> <hr/> <u>Austin TX 78735</u>	Line <u>3.54</u> <input type="checkbox"/> Not listed. Explain:	_____
4.2 <u>Synter Resources</u> <u>P.O. Box 63247</u> <hr/> <u>North Charleston SC 29419</u>	Line <u>3.27</u> <input type="checkbox"/> Not listed. Explain:	_____

Debtor CDR Strainers & Filters, Inc.

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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. <u>\$0.00</u>
5b. Total claims from Part 2	5b. + <u>\$579,840.48</u>
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c. <u>\$579,840.48</u>