

**United States Bankruptcy Court  
Western District of Washington**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>US Starcraft Corporation</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all) <b>91-1621537</b>	Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>5210 Utah Avenue South Seattle, WA</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>98134</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>King</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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

<b>Type of Debtor</b> (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	---

**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.

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

Estimated Number of Creditors									
1-49	50-99	100-199	200-999	1000-5,000	5001-10,000	10,001-25,000	25,001-50,000	100,001-100,000	OVER 100,000
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

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

THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>US Starcraft Corporation</b>
---	---

**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

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

Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

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

**Exhibit C**

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

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

No.

**Exhibit D**

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

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

If this is a joint petition:

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

**Information Regarding the Debtor - Venue**

(Check any applicable box)

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

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

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

**Statement by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

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

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

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

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

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

Name of Debtor(s):  
**US Starcraft Corporation**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
 Signature of Debtor

**X** \_\_\_\_\_  
 Signature of Joint Debtor

\_\_\_\_\_  
 Telephone Number (If not represented by attorney)

\_\_\_\_\_  
 Date

**Signatures**

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

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

**X** \_\_\_\_\_  
 Signature of Foreign Representative

\_\_\_\_\_  
 Printed Name of Foreign Representative

\_\_\_\_\_  
 Date

**Signature of Attorney**

**X** /s/ Charles A. Johnson, Jr.  
 Signature of Attorney for Debtor(s)

**Charles A. Johnson, Jr. 3504**  
 Printed Name of Attorney for Debtor(s)

**Law Offices of Charlie Johnson**  
 Firm Name

**5413 Meridian Ave. N., Suite A**  
**Seattle, WA 98103**

\_\_\_\_\_  
 Address

**Email: charlie@johnsonlaw.com**

**(206)632-8980 Fax: (206)632-4767**  
 Telephone Number

**May 7, 2007**  
 Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

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

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

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

\_\_\_\_\_  
 Address

**X** \_\_\_\_\_  
 Date

**Signature of Debtor (Corporation/Partnership)**

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

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

**X** /s/ Karl W. Mayer  
 Signature of Authorized Individual

**Karl W. Mayer**  
 Printed Name of Authorized Individual

**President**  
 Title of Authorized Individual

**May 7, 2007**  
 Date

\_\_\_\_\_  
 Date

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

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

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

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

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation

Debtor(s)

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

Chapter 11

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

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Alaskan Copper & Brass Co PO Box 516 Seattle, WA	Alaskan Copper & Brass Co PO Box 516 Seattle, WA	Services, Materials & Supplies		7,612.34
American Steel, LLC Unit 86 PO BOX 4500 Portland, OR	American Steel, LLC Unit 86 PO BOX 4500 Portland, OR	Services, Materials & Supplies		3,320.30
Art Brass Plating Inc 5516 3rd Ave S Seattle, WA	Art Brass Plating Inc 5516 3rd Ave S Seattle, WA	Services, Materials & Supplies		4,815.66
Bank of America - Visa 5726 PO Box 15726 Wilmington, DE 19886-5726	Bank of America - Visa 5726 PO Box 15726 Wilmington, DE 19886-5726	Credit card purchases, mixed business and personal	Disputed	7,977.23
Chase Visa - 94014 PO Box 94014 Palatine, IL 60094-4014	Chase Visa - 94014 PO Box 94014 Palatine, IL 60094-4014	Credit card purchases, mixed business and personal	Disputed	6,847.24
Department of ESD Employment Security Dept. P.O. Box 9046 Olympia, WA 98507	Department of ESD Employment Security Dept. P.O. Box 9046 Olympia, WA 98507	Unemployment Insurance		3,896.47
Department of L & I - 4291 Olympia, WA 98504-4291	Department of L & I - 4291 Olympia, WA 98504-4291	L & I insurance premiums		2,951.77
Department of Revenue P.O. Box 34051 Seattle, WA 98124-1051	Department of Revenue P.O. Box 34051 Seattle, WA 98124-1051	State Sales Tax		5,103.25
Discover 0395 P.O. Box 30395 Salt Lake City, UT 84130-0395	Discover 0395 P.O. Box 30395 Salt Lake City, UT 84130-0395	Credit card purchases, mixed business and personal	Disputed	3,528.61
Interior.Environments 5035 1st Ave So Seattle, WA 98134	Interior.Environments 5035 1st Ave So Seattle, WA 98134	Services, Materials & Supplies		3,975.00
IRS - Ogden Ogden, UT 84201-0030	IRS - Ogden Ogden, UT 84201-0030	940 and 941 Payroll Taxes	Disputed	68,159.83

In re US Starcraft Corporation

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

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Karl W. Mayer 5210 Utah Avenue South Seattle, WA 98134	Karl W. Mayer 5210 Utah Avenue South Seattle, WA 98134	Wages		10,000.00
Nicholas Mayer 123 NW 100th St. Seattle, WA 98177	Nicholas Mayer 123 NW 100th St. Seattle, WA 98177	Expense Reimbursement		5,426.16
Pacific Sheet Metal, Inc. 111 So. Spokane St. Seattle, WA 98136	Pacific Sheet Metal, Inc. 111 So. Spokane St. Seattle, WA 98136	Services, Materials & Supplies		21,775.00
R.S. Hughes Co. Inc PO Box 81084 Seattle, WA 98108	R.S. Hughes Co. Inc PO Box 81084 Seattle, WA 98108	Services, Materials & Supplies		5,748.18
Rockler VISA PO Box 660487 Dallas, TX 75266-0487	Rockler VISA PO Box 660487 Dallas, TX 75266-0487	Credit card purchases, mixed business and personal	Disputed	3,883.19
Shell Oil - OH 019 PO Box 183019 Columbus, OH 43218-3019	Shell Oil - OH 019 PO Box 183019 Columbus, OH 43218-3019	Credit Card Purchases - business: vehicle related, gasoline, etc.	Disputed	3,533.13
Sony Visa - 94014 PO Box 94014 Palatine, IL 60094-4014	Sony Visa - 94014 PO Box 94014 Palatine, IL 60094-4014	Credit card purchases, mixed business and personal	Disputed	3,549.58
Western Tile & Marble 1880 136th Place NE Bellevue, WA 98006	Western Tile & Marble 1880 136th Place NE Bellevue, WA 98006	Services, Materials & Supplies		3,345.00
WGM, LLC 17032 - 160th Ave SE Renton, WA 98058	WGM, LLC 17032 - 160th Ave SE Renton, WA 98058	Services, Materials & Supplies and rent on premises		6,132.15

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

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

Date May 7, 2007Signature /s/ Karl W. Mayer

Karl W. Mayer  
President

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

**United States Bankruptcy Court**  
**Western District of Washington**

In re US Starcraft Corporation  
Debtor

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

Chapter 11

**SUMMARY OF SCHEDULES**

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>127,536.98</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>71,787.59</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>6</b>		<b>103,959.20</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>10</b>		<b>115,768.34</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>24</b>			
Total Assets			<b>127,536.98</b>		
Total Liabilities				<b>291,515.13</b>	

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation,  
Debtor

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

Chapter 11

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

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

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

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

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

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

**State the following:**

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

**State the following:**

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

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE A. REAL PROPERTY**

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

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

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

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

None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property



In re US Starcraft Corporation, Case No. \_\_\_\_\_  
Debtor

**SCHEDULE B. PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." In providing the information requested in this schedule, do not include the name or address of a minor child. Simply state "a minor child."

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		<b>Debtor does not keep a petty cash fund</b>	-	<b>0.00</b>
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Business Checking Wells Fargo Bank, NA - Georgetown Branch 5963 Corson Ave S Seattle, WA 98108 Balance as of 5/7/2007</b>	-	<b>2,140.69</b>
		<b>Business Checking Viking Bank - Georgetown Branch 5701 1st Ave S Seattle, WA 98108 Balance as of 5/7/2007</b>	-	<b>3.70</b>
		<b>Key Bank of Washington - Holman Road Branch Seattle, WA 98117 Balance of Retainer in IOLTA Trust Account of Charles A. Johnson, Jr. Account # xxxxxx0253 Records at Debtor's counsel's Office</b>	-	<b>6,605.00</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	<b>X</b>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
			Sub-Total >	<b>8,749.39</b>
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

In re US Starcraft Corporation

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

Debtor

## SCHEDULE B. PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c); Rule 1007(b)).	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		<b>Various Accounts, records available at corporate offices Detailed listing available on request Location: 5210 Utah Avenue South, Seattle WA</b>	-	<b>71,787.59</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			

Sub-Total > **71,787.59**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached  
to the Schedule of Personal Property

In re US Starcraft Corporation, Case No. \_\_\_\_\_  
Debtor

**SCHEDULE B. PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.		<b>Tables, Desks, Chairs, computers peripherals, computer software, fax/copier/printer, file cabinets, lamps, pens, pencils, paper. Location: 5210 Utah Avenue South, Seattle WA</b>	-	<b>2,000.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.		<b>Miscellaneous manufacturing equipment and materials Detailed Listing available on Request Location: 5210 Utah Avenue South, Seattle WA</b>	-	<b>30,000.00</b>
30. Inventory.		<b>Miscellaneous work in progress Detailed Listing available on Request Location: 5210 Utah Avenue South, Seattle WA</b>	-	<b>15,000.00</b>
31. Animals.	<b>X</b>			
			Sub-Total >	<b>47,000.00</b>
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE B. PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total >	<b>0.00</b>
(Total of this page)	
Total >	<b>127,536.98</b>

(Report also on Summary of Schedules)

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

In re US Starcraft Corporation,  
Debtor

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

### SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112. If "a minor child" is stated, also include the name, address, and legal relationship to the minor child of a person described in Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No. <b>xx-xxx1537</b>									
<b>IRS - Ogden Ogden, UT 84201-0030</b>	-					X			
							<b>71,787.59</b>	<b>0.00</b>	
Value \$									
Account No.									
Value \$									
Account No.									
Value \$									
Account No.									
Value \$									
Subtotal (Total of this page)							<b>71,787.59</b>	<b>0.00</b>	
Total (Report on Summary of Schedules)							<b>71,787.59</b>	<b>0.00</b>	

0 continuation sheets attached

In re US Starcraft Corporation

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

Debtor

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

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

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112. If "a minor child" is stated, also include the name, address, and legal relationship to the minor child of a person described in Fed. R. Bankr. P. 1007(m).

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

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

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts who file a case under chapter 7 or 13 report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts who file a case under chapter 7 report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

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

 **Domestic support obligations**

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

 **Extensions of credit in an involuntary case**

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

 **Wages, salaries, and commissions**

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

 **Contributions to employee benefit plans**

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

 **Certain farmers and fishermen**

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

 **Deposits by individuals**

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

 **Taxes and certain other debts owed to governmental units**

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

 **Commitments to maintain the capital of an insured depository institution**

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

 **Claims for death or personal injury while debtor was intoxicated**

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

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

5 continuation sheets attached

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C  Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>SSN xxx-xx-2052</b>  <b>Gene M. Erikson</b> <b>6124 NE 190th St</b> <b>Kenmore, WA 98028</b>	-		<b>April - May 7, 2007</b>  <b>Wages</b>				<b>682.50</b>	<b>0.00</b>
Account No. <b>SSN xxx-xx-9097</b>  <b>Karl W. Mayer</b> <b>5210 Utah Avenue South</b> <b>Seattle, WA 98134</b>	-		<b>January - May 7, 2007</b>  <b>Wages</b>				<b>10,000.00</b>	<b>0.00</b>
Account No. <b>SSN xxx-xx-6731</b>  <b>Marie Trybulski</b> <b>922 E. Fir Street</b> <b>Seattle, WA 98122</b>	-		<b>April - May 7, 2007</b>  <b>Wages</b>				<b>347.50</b>	<b>0.00</b>
Account No. <b>SSN xxx-xx-6342</b>  <b>Matthew I. Freeman</b> <b>365 Wheeler St</b> <b>Seattle, WA 98109</b>	-		<b>April - May 7, 2007</b>  <b>Wages</b>				<b>1,222.50</b>	<b>0.00</b>
Account No. <b>SSN xxx-xx-4150</b>  <b>Nicholas Mayer</b> <b>123 NW 100th St.</b> <b>Seattle, WA 98177</b>	-		<b>April - May 7, 2007</b>  <b>Wages</b>				<b>2,307.69</b>	<b>0.00</b>
Subtotal							<b>14,560.19</b>	<b>0.00</b>
(Total of this page)							<b>14,560.19</b>	<b>14,560.19</b>

Sheet 1 of 5 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Extensions of credit in an involuntary case**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No. <b>SSN xxx-xx-6167</b>  <b>Tina L. Linville</b> <b>230 23rd ve E, Apt. 407</b> <b>Seattle, WA 98112</b>								0.00	
			<b>April - May 7, 2007</b>  <b>Wages</b>				<b>967.50</b>	<b>967.50</b>	
Account No.									
Account No.									
Account No.									
Account No.									
Subtotal (Total of this page)							<b>967.50</b>	<b>0.00</b>	<b>967.50</b>

Sheet 2 of 5 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims



In re US Starcraft Corporation  
Debtor

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

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Wages, salaries, and commissions**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>SSN xxx-xx-5777</b>  <b>David Ackerman</b> <b>PO Box 65057</b> <b>Seattle, WA 98155</b>	-	-	<b>April - May 7, 2007</b>  <b>Wages</b>				<b>2,576.92</b>	<b>0.00</b>
							<b>2,576.92</b>	<b>2,576.92</b>
Account No. <b>SSN xxx-xx-4759</b>  <b>David Crow</b> <b>5307 4th Ave South</b> <b>Seattle, WA 98134</b>	-	-	<b>April - May 7, 2007</b>  <b>Wages</b>				<b>495.00</b>	<b>0.00</b>
							<b>495.00</b>	<b>495.00</b>
Account No. <b>SSN xxx-xx-2533</b>  <b>Jose L. Villa</b> <b>8602-16th Ave S, Apt. 5</b> <b>Seattle, WA 98108</b>	-	-	<b>April - May 7, 2007</b>  <b>Wages</b>				<b>368.50</b>	<b>0.00</b>
							<b>368.50</b>	<b>368.50</b>
Account No. <b>SSN xxx-xx-5059</b>  <b>Lucio M. Villa</b> <b>8602-16th Ave S, Apt. 5</b> <b>Seattle, WA 98108</b>	-	-	<b>April - May 7, 2007</b>  <b>Wages</b>				<b>368.50</b>	<b>0.00</b>
							<b>368.50</b>	<b>368.50</b>
Account No. <b>SSN xxx-xx-5693</b>  <b>Nate Anderson</b> <b>4225 1/2 Lynn Street</b> <b>Seattle, WA 98112</b>	-	-	<b>April - May 7, 2007</b>  <b>Wages</b>				<b>1,837.13</b>	<b>0.00</b>
							<b>1,837.13</b>	<b>1,837.13</b>
Subtotal							<b>5,646.05</b>	<b>0.00</b>
(Total of this page)							<b>5,646.05</b>	<b>5,646.05</b>

Sheet **3** of **5** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xxx8257</b>  City of Seattle - Dept. of Fin PO Box 34017 Seattle, WA 98124			1st Q 2007  B & O Taxes - City of Seattle				580.24	0.00  580.24
Account No. <b>xxxxx6 00 7</b>  Department of ESD Employment Security Dept. P.O. Box 9046 Olympia, WA 98507			1st Q 2007  Unemployment Insurance				3,896.47	0.00  3,896.47
Account No. <b>909,x84-00</b>  Department of L & I - 4291 Olympia, WA 98504-4291			1st Q 20007  L & I insurance premiums				2,951.77	0.00  2,951.77
Account No. <b>UBI# xxx xx1 520</b>  Department of Revenue P.O. Box 34051 Seattle, WA 98124-1051			1st Q 2007  State Sales Tax				5,103.25	0.00  5,103.25
Account No. <b>UBI#xxx xx1 520</b>  Department of Revenue P.O. Box 34051 Seattle, WA 98124-1051			1st Q 2007  B & O Taxes				906.79	0.00  906.79
Subtotal								0.00
(Total of this page)							<b>13,438.52</b>	<b>13,438.52</b>

Sheet 4 of 5 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xx-xxx1537</b>  <b>IRS - Ogden</b> <b>Ogden, UT 84201-0030</b>	-		<b>12/31 through 5/7/2007</b>  <b>940 and 941 Payroll Taxes</b>			<b>X</b>	<b>68,159.83</b>	<b>0.00</b>
							<b>68,159.83</b>	<b>68,159.83</b>
Account No. <b>xx-xxx1537</b>  <b>IRS - Ogden</b> <b>Ogden, UT 84201-0030</b>	-		<b>1st Q 2007</b>  <b>940 Payroll Taxes</b>				<b>558.36</b>	<b>0.00</b>
							<b>558.36</b>	<b>558.36</b>
Account No. <b>SSN xxx-xx-2303</b>  <b>Richard N. Crummert</b> <b>3626 1st Ave NW</b> <b>Seattle, WA 98107</b>	-		<b>April - May 7, 2007</b>  <b>Wages</b>				<b>628.75</b>	<b>0.00</b>
							<b>628.75</b>	<b>628.75</b>
Account No.								
Account No.								

Sheet **5** of **5** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
(Total of this page)

**0.00**  
**69,346.94**      **69,346.94**

Total  
(Report on Summary of Schedules)

**0.00**  
**103,959.20**      **103,959.20**

In re US Starcraft Corporation,  
Debtor

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

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

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

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

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

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts filing a case under chapter 7, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R  H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. <b>None</b>  <b>Abrasives &amp; Equip Supply, Inc</b> <b>PO Box 6576</b> <b>Kent, WA 98064</b>	-					<b>279.72</b>
Account No. <b>None</b>  <b>Alaskan Copper &amp; Brass Co</b> <b>PO Box 516</b> <b>Seattle, WA</b>	-					<b>7,612.34</b>
Account No. <b>None</b>  <b>American Steel, LLC Unit 86</b> <b>PO BOX 4500</b> <b>Portland, OR</b>	-					<b>3,320.30</b>
Account No. <b>01USST</b>  <b>Art Brass Plating Inc</b> <b>5516 3rd Ave S</b> <b>Seattle, WA</b>	-					<b>4,815.66</b>
Subtotal (Total of this page)						<b>16,028.02</b>

9 continuation sheets attached

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. <b>xxxx xxxx xxxx 6407</b>  <b>Bank of America - Visa 5726</b> <b>PO Box 15726</b> <b>Wilmington, DE 19886-5726</b>	<b>X</b> -		<b>2006-2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>7,977.23</b>
Account No. <b>None</b>  <b>C B Finishing</b> <b>9585 8th Ave S</b> <b>Seattle, WA 98108</b>	-		<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>558.00</b>
Account No. <b>xxxx xxxx xxxx 0083</b>  <b>Capital One Bank 60067</b> <b>POB 60024</b> <b>City Of Industry, CA 91716-0067</b>	<b>X</b> -		<b>2007</b> <b>Credit Card Purchases - business</b>			<b>X</b>	<b>739.53</b>
Account No. <b>xxxx xxxx xxxx 2870</b>  <b>Capital One Bank 60067</b> <b>POB 60067</b> <b>City Of Industry, CA 91716-0067</b>	-		<b>2007</b> <b>Credit Card Purchases - business</b>			<b>X</b>	<b>63.15</b>
Account No. <b>xxx1500</b>  <b>Central Welding Supply</b> <b>PO Box 179</b> <b>Accounts Receivable</b> <b>North Lakewood, WA 98259</b>	-		<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>1,418.26</b>
Subtotal (Total of this page)							<b>10,756.17</b>

Sheet no. 1 of 9 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re US Starcraft Corporation  
Debtor

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

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xxxx xxxx xxxx 4837</b>  <b>Chase Rewards Visa 4014</b> <b>PO Box 94014</b> <b>Palatine, IL 60094-4014</b>	<b>X -</b>		<b>2006 - 2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>1,002.30</b>	
Account No. <b>xxxx xxxx xxxx 0753</b>  <b>Chase Visa - 94014</b> <b>PO Box 94014</b> <b>Palatine, IL 60094-4014</b>	<b>X -</b>		<b>2006-2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>6,847.24</b>	
Account No. <b>None</b>  <b>Chemithon Surface Fin. Inc</b> <b>5430 W. Marginal Way SW</b> <b>Seattle, WA 98106</b>	<b>-</b>		<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>992.50</b>	
Account No. <b>xxx-xxx-514-0</b>  <b>Chevron and Texaco Card Serv</b> <b>P.O. Box 2001</b> <b>Concord, CA 94529-0001</b>	<b>X -</b>		<b>2007</b> <b>Credit Card Purchases - business, gasoline</b>			<b>X</b>	<b>179.77</b>	
Account No. <b>U1275</b>  <b>Compton Lumber</b> <b>PO Box 84972</b> <b>Seattle, WA 98124-6272</b>	<b>-</b>		<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>274.61</b>	
Sheet no. <u>2</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>9,296.42</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>None</b>  <b>Cutting Specialists, Inc.</b> <b>6400 S. 143rd Place</b> <b>Tukwila, WA 98168</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>1,440.00</b>	
Account No. <b>None</b>  <b>David Ackerman</b> <b>PO Box 65057</b> <b>Seattle, WA 98155</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>522.09</b>	
Account No. <b>None</b>  <b>David Crow</b> <b>5307 4th Ave South</b> <b>Seattle, WA 98134</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>41.91</b>	
Account No. <b>USS_x0060</b>  <b>DaVinci's Workshop</b> <b>18010 Des Moines Memorial</b> <b>Des Moines, WA</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>1,445.00</b>	
Account No. <b>xxxx xxxx xxxx 0379</b>  <b>Discover 0395</b> <b>P.O. Box 30395</b> <b>Salt Lake City, UT 84130-0395</b>	<b>X</b>	-	<b>2006-2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>3,528.61</b>	
Sheet no. <u>3</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>6,977.61</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>U/2321</b>  <b>Fabricated Glass Spec, Inc</b> <b>318 Rapp Road</b> <b>PO Box 335</b> <b>Talent, OR 97540</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>2,089.42</b>	
Account No.  <b>Federal Express</b>		-	<b>2006-2007</b> <b>Mailing services</b>			<b>X</b>	<b>360.98</b>	
Account No. <b>None</b>  <b>Gene M. Erikson</b> <b>6124 NE 190th St</b> <b>Kenmore, WA 98028</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>756.10</b>	
Account No. <b>xxxx xxxx xxxx 7669</b>  <b>Home Depot - 6028</b> <b>PO Box 6028</b> <b>The Lakes, NV 88901-6029</b>	<b>X</b>	-	<b>2006-2007</b> <b>Credit card purchases, mixed business and personal</b>				<b>1,007.74</b>	
Account No. <b>xxxx xxxx xxxx 7085</b>  <b>Home Depot - 6029</b> <b>PO Box 6029</b> <b>The Lakes, NV 88901-6029</b>		-	<b>2006-2007</b> <b>Credit Card Purchases - business</b>				<b>1,522.62</b>	
Sheet no. <u>4</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>5,736.86</b>



In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xxxx xxxx xxxx 8023</b>  <b>HSBC Card Services</b> <b>P.O. Box 60102</b> <b>City Of Industry, CA 91716-0102</b>	<b>X</b>	-	<b>2007</b> <b>Credit Card Purchases - business (amount estimated)</b>			<b>X</b>	<b>1,000.00</b>	
Account No. <b>None</b>  <b>Interior.Environments</b> <b>5035 1st Ave So</b> <b>Seattle, WA 98134</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>3,975.00</b>	
Account No. <b>None</b>  <b>Marie Trybulski</b> <b>922 E. Fir Street</b> <b>Seattle, WA 98122</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>98.51</b>	
Account No. <b>None</b>  <b>Metal Shorts, inc</b> <b>4101 W. Marginal Way SW</b> <b>Seattle, WA 98106</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>			<b>X</b>	<b>20.00</b>	
Account No. <b>None</b>  <b>Nicholas Mayer</b> <b>123 NW 100th St.</b> <b>Seattle, WA 98177</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>5,426.16</b>	
Sheet no. <u>5</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>10,519.67</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>None</b>  <b>Pacific Sheet Metal, Inc.</b> <b>111 So. Spokane St.</b> <b>Seattle, WA 98136</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>21,775.00</b>	
Account No. <b>None</b>  <b>R.S. Hughes Co. Inc</b> <b>PO Box 81084</b> <b>Seattle, WA 98108</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>5,748.18</b>	
Account No. <b>None</b>  <b>Richard N. Crummert</b> <b>3626 1st Ave NW</b> <b>Seattle, WA 98107</b>		-	<b>2007</b> <b>Expense Reimbursement</b>				<b>22.00</b>	
Account No. <b>xxxx xxxx xxxx 5028</b>  <b>Rockler VISA</b> <b>PO Box 660487</b> <b>Dallas, TX 75266-0487</b>	X	-	<b>2006-2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>3,883.19</b>	
Account No. <b>xxx-xx4-648</b>  <b>Shell Oil - OH 019</b> <b>PO Box 183019</b> <b>Columbus, OH 43218-3019</b>		-	<b>2006-2007</b> <b>Credit Card Purchases - business: vehicle related, gasoline, etc.</b>			<b>X</b>	<b>3,533.13</b>	
Sheet no. <u>6</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>34,961.50</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xxxx-x976-4</b>  <b>Sherwin-Williams Co</b> <b>9530 10th Ave S</b> <b>Seattle, WA 98108</b>			<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>2,621.82</b>	
Account No. <b>xxxx xxxx xxxx 3334</b>  <b>Sony Visa - 94014</b> <b>PO Box 94014</b> <b>Palatine, IL 60094-4014</b>	<b>X</b>	<b>-</b>	<b>2006 - 2007</b> <b>Credit card purchases, mixed business and personal</b>			<b>X</b>	<b>3,549.58</b>	
Account No. <b>None</b>  <b>Specialty Wipers</b> <b>7979 S. 180th St.</b> <b>Kent, WA 98032-1051</b>			<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>592.01</b>	
Account No. <b>xxxx xxxx xxxx 2776</b>  <b>Staples Credit Plan</b> <b>PO Box 689020</b> <b>Des Moines, IA 50368-9028</b>			<b>2007</b> <b>Credit Card Purchases - business</b>			<b>X</b>	<b>963.20</b>	
Account No. <b>None</b>  <b>Summerville Steel - PO Box</b> <b>7010 S. 188th</b> <b>PO Box 8893</b> <b>Kent, WA 98032</b>			<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>845.86</b>	
Sheet no. <u>7</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>8,572.47</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xx3970</b>  <b>Tacoma Screw Products, Inc</b> <b>2001 Center St.</b> <b>Tacoma, WA 98409-7895</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>1,596.25</b>	
Account No. <b>x-xxxxxx-xxx7536</b>  <b>Washington Machine Works Inc</b> <b>5211 1st Ave S, Unit B</b> <b>Seattle, WA 98108</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>479.41</b>	
Account No. <b>None</b>  <b>Western Stud Welding</b> <b>1774 Reliable Parkway</b> <b>Chicago, IL 60686-0017</b>		-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies</b>				<b>175.45</b>	
Account No. <b>US7706</b>  <b>Western Tile &amp; Marble</b> <b>1880 136th Place NE</b> <b>Bellevue, WA 98006</b>		-	<b>Services, Materials &amp; Supplies</b>				<b>3,345.00</b>	
Account No. <b>None</b>  <b>WGM, LLC</b> <b>17032 - 160th Ave SE</b> <b>Renton, WA 98058</b>	<b>X</b>	-	<b>2006-2007</b> <b>Services, Materials &amp; Supplies and rent on premises</b>				<b>6,132.15</b>	
Sheet no. <u>8</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>11,728.26</b>

In re US Starcraft Corporation Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C				
Account No. <b>xx-CH-xxxx76-10</b>  <b>Woodward Scott Agency, Inc</b> <b>PO Box 55337</b> <b>Re: Safeco Business Insurance</b> <b>Seattle, WA 98155</b>						<b>1,191.36</b>
Account No.						
Account No.						
Account No.						
Account No.						

Sheet no. 9 of 9 sheets attached to Schedule of  
 Creditors Holding Unsecured Nonpriority Claims

Subtotal  
 (Total of this page) **1,191.36**

Total  
 (Report on Summary of Schedules) **115,768.34**

In re US Starcraft Corporation

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

Debtor

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

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

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

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Dell Financial Services - IL PO Box 5292 Carol Stream, IL 60197-5292</b>	<b>Lease of Laptop (Lease #003-7033885-001; 19 more payments due at \$40.11; option to purchase at \$1.00</b>
<b>Dell Financial Services - IL PO Box 5292 Carol Stream, IL 60197-5292</b>	<b>Lease of Desktop (Lease #003-7033885-002; 30 more payments due at \$81.89; option to purchase at \$1.00</b>
<b>Financial Pacific P.O. Box 4568 Federal Way, WA 98063</b>	<b>24 - month lease of forklift at \$349.98 per month with \$101 option to buy at end of lease. 01/01/2006 through 12/31/2007. Debtor is one month behind</b>
<b>WGM, LLC 17032 - 160th Ave SE Renton, WA 98058</b>	<b>Month to month lease on premises out of which Debtor operates; space is partially shared with another co-tenant. Debtor owes about \$6,132.15. There will be another rent payment for Debtor's share of about \$ 2,050 due on the 10th of the month. The invoices are to Karl W. Mayer, personally, along with Mike Sweeny as a co-tenant. Debtor's total rent is \$2,366 per month including plus triple net. The triple net part varies and is usually not less than \$ 316.50 for taxes and premises insurance. Water is billed quarterly and Debtor's share is about \$90.00. Monthly, Debtr must pay roughly \$2,400 for its share of the premises.</b>

0 continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

In re US Starcraft Corporation

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

Debtor

**SCHEDULE H. CODEBTORS**

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

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	HSBC Card Services P.O. Box 60102 City Of Industry, CA 91716-0102
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Bank of America - Visa 5726 PO Box 15726 Wilmington, DE 19886-5726
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Discover 0395 P.O. Box 30395 Salt Lake City, UT 84130-0395
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Chase Rewards Visa 4014 PO Box 94014 Palatine, IL 60094-4014
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Chase Visa - 94014 PO Box 94014 Palatine, IL 60094-4014
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Sony Visa - 94014 PO Box 94014 Palatine, IL 60094-4014
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Rockler VISA PO Box 660487 Dallas, TX 75266-0487
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Home Depot - 6028 PO Box 6028 The Lakes, NV 88901-6029
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Chevron and Texaco Card Serv P.O. Box 2001 Concord, CA 94529-0001
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	Capital One Bank 60067 POB 60024 City Of Industry, CA 91716-0067
Karl W. Mayer 5210 Utah Ave So Seattle, WA 98134-2427	WGM, LLC 17032 - 160th Ave SE Renton, WA 98058

0 continuation sheets attached to Schedule of Codebtors

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

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

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 26 sheets [total shown on summary page plus 1], and that they are true and correct to the best of my knowledge, information, and belief.

Date May 7, 2007

Signature /s/ Karl W. Mayer  
Karl W. Mayer  
President

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



**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation

Debtor(s)

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

Chapter 11

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. Do not include the name or address of a minor child in this statement. Indicate payments, transfers and the like to minor children by stating "a minor child." See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

*"In business."* A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"Insider."* The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**1. Income from employment or operation of business**

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$494,248.00	Debtor's business operations 2005
\$781,712.00	Debtor's business operations 2006
\$329,976.00	Debtor's business operations YTD 2007

**2. Income other than from employment or operation of business**

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
--------	--------

**3. Payments to creditors**

None  **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
------------------------------	-------------------	-------------	--------------------

None  b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$5,475. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Art Brass Plating Inc 5516 3rd Ave S Seattle, WA	March 7 - May 7, 2007	\$9,670.74	\$4,815.66
Charles A. Johnson, Jr. Law Off. of C. A. Johnson, Jr. Inc 5413 Meridian Ave. N, Suite A Seattle, WA 98103-6138	May 3, 2007, \$2295; May 7, 2007, \$1,300	\$3,595.00	\$16,605.00
Internal Revenue Service - 215 915 Second Ave., M/S W215 Seattle, WA 98174	1/5/2007; 3/30/2007; 3/30/2007 and 4/23/2007	\$32,074.62	\$140,595.78
IRS - Ogden Ogden, UT 84201-0030	March 7 - May 7, 2007	\$11,014.20	\$0.00

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
--	-----------------	-------------	-----------------------

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None  a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
------------------------------------	----------------------	---------------------------------	--------------------------

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

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
Internal Revenue - Kolpac 915 2nd Ave M/S 215 Seattle, WA 98174	1/5/2007; 3/30/2007; and 4/23/2007	Bank accounts and receivables totaling \$32,074.62

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
Internal Revenue - Kolpac 915 2nd Ave M/S 215 Seattle, WA 98174	None	Summons issued 4/24/2007 to appear and produce records on 5/8/2007

### 5. Repossessions, foreclosures and returns

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

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
---	--	--------------------------------------

### 6. Assignments and receiverships

None  a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
------------------------------	-----------------------	-----------------------------------

None  b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

### 7. Gifts

None  List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
---	-----------------------------------	--------------	----------------------------------

### 8. Losses

None  List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
--------------------------------------	--	--------------

**9. Payments related to debt counseling or bankruptcy**

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Law Offices of Charlie Johnson 5413 Meridian Ave. N., Suite A Seattle, WA 98103	5/3/2007: \$2,295; 5/7/2007: \$1,300	\$3,595.00

**10. Other transfers**

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

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
--	------	--

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

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

**11. Closed financial accounts**

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

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

**12. Safe deposit boxes**

- None  List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
--	---	-------------------------	---------------------------------------

**13. Setoffs**

- None  List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
------------------------------	----------------	------------------

**14. Property held for another person**

None  List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
---------------------------	-----------------------------------	----------------------

**15. Prior address of debtor**

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
---------	-----------	--------------------

**16. Spouses and Former Spouses**

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

NAME
------

**17. Environmental Information.**

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

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

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

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

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

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None  b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None  c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
---------------------------------------	---------------	-----------------------

**18 . Nature, location and name of business**

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

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

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

NAME	LAST FOUR DIGITS OF SOC. SEC. NO./ COMPLETE EIN OR OTHER TAXPAYER I.D. NO.	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
US Starcraft Corporation	91-1621537; UBI # 601-511-520	5210 Utah Ave South Seattle, WA 98134	Creates, builds, and installs metal components in upscale residential and commercial construction projects.	2000 to present

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

NAME	ADDRESS
------	---------

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

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

**19. Books, records and financial statements**

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Richard Mullen, CPA PS 21407 44th Ave West Mountlake Terrace, WA 98043	2000 to present

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

NAME	ADDRESS	DATES SERVICES RENDERED
------	---------	-------------------------

None  c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
------	---------

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

NAME AND ADDRESS  
Internal Revenue - Kolpac  
915 2nd Ave M/S 215  
Seattle, WA 98174

DATE ISSUED  
December 2006 or January 2007 to March 26,  
2007. Gave financial information and 2005 tax return  
to IRS, RO Mike Kolpac

## 20. Inventories

- None  a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
-------------------	----------------------	---

- None  b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
-------------------	---

## 21 . Current Partners, Officers, Directors and Shareholders

- None  a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

- None  b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Karl W. Mayer c/o 5210 Utah Avenue South Seattle, WA 98134	President, Secretary, and Director	90%
Nicholas Mayer 123 NW 100th St. Seattle, WA 98177	None	10% of stock

## 22 . Former partners, officers, directors and shareholders

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

NAME	ADDRESS	DATE OF WITHDRAWAL
------	---------	--------------------

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

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
------------------	-------	---------------------

**23 . Withdrawals from a partnership or distributions by a corporation**

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Karl W. Mayer 5210 Utah Avenue South Seattle, WA 98134 90% shareholder, President, Secretary and Director	May 8 - May 7, 2007 - living expenses	\$47,000

**24. Tax Consolidation Group.**

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

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

**25. Pension Funds.**

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

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------

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

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

Date May 7, 2007

Signature /s/ Karl W. Mayer  
Karl W. Mayer  
President

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

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



**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation

Debtor(s)

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

Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

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

For legal services, I have agreed to accept.....	\$	<u>20,200.00</u>
Prior to the filing of this statement I have received.....	\$	<u>3,595.00</u>
Balance Due.....	\$	<u>16,605.00</u>

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

Debtor       Other (specify):

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

Debtor       Other (specify):

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

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

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

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

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

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

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

**CERTIFICATION**

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

Dated: May 7, 2007/s/ Charles A. Johnson, Jr.

Charles A. Johnson, Jr. 3504

Law Offices of Charlie Johnson

5413 Meridian Ave. N., Suite A

Seattle, WA 98103

(206)632-8980 Fax: (206)632-4767

charlie@johnsonlaw.com

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation  
Debtor

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

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Karl W. Mayer 5210 Utah Avenue South Seattle, WA 98134</b>	<b>Common</b>	<b>90</b>	<b>Fee</b>
<b>Nicholas Mayer 123 NW 100th St. Seattle, WA 98177</b>	<b>Common</b>	<b>10</b>	<b>Fee</b>

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

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

Date May 7, 2007

Signature /s/ Karl W. Mayer

**Karl W. Mayer  
President**

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

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation Debtor(s) Case No. \_\_\_\_\_  
Chapter 11

**VERIFICATION OF CREDITOR MATRIX**

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: May 7, 2007

/s/ Karl W. Mayer  
Karl W. Mayer/President  
Signer/Title

ABRASIVES & EQUIP SUPPLY, INC  
PO BOX 6576  
KENT, WA 98064

ALASKAN COPPER & BRASS CO  
PO BOX 516  
SEATTLE, WA

AMERICAN STEEL, LLC UNIT 86  
PO BOX 4500  
PORTLAND, OR

ART BRASS PLATING INC  
5516 3RD AVE S  
SEATTLE, WA

BANK OF AMERICA - VISA 15026  
PO BOX 15026  
WILMINGTON, DE 19850-5026

BANK OF AMERICA - VISA 5726  
PO BOX 15726  
WILMINGTON, DE 19886-5726

C B FINISHING  
9585 8TH AVE S  
SEATTLE, WA 98108

CAPITAL ONE BANK 60067  
POB 60024  
CITY OF INDUSTRY, CA 91716-0067

CAPITAL ONE BANK 60067  
POB 60067  
CITY OF INDUSTRY, CA 91716-0067

CAPITOL ONE SERVICES - UT30285  
PO BOX 30285  
SALT LAKE CITY, UT 84130-0285

CARDMEMBER SERVICES - 5298  
PO BOX 15298  
WILMINGTON, DE 19850-5298

CENTRAL WELDING SUPPLY  
PO BOX 179  
ACCOUNTS RECEIVABLE  
NORTH LAKEWOOD, WA 98259

CHASE REWARDS VISA 4014  
PO BOX 94014  
PALATINE, IL 60094-4014

CHASE VISA - 94014  
PO BOX 94014  
PALATINE, IL 60094-4014

CHEMITHON SURFACE FIN. INC  
5430 W. MARGINAL WAY SW  
SEATTLE, WA 98106

CHEVRON AND TEXACO CARD SERV  
P.O. BOX 2001  
CONCORD, CA 94529-0001

CITY OF SEATTLE - DEPT. OF FIN  
PO BOX 34017  
SEATTLE, WA 98124

CITY OF SEATTLE - TAXES  
REVENUE & CONSUMER AFFAIRS  
PO BOX 34907  
SEATTLE, WA 98124-1907

COMPTON LUMBER  
PO BOX 84972  
SEATTLE, WA 98124-6272

CUTTING SPECIALISTS, INC.  
6400 S. 143RD PLACE  
TUKWILA, WA 98168

DAVID ACKERMAN  
PO BOX 65057  
SEATTLE, WA 98155

DAVID CROW  
5307 4TH AVE SOUTH  
SEATTLE, WA 98134

DAVINCI'S WORKSHOP  
18010 DES MOINES MEMORIAL  
DES MOINES, WA

DELL FINANCIAL SERVICES - IL  
PO BOX 5292  
CAROL STREAM, IL 60197-5292

DEPARTMENT OF ESD  
EMPLOYMENT SECURITY DEPT.  
P.O. BOX 9046  
OLYMPIA, WA 98507

DEPARTMENT OF L & I - 4291  
OLYMPIA, WA 98504-4291

DEPARTMENT OF LICENSING  
PO BOX 9030  
OLYMPIA, WA 98507-9030

DEPARTMENT OF REVENUE  
P.O. BOX 34051  
SEATTLE, WA 98124-1051

DEPARTMENT OF REVENUE - SEA  
2101 FOURTH AVE, SUITE 1400  
SEATTLE, WA 98121-2300

DISCOVER 0395  
P.O. BOX 30395  
SALT LAKE CITY, UT 84130-0395

DISCOVER CARD PLATINUM 943  
PO BOX 30943  
SALT LAKE CITY, UT 84130

FABRICATED GLASS SPEC, INC  
318 RAPP ROAD  
PO BOX 335  
TALENT, OR 97540

FEDERAL EXPRESS

FINANCIAL PACIFIC  
P.O. BOX 4568  
FEDERAL WAY, WA 98063

GENE M. ERIKSON  
6124 NE 190TH ST  
KENMORE, WA 98028

HOME DEPOT - 6028  
PO BOX 6028  
THE LAKES, NV 88901-6029

HOME DEPOT - 6029  
PO BOX 6029  
THE LAKES, NV 88901-6029

HOME DEPOT CREDIT SERVICES9122  
PO BOX 9122  
DES MOINES, IA 50368-9122

HSBC CARD SERVICES  
P.O. BOX 60102  
CITY OF INDUSTRY, CA 91716-0102

HSBC CARD SERVICES  
P.O. BOX 81622  
SALINAS, CA 93912-1622

INTERIOR.ENVIRONMENTS  
5035 1ST AVE SO  
SEATTLE, WA 98134

IRS - OGDEN  
OGDEN, UT 84201-0030

IRS - SPF  
915 SECOND AVE., M/S W244  
SEATTLE, WA 98174

IRS-DOT NY  
PO BOX 9019  
HOLTSVILLE, NY 11742-9019

JOSE L. VILLA  
8602-16TH AVE S, APT. 5  
SEATTLE, WA 98108

KARL W. MAYER  
5210 UTAH AVENUE SOUTH  
SEATTLE, WA 98134

LUCIO M. VILLA  
8602-16TH AVE S, APT. 5  
SEATTLE, WA 98108

MARIE TRYBULSKI  
922 E. FIR STREET  
SEATTLE, WA 98122

MATTHEW I. FREEMAN  
365 WHEELER ST  
SEATTLE, WA 98109

METAL SHORTS, INC  
4101 W. MARGINAL WAY SW  
SEATTLE, WA 98106

NATE ANDERSON  
4225 1/2 LYNN STREET  
SEATTLE, WA 98112

NICHOLAS MAYER  
123 NW 100TH ST.  
SEATTLE, WA 98177

PACIFIC SHEET METAL, INC.  
111 SO. SPOKANE ST.  
SEATTLE, WA 98136

R.S. HUGHES CO. INC  
PO BOX 81084  
SEATTLE, WA 98108

RICHARD N. CRUMMERT  
3626 1ST AVE NW  
SEATTLE, WA 98107



ROCKLER VISA  
PO BOX 660487  
DALLAS, TX 75266-0487

SHELL OIL - OH 019  
PO BOX 183019  
COLUMBUS, OH 43218-3019

SHERWIN-WILLIAMS CO  
9530 10TH AVE S  
SEATTLE, WA 98108

SONY VISA - 94014  
PO BOX 94014  
PALATINE, IL 60094-4014

SPECIALTY WIPERS  
7979 S. 180TH ST.  
KENT, WA 98032-1051

STAPLES CREDIT PLAN  
PO BOX 689020  
DES MOINES, IA 50368-9028

SUMMERVILLE STEEL - PO BOX  
7010 S. 188TH  
PO BOX 8893  
KENT, WA 98032

TACOMA SCREW PRODUCTS, INC  
2001 CENTER ST.  
TACOMA, WA 98409-7895

TINA L. LINVILLE  
230 23RD VE E, APT. 407  
SEATTLE, WA 98112

WASHINGTON MACHINE WORKS INC  
5211 1ST AVE S, UNIT B  
SEATTLE, WA 98108

WASHINGTON MUTUAL CARD SERVICE  
P.O. BOX 660509  
DALLAS, TX 75266-0509

WESTERN STUD WELDING  
1774 RELIABLE PARKWAY  
CHICAGO, IL 60686-0017

WESTERN TILE & MARBLE  
1880 136TH PLACE NE  
BELLEVUE, WA 98006

WGM, LLC  
17032 - 160TH AVE SE  
RENTON, WA 98058

WOODWARD SCOTT AGENCY, INC  
PO BOX 55337  
RE: SAFECO BUSINESS INSURANCE  
SEATTLE, WA 98155

**United States Bankruptcy Court  
Western District of Washington**

In re US Starcraft Corporation

Debtor(s)

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

Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

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

■ None [*Check if applicable*]

May 7, 2007

Date

/s/ Charles A. Johnson, Jr.

Charles A. Johnson, Jr. 3504

Signature of Attorney or Litigant

Counsel for US Starcraft Corporation

Law Offices of Charlie Johnson

5413 Meridian Ave. N., Suite A

Seattle, WA 98103

(206)632-8980 Fax:(206)632-4767

charlie@johnsonlaw.com