

<b>United States Bankruptcy Court Western District of Washington</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>EarthWise Technologies Inc.</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>20-8990556</b>		Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): <b>18324 Cook Road, Suite 5 Yelm, WA 98597</b>		Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE <b>98597-0000</b>		ZIP CODE
County of Residence or of the Principal Place of Business: <b>Thurston</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  <hr/> <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>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>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> <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000  <b>Check all applicable boxes:</b> <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).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Debts <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		



<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>EarthWise Technologies Inc.</b></p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [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.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p>X /s/ Timothy W. Dore _____ Signature of Attorney for Debtor(s) <b>Timothy W. Dore WSBA No. 17131</b> _____ Printed Name of Attorney for Debtor(s) <b>Ryan Swanson &amp; Cleveland, PLLC</b> _____ Firm Name <b>1201 Third Avenue, #3400</b> <b>Seattle, WA 98101</b> _____ Address</p> <p><b>(206) 464-4224 Fax:(206) 621-7568</b> _____ Telephone Number 9-18-09 _____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X /s/ Brook C. Foster _____ Signature of Authorized Individual <b>Brook C. Foster</b> _____ Printed Name of Authorized Individual <b>Corporate Secretary and VP of Operations</b> _____ Title of Authorized Individual 9-17-09 _____ Date</p>	

**CONSENT IN LIEU OF SPECIAL  
MEETING OF BOARD OF DIRECTORS  
OF  
EARTHWISE TECHNOLOGIES, INC.**

The undersigned, being all of the Directors of EarthWise Technologies, Inc., a Delaware corporation (the "Corporation") hereby authorize, consent to, and adopt the corporate action described in the resolutions set forth below without the necessity of a meeting of the Corporation's Board of Directors as authorized by DCL 141(f) and shall be effective and valid actions of the Board of Directors of the Corporation, the same as if a meeting had, in fact, been held:

RESOLVED that the Corporation shall seek relief under the United States bankruptcy laws and file a voluntary Chapter 11 bankruptcy petition in the United States Bankruptcy Court for the Western District of Washington at Tacoma; and be it further

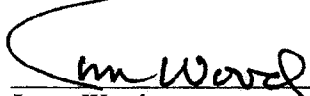
RESOLVED that the Corporation authorizes Bruce Searle, James Wood or Brook Foster to execute on its behalf any and all documents necessary to effectuate or related to the commencement and continuation of a Chapter 11 bankruptcy case; and be it further

RESOLVED that the Corporation is authorized to retain and employ the law firm of Ryan, Swanson & Cleveland, PLLC to provide legal counsel in connection with all aspects of the Corporation's Chapter 11 case.

Dated: 9/4/09

  
\_\_\_\_\_  
Bruce Searle

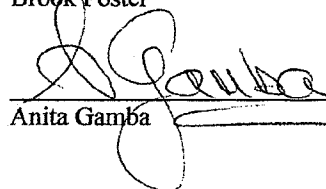
Dated: 9/4/09

  
\_\_\_\_\_  
James Wood

Dated: 9/9/09

  
\_\_\_\_\_  
Brook Foster

Dated: 9.9.09.

  
\_\_\_\_\_  
Anita Gamba

578495.03  
SEPTEMBER 4, 2009



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>

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

I, the Corporate Secretary and VP of Operations 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 September 17, 2009

Signature /s/ Brook C. Foster  
**Brook C. Foster**  
**Corporate Secretary and VP of Operations**

*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 EarthWise Technologies Inc.,  
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>6</b>	<b>9,645,329.49</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>1</b>		<b>10,218,792.29</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>Yes</b>	<b>1</b>			<b>0.00</b>
J - Current Expenditures of Individual Debtor(s)	<b>Yes</b>	<b>1</b>			<b>0.00</b>
Total Number of Sheets of ALL Schedules		<b>14</b>			
		Total Assets	<b>9,645,329.49</b>		
			Total Liabilities	<b>10,218,792.29</b>	

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

In re EarthWise Technologies Inc.,  
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)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
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 EarthWise Technologies Inc.  
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, both, or the marital community 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
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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 EarthWise Technologies Inc.  
Debtor

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

**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, both, or the marital community 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." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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>Unload crew petty cash</b>	-	<b>1,400.00</b>
		<b>Petty cash</b>	-	<b>394.77</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>Checking Account Key Bank 1100 Yelm Ave E Yelm, WA 98597 Account #xxxxxxx3745</b>	-	<b>250,459.09</b>
		<b>Savings Account Key Bank 1100 Yelm Ave E Yelm, WA 98597 Account No. xxxxxxxx4263</b>	-	<b>0.00</b>
		<b>Savings Account Key Bank 1100 Yelm Ave E Yelm, WA 98597 Account No. xxxxxxxx0577</b>	-	<b>24,962.64</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
			Sub-Total >	<b>277,216.50</b>
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

In re EarthWise Technologies Inc.  
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
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		<b>Product liability insurance Altman Insurance (no cash value)</b>	-	<b>0.00</b>
10. Annuities. Itemize and name each issuer.	<b>X</b>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>See attached (face value)</b>	-	<b>3,050,311.27</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		<b>Loan to Earthwise Innovations Inc.</b>	-	<b>5,000.00</b>
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			

Sub-Total > **3,055,311.27**  
(Total of this page)

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

In re EarthWise Technologies Inc.  
 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
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>Claims against Well Electronics Co., Ltd. Thurston County Superior Court Case No. 09-2-00815-6</b>	-	<b>Unknown</b>
		<b>Claims against Comfort Living LLC U.S. District Court, Western District of Washington Case No. 09-05266 BHS</b>	-	<b>Unknown</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>Cargo Trailer (book value)</b>	-	<b>7,162.29</b>
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.		<b>Office furnishings (book value)</b>	-	<b>17,354.71</b>
		<b>Office equipment (book value)</b>	-	<b>32,251.55</b>
29. Machinery, fixtures, equipment, and supplies used in business.		<b>Warehouse equipment (book value)</b>	-	<b>4,577.27</b>
30. Inventory.		<b>Inventory (cost)</b>	-	<b>6,251,455.90</b>
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
			Sub-Total >	<b>6,312,801.72</b>
			(Total of this page)	

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

In re EarthWise Technologies Inc.  
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
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>9,645,329.49</b>

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

(Report also on Summary of Schedules)

EarthWise Technologies Inc.  
Schedule B.16.

## **ACCOUNTS RECEIVABLE**

1:39 PM  
09/17/09

**Earthwise Technologies Inc.**  
**A/R Aging Summary**  
As of September 17, 2009

	<u>Current</u>	<u>1 - 30</u>	<u>&gt; 90</u>	<u>TOTAL</u>
Axe Houghton	0.00	0.00	290,725.94	290,725.94
Cody, Robert	0.00	0.00	124,699.75	124,699.75
Cornelius, Catherine	0.00	0.00	65,015.00	65,015.00
Hansen - Backer	0.00	90,040.00	0.00	90,040.00
Munsterman	0.00	0.00	1,224,727.58	1,224,727.58
Nassers	0.00	61,650.00	68,724.00	130,374.00
True Green	0.00	0.00	913,291.00	913,291.00
Zollinger Commercial Warehousing	0.00	0.00	211,438.00	211,438.00
<b>TOTAL</b>	<u>0.00</u>	<u>151,690.00</u>	<u>2,898,621.27</u>	<u>3,050,311.27</u>

In re EarthWise Technologies Inc.  
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, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). 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	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
		H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)								
Total (Report on Summary of Schedules)							<b>0.00</b>	<b>0.00</b>

0 continuation sheets attached



In re EarthWise Technologies Inc.

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, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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 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 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 trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$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 or provided. 11 U.S.C. § 507(a)(7).

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

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

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

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

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

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

\* 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.

0 continuation sheets attached

In re EarthWise Technologies Inc.  
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, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). 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, 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, 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	AMOUNT OF CLAIM
		H W J C					
Account No.  <b>Earthwise Electronics Inc.</b> <b>53rd East St, Marbella</b> <b>Swiss Bank Bldg, 2nd Fl</b> <b>City of Panama</b> <b>Republic of Panama</b>	-				X		<b>3,090,004.79</b>
Account No.  <b>Howard Berger Co., Inc.</b> <b>1 South Middlesex Ave</b> <b>Monroe Township, NJ 08831</b>	-				X	X	<b>1,000,000.00</b>
Account No.  <b>Mel Markham</b> <b>12502 Sandridge Rd</b> <b>Long Beach, WA 98631</b>	-						<b>125,000.00</b>
Account No.  <b>Well Electronics Co., Ltd.</b> <b>33F, No. 293, Sec 2, Wunhua Rd</b> <b>Banciao City</b> <b>Taipei County 220</b> <b>TAIWAN</b>	-					X	<b>6,003,787.50</b>
Subtotal (Total of this page)							<b>10,218,792.29</b>
Total (Report on Summary of Schedules)							<b>10,218,792.29</b>

0 continuation sheets attached

In re EarthWise Technologies Inc. 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, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<p><b>Comfort Living LLC</b>                      Attn: Michael Munsterman                      6714 Nevo Hill Rd                      Liberty, MO 64068</p>	<p><b>Master Distributor Agreement for Debtor's heaters and air purifiers.</b></p>
<p><b>Craig Stuttgen</b>                      H3729 Hwy 13                      Unity, WI 54488</p>	<p><b>Master Distributor Agreement for Debtor's heaters and air purifiers.</b></p>
<p><b>Pacific Northwest Development Associates LLC</b>                      18324 Cook Road, Suite 5                      Yelm, WA 98597</p>	<p><b>Debtor operates on property owned by Pacific Northwest Development Associates LLC. Bruce Searle is the sole member of Pacific Northwest Development Associates LLC. There is no written lease between Pacific Northwest Development Associates LLC and the Debtor.</b></p>
<p><b>True Green</b>                      Attn: Joshua Funk                      4484 Lahm Drive                      Akron, OH 44319</p>	<p><b>Master Distributor Agreement for Debtor's heaters and air purifiers.</b></p>
<p><b>Vacuum Express</b>                      Attn: Trent Nasser                      3001 Main Street                      Fargo, ND 58103</p>	<p><b>Master Distributor Agreement for Debtor's heaters and air purifiers.</b></p>
<p><b>Zollinger Commercial Warehouse</b>                      Attn: Bruce Amberson                      695 W 1700 South                      Logan, UT 84321</p>	<p><b>Master Distributor Agreement for Debtor's heaters and air purifiers.</b></p>

In re EarthWise Technologies Inc.  
Debtor

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

**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, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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0 continuation sheets attached to Schedule of Codebtors

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

In re EarthWise Technologies Inc.

Debtor(s)

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

Chapter 11

**BUSINESS INCOME AND EXPENSES**

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

**PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:**

1. Gross Income For 12 Months Prior to Filing: \$ 13,017,640.24

**PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:**

2. Gross Monthly Income \$ 1,500,000.00\*

**PART C - ESTIMATED FUTURE MONTHLY EXPENSES:**

3. Payroll	\$ <u>131,340.00</u>
4. Payroll Taxes	<u>11,218.00</u>
5. Other Taxes	<u>872.00</u>
6. Inventory Purchases (Including raw materials)	<u>1,100,000.00**</u>
7. Purchase of Feed/Fertilizer/Seed/Spray	<u>0.00</u>
8. Rent (Other than debtor's principal residence)	<u>3,771.00</u>
9. Utilities	<u>987.00</u>
10. Office Expenses and Supplies	<u>1,994.00</u>
11. Repairs and Maintenance (building and heater units)	<u>1,747.00</u>
12. Vehicle Expenses	<u>7.00</u>
13. Travel and Entertainment	<u>1,132.00</u>
14. Equipment Rental and Leases	<u>0.00</u>
15. Legal/Accounting/Other Professional Fees	<u>40,000.00</u>
16. Insurance	<u>6,741.00</u>
17. Employee Benefits (e.g., pension, medical, etc.)	<u>7,326.00</u>

18. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):

DESCRIPTION	TOTAL	1,307,135.00
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19. Other (Specify):

DESCRIPTION	TOTAL
<b>Cost of goods sold - shipping</b>	<b>43,040.00</b>
<b>Bank service charges</b>	<b>175.00</b>
<b>Consulting expense - engineering</b>	<b>101.00</b>
<b>Dues and subscriptions</b>	<b>78.00</b>
<b>Licenses and permits</b>	<b>230.00</b>
<b>Marketing and advertising - includes commissions</b>	<b>73,246.00</b>
<b>Merchant fees</b>	<b>5,428.00</b>
<b>Office services</b>	<b>259.00</b>
<b>Postage and delivery</b>	<b>235.00</b>
<b>Research and development</b>	<b>116.00</b>
<b>Shipping / selling supplies</b>	<b>564.00</b>
<b>Subcontracting labor</b>	<b>4,000.00</b>
<b>Telephone / internet</b>	<b>3,309.00</b>
<b>Web hosting expense</b>	<b>290.00</b>
<b>Storage</b>	<b>13,000.00</b>

20. Total Monthly Expenses (Add items 3-19) \$ 1,451,206.00

**PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:**

21. AVERAGE NET MONTHLY INCOME (Subtract item 20 from item 2) \$ 48,794.00

\*For months October - April (seasonal sales).

\*\* For months October - December 2009 (purchase new model heaters).

In re EarthWise Technologies Inc. Debtor(s)

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

**SCHEDULE I - CURRENT INCOME OF INDIVIDUAL DEBTOR(S)**

The column labeled "Spouse" must be completed in all cases filed by joint debtors and by every married debtor, whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. Do not state the name of any minor child. The average monthly income calculated on this form may differ from the current monthly income calculated on Form 22A, 22B, or 22C.

Debtor's Marital Status:	DEPENDENTS OF DEBTOR AND SPOUSE	
	N/A	AGE(S):
<b>Employment:</b>	DEBTOR	SPOUSE
Occupation	N/A	N/A
Name of Employer		
How long employed		
Address of Employer		

INCOME: (Estimate of average or projected monthly income at time case filed)	DEBTOR	SPOUSE
1. Monthly gross wages, salary, and commissions (Prorate if not paid monthly)	\$ <u>N/A</u>	\$ <u>N/A</u>
2. Estimate monthly overtime	\$ _____	\$ _____
3. SUBTOTAL	\$ _____	\$ _____
4. LESS PAYROLL DEDUCTIONS		
a. Payroll taxes and social security	\$ _____	\$ _____
b. Insurance	\$ _____	\$ _____
c. Union dues	\$ _____	\$ _____
d. Other (Specify): _____	\$ _____	\$ _____
5. SUBTOTAL OF PAYROLL DEDUCTIONS	\$ _____	\$ _____
6. TOTAL NET MONTHLY TAKE HOME PAY	\$ _____	\$ _____
7. Regular income from operation of business or profession or farm (Attach detailed statement)	\$ _____	\$ _____
8. Income from real property	\$ _____	\$ _____
9. Interest and dividends	\$ _____	\$ _____
10. Alimony, maintenance or support payments payable to the debtor for the debtor's use or that of dependents listed above	\$ _____	\$ _____
11. Social security or government assistance (Specify): _____	\$ _____	\$ _____
12. Pension or retirement income	\$ _____	\$ _____
13. Other monthly income (Specify): _____	\$ _____	\$ _____
14. SUBTOTAL OF LINES 7 THROUGH 13	\$ _____	\$ _____
15. AVERAGE MONTHLY INCOME (Add amounts shown on lines 6 and 14)	\$ _____	\$ _____
16. COMBINED AVERAGE MONTHLY INCOME: (Combine column totals from line 15)	\$ _____	

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

17. Describe any increase or decrease in income reasonably anticipated to occur within the year following the filing of this document:

In re EarthWise Technologies Inc.

Debtor(s)

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

### SCHEDULE J - CURRENT EXPENDITURES OF INDIVIDUAL DEBTOR(S)

Complete this schedule by estimating the average or projected monthly expenses of the debtor and the debtor's family at time case filed. Prorate any payments made bi-weekly, quarterly, semi-annually, or annually to show monthly rate. The average monthly expenses calculated on this form may differ from the deductions from income allowed on Form 22A or 22C.

Check this box if a joint petition is filed and debtor's spouse maintains a separate household. Complete a separate schedule of expenditures labeled "Spouse."

- 1. Rent or home mortgage payment (include lot rented for mobile home) \$                      **N/A**
  - a. Are real estate taxes included? Yes  No
  - b. Is property insurance included? Yes  No
- 2. Utilities:
  - a. Electricity and heating fuel \$
  - b. Water and sewer \$
  - c. Telephone \$
  - d. Other \$
- 3. Home maintenance (repairs and upkeep) \$
- 4. Food \$
- 5. Clothing \$
- 6. Laundry and dry cleaning \$
- 7. Medical and dental expenses \$
- 8. Transportation (not including car payments) \$
- 9. Recreation, clubs and entertainment, newspapers, magazines, etc. \$
- 10. Charitable contributions \$
- 11. Insurance (not deducted from wages or included in home mortgage payments)
  - a. Homeowner's or renter's \$
  - b. Life \$
  - c. Health \$
  - d. Auto \$
  - e. Other \$
- 12. Taxes (not deducted from wages or included in home mortgage payments)  
(Specify) \$
- 13. Installment payments: (In chapter 11, 12, and 13 cases, do not list payments to be included in the plan)
  - a. Auto \$
  - b. Other \$
  - c. Other \$
- 14. Alimony, maintenance, and support paid to others \$
- 15. Payments for support of additional dependents not living at your home \$
- 16. Regular expenses from operation of business, profession, or farm (attach detailed statement) \$
- 17. Other \$                       
Other \$

18. AVERAGE MONTHLY EXPENSES (Total lines 1-17. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) \$                     

19. Describe any increase or decrease in expenditures reasonably anticipated to occur within the year following the filing of this document:

20. STATEMENT OF MONTHLY NET INCOME

- a. Average monthly income from Line 15 of Schedule I \$
- b. Average monthly expenses from Line 18 above \$
- c. Monthly net income (a. minus b.) \$

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

In re EarthWise Technologies Inc.

Debtor(s)

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

Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Corporate Secretary and VP of Operations 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 16 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date September 17, 2009

Signature /s/ Brook C. Foster

**Brook C. Foster**

**Corporate Secretary and VP of Operations**

*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 EarthWise Technologies Inc.  
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. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

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
<b>\$238,095.03</b>	<b>Operation of business 01/01/07-12/31/07</b>
<b>\$6,579,157.67</b>	<b>Operation of business 01/01/08-12/31/08</b>
<b>\$5,582,117.56</b>	<b>Operation of business 01/01/09-09/17/09</b>

**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 unless the aggregate value of all property that constitutes or is affected by such transfer is 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
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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 unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) 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/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
<b>See attached</b>			

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
<b>James Wood 7207 120th St Court NW Gig Harbor, WA 98332 President and COO</b>	<b>See attached</b>	<b>\$203,353.89</b>	<b>\$0.00</b>
<b>Brook Foster 13810 148th Ave SE Yelm, WA 98597 Secretary and Vice President of Operations</b>	<b>See attached</b>	<b>\$94,800.03</b>	<b>\$0.00</b>
<b>Bruce Searle 17031 173rd Lane SE Rainier, WA 98576 CEO</b>	<b>See attached</b>	<b>\$71,461.53</b>	<b>\$0.00</b>

Paul Searle 18324 Cook Road, Unit 1 Yelm, WA 98597 Son of Bruce Searle	See attached	\$71,076.95	\$0.00
Anita Gamba PO Box 473 Rainier, WA 98597 Treasurer and CFO	See attached	\$43,500.07	\$0.00
EarthWise Electronics Inc. 53rd East St, Marbella Swiss Bank Bldg, 2nd Fl City of Panama Republic of Panama EarthWise Electronics Inc. is owned by True Green Foundation. Bruce Searle is a director of True Green Foundation and receives compensation of \$10.00 per year from True Green Foundation.	See attached	\$2,695,000.00	\$3,090,004.79
EarthWise Innovations Inc. 18324 Cook Road, Suite 5 Yelm, WA 98597 Bruce Searle is sole officer	See attached	\$5,000.00	\$0.00
Pacific Northwest Development Associates LLC 18324 Cook Road, Suite 5 Yelm, WA 98597 Bruce Searle is a member	Rent (See attached)	\$26,397.00	\$0.00

#### 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
EarthWise Technologies, Inc. v. Well Electronics Co., Ltd. 09-2-00815-6	Well - collection EarthWise - tort	Thurston County Superior Court	Pending
EarthWise Technologies Inc. and EarthWise Electronics Inc. v. Comfort Living LLC 09-2-00930-6	Collection and injunctive relief	Thurston County Superior Court	Pending (removed to U.S. District Court for the Western District of Washington at Tacoma)
EarthWise Technologies Inc. and EarthWise Electronics Inc. v. Comfort Living LLC 09-05266 BHS	Collection and injunctive relief	U.S. District Court Western District of Washington at Tacoma	Pending (removed from Thurston County Superior Court)
EarthWise Technologies Inc. and Bruce R. Searle v. Suarez Corporation Industries C07-05577 RJB	(consolidated with C07-02020 RJB)	U.S. District Court Western District of Washington at Tacoma	Settled and dismissed

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Suarez Corporation Industries and MHE Corporation v. EarthWise Technologies Inc., EarthWise Innovations Inc. and Bruce R. Searle C07-02020 RJB	Trademark Infringement (consolidated with C07-05577 RJB)	U.S. District Court Western District of Washington at Seattle	Settled and dismissed
Suarez Corporation Industries v. EarthWise Technologies, Inc. and Bruce R. Searle C09-05295 RBL	Breach of Settlement Agreement	U.S. District Court Western District of Washington at Tacoma	Pending
Howard Berger Co., Inc. v. EarthWise Technologies, Inc. 09 Civ. 01146	Trademark Infringement	U.S. District Court Southern District of New York	Pending

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

**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
Children's School of Excellence 13411 Cedar Grove Lane SE PO Box 1065 Rainier, WA 98576	None	1/26/09	\$4,000

**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
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**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
Ryan, Swanson & Cleveland, PLLC 1201 Third Avenue #3400 Seattle, WA 98101	09/14/09	\$15,000

**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
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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
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**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
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**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
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**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
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**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
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**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
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**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
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- 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
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- 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
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**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 SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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- 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
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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  
**Dianne McCarthy  
McCarthy & Barnhart  
374 Boardman Poland Rd  
Boardman, OH 44512**

DATES SERVICES RENDERED  
**Prepared tax return for 2007.  
Preparing tax return for 2008.**

**Susan Howe  
PO Box 1480  
Yelm, WA 98597**

**12/01/07 - present**

**Brook Foster  
13810 148th Ave SE  
Yelm, WA 98597**

**Vice President of Operations  
05/01/07 - present**

**Anita Gamba  
PO Box 473  
Rainier, WA 98597**

**Chief Financial Officer  
01/05/09 - 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 DATE ISSUED

**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
<b>Bruce Searle</b> 17031 173rd Lane SE Rainier, WA 98576	<b>CEO</b>	<b>51% of equity</b>
<b>James Wood</b> 7207 120th St Court NW Gig Harbor, WA 98332	<b>President and COO</b>	<b>30% of equity</b>
<b>Brook Foster</b> 13810 148th Ave SE Yelm, WA 98597	<b>Secretary and Vice President of Operations</b>	<b>9% of equity</b>
<b>Paul Searle</b> 18324 Cook Road SE, Unit 1 Yelm, WA 98597		<b>5% of equity</b>
<b>Anita Gamba</b> PO Box 473 Rainier, WA 98597	<b>Treasurer and CFO</b>	<b>5% of equity</b>

**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
<b>Dianne McCarthy</b>	<b>McCarthy &amp; Barnhart</b> 374 Boardman Poland Rd Boardman, OH 44512	<b>April 22, 2009</b>

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
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**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
<b>See SOFA 3.c.</b>		

**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)
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**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 9-17-09

Signature /s/ Brook C. Foster  
**Brook C. Foster**  
**Corporate Secretary and VP of Operations**

[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*

## **PAYMENTS TO CREDITORS WITHIN 90 DAYS**

Earthwise Technologies Inc.

9/15/2009 11:54 AM

Register: 1000 · Bank Accounts

From 06/15/2009 through 09/15/2009

Sorted by: Date, Type, Number/Ref

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
06/15/2009			1499 · Undeposited Fu...	cornelius		X	5,000.00	37,802.16
06/15/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	305.26	38,107.42
06/15/2009	2875	FairPoint Communic...	2000 · Accounts Payable		957.53	X		37,149.89
06/15/2009	2876	Fed Ex	2000 · Accounts Payable	3731-9750-5	156.90	X		36,992.99
06/15/2009	2877	Puget Sound Energy	2000 · Accounts Payable		629.96	X		36,363.03
06/15/2009	2878	UPS	2000 · Accounts Payable	7VR889	676.89	X		35,686.14
06/15/2009	2879	UPS - Supply Chain ...	2000 · Accounts Payable	7VR889	24.25	X		35,661.89
06/16/2009	Debit	USPS	5000 · Cost of Goods S...		0.61	X		35,661.28
06/16/2009	2882	Amex - Open	2502 · Amex - Open	***71003	2,713.00	X		32,948.28
06/17/2009	Echeck	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	316.00	33,264.28
06/17/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		60.93	X		33,203.35
06/17/2009	Debit	WalMart	6300 · Supplies:6310 · ...		15.45	X		33,187.90
06/17/2009	2854	Brock, Kevin R	-split-		1,076.56	X		32,111.34
06/17/2009	2856	Cissna, Kent	-split-		29.65	X		32,081.69
06/17/2009	2857	Clay, Aaron M	-split-		508.00	X		31,573.69
06/17/2009	2862	Gray, Kenneth G	-split-		931.04	X		30,642.65
06/17/2009	2863	Howe, Susan C	-split-		265.50	X		30,377.15
06/17/2009	2864	Loeffler, Michael C	-split-		1,069.86	X		29,307.29
06/17/2009	2865	Montgomery, Rachae...	-split-			X		29,307.29
06/17/2009	2867	Rorrer, Rosezanne	-split-		177.30	X		29,129.99
06/17/2009	2874	Yundt, Nate P	-split-		1,081.42	X		28,048.57
06/18/2009	Debit	WalMart	6300 · Supplies:6310 · ...		45.72	X		28,002.85
06/18/2009	Debit	Maple Park Digital	6300 · Supplies:6310 · ...		32.50	X		27,970.35
06/18/2009	Debit	Safeway	6300 · Supplies:6310 · ...		13.02	X		27,957.33
06/18/2009	Debit	Safeway	6300 · Supplies:6310 · ...		10.00	X		27,947.33
06/19/2009	Debit	WalMart	6300 · Supplies:6310 · ...		50.35	X		27,896.98
06/19/2009	2884	Pomeroy, Terry J	-split-		500.00	X		27,396.98
06/19/2009	2885	Williamson, Erin L	-split-		500.00	X		26,896.98
06/22/2009	Check	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	7,511.00	34,407.98
06/22/2009	Debit	Brede Minneapolis, ...	6235 · Marketing & A...		211.34	X		34,196.64
06/22/2009	2870	Spanos, Carole K	-split-		1,033.71	X		33,162.93
06/22/2009	2888	UPS	2000 · Accounts Payable	7VR889	406.14	X		32,756.79
06/22/2009	2889	UPS - Canada	2000 · Accounts Payable	8F7398	134.61	X		32,622.18
06/22/2009	2890	Brook Foster - 1099	-split-	Cell Phone Rei...	314.94	X		32,307.24
06/23/2009	Echeck	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	118.50	32,425.74
06/23/2009	Debit	Brede Minneapolis, ...	6235 · Marketing & A...		167.22	X		32,258.52
06/23/2009	Debit	WalMart	6300 · Supplies:6310 · ...		59.54	X		32,198.98
06/23/2009	Merchant		4000 · Sales		3,096.00	X		29,102.98
06/24/2009	Debit	Newegg	6300 · Supplies:6310 · ...		53.10	X		29,049.88
06/24/2009	Debit	Amazon.com	6235 · Marketing & A...		39.99	X		29,009.89

## Earthwise Technologies Inc.

9/15/2009 11:54 AM

Register: 1000 · Bank Accounts

From 06/15/2009 through 09/15/2009

Sorted by: Date, Type, Number/Ref

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
06/24/2009	EFT	Deposit	4000 · Sales:4010 · Pr...		500.00	X		28,509.89
06/24/2009	ETPS941	United States Treasury	-split-	20-8990556	1,505.84	X		27,004.05
06/24/2009	2891	Tracy Duval - 1099	6610 · Repairs:6611 · ...	lawn care 6/23/...	225.00	X		26,779.05
06/25/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	266.00	27,045.05
06/25/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		49.95	X		26,995.10
06/25/2009	Debit	USPS	5000 · Cost of Goods S...		2.88	X		26,992.22
06/25/2009	Debit	Mountain Lumber	6610 · Repairs:6611 · ...		9.77	X		26,982.45
06/25/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		118.87	X		26,863.58
06/25/2009	2893	Williamson, Erin L	-split-		500.00	X		26,363.58
06/26/2009		Nassers	1200 · Accounts Recei...			X	10,000.00	36,363.58
06/26/2009	Debit	Brede Minneapolis, ...	6235 · Marketing & A...		68.85	X		36,294.73
06/26/2009	2855	Champion, Kyle E	-split-		1,451.71	X		34,843.02
06/26/2009	2858	Davis, Russell P	-split-		1,512.59	X		33,330.43
06/26/2009	2861	Ginter, Josh	-split-		1,253.84	X		32,076.59
06/26/2009	2871	Ward, John R	-split-		1,107.76	X		30,968.83
06/26/2009	2886	Pomeroy, Terry J	-split-		635.32	X		30,333.51
06/26/2009	2894	Brock, Kevin R	-split-		1,075.71	X		29,257.80
06/26/2009	2895	Cissna, Kent	-split-		759.55	X		28,498.25
06/26/2009	2896	Clay, Aaron M	-split-		572.71	X		27,925.54
06/26/2009	2898	Loeffler, Michael C	-split-		982.01	X		26,943.53
06/26/2009	2899	Montgomery, Rachae...	-split-		764.47	X		26,179.06
06/26/2009	2900	Spanos, Carole K	-split-		1,033.71	X		25,145.35
06/26/2009	2901	Yundt, Nate P	-split-		1,081.43	X		24,063.92
06/26/2009	2903	Terry Pomeroy 1099	6235 · Marketing & A...	reimbursed exp...	501.71	X		23,562.21
06/26/2009	2904	Gray, Kenneth G	-split-		965.74	X		22,596.47
06/26/2009	2905	Howe, Susan C	-split-		432.66	X		22,163.81
06/26/2009	2906	Williamson, Erin L	-split-		495.55	X		21,668.26
06/28/2009	Transfer	EWT	1000 · Bank Accounts:...	Deposit		X	20,000.00	41,668.26
06/28/2009	Transfer	EWT	1000 · Bank Accounts:...	Transfer	20,000.00			21,668.26
06/29/2009	Check		6598 · Reimbursed Ex...	Deposit		X	12.01	21,680.27
06/29/2009	Debit	Yelm True Value	6610 · Repairs:6611 · ...		7.14	X		21,673.13
06/29/2009	Debit		6598 · Reimbursed Ex...		12.01	X		21,661.12
06/29/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		14.95	X		21,646.17
06/29/2009	DEBIT	USPS	5000 · Cost of Goods S...		4.10	X		21,642.07
06/29/2009	2907	Regence	2000 · Accounts Payable	Broup # 60008...	7,325.64	X		14,316.43
06/29/2009	2908	Business Card Services	Credit Card at Chase ...		329.00	X		13,987.43
06/29/2009	2910	Pacific Disposal	2000 · Accounts Payable	669527	77.66	X		13,909.77
06/29/2009	2911	Rural Garbage Service	2000 · Accounts Payable	641105	126.72	X		13,783.05
06/29/2009	2913	Searle, Paul	-split-		2,381.62	X		11,401.43
06/29/2009	2927	Rorrer, Rosezanne	-split-		177.32	X		11,224.11

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Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
06/30/2009	EFTPS941	United States Treasury	-split-	20-8990556	6,275.04	X		4,949.07
06/30/2009	2932	YRC	5000 · Cost of Goods S...	Shipping pallet...	428.63	X		4,520.44
07/01/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		118.87	X		4,401.57
07/01/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		31.03	X		4,370.54
07/01/2009	EFT	Key Bank	6240 · Merchant Fees		50.10	X		4,320.44
07/01/2009	2933	Business Card Services	2501 · Frontier Airline...		150.00	X		4,170.44
07/01/2009	2934	Fed Ex	2000 · Accounts Payable	3731-9750-5	97.77	X		4,072.67
07/01/2009	2935	UPS	2000 · Accounts Payable	7VR889	305.25	X		3,767.42
07/01/2009	2936	Sprint	2000 · Accounts Payable	836460723	131.23	X		3,636.19
07/01/2009	2938	Williamson, Erin L	-split-		250.00	X		3,386.19
07/02/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	4,484.00	7,870.19
07/02/2009	Debit	USPS	5000 · Cost of Goods S...		3.05	X		7,867.14
07/02/2009	EFT	PayPal	6300 · Supplies:6310 · ...		79.00	X		7,788.14
07/03/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	3,474.00	11,262.14
07/03/2009	Debit	Pizza Hut	6700 · Travel & Ent:67...		101.11	X		11,161.03
07/03/2009	EFT	Gateway Billing	6240 · Merchant Fees		26.20	X		11,134.83
07/06/2009	2939	Pacific North West D...	2000 · Accounts Payable		3,771.00	X		7,363.83
07/08/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		49.33	X		7,314.50
07/08/2009	Debit'	Office Depot	6300 · Supplies:6310 · ...		266.86	X		7,047.64
07/09/2009	2940	Williamson, Erin L	-split-		512.64	X		6,535.00
07/09/2009	2941	Vantage International	2000 · Accounts Payable	Mercer May Fu...	10,000.00	X		-3,465.00
07/10/2009		Oreck Manufacturing ...	1200 · Accounts Recei...			X	475,000.00	471,535.00
07/10/2009		Deposit	4000 · Sales:4010 · Pr...	Deposit		X	13,930.00	485,465.00
07/10/2009	2943	Foster, Brook C	-split-		2,460.63	X		483,004.37
07/10/2009	2944	Searle, Paul	-split-		2,381.61	X		480,622.76
07/10/2009	2945	Wood, James H	-split-		2,277.61	X		478,345.15
07/10/2009	2946	Gamba, Anita J	-split-		2,717.85	X		475,627.30
07/10/2009	2947	Gamba, Anita J	-split-		2,717.85	X		472,909.45
07/10/2009	2948	Foster, Brook C	-split-		2,460.61	X		470,448.84
07/10/2009	2950	Wood, James H	-split-		2,277.62	X		468,171.22
07/10/2009	2951	Champion, Kyle E	-split-		1,451.72	X		466,719.50
07/10/2009	2952	Davis, Russell P	-split-		1,512.60	*		465,206.90
07/10/2009	2953	Ginter, Josh	-split-		1,253.39	X		463,953.51
07/10/2009	2954	Pomeroy, Terry J	-split-		1,135.32	X		462,818.19
07/10/2009	2955	Ward, John R	-split-		1,107.76	X		461,710.43
07/10/2009	2956	Williamson, Erin L	-split-		745.55	X		460,964.88
07/10/2009	2957	Capital Premium Fin...	2000 · Accounts Payable	CAP-081691	6,546.53	X		454,418.35
07/10/2009	2958	Haines & Company, ...	2000 · Accounts Payable		3,857.05	X		450,561.30
07/10/2009	2959	Norman Jensen Inc.	2000 · Accounts Payable		6,486.71	X		444,074.59
07/10/2009	2964	Wood, Lee	2100 · Payroll Liabilities		2,261.62	X		441,812.97

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07/10/2009	2965	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	X		439,966.82
07/10/2009	2966	Wood, Lee	2100 · Payroll Liabilities		2,261.62	X		437,705.20
07/10/2009	2967	Nathan Kositsky	2000 · Accounts Payable		18,000.00	X		419,705.20
07/10/2009	2968	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	X		417,859.05
07/10/2009	2971	Amex - Open	2502 · Amex - Open	***71003	149.00	X		417,710.05
07/10/2009	2972	Fed Ex	2000 · Accounts Payable	3731-9750-5	35.91	X		417,674.14
07/10/2009	2973	UPS	2000 · Accounts Payable	7VR889	851.00	X		416,823.14
07/10/2009	2974	Brock, Kevin R	-split-		1,075.71	X		415,747.43
07/10/2009	2975	Foster, Brook C	-split-		2,460.61	X		413,286.82
07/10/2009	2976	Gamba, Anita J	-split-		2,717.84	X		410,568.98
07/10/2009	2977	Gray, Kenneth G	-split-		1,027.35	X		409,541.63
07/10/2009	2978	Howe, Susan C	-split-		438.44	X		409,103.19
07/10/2009	2980	Searle, Paul	-split-		2,381.62	X		406,721.57
07/10/2009	2981	Williamson, Erin L	-split-		1,495.54	X		405,226.03
07/10/2009	2982	Wood, James H	-split-		2,277.61	X		402,948.42
07/10/2009	2983	Wood, Lee	2100 · Payroll Liabilities		2,261.62	X		400,686.80
07/10/2009	2984	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	X		398,840.65
07/10/2009	2985	Vantage International	2000 · Accounts Payable		37,557.50	X		361,283.15
07/10/2009	2988	Searle, Bruce	-split-		15,344.31	X		345,938.84
07/10/2009	2989	Searle, Bruce	-split-		7,672.15	X		338,266.69
07/10/2009	2990	Rorrer, Rosezanne	-split-		177.32	X		338,089.37
07/10/2009	2991	Cissna, Kent	-split-		291.36	X		337,798.01
07/13/2009	EFT	Chase Card Services	Credit Card at Chase ...	****3631	17,319.97	X		320,478.04
07/13/2009	EFT	Business Card Services	2501 · Frontier Airline...		5,770.30	X		314,707.74
07/13/2009	EFT	Earthwise Electronic...	2000 · Accounts Payable		200,000.00	X		114,707.74
07/13/2009	EFTPS941	United States Treasury	-split-	20-8990556	24,102.50	X		90,605.24
07/13/2009	2996	Eva Lester - 1099	2000 · Accounts Payable		7,000.00	X		83,605.24
07/14/2009	Debit	Comcast	6660 · Telephone/Inter...		101.26	X		83,503.98
07/14/2009	2993	WA State Dept of La...	-split-	149,433-00	1,979.01	X		81,524.97
07/14/2009	2994	WA State Dept of E...	-split-	371197 00 0	2,338.20	X		79,186.77
07/15/2009		SCI	6570 · Professional Fe...		50,000.00	X		29,186.77
07/15/2009		Eva Lester - 1099	2000 · Accounts Payable					29,186.77
07/15/2009	2671	Paul Searle - 1099	2000 · Accounts Payable	Las Vegas Show	306.55	X		28,880.22
07/15/2009	2995	Puget Sound Energy	2000 · Accounts Payable		569.55	X		28,310.67
07/15/2009	2997	Bruce Searle -	1203 · Bruce Searle No...	To Repay Adva...	3,000.00	X		25,310.67
07/16/2009		Verizon Wireless	6660 · Telephone/Inter...	Nokia Phone	85.00	X		25,225.67
07/17/2009	Debit	Safeway	6300 · Supplies:6310 · ...		215.71	X		25,009.96
07/17/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		61.49	X		24,948.47
07/17/2009	Debit	Yelm Marcket Place	6300 · Supplies:6310 · ...		39.29	X		24,909.18
07/20/2009			6900 · Utilities	Deposit		X	97.13	25,006.31



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07/21/2009		PayPal	6300 · Supplies:6310 · ...	Toner Refill	74.95	X		24,931.36
07/21/2009		Ebay - Paypal	6246 · Office Equipment	4 HP Printers	380.00	X		24,551.36
07/22/2009	2669	UPS - Supply Chain ...	2000 · Accounts Payable	7VR889	161.45	X		24,389.91
07/22/2009	2999	FairPoint Communic...	2000 · Accounts Payable		1,010.19	X		23,379.72
07/22/2009	3000	UPS	2000 · Accounts Payable	7VR889	2,165.31	X		21,214.41
07/23/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	229.00	21,443.41
07/23/2009	EFT	Amazon.com	6235 · Marketing & A...		39.99	X		21,403.42
07/23/2009	2670	Fed Ex	2000 · Accounts Payable	3731-9750-5	36.44	X		21,366.98
07/24/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	1,220.00	22,586.98
07/24/2009	Debit	WalMart	6300 · Supplies:6310 · ...		168.87	X		22,418.11
07/24/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		49.95	X		22,368.16
07/24/2009	Debit	WalMart	6300 · Supplies:6310 · ...		21.17	X		22,346.99
07/24/2009	Debit	Safeway	6300 · Supplies:6310 · ...		7.50	X		22,339.49
07/27/2009		Axe Houghton	1200 · Accounts Recei...			X	48,299.99	70,639.48
07/27/2009			4000 · Sales:4010 · Pr...	Deposit		X	1,130.00	71,769.48
07/27/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		119.99	X		71,649.49
07/27/2009	Debit	USPS	5000 · Cost of Goods S...		10.03	X		71,639.46
07/27/2009	2672	Brock, Kevin R	-split-		1,078.39	X		70,561.07
07/27/2009	2674	Davis, Russell P	-split-		809.80	*		69,751.27
07/27/2009	2675	Foster, Brook C	-split-		2,757.86	X		66,993.41
07/27/2009	2676	Gamba, Anita J	-split-		2,717.85	X		64,275.56
07/27/2009	2677	Gray, Kenneth G	-split-		1,005.59	X		63,269.97
07/27/2009	2678	Howe, Susan C	-split-		447.97	X		62,822.00
07/27/2009	2679	Pomeroy, Terry J	-split-		1,460.55	X		61,361.45
07/27/2009	2680	Rorrer, Rosezanne	-split-		177.30	X		61,184.15
07/27/2009	2682	Searle, Paul	-split-		2,381.62	X		58,802.53
07/27/2009	2683	Williamson, Erin L	-split-		1,495.55	X		57,306.98
07/27/2009	2684	Wood, James H	-split-		2,277.62	*		55,029.36
07/27/2009	2686	Cissna, Kent	-split-		382.33	X		54,647.03
07/27/2009	2687	Wood, Lee	2100 · Payroll Liabilities		2,261.62	*		52,385.41
07/27/2009	2688	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	*		50,539.26
07/27/2009	2689	Mel Markham	6200 · Interest Expense	Loan Repayme...	1,350.00	*		49,189.26
07/27/2009	2705	Scarle, Bruce	-split-		2,672.14	*		46,517.12
07/28/2009		Costco	-split-	HP Computer	911.37	X		45,605.75
07/28/2009	Debit	Safeway	6300 · Supplies:6310 · ...		6.69	X		45,599.06
07/28/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		14.95	X		45,584.11
07/28/2009	2690	Chase Card Services	Credit Card(2) at Chas...	****3631	234.00	X		45,350.11
07/28/2009	2691	Business Card Services	2501 · Frontier Airline...		15.00	*		45,335.11
07/28/2009	2692	Regence	2000 · Accounts Payable	Broup # 60008...	7,325.64	X		38,009.47
07/28/2009	2693	UPS	2000 · Accounts Payable	7VR889	1,127.54	*		36,881.93

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07/28/2009	2694	Sprint	6660 · Telephone/Inter...	836460723	125.85	*		36,756.08
07/28/2009	2695	Earthwise Innovation...	1204 · Note Receivable	Loan for Adwo...	1,500.00	X		35,256.08
07/29/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		X	589.00	35,845.08
07/29/2009	2696	Tracy Duval - 1099	6610 · Repairs:6611 · ...	Lawn Care & ...	225.00	X		35,620.08
07/30/2009	Debit	Office Depot	6300 · Supplies:6310 · ...		1,683.32	X		33,936.76
07/30/2009	Debit	WalMart	6300 · Supplies:6310 · ...		22.39	X		33,914.37
07/30/2009	2697	Pacific North West D...	2000 · Accounts Payable		3,771.00	*		30,143.37
07/31/2009			6900 · Utilities	Deposit		*	1,139.35	31,282.72
07/31/2009			-split-	Deposit			0.00	31,282.72
07/31/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...	Deposit		X	20.97	31,303.69
07/31/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		119.99	X		31,183.70
07/31/2009	Debit	Bayview Market	6700 · Travel & Ent:67...		64.05	X		31,119.65
07/31/2009	Debit	Albertson	6700 · Travel & Ent:67...		56.13	X		31,063.52
07/31/2009	Debit	WASH LQR CNTL ...	6700 · Travel & Ent:67...		13.45	X		31,050.07
07/31/2009	DEBIT	Costco	6700 · Travel & Ent:67...	HP Computer	147.05	X		30,903.02
07/31/2009	EFTPS941	United States Treasury	-split-	20-8990556	9,362.04	X		21,540.98
07/31/2009	2698	INCORP	2000 · Accounts Payable	43311	99.00	*		21,441.98
07/31/2009	2699	Pacific Disposal	2000 · Accounts Payable	669527	77.66	*		21,364.32
07/31/2009	2700	Rural Garbage Service	2000 · Accounts Payable	641105	126.72	*		21,237.60
07/31/2009	2702	WA State Dept. of R...	2000 · Accounts Payable	602 727 498	31,673.04	*		-10,435.44
08/01/2009		EWT	1000 · Bank Accounts:...		29,000.00	*		-39,435.44
08/01/2009	EFT	Key Bank	6240 · Merchant Fees		1,334.77	*		-40,770.21
08/01/2009		EWT	1000 · Bank Accounts:...	Transfer			29,000.00	-11,770.21
08/03/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	23,722.00	11,951.79
08/03/2009	Debit	Safeway	6700 · Travel & Ent:67...		15.02	*		11,936.77
08/03/2009	Debit	Stewart's Meats	6700 · Travel & Ent:67...		16.76	*		11,920.01
08/03/2009	Debit	Safeway	6700 · Travel & Ent:67...		12.97	*		11,907.04
08/03/2009	Debit	Tacoma Art Museum	6700 · Travel & Ent:67...		4.00	*		11,903.04
08/03/2009	EFT	Brinks	6247 · Office Services	Security system...	379.41	*		11,523.63
08/04/2009		EWT	1000 · Bank Accounts:...	Deposit		*	24,110.57	35,634.20
08/04/2009			4000 · Sales:4010 · Pr...	Deposit		*	409.00	36,043.20
08/04/2009		EWT	1000 · Bank Accounts:...	Transfer	24,110.57			11,932.63
08/04/2009	Debit	WalMart	6300 · Supplies:6310 · ...		42.04	*		11,890.59
08/04/2009	Debit	Gateway Billing	6240 · Merchant Fees		28.30	*		11,862.29
08/05/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	526.00	12,388.29
08/05/2009	Debit	FishBowl	6700 · Travel & Ent:67...		62.06	*		12,326.23
08/05/2009	Debit	USPS	5000 · Cost of Goods S...		1.32	*		12,324.91
08/06/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	3,472.75	15,797.66
08/06/2009		PayPal	6300 · Supplies:6310 · ...	Phone Splitter	67.98	*		15,729.68
08/06/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.00	*		15,650.68

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08/06/2009	Debit	WalMart	6300 · Supplies:6310 · ...		39.88	*		15,610.80
08/06/2009	Debit	WalMart	6300 · Supplies:6310 · ...		36.62	*		15,574.18
08/06/2009	2704	Fed Ex	2000 · Accounts Payable	3731-9750-5	88.12	*		15,486.06
08/07/2009	Debit	GoDaddy	6235 · Marketing & A...		67.95	*		15,418.11
08/07/2009	Debit	True Credit	6160 · Dues and Subsc...		55.80	*		15,362.31
08/07/2009	Debit	Safeway	6300 · Supplies:6310 · ...		30.87	*		15,331.44
08/07/2009	Debit	Safeway	6300 · Supplies:6310 · ...		13.18	*		15,318.26
08/07/2009	2706	Tara Hall - 1099	2000 · Accounts Payable	Dec 08 Pg. 6	5,000.00	*		10,318.26
08/10/2009			-split-	Deposit		*	12,600.00	22,918.26
08/10/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	1,052.00	23,970.26
08/10/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	3,926.00	27,896.26
08/10/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		5.58	*		27,890.68
08/10/2009	Debit	WalMart	6300 · Supplies:6310 · ...		7.92	*		27,882.76
08/10/2009	2707	Brock, Kevin R	-split-		1,087.46	*		26,795.30
08/10/2009	2708	Cissna, Kent	-split-		992.24	*		25,803.06
08/10/2009	2709	Clay, Aaron M	-split-		410.96	*		25,392.10
08/10/2009	2711	Howe, Susan C	-split-		391.49	*		25,000.61
08/10/2009	2712	Loeffler, Michael C	-split-		1,128.76	*		23,871.85
08/10/2009	2713	Montgomery, Rachae...	-split-		1,054.30	*		22,817.55
08/10/2009	2714	Rorrer, Rosezanne	-split-		177.32			22,640.23
08/10/2009	2715	Spanos, Carole K	-split-		960.61	*		21,679.62
08/10/2009	3001	Yundt, Nate P	-split-		1,065.58	*		20,614.04
08/10/2009	3002	Gray, Kenneth G	-split-		1,027.35	*		19,586.69
08/11/2009	3003	Amex - Open	2502 · Amex - Open	***71003	46.06	*		19,540.63
08/12/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	6,500.00	26,040.63
08/12/2009	Debit	Comcast	6660 · Telephone/Inter...		101.26	*		25,939.37
08/12/2009	3004	Champion, Kyle E	-split-		1,451.72	*		24,487.65
08/12/2009	3005	Davis, Russell P	-split-		1,514.78	*		22,972.87
08/12/2009	3006	Ginter, Josh	-split-		1,257.77	*		21,715.10
08/12/2009	3007	Pomeroy, Terry J	-split-		1,460.55	*		20,254.55
08/12/2009	3008	Ward, John R	-split-		1,107.76	*		19,146.79
08/12/2009	3009	Williamson, Erin L	-split-		1,495.55	*		17,651.24
08/12/2009	3010	Wood, Lynn F	-split-		834.47	*		16,816.77
08/12/2009	3011	UPS	2000 · Accounts Payable	7VR889	1,488.45	*		15,328.32
08/12/2009	3012	Foster, Brook C	-split-		1,200.00	*		14,128.32
08/13/2009		Axe Houghton	1200 · Accounts Recei...			*	12,400.00	26,528.32
08/13/2009	Debit	WalMart	6300 · Supplies:6310 · ...		54.79	*		26,473.53
08/13/2009	Debit	USPS	5000 · Cost of Goods S...		5.90	*		26,467.63
08/13/2009	Deibt	Sunbird	6610 · Repairs:6611 · ...		25.49	*		26,442.14
08/14/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	1,212.42	27,654.56

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Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
08/14/2009	Debit	Pizza Hut	6700 · Travel & Ent:67...		72.75	*		27,581.81
08/14/2009	EFTPS941	United States Treasury	-split-	20-8990556	2,399.64	*		25,182.17
08/17/2009		Deposit	4000 · Sales:4010 · Pr...	Deposit		*	8,557.00	33,739.17
08/17/2009		Deposit	4000 · Sales:4010 · Pr...	Deposit		*	5,367.03	39,106.20
08/17/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.95	*		39,026.25
08/17/2009	3013	FairPoint Communic...	2000 · Accounts Payable		926.70	*		38,099.55
08/17/2009	3014	Fed Ex	2000 · Accounts Payable	3731-9750-5	79.84	*		38,019.71
08/17/2009	3015	Puget Sound Energy	2000 · Accounts Payable		703.77	*		37,315.94
08/17/2009	3017	Broadview	2000 · Accounts Payable	119721652	36.00	*		37,279.94
08/17/2009	3018	Lori Powers -1099	6620 · Subcontracting ...	Office Cleanin...	300.00	*		36,979.94
08/18/2009			-split-	Deposit			31,773.31	68,753.25
08/18/2009			-split-	Deposit			0.00	68,753.25
08/18/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	598.00	69,351.25
08/18/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	54.50	69,405.75
08/18/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		61.49	*		69,344.26
08/18/2009	Debit	WalMart	6300 · Supplies:6310 · ...		10.82	*		69,333.44
08/19/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	13,775.97	83,109.41
08/19/2009	EFTPS941	United States Treasury	-split-	20-8990556	2,986.30			80,123.11
08/19/2009	EFTPS941	United States Treasury	-split-	20-8990556	7,257.86			72,865.25
08/19/2009	3019	Foster, Brook C	-split-		1,557.85	*		71,307.40
08/19/2009	3020	Gamba, Anita J	-split-		2,717.85	*		68,589.55
08/19/2009	3021	Searle, Bruce	-split-		7,672.16	*		60,917.39
08/19/2009	3022	Searle, Paul	-split-		2,381.61	*		58,535.78
08/19/2009	3023	Wood, James H	-split-		2,277.60	*		56,258.18
08/19/2009	3024	Wood, Lee	2100 · Payroll Liabilities		2,261.62	*		53,996.56
08/19/2009	3025	Mel Markham	6200 · Interest Expense	Loan Repaymc...	1,350.00			52,646.56
08/19/2009	3026	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	*		50,800.41
08/19/2009	3027	Capital Premium Fin...	2000 · Accounts Payable	CAP-081691	6,546.53	*		44,253.88
08/19/2009	3029	Heisig, Sandra - 1099	-split-		1,965.19	*		42,288.69
08/20/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	3,596.99	45,885.68
08/20/2009		Gary Davis	6599 · Research & Dev...	Reimbursed Ga...	432.00	*		45,453.68
08/20/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.95	*		45,373.73
08/20/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.95	*		45,293.78
08/20/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		154.95	*		45,138.83
08/20/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		99.95	*		45,038.88
08/20/2009	Debit	Amazon.com	6235 · Marketing & A...		39.99	*		44,998.89
08/21/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	4,143.97	49,142.86
08/24/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	305.26	49,448.12
08/24/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	28.01	49,476.13
08/24/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	35,948.98	85,425.11

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08/24/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	349.00	85,774.11
08/24/2009	Debit	USPS	5000 · Cost of Goods S...		1.39	*		85,772.72
08/24/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		49.95	*		85,722.77
08/24/2009	Debit	WalMart	6300 · Supplies:6310 · ...		40.97	*		85,681.80
08/24/2009	3030	Brock, Kevin R	-split-		1,092.55	*		84,589.25
08/24/2009	3031	Champion, Kyla E	-split-		1,451.72	*		83,137.53
08/24/2009	3032	Cissna, Kent	-split-		995.88	*		82,141.65
08/24/2009	3033	Clay, Aaron M	-split-		867.80	*		81,273.85
08/24/2009	3034	Davis, Russell P	-split-		1,512.60	*		79,761.25
08/24/2009	3035	Foster, Brook C	-split-		2,757.84			77,003.41
08/24/2009	3036	Gamba, Anita J	-split-		2,717.85	*		74,285.56
08/24/2009	3037	Ginter, Josh	-split-		1,257.76	*		73,027.80
08/24/2009	3038	Gray, Kenneth G	-split-		972.10	*		72,055.70
08/24/2009	3039	Howe, Susan C	-split-		346.31			71,709.39
08/24/2009	3040	Locffler, Michael C	-split-		1,128.76	*		70,580.63
08/24/2009	3041	Montgomery, Rachae...	-split-		1,054.30	*		69,526.33
08/24/2009	3042	Pomeroy, Terry J	-split-		1,460.55	*		68,065.78
08/24/2009	3043	Searle, Bruce	-split-		7,672.15	*		60,393.63
08/24/2009	3044	Searle, Paul	-split-		2,381.61			58,012.02
08/24/2009	3045	Spanos, Carole K	-split-		1,014.63	*		56,997.39
08/24/2009	3046	Ward, John R	-split-		1,107.76	*		55,889.63
08/24/2009	3047	Williamson, Erin L	-split-		1,495.55	*		54,394.08
08/24/2009	3048	Wood, James H	-split-		2,466.48			51,927.60
08/24/2009	3049	Wood, Lynn F	-split-		1,556.92	*		50,370.68
08/24/2009	3050	Yundt, Nate P	-split-		1,063.12	*		49,307.56
08/24/2009	3051	Wood, Lee	2100 · Payroll Liabilities		2,261.62			47,045.94
08/24/2009	3052	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15	*		45,199.79
08/24/2009	3053	Pomeroy, Terry J	-split-		1,460.56	*		43,739.23
08/24/2009	3054	Davis McGrath LLC ...	-split-	Legal Services ...	6,067.39			37,671.84
08/25/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	338.09	38,009.93
08/25/2009	Discover	Deposit	4000 · Sales:4010 · Pr...	Deposit		*	419.00	38,428.93
08/25/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		119.99	*		38,308.94
08/25/2009	3055	Searle, Bruce	-split-		5,000.00	*		33,308.94
08/25/2009	3056	Tracy Duval - 1099	6610 · Repairs:6611 · ...	Lawn Maint thr...	150.00			33,158.94
08/25/2009	3058	Vantage International	2000 · Accounts Payable	Schneider June...	5,286.50	*		27,872.44
08/25/2009	3060	Fed Ex	2000 · Accounts Payable	3731-9750-5	442.08			27,430.36
08/27/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		39.95	*		27,390.41
08/27/2009	Debit	J2 TollFree	6660 · Telephone/Inter...		14.95	*		27,375.46
08/27/2009	3059	Johnathan Funk - 1099	-split-	Expenses for U...	169.17			27,206.29
08/28/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...		2,655.00			24,551.29

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Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
08/28/2009	EFTPS941	United States Treasury	-split-	20-8990556	13,197.18			11,354.11
08/28/2009	3061	Cheryl Storer	6620 · Subcontracting ...	Office Cleaning	100.00			11,254.11
08/31/2009			-split-	Deposit			0.00	11,254.11
08/31/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit			5,672.35	16,926.46
08/31/2009	Debot	Volusion, Inc	6661 · Web Hosting E...	Deposit			79.95	17,006.41
08/31/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			349.00	17,355.41
08/31/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			2,871.00	20,226.41
08/31/2009	Debit	USPS	5000 · Cost of Goods S...		11.73			20,214.68
08/31/2009	3062	Pacific North West D...	2000 · Accounts Payable		3,771.00			16,443.68
08/31/2009	3063	Lori Powcrs -1099	6620 · Subcontracting ...	Office Cleanin...	100.00			16,343.68
09/01/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit			2.00	16,345.68
09/01/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			23,704.00	40,049.68
09/01/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		119.99			39,929.69
09/01/2009	FEES	Key Bank	6240 · Merchant Fees		4,442.39			35,487.30
09/01/2009	3065	Michael Loeffler - 10...	6300 · Supplies:6310 · ...	Reimbursed Ex...	16.58			35,470.72
09/01/2009	3066	Pacific Disposal	2000 · Accounts Payable	669527	77.66			35,393.06
09/01/2009	3067	Rural Garbage Service	2000 · Accounts Payable	641105	126.72			35,266.34
09/02/2009			-split-	FACTOR			23,790.57	59,056.91
09/02/2009			-split-	Deposit			0.00	59,056.91
09/02/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			5,171.00	64,227.91
09/02/2009		Jeffrey Goodchild - 1...	6620 · Subcontracting ...	VOID:		X		64,227.91
09/02/2009	EFT	Discover	6240 · Merchant Fees		9.01			64,218.90
09/02/2009	EFT	Gateway Billing	6240 · Merchant Fees		32.80			64,186.10
09/02/2009	3064	Pomeroy, Terry J	-split-		400.00			63,786.10
09/02/2009	3068	Chase Card Services	Credit Card(2) at Chas...	****3631	125.00			63,661.10
09/02/2009	3069	Business Card Services	2501 · Frontier Airline...		50.00			63,611.10
09/02/2009	3071	Brinks	2000 · Accounts Payable		303.80			63,307.30
09/02/2009	3072	Capital Premium Fin...	2000 · Accounts Payable	CAP-081691	327.33			62,979.97
09/02/2009	3073	Fed Ex	2000 · Accounts Payable	3731-9750-5	336.26			62,643.71
09/02/2009	3074	Legacy Propane	2000 · Accounts Payable	SEAKA1	937.40			61,706.31
09/02/2009	3075	UPS	2000 · Accounts Payable	7VR889	2,166.14			59,540.17
09/02/2009	3076	AT&T Mobility	2000 · Accounts Payable	298034986792	527.98			59,012.19
09/02/2009	3077	Jeffrey Goodchild - 1...	6620 · Subcontracting ...	Labor 9/2/09 5 ...	100.00			58,912.19
09/02/2009	3078	Nathanael Barnett - 1...	6620 · Subcontracting ...	Labor 9/2/09 5 ...	100.00			58,812.19
09/02/2009	3079	Danny Girtyuff	6620 · Subcontracting ...	Labor 9/2/09 3...	70.00			58,742.19
09/02/2009	3080	Megan Speers - 1099	6620 · Subcontracting ...	Labot 23 hrs @...	345.00			58,397.19
09/03/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			15,417.75	73,814.94
09/03/2009	Deb	WalMart	6300 · Supplies:6310 · ...		181.84			73,633.10
09/03/2009	Debit	Costco	-split-	Inspiron 545 C...	948.24			72,684.86
09/03/2009	Debit	Capitol City Press	6235 · Marketing & A...		2,251.69			70,433.17

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09/03/2009	WIRE	Vantage International	2000 · Accounts Payable		18,842.00			51,591.17
09/03/2009	3081	Nathanael Barnett - I...	6620 · Subcontracting ...		100.00			51,491.17
09/04/2009		Oreck Manufacuring ...	1200 · Accounts Recei...				1,233,000.00	1,284,491.17
09/04/2009		Hansen - Backer	1200 · Accounts Recei...				20,000.00	1,304,491.17
09/04/2009	Discover	Deposit	4000 · Sales:4010 · Pr...	Deposit			2,382.00	1,306,873.17
09/04/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			659.00	1,307,532.17
09/04/2009	Debit	Overnight Prints	6300 · Supplies:6310 · ...		72.94			1,307,459.23
09/04/2009	Debit	USPS	5000 · Cost of Goods S...		4.00			1,307,455.23
09/04/2009	Debit	AT&T Call Vantage ...	6660 · Telephone/Inter...		25.45			1,307,429.78
09/04/2009	3082	David Searle - 1099	6620 · Subcontracting ...		475.00			1,306,954.78
09/04/2009	3083	David Searle - 1099	6620 · Subcontracting ...		272.00			1,306,682.78
09/04/2009	3084	Danny Girtyuff	6620 · Subcontracting ...		230.00			1,306,452.78
09/04/2009	3086	Brook Foster - 1099	-split-	Cell Phone Rei...	314.94			1,306,137.84
09/08/2009	AMX	Deposit	4000 · Sales:4010 · Pr...	Deposit			138.14	1,306,275.98
09/08/2009	Discover	Deposit	4000 · Sales:4010 · Pr...	Deposit			349.00	1,306,624.98
09/08/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			612.00	1,307,236.98
09/08/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			226.00	1,307,462.98
09/08/2009	Debit	GoDaddy	6235 · Marketing & A...		67.95			1,307,395.03
09/08/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		29.95			1,307,365.08
09/08/2009	WIRE	True Green Electronics	-split-		681,000.00			626,365.08
09/08/2009	3087	Brock, Kevin R	-split-		1,098.34			625,266.74
09/08/2009	3088	Champion, Kyle E	-split-		1,451.72			623,815.02
09/08/2009	3089	Cissna, Kent	-split-		989.58			622,825.44
09/08/2009	3090	Clay, Aaron M	-split-		1,012.01			621,813.43
09/08/2009	3091	Davis, Russell P	-split-		1,512.59			620,300.84
09/08/2009	3092	Foster, Brook C	-split-		2,757.85			617,542.99
09/08/2009	3093	Gamba, Anita J	-split-		2,717.85			614,825.14
09/08/2009	3094	Ginter, Josh	-split-		1,257.78			613,567.36
09/08/2009	3095	Gray, Kenneth G	-split-		1,023.67			612,543.69
09/08/2009	3096	Howe, Susan C	-split-		523.56			612,020.13
09/08/2009	3097	Loeffler, Michael C	-split-		1,095.92			610,924.21
09/08/2009	3098	Montgomery, Rachae...	-split-		1,364.02			609,560.19
09/08/2009	3099	Pomeroy, Terry J	-split-		1,060.55			608,499.64
09/08/2009	3100	Searle, Paul	-split-		2,381.63			606,118.01
09/08/2009	3101	Spanos, Carole K	-split-		1,034.15			605,083.86
09/08/2009	3102	Ward, John R	-split-		1,107.76			603,976.10
09/08/2009	3103	Williamson, Erin L	-split-		1,495.55			602,480.55
09/08/2009	3104	Wood, Lynn F	-split-		1,877.33			600,603.22
09/08/2009	3105	Yundt, Nate P	-split-		1,045.14			599,558.08
09/08/2009	3106	Alex Anderson -1099	6620 · Subcontracting ...		1,846.15			597,711.93

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09/08/2009	3107	Wood, Lee	2100 · Payroll Liabilities		3,091.00			594,620.93
09/08/2009	3108	Lori Powers -1099	2000 · Accounts Payable		100.00			594,520.93
09/08/2009	3116	Capital Premium Fin...	2000 · Accounts Payable	CAP-081691	6,546.53			587,974.40
09/08/2009	3117	UPS	2000 · Accounts Payable	7VR889	13,816.65			574,157.75
09/08/2009	3118	Eva Lester - 1099	2000 · Accounts Payable		89,425.69			484,732.06
09/08/2009	3119	Regence	2000 · Accounts Payable	Broup # 60008...	7,325.64			477,406.42
09/08/2009	3120	UPS	2000 · Accounts Payable	7VR889	5,157.92			472,248.50
09/08/2009	3121	SCI	6570 · Professional Fe...		138,805.04			333,443.46
09/08/2009	3154	Business Card Services	2501 · Frontier Airline...		6,481.44			326,962.02
09/08/2009	3155	Chase Card Services	Credit Card(2) at Chas...	****3631	9,029.01			317,933.01
09/09/2009	Discover	Deposit	4000 · Sales:4010 · Pr...	Deposit			657.00	318,590.01
09/09/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			1,788.00	320,378.01
09/09/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.95			320,298.06
09/09/2009	3109	GM Pallet Inc.	9999 · Question	30 Pallets @ \$10	327.90			319,970.16
09/09/2009	3110	Legacy Propane	2000 · Accounts Payable	SEAKA1	63.07			319,907.09
09/10/2009			-split-	Deposit			53,517.82	373,424.91
09/10/2009			-split-	Deposit			0.00	373,424.91
09/10/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit			3,334.00	376,758.91
09/10/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit			258.00	377,016.91
09/10/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit			54.50	377,071.41
09/10/2009	WIRE	Vantage International	2000 · Accounts Payable		13,916.00			363,155.41
09/10/2009	3111	Pacific North West D...	2000 · Accounts Payable		3,771.00			359,384.41
09/10/2009	3112	Amex - Open	2502 · Amex - Open	***71003	1,177.95			358,206.46
09/10/2009	3113	Employee - Paul Scarle	2000 · Accounts Payable		524.22			357,682.24
09/10/2009	3114	Sprint	2000 · Accounts Payable	836460723	119.12			357,563.12
09/10/2009	3123	Ryan, Swanson & Cl...	6570 · Professional Fe...		15,000.00			342,563.12
09/11/2009	EFTPS941	United States Treasury	-split-	20-8990556	9,771.08			332,792.04
09/11/2009	3115	William Storer - 1099	6620 · Subcontracting ...		247.00			332,545.04
09/11/2009	3124	Mountain Lumber	6610 · Repairs:6611 · ...		235.36			332,309.68
09/11/2009	3125	Tara Hall - 1099	2000 · Accounts Payable		5,919.50			326,390.18
09/11/2009	3126	Tom Wiseman -1099	6620 · Subcontracting ...		1,134.00			325,256.18
09/11/2009	3127	Patrick Walker - 1099	6610 · Repairs:6611 · ...	Reimburse for ...	680.00			324,576.18
09/11/2009	3128	Chris Storer - 1099	6620 · Subcontracting ...		330.00			324,246.18
09/11/2009	3129	Brock, Kevin R	-split-		613.58			323,632.60
09/11/2009	3130	Champion, Kyle E	-split-		777.19			322,855.41
09/11/2009	3131	Cissna, Kent	-split-		508.76			322,346.65
09/11/2009	3132	Clay, Aaron M	-split-		337.37			322,009.28
09/11/2009	3133	Davis, Russell P	-split-		810.23			321,199.05
09/11/2009	3134	Foster, Brook C	-split-		1,535.93			319,663.12
09/11/2009	3135	Gamba, Anita J	-split-		1,499.93			318,163.19



Earthwise Technologies Inc.

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Register: 1000 · Bank Accounts

From 06/15/2009 through 09/15/2009

Sorted by: Date, Type, Number/Ref

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
09/11/2009	3136	Ginter, Josh	-split-		661.63			317,501.56
09/11/2009	3137	Gray, Kenneth G	-split-		541.29			316,960.27
09/11/2009	3138	Howe, Susan C	-split-		288.59			316,671.68
09/11/2009	3139	Loeffler, Michael C	-split-		613.34			316,058.34
09/11/2009	3140	Montgomery, Rachae...	-split-		810.07			315,248.27
09/11/2009	3141	Pomcroy, Terry J	-split-		780.71			314,467.56
09/11/2009	3142	Searle, Paul	-split-		1,309.80			313,157.76
09/11/2009	3144	Ward, John R	-split-		589.70			312,568.06
09/11/2009	3145	Williamson, Erin L	-split-		801.72			311,766.34
09/11/2009	3146	Wood, Lynn F	-split-		834.45			310,931.89
09/11/2009	3147	Yundt, Nate P	-split-		586.73			310,345.16
09/11/2009	3148	Wood, Lee	2100 · Payroll Liabilities		1,655.81			308,689.35
09/11/2009	3149	Alex Anderson -1099	6620 · Subcontracting ...		923.08			307,766.27
09/11/2009	3150	Pomeroy, Terry J	-split-		3,740.83			304,025.44
09/11/2009	3151	Rural Garbage Servicc	2000 · Accounts Payable	641105	179.86			303,845.58
09/11/2009	3152	Spanos, Carole K	-split-		541.29			303,304.29
09/12/2009	3156	UPS	2000 · Accounts Payable	7VR889	5,830.20			297,474.09
09/13/2009			-split-	Deposit			0.00	297,474.09
09/14/2009	EFTPS940	United States Treasury	2100 · Payroll Liabilities	20-8990556	81.38			297,392.71
09/14/2009	EFTPS941	United States Treasury	-split-	20-8990556	5,810.40			291,582.31
09/14/2009	3153	Mountain Lumber	6610 · Repairs:6611 · ...	order # 5022405	798.50			290,783.81
09/14/2009	3157	Advance Capital	-split-		2,392.96			288,390.85
09/14/2009	3158	Alex Anderson -1099	6620 · Subcontracting ...		923.08			287,467.77
09/14/2009	3159	Wood, Lee	2100 · Payroll Liabilities		1,655.81			285,811.96
09/14/2009	3160	Stuttgen	1200 · Accounts Recei...		16,608.00			269,203.96
09/14/2009	3161	Stuttgen	1200 · Accounts Recei...	Payment for U...	2,691.00			266,512.96
09/14/2009	3162	WA State Dept of E...	-split-	371197 00 0	4,538.36			261,974.60
09/14/2009	3163	WA State Dept of La...	-split-	149,433-00	1,496.84			260,477.76
09/14/2009	3164	Searle, Bruce	-split-		7,672.15			252,805.61
09/14/2009	3165	Wood, James H	-split-		3,091.23			249,714.38
09/14/2009	3166	Searle, Bruce	-split-		3,836.08			245,878.30
09/14/2009	3167	Wood, James H	-split-		1,655.81			244,222.49
09/14/2009	3168	Brock, Kevin R	-split-		496.10			243,726.39
09/14/2009	3169	Champion, Kyle E	-split-		775.86			242,950.53
09/14/2009	3170	Cissna, Kent	-split-		507.44			242,443.09
09/14/2009	3171	Clay, Aaron M	-split-		383.54			242,059.55
09/14/2009	3172	Davis, Russell P	-split-		809.81			241,249.74
09/14/2009	3173	Foster, Brook C	-split-		1,535.92			239,713.82
09/14/2009	3174	Gamba, Anita J	-split-		1,499.93			238,213.89
09/14/2009	3175	Ginter, Josh	-split-		661.20			237,552.69

Earthwise Technologies Inc.

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Register: 1000 · Bank Accounts

From 06/15/2009 through 09/15/2009

Sorted by: Date, Type, Number/Ref

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
09/14/2009	3176	Gray, Kenneth G	-split-		540.86			237,011.83
09/14/2009	3177	Howe, Susan C	-split-		442.62			236,569.21
09/14/2009	3178	Loeffler, Michael C	-split-		602.62			235,966.59
09/14/2009	3179	Montgomery, Rachae...	-split-		816.44			235,150.15
09/14/2009	3181	Searle, Bruce	-split-		3,836.09			231,314.06
09/14/2009	3182	Searle, Paul	-split-		1,309.82			230,004.24
09/14/2009	3183	Spanos, Carole K	-split-		559.95			229,444.29
09/14/2009	3184	Ward, John R	-split-		588.38			228,855.91
09/14/2009	3185	Williamson, Erin L	-split-		801.28			228,054.63
09/14/2009	3186	Wood, James H	-split-		1,655.81			226,398.82
09/14/2009	3187	Wood, Lynn F	-split-		1,030.74			225,368.08
09/14/2009	3188	Yundt, Nate P	-split-		584.98			224,783.10
09/14/2009	3189	Goodchild, Jeffery R	-split-		22.92			224,760.18
09/14/2009	3190	Knowlton, Jacob D	-split-		22.92			224,737.26
09/14/2009	3191	Mitchell, Jeff A	-split-		22.91			224,714.35
09/14/2009	3192	Warren, Jesse J	-split-		22.92			224,691.43
09/14/2009	3193	Lori Powers -1099	2000 · Accounts Payable		100.00			224,591.43
09/14/2009	3195	McSwain and Compa...	2000 · Accounts Payable		2,500.00			222,091.43
09/14/2009	3196	Pomeroy, Terry J	-split-		1,263.25			220,828.18
09/14/2009	3198	United States Treasury	-split-	20-8990556	10,827.94			210,000.24
09/14/2009	To Print	United States Treasury	6650 · Taxes:6651 · Fe...		39,000.00			171,000.24

Earthwise Technologies Inc.

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Register: 1000 · Bank Accounts

From 09/15/2009 through 09/17/2009

Sorted by: Date, Type, Number/Ref

<u>Date</u>	<u>Number</u>	<u>Payee</u>	<u>Account</u>	<u>Memo</u>	<u>Payment C</u>	<u>Deposit</u>	<u>Balance</u>
09/15/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		12,400.00	201,418.58
09/15/2009	Checks	Deposit	4000 · Sales:4010 · Pr...	Deposit		349.00	201,767.58
09/15/2009	Discover	Deposit	4000 · Sales:4010 · Pr...	Deposit		1,178.00	202,945.58
09/15/2009	Debit	Volusion, Inc	6661 · Web Hosting E...		79.95		202,865.63
09/15/2009	Debit	USPS	5000 · Cost of Goods S...		21.62		202,844.01
09/16/2009			-split-	Deposit		0.00	202,844.01
			Undeposited Funds			0.06	
			Product Sales			-0.06	

Earthwise Technologies Inc.

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Register: 1000 · Bank Accounts  
 From 09/16/2009 through 09/18/2009  
 Sorted by: Date, Type, Number/Ref

<u>Date</u>	<u>Number</u>	<u>Payee</u>	<u>Account</u>	<u>Memo</u>	<u>Payment</u>	<u>C</u>	<u>Deposit</u>
09/16/2009			-split-	Deposit			0.00
09/16/2009			1499 · Undeposited Fu...	Deposit			58,410.00
09/16/2009	Merchant	Deposit	4000 · Sales:4010 · Pr...	Deposit			16,971.25
09/16/2009	Debit	WalMart	6300 · Supplies:6310 · ...		57.43		
09/16/2009	Debit	VIRTUALPBX.CO...	6660 · Telephone/Inter...		928.83		
09/16/2009	3202	FairPoint Communic...	2000 · Accounts Payable		969.33		
09/16/2009	3203	Puget Sound Energy	2000 · Accounts Payable		703.50		
09/16/2009	3204	Sprint	2000 · Accounts Payable	836460723	144.44		
09/17/2009	3205	SCI	6570 · Professional Fe...		2,712.10		

## **PAYMENTS TO INSIDERS**

**Earthwise Technologies Inc.**  
**Transactions by Payroll Item**  
September 15, 2008 through September 15, 2009

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
Officer Salary	Paycheck	09/22/2008	1733	Wood, James H	6,461.54	6,461.54
	Paycheck	10/06/2008	1794	Wood, James H	6,461.54	12,923.08
	Paycheck	10/06/2008	1797	Wood, James H	25,200.00	38,123.08
	Paycheck	10/20/2008	1847	Wood, James H	6,461.54	44,584.62
	Paycheck	11/03/2008	1901	Wood, James H	6,461.54	51,046.16
	Paycheck	11/17/2008	1977	Wood, James H	6,461.54	57,507.70
	Paycheck	12/01/2008	2046	Wood, James H	6,461.54	63,969.24
	Paycheck	12/15/2008	2099	Wood, James H	6,461.54	70,430.78
	Paycheck	12/29/2008	2173	Wood, James H	6,461.54	76,892.32
	Paycheck	01/12/2009	2229	Wood, James H	6,461.54	83,353.86
	Paycheck	01/26/2009	2323	Wood, James H	6,461.54	89,815.40
	Paycheck	02/09/2009	2512	Wood, James H	6,461.54	96,276.94
	Paycheck	02/23/2009	2442	Wood, James H	6,461.54	102,738.48
	Paycheck	03/09/2009	2491	Wood, James H	6,461.54	109,200.02
	Paycheck	03/23/2009	2481	Wood, James H	6,461.54	115,661.56
	Paycheck	04/06/2009	2595	Wood, James H	6,461.54	122,123.10
	Paycheck	04/20/2009	2638	Wood, James H	6,461.54	128,584.64
	Paycheck	05/04/2009	2752	Wood, James H	6,461.54	135,046.18
	Paycheck	05/18/2009	2793	Wood, James H	6,461.54	141,507.72
	Paycheck	06/01/2009	2831	Wood, James H	6,461.54	147,969.26
	Paycheck	07/10/2009	2945	Wood, James H	6,461.54	154,430.80
	Paycheck	07/10/2009	2950	Wood, James H	6,461.54	160,892.34
	Paycheck	07/10/2009	2982	Wood, James H	6,461.54	167,353.88
	Paycheck	07/27/2009	2684	Wood, James H	6,461.54	173,815.42
	Paycheck	08/19/2009	3023	Wood, James H	6,461.54	180,276.96
	Paycheck	08/24/2009	3048	Wood, James H	6,461.54	186,738.50
	Paycheck	09/14/2009	3165	Wood, James H	8,307.69	195,046.19
	Paycheck	09/14/2009	3167	Wood, James H	4,153.85	199,200.04
	Paycheck	09/14/2009	3186	Wood, James H	4,153.85	203,353.89
Total Officer Salary					<u>203,353.89</u>	<u>203,353.89</u>
<b>TOTAL</b>					<u><b>203,353.89</b></u>	<u><b>203,353.89</b></u>

**Earthwise Technologies Inc.**  
**Transactions by Payroll Item**  
**September 15, 2008 through September 15, 2009**

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
<b>Officer Salary</b>	Paycheck	09/22/2008	1730	Foster, Brook C	2,769.23	2,769.23
	Paycheck	10/06/2008	1793	Foster, Brook C	2,769.23	5,538.46
	Paycheck	10/06/2008	1796	Foster, Brook C	10,800.00	16,338.46
	Paycheck	10/20/2008	1844	Foster, Brook C	2,769.23	19,107.69
	Paycheck	11/03/2008	1898	Foster, Brook C	2,769.23	21,876.92
	Paycheck	11/17/2008	1975	Foster, Brook C	2,769.23	24,646.15
	Paycheck	12/15/2008	2094	Foster, Brook C	3,230.77	27,876.92
	Paycheck	12/29/2008	2168	Foster, Brook C	3,230.77	31,107.69
	Paycheck	01/12/2009	2224	Foster, Brook C	3,230.77	34,338.46
	Paycheck	01/26/2009	2306	Foster, Brook C	3,230.77	37,569.23
	Paycheck	02/09/2009	2371	Foster, Brook C	3,230.77	40,800.00
	Paycheck	02/23/2009	2428	Foster, Brook C	3,230.77	44,030.77
	Paycheck	03/09/2009	2534	Foster, Brook C	3,230.77	47,261.54
	Paycheck	03/23/2009	2467	Foster, Brook C	3,230.77	50,492.31
	Paycheck	04/06/2009	2582	Foster, Brook C	3,230.77	53,723.08
	Paycheck	04/20/2009	2625	Foster, Brook C	3,230.77	56,953.85
	Paycheck	05/04/2009	2733	Foster, Brook C	3,230.77	60,184.62
	Paycheck	05/18/2009	2780	Foster, Brook C	3,230.77	63,415.39
	Paycheck	06/01/2009	2817	Foster, Brook C	3,230.77	66,646.16
	Paycheck	07/10/2009	2943	Foster, Brook C	3,230.77	69,876.93
	Paycheck	07/10/2009	2948	Foster, Brook C	3,230.77	73,107.70
	Paycheck	07/10/2009	2975	Foster, Brook C	3,230.77	76,338.47
	Paycheck	07/27/2009	2675	Foster, Brook C	3,692.31	80,030.78
	Paycheck	08/19/2009	3019	Foster, Brook C	3,692.31	83,723.09
	Paycheck	08/24/2009	3035	Foster, Brook C	3,692.31	87,415.40
	Paycheck	09/08/2009	3092	Foster, Brook C	3,692.31	91,107.71
	Paycheck	09/11/2009	3134	Foster, Brook C	1,846.16	92,953.87
	Paycheck	09/14/2009	3173	Foster, Brook C	1,846.16	94,800.03
<b>Total Officer Salary</b>					<u>94,800.03</u>	<u>94,800.03</u>
<b>TOTAL</b>					<u><u>94,800.03</u></u>	<u><u>94,800.03</u></u>

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09/15/09

**Earthwise Technologies Inc.**  
**Transactions by Payroll Item**  
**September 15, 2008 through September 15, 2009**

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
<b>Officer Salary</b>						
	Paycheck	07/10/2009	2988	Searle, Bruce	16,615.38	16,615.38
	Paycheck	07/10/2009	2989	Searle, Bruce	8,307.69	24,923.07
	Paycheck	07/27/2009	2705	Searle, Bruce	8,307.69	33,230.76
	Paycheck	08/19/2009	3021	Searle, Bruce	8,307.69	41,538.45
	Paycheck	08/24/2009	3043	Searle, Bruce	8,307.69	49,846.14
	Paycheck	08/25/2009	3055	Searle, Bruce	<del>5,000.00</del>	<del>49,846.14</del>
	Paycheck	09/14/2009	3164	Searle, Bruce	8,307.69	<del>58,153.83</del>
	Paycheck	09/14/2009	3166	Searle, Bruce	4,153.85	<del>62,307.68</del>
	Paycheck	09/14/2009	3181	Searle, Bruce	4,153.85	<del>66,461.53</del>
<b>Total Officer Salary</b>					<u>66,461.53</u>	<u>66,461.53</u>
<b>TOTAL</b>					<u>66,461.53</u>	<u>66,461.53</u> <b>71,461.53</b>



**Earthwise Technologies Inc.**  
**Transactions by Payroll Item**  
**September 15, 2008 through September 15, 2009**

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
<b>Officer Salary</b>						
	Paycheck	07/10/2009	2944	Searle, Paul	3,230.77	3,230.77
	Paycheck	07/10/2009	2980	Searle, Paul	3,230.77	6,461.54
	Paycheck	07/27/2009	2682	Searle, Paul	3,230.77	9,692.31
	Paycheck	08/19/2009	3022	Searle, Paul	3,230.77	12,923.08
	Paycheck	08/24/2009	3044	Searle, Paul	3,230.77	16,153.85
	Paycheck	09/08/2009	3100	Searle, Paul	3,230.77	19,384.62
	Paycheck	09/11/2009	3142	Searle, Paul	1,615.39	21,000.01
	Paycheck	09/14/2009	3182	Searle, Paul	1,615.39	22,615.40
<b>Total Officer Salary</b>					<u>22,615.40</u>	<u>22,615.40</u>

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
<b>Salary - Office</b>						
	Paycheck	12/01/2008	2055	Searle, Paul	3,230.77	3,230.77
	Paycheck	12/15/2008	2109	Searle, Paul	3,230.77	6,461.54
	Paycheck	12/29/2008	2185	Searle, Paul	3,230.77	9,692.31
	Paycheck	12/31/2008	2213	Searle, Paul	0.00	9,692.31
	Paycheck	01/12/2009	2240	Searle, Paul	3,230.77	12,923.08
	Paycheck	01/26/2009	2319	Searle, Paul	3,230.77	16,153.85
	Paycheck	02/09/2009	2383	Searle, Paul	3,230.77	19,384.62
	Paycheck	02/23/2009	2438	Searle, Paul	3,230.77	22,615.39
	Paycheck	03/09/2009	2544	Searle, Paul	3,230.77	25,846.16
	Paycheck	03/23/2009	2477	Searle, Paul	3,230.77	29,076.93
	Paycheck	04/06/2009	2591	Searle, Paul	3,230.77	32,307.70
	Paycheck	04/20/2009	2634	Searle, Paul	3,230.77	35,538.47
	Paycheck	05/04/2009	2748	Searle, Paul	3,230.77	38,769.24
	Paycheck	05/18/2009	2789	Searle, Paul	3,230.77	42,000.01
	Paycheck	06/01/2009	2827	Searle, Paul	3,230.77	45,230.78
	Paycheck	06/29/2009	2913	Searle, Paul	3,230.77	48,461.55
<b>Total Salary - Office</b>					<u>48,461.55</u>	<u>48,461.55</u>

Total payments **71,076.95**

**Earthwise Technologies Inc.**  
**Transactions by Payroll Item**  
September 15, 2008 through September 15, 2009

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Name</u>	<u>Amount</u>	<u>Balance</u>
<b>Officer Salary</b>						
	Paycheck	05/04/2009	2734	Gamba, Anita J	1,384.62	1,384.62
	Paycheck	07/10/2009	2946	Gamba, Anita J	3,692.31	5,076.93
	Paycheck	07/10/2009	2947	Gamba, Anita J	3,692.31	8,769.24
	Paycheck	07/10/2009	2976	Gamba, Anita J	3,692.31	12,461.55
	Paycheck	07/27/2009	2676	Gamba, Anita J	3,692.31	16,153.86
	Paycheck	08/19/2009	3020	Gamba, Anita J	3,692.31	19,846.17
	Paycheck	08/24/2009	3036	Gamba, Anita J	3,692.31	23,538.48
	Paycheck	09/08/2009	3093	Gamba, Anita J	3,692.31	27,230.79
	Paycheck	09/11/2009	3135	Gamba, Anita J	1,846.16	29,076.95
	Paycheck	09/14/2009	3174	Gamba, Anita J	1,846.16	30,923.11
<b>Total Officer Salary</b>					30,923.11	30,923.11
 <b>Salary - Office</b>						
	Paycheck	01/26/2009	2280	Gamba, Anita J	500.00	500.00
	Paycheck	01/26/2009	2307	Gamba, Anita J	1,000.00	1,500.00
	Paycheck	02/09/2009	2372	Gamba, Anita J	1,384.62	2,884.62
	Paycheck	02/23/2009	2429	Gamba, Anita J	1,384.62	4,269.24
	Paycheck	03/09/2009	2535	Gamba, Anita J	1,384.62	5,653.86
	Paycheck	03/23/2009	2468	Gamba, Anita J	1,384.62	7,038.48
	Paycheck	04/06/2009	2583	Gamba, Anita J	1,384.62	8,423.10
	Paycheck	04/20/2009	2626	Gamba, Anita J	1,384.62	9,807.72
	Paycheck	05/18/2009	2781	Gamba, Anita J	1,384.62	11,192.34
	Paycheck	06/01/2009	2818	Gamba, Anita J	1,384.62	12,576.96
<b>Total Salary - Office</b>					12,576.96	12,576.96
				<b>Total payments</b>		<b>43,500.07</b>

10:54 AM  
09/15/09

**Earthwise Technologies Inc.**  
**Vendor QuickReport**  
September 15, 2008 through September 15, 2009

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Amount</u>
Earthwise Electronics Inc.	Check	09/15/2008	wire	-100,000.00
	Check	09/26/2008	WIRE	-240,000.00
	Check	10/14/2008	Wire	-240,000.00
	Check	10/28/2008	WIRE	-400,000.00
	Check	11/12/2008	WIRE	-200,000.00
	Check	11/21/2008	Wire	-500,000.00
	Check	12/04/2008	Wire	-310,000.00
	Bill Pmt -Check	12/24/2008	WIRE	-400,000.00
	Check	04/22/2009		-100,000.00
	Check	05/15/2009	TRANSFER	-5,000.00
	Bill Pmt -Check	07/13/2009	EFT	-200,000.00
				<u>2,695,000.00</u>

11:06 AM  
09/15/09

**Earthwise Technologies Inc.**  
**Vendor QuickReport**  
September 15, 2008 through September 15, 2009

<u>Date</u>	<u>Num</u>	<u>Memo</u>	<u>Split</u>	<u>Amount</u>
03/13/2009	2565	Loan for Contruction Wages to Earthwise Innovations Inc.	2000 · Accounts Payable	-5,000.00

9:22 AM  
09/16/09

**Earthwise Technologies Inc.**  
**Vendor QuickReport**  
September 15, 2008 through September 15, 2009

	<u>Type</u>	<u>Date</u>	<u>Num</u>	<u>Amount</u>
<b>Pacific North West Development Assoc LLC</b>				
	Check	04/10/2009	2608	-3,771.00
	Check	04/29/2009	2716	-3,771.00
	Bill Pmt -Check	06/01/2009	2842	-3,771.00
	Bill Pmt -Check	07/06/2009	2939	-3,771.00
	Bill Pmt -Check	07/30/2009	2697	-3,771.00
	Bill Pmt -Check	08/31/2009	3062	-3,771.00
	Bill Pmt -Check	09/10/2009	3111	-3,771.00
				<u>26,397.00</u>

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

In re EarthWise Technologies Inc.

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.....	\$	<b>Fees at the regular hourly rates of the firm.</b>
Prior to the filing of this statement I have received.....	\$	<b>15,000.00</b>
Balance Due.....	\$	<b>N/A</b>

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. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

**None**

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

**None**

**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: 9-18-09

/s/ Timothy W. Dore

**Timothy W. Dore**  
**Ryan Swanson & Cleveland, PLLC**  
**1201 Third Avenue, #3400**  
**Seattle, WA 98101**  
**(206) 464-4224 Fax: (206) 621-7568**

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

In re EarthWise Technologies Inc.  
Debtor

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

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Anita Gamba</b> PO Box 473 Rainier, WA 98597			<b>5% of equity</b>
<b>Brook Foster</b> 13810 148th Ave SE Yelm, WA 98597			<b>9% of equity</b>
<b>Bruce Searle</b> 17031 173rd Lane SE Rainier, WA 98576			<b>51% of equity</b>
<b>James Wood</b> 7207 120th St Court NW Gig Harbor, WA 98332			<b>30% of equity</b>
<b>Paul Searle</b> 18324 Cook Road SE, Unit 1 Yelm, WA 98597			<b>5% of equity</b>

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

I, the Corporate Secretary and VP of Operations 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 September 17, 2009

Signature /s/ Brook C. Foster

**Brook C. Foster**  
**Corporate Secretary and VP of Operations**

*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.*

0 continuation sheets attached to List of Equity Security Holders

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

In re EarthWise Technologies Inc.

Debtor(s)

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

Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, I, Bruce Searle, the CEO of EarthWise Technologies Inc., certify 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 state that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

9-17-09

Date

/s/ Brook C. Foster

**Brook C. Foster/Corporate Secretary and VP of Operations**

Signature/Title



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

In re EarthWise Technologies Inc.  
Debtor(s)

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

**VERIFICATION OF CREDITOR MATRIX**

I, the Corporate Secretary and VP of Operations 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: September 17, 2009

/s/ Brook C. Foster  
**Brook C. Foster/Corporate Secretary and VP of Operations**  
Signer/Title

ANITA GAMBA  
PO BOX 473  
RAINIER, WA 98597

BROOK FOSTER  
13810 148TH AVE SE  
YELM, WA 98597

BRUCE SEARLE  
17031 173RD LANE SE  
RAINIER, WA 98576

CHRISTOPER R. OSBORN  
FOSTER PEPPER PLLC  
1111 THIRD AVE #3400  
SEATTLE, WA 98101

COMFORT LIVING LLC  
ATTN: MICHAEL MUNSTERMAN  
6714 NEVO HILL RD  
LIBERTY, MO 64068

CRAIG STUTTGEN  
H3729 HWY 13  
UNITY, WI 54488

DEPT OF LABOR & IND  
THIRD FLOOR LEGAL  
PO BOX 44170  
OLYMPIA, WA 98504-4170

DEPT OF REVENUE  
ATTN: BANKRUPTCY/CLAIMS UNIT  
2101 4TH AVENUE, #1400  
SEATTLE, WA 98121-2300

EARTHWISE ELECTRONICS INC.  
53RD EAST ST, MARBELLA  
SWISS BANK BLDG, 2ND FL  
CITY OF PANAMA  
REPUBLIC OF PANAMA

EMPLOYMENT SECURITY DEPT  
BENEFIT PAYMENT CONTROL  
PO BOX 9046  
OLYMPIA, WA 98507-9046

HOWARD BERGER CO., INC.  
1 SOUTH MIDDLESEX AVE  
MONROE TOWNSHIP, NJ 08831

INTERNAL REVENUE SERVICE  
CENTRALIZED INSOLVENCY OPS  
PO BOX 21125  
PHILADELPHIA, PA 19114-0326

JAMES WOOD  
7207 120TH ST COURT NW  
GIG HARBOR, WA 98332

MEL MARKHAM  
12502 SANDRIDGE RD  
LONG BEACH, WA 98631

OFFICE OF THE ATTORNEY GENERAL  
BANKRUPTCY & COLLECTIONS UNIT  
800 5TH AVENUE #2000  
SEATTLE, WA 98104

PACIFIC NORTHWEST DEVELOPMENT  
ASSOCIATES LLC  
18324 COOK ROAD, SUITE 5  
YELM, WA 98597

PAUL SEARLE  
18324 COOK ROAD SE, UNIT 1  
YELM, WA 98597

TRUE GREEN  
ATTN: JOSHUA FUNK  
4484 LAHM DRIVE  
AKRON, OH 44319

VACUUM EXPRESS  
ATTN: TRENT NASSER  
3001 MAIN STREET  
FARGO, ND 58103

WELL ELECTRONICS CO., LTD.  
33F, NO. 293, SEC 2, WUNHUA RD  
BANCIAO CITY  
TAIPEI COUNTY 220  
TAIWAN

WILLIAM J. SPATZ  
KRAMER LEVIN NAFTALIS  
1177 AVENUE OF THE AMERICAS  
NEW YORK, NY 10036

ZOLLINGER COMMERCIAL WAREHOUSE  
ATTN: BRUCE AMBERSON  
695 W 1700 SOUTH  
LOGAN, UT 84321