

Name of Debtor (if individual, enter Last, First, Middle): FMW Composite Systems, Inc.	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): None	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): EIN: XXXXXX9330	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State) 1200 W. Benedum Industrial Drive Bridgeport, WV ZIPCODE 26330	Street Address of Joint Debtor (No. and Street, City, and State) ZIPCODE
County of Residence or of the Principal Place of Business: Harrison	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIPCODE	Mailing Address of Joint Debtor (if different from street address): ZIPCODE

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

<b>Type of Debtor (Form of Organization)</b> (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 (Check one box)</b> <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"/> Manufacturing	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</b> <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
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<b>Chapter 15 Debtors</b> Country of debtor's center of main interests: _____ Each country in which a foreign proceeding by, regarding, or against debtor is pending: _____	<b>Tax-Exempt Entity (Check box, if applicable)</b> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code)	<b>Nature of Debts (Check one box)</b> <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.
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<b>Filing Fee (Check one box)</b> <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 as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business 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 \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). <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).
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<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
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
<b>Estimated Assets</b> <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	
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

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**Voluntary Petition**

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

Name of Debtor(s):

EMV Corp 08/08/13 13:48:55:51 Filed 08/08/13 Entered 08/08/13 13:48:55:51 Page 2 of 124

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

Location Where Filed: NONE

Case Number:

Date Filed:

Location Where Filed: N.A.

Case Number:

Date Filed:

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

Name of Debtor: NONE

Case Number:

Date Filed:

District:

Relationship:

Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b).

Exhibit A is attached and made a part of this petition.

X \_\_\_\_\_  
Signature of Attorney for Debtor(s) Date

**Exhibit C**

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

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

No.

**Exhibit D**

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

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

If this is a joint petition:

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

**Information Regarding the Debtor - Venue**

(Check any applicable box)

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

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

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

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

(Check all applicable boxes)

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

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

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

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

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

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

Voluntary Petition bk-00933 Doc 1 Filed 08/08/13  
(This page must be completed and filed in every case)

Name of Debtor(s) Entered 08/08/13 13:55:51 Page 3 of 124  
FMW Composite Systems, Inc.

Signatures

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

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

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

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

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

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

\_\_\_\_\_  
Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
(Date)

Signature of Attorney\*

X \_\_\_\_\_  
Signature of Attorney for Debtor(s)

STEPHEN L. THOMPSON 3751  
Printed Name of Attorney for Debtor(s)

Barth & Thompson  
Firm Name

P. O. Box 129  
Address

Charleston, WV 25321

304-342-7111  
Telephone Number

August 7, 2013  
Date

\*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.

Signature of Non-Attorney Petition Preparer

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

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

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

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X Dale R. McBride  
Signature of Authorized Individual

DALE R. MCBRIDE  
Printed Name of Authorized Individual

President  
Title of Authorized Individual

August 7, 2013  
Date

RESOLUTIONS OF THE BOARD OF DIRECTORS  
OF FMW COMPOSITE SYSTEMS, INC.

July 16, 2013

WHEREAS, on July 16, 2013, FMW Composite Systems, Inc., a West Virginia corporation. (the "Company") held a special meeting of the Board of Directors of the Company (the "Board") to consider filing a petition seeking relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Northern District of West Virginia (the "Bankruptcy Court");

WHEREAS, the Board has considered the financial and operational condition of the Company's business, including the assets and liabilities of the Company, the liquidity situation of the Company, its operational performance, prospects and the alternatives available to the Company, and the impact of the foregoing on the Company's business;

WHEREAS, the Board has reviewed and made inquiries, comments regarding (i) the comprehensive term sheet for debtor-in-possession financing (the "DIP Term Sheet") issued by Rockwell Forrest Products, Inc. and (ii) the comprehensive term sheet for a plan of reorganization (the "Plan Term Sheet") issued by Rockwell Forrest Products, Inc.; and

WHEREAS, the Board has reviewed, considered, and received information provided to it by the senior management of the Company and the Company's legal professionals, including Steve L. Thompson of Barth & Thompson Law Offices ("Thompson") regarding the undertakings and benefits associated with the DIP Term Sheet, the Plan Term Sheet as well as alternatives available to the Company for a restructuring of its liabilities;

NOW, THEREFORE, BE IT:

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of this Company, its creditors, stockholders and other equity interest holders and other interested parties, that the Company file a voluntary petition for relief under the Bankruptcy Code;

RESOLVED, that Dale McBride, President of the Company, or his designee, (the "Authorized Person") be, and is, authorized to execute, verify and file on behalf of the Company all petitions, schedules, lists and other papers or documents, and to take any and all action which he deems necessary in connection with the Bankruptcy Case;

RESOLVED, that the Authorized Person be, and hereby is authorized and directed to employ the law firm of Barth & Thompson as general bankruptcy counsel to the Company to represent and assist the Company in connection with the Bankruptcy Case, and to take any and all actions to advance the Company's rights in connection therewith; the Authorized Person is hereby authorized and directed to execute appropriate retention agreements, to pay appropriate retainers authorized by the Bankruptcy Court, and to cause to be filed with the Bankruptcy Court an appropriate application for authority to retain the services of Thompson;

RESOLVED, that the Authorized Person be, and hereby is, authorized and directed on behalf of, and in the name of, the Company to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as such Authorized Person deems necessary or desirable in order to cause the prompt and efficient implementation of the terms and conditions contained in the DIP Term Sheet and Plan Term Sheet, each of which are approved by the Board in their entirety;

RESOLVED, that the Authorized Person be, and hereby is, authorized and directed to employ additional professionals, including any attorneys, financial advisors and consultants as such Authorized Person deems necessary or appropriate to represent and assist the Company in carrying out its duties under the Bankruptcy Code in connection with the Bankruptcy Case, such Authorized Person is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers authorized by the Bankruptcy Court, and to cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of such additional professionals;

RESOLVED, that the Authorized Person be, and hereby is, authorized and directed, in the name of, and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as such Authorized Person deems necessary or desirable in order to carry out the purposes and intention of the foregoing resolutions and in particular, to cause the implementation of the requirements of the DIP Term Sheet and the Plan Term Sheet; and

RESOLVED, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby approved, ratified and confirmed in all respects.

Wale McBride  
Chairman  
Thomas J. Peterson  
Secretary

49462936\_1

In Re FMW Composite Systems, Inc.

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

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 and 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
2013	234,119.08	through May 31, 2013	FY: 1/1/13 to
2012	4,664,425.	Twelve months	FY: 01/01/2012 to 12/31/2012
2011	11,578.160.	For Twelve Months	FY: 01/01/2011 to 12/31/2011

B7 (Official Form 9)(04/13)

**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
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**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 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	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 \$6,225\*. 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 credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other 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.)

\*Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after date of adjustment.

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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See attached Exhibit 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	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Mountaineer Capital, LP 305 Washington St., West Charleston, WV 25302 Relationship: Shareholder in Parent Company, Aero Corporation; General Partner Patrick Bond is Director of Debtor	Last 12 months	42,038.35	27,923.29
Mountaineer Real Estate P. O. Box 187 Bruceton, WV 26625 Relationship: Creditor is owned by Dale McBride, Pres. & Director of Debtor, & Randall West, director of Debtor & both shareholders in Parent Company, Aero	Within the last 12 months	35,810.51	865,201.22
Patriot II Partners, LLC P. O. Box 134 Bruceton Mills, WV 26525 Relationship: Dale McBride, President & Director of Debtor & Randall West, Director of Debtor are co-owners of Creditor, as well as shareholders in Debtor's Parent Company, Aero Corporation	Within the last 12 months	128,880.00	906,878.69
Dale McBride P. O. Box 187 Bruceton Mills, WV 26525 Relationship: Director, President	07/17/13	4,438.60	702,211.54
Jennifer Morton 450 Hilltop Dr. Bridgeport, WV 26330 Relationship: Wife of President, Director	01/31/13	88,841.00	
Jennifer Morton 450 Hilltop Dr. Bridgeport, WV 26350 Relationship: Wife of Director, President	5/13/13	22,422.00	-0-



B7 (Official Form 7, 04/13)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Jennifer Morton 450 Hilltop Dr. Bridgeport, WV 26330 Relationship: Wife of Director, President	07/17/13	2,903.14	2,133.97
Melanie McBride 1184 Hildebrand L/D Rd. Morgantown, WV 26501 Relationship: Daughter of President	04/29/13	127.05	-0-
Melanie McBride 1184 Hildebrand L/D Rd. Morgantown, WV 26501 Relationship: Daughter of President	10/09/12	130.70	-0-
Melanie McBride 1184 Hildebrand L/D Rd. Morgantown, WV 26501 Relationship: Daughter of President	11/15/12	254.66	-0-
Melanie McBride 1184 Hildebrand L/D Rd. Morgantown, WV 26501 Relationship: Daughter of President	02/08/13	33.30	-0-
Randall L. West Robison International, Inc. 1 Massachusetts Ave., NW, Ste. 880 Washington, DC 20001 Relationship: Boardmember, Shareholder of Aero Corporation	08/16/12	6,000.00	60,137.86
Dale McBride P. O. Box 187 Bruceton Mills, WV 26525 (See attached Ex. D) Relationship: President	6/1/2012 - 6/14/2013 - Salary	251,206.95	-0-
Jennifer Morton 450 Hilltop Drive Bridgeport, WV 26330 Relationship: Wife of President	6/1/12 - 8/7/13 - Salary	137,254.61	-0-
Melanie McBride 1184 Hildebrand L/D Rd. Morgantown, WV 26501 Relationship: Daughter of President	6/1/12 - 7/26/13 Salary	72,134.49	-0-

**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
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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
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**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 REPOSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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Cintas Corporation Cintas Loc #531 100 Scott Avenue Morgantown, WV 26508	2013	Toliet Paper Holder Value Unknown
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**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
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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
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**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
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**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 a 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
Ronald Roteman, Esq. Stonecipher Law Firm 125 First Avenue Pittsburgh, PA 15222-1590	2013 Payor: Debtor	\$10,000.00
Stephen L. Thompson Barth & Thompson P. O. Box 129 Charleston, WV 25321	July 26, 2013 Payor: Debtor	\$25,000.00

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**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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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.

None

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 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
Branch Banking & Trust 100 South Fourth Street Clarksburg, Wv 26301	Checking Account # 5172602667 Closing Balance: 0	January, 2013

**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
United States of America USAF/AFMC; DET 1 AF Research 2310 8th Street, Building 167 Wright-Patterson AFB, OH 45433	See Exhibit C attached to Petition - \$6,432,704.29 Agreement #FA8650-06-2-5515 Title III Equipment	Debtor's Hazelton Facility

**15. Prior address of debtor**

None  If the debtor has moved within the 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 Sites**

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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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.

None



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

None



NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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B7 (Official Form 7) (04/13)

**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, partnership, sole proprietorship, 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 the 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 the 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 the 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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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.

None

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 the 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 otherwise self-employed.

*(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 the 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, record and financial statements**

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Edie Hamrick 723 E Shannon Road Bridgeport, WV 26330	July 1, 2007 - July 15, 2013
Shelly Montgomery 1435 Palace Drive Morgantown, WV 26508	July 15, 2013 - Present
Dottie Brand 112 Rebecca Street Bridgeport, WV 26330	July 1, 2007 - July 7, 2013
Amy Radabaugh 93 Bancroft Court Bridgeport, WV 26330	July 1, 2007 - July 7, 2013
Andrew Hendricks Cava Banko 117 E. Main Street Bridgeport, WV 26330	3/15/11 - 12/31/11; 6/1/12 - present
Sam Sedosky Cava Banko 117 E. Main Street Bridgeport, WV 26330	Oct. 1, 2010 - December 31, 2011

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
Urish Popich & Co., LLC	101 Trich Drive, Ste 3 Washington, PA 15301	Audit Report for 2010-2011



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 within the two years immediately preceding the commencement of this case by the debtor.

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)
05/31/2013	Melanie McBride	Finished Goods - \$673,508.00 Raw Materials - \$701,698.18 Work in Progress - 65,690.00 Cost basis
6/30/2013	Melanie McBride	Finished goods - \$673,508.00 Raw Materials - \$701,317.17 Work in progress - \$65,022.00 Cost 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
Dale McBride 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Director, President	Owens 73.28% of stock in Aero Corporation, parent company of Debtor.
Patrick Bond 305 Washington St., W Charleston, WV 52302	Director	Is Shareholder and Director of Mountaineer Capital which owns 3.18% stock of Aero Corporation, Parent Company of Debtor
Tom Keenan 110 E. Center St. Madison, SD 57042	Officer and Shareholder	Owens 3.55% of stock in Aero Corporation which is Parent Company of Debtor
Randall West c/o Robison International, Inc. 1 Massachusetts Ave., NW, Ste.880 Washington, DC 20001	Director	Owens 3.58% of Aero Corporation stock which is the parent company of Debtor
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Sole Shareholder	100%

**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
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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 distribution by a corporation**  
None  If the debtor is a partnership or a 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
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**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 the six-year period 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 the six-year period immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
Lincoln National Corporation 1300 S. Clinton St., Ste. 500 Mail Stop 6H-02 Fort Wayne, IN 46802	35-1140070

\* \* \* \* \*

[If completed on behalf of a partnership or corporation]

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 August 7, 2013

Signature

*DALE R. MCBRIDE*

DALE R. MCBRIDE,  
President

Print Name and Title

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

0 continuation sheets attached

*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*

**DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)**

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 required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 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.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110(c).)

*If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.*

Address

X  
Signature of Bankruptcy Petition Preparer

Date

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

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

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

In re FMW Composite Systems, Inc.

124

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

Debtor

(If known)

### 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 co-tenant, 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
None				
Total			0.00	

(Report also on Summary of Schedules.)

In re FMW Composite Systems, Inc.

124

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

Debtor

(If known)

**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	H U S B A N D, W I F E, J O I N T O R C O M M U N I T Y	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		Petty Cash Fund Bridgeport Facility		1,000.00
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.		Checking Account 2272-27355.10 Premier Bank Full Service Brick & Mortar Office 25 Oakmont Lane Bridgeport, WV 26330		31,272.21
3. Security deposits with public utilities, telephone companies, landlords, and others.		Deposit with Dominion Hope for Utilities With Dominion Hope		218.00
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			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

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

TYPE OF PROPERTY	NONE	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
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(e).  12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.  13. Stock and interests in incorporated and unincorporated businesses. Itemize.  14. Interests in partnerships or joint ventures. Itemize.  15. Government and corporate bonds and other negotiable and non-negotiable instruments.  16. Accounts receivable.	X  X  X  X  X	McAllister Metals Co. Promissory Note dated 6/20/2011  Not applicable		25,000.00
17. Alimony, maintenance, support, and property settlement to which the debtor is or may be entitled. Give particulars.  18. Other liquidated debts owing debtor including tax refunds. Give particulars.  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.  20. Contingent and noncontingent interests in estate or a decedent, death benefit plan, life insurance policy, or trust.	X  X  X  X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights of setoff claims. Give estimated value of each.	X	Breach of Contract action against Retech Systems, LLC Not Applicable  Breach of contract action against Alpha Associates, Inc. Not applicable  Breach of Contract action against Urish Popeck & Co., Inc. Not Applicable		Unknown  Unknown  Unknown

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In re FMW Composite Systems, Inc.

124

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

Debtor

(If known)

**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
22. Patents, copyrights, and other intellectual property. Give particulars.		Licenses and Patents Bridgeport Facility See attached Exhibit A for description		Indeterminate
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. §101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2011 Dodge Durango Bridgeport, WV Facility		21,026.00
		2009 Cargo Trailer Bridgeport - Asset ID FC100XXXX		2,500.00
		2009 Dodge Ram 2500 4 Wheel Drive Truck Bridgeport Facility		6,188.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Telephone system Bridgeport Facility Asset ID FC1001560 Obsolete - scrap value		1,000.00
		Office Equipment Bridgeport - Asset ID FC1001950		0.00
		8 Filing Cabinets Bridgeport - Asset ID FC1002040		500.00
		Telephone System		0.00



In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Bruceston Mills - Hazelton Facility Telephone System		
		Modular Office Furniture Bridgeport - Asset ID FC1000560		7,000.00
		4 - Computers Bridgeport - Asset ID FC1001350.1; FC1001350.2; 1350.3; 1350.4		200.00
		Dell Computer Bridgeport - Asset ID FC1001360		50.00
		Laptop Computer Bridgeport - Asset ID FC1001370		50.00
		4 - Computers Bridgeport - Asset ID's FC1001380.1; FC1001380.2; FC1001380.3; FC1001380.4		0.00
		Network File Server, workstations, laptops, printers Bridgeport - Asset ID FC1001420 (Obsolete - scrap value)		10,000.00
		Dell Bridgeport - Asset ID FC1001460 Obsolete - scrap		5.00
		Dell Bridgeport - Asset ID FC1001470 Obsolete - scrap value		2,000.00
		Computer Monitor Bridgeport - Asset ID FC1001480		5.00

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
29. Machinery, fixtures, equipment, and supplies used in business.		Computers Bridgeport - Asset ID FC1001530 (Obsolete - scrap value)		4,500.00
	Computer Software Bridgeport - Asset ID FC1001540		5.00	
	Computers & Software Bridgeport - Asset ID FC1001550 (Obsolete - scrap value)		5,000.00	
	Computers Bridgeport - Asset ID FC1001610 Obsolete - scrap value		500.00	
	Peachtree Software Bridgeport - Asset ID FC1001610		0.00	
	UltraSharp Flat Panel Computer Bridgeport - Asset ID FC1001650		800.00	
	Server Bridgeport		200.00	
	Lathe Bridgeport, Asset ID FC1000280		3,000.00	
	Cotterman Lift Bridgeport - Asset ID FC1000380		2,500.00	
	Mill Serial Bridgeport - Asset ID FC1000420		1,500.00	
Macroscopic Optical		2,000.00		

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Bridgeport - Asset ID FC1000470		
		Sandblaster & Dust Collector Bridgeport - Asset ID FC1000520		750.00
		Automatic Polisher Bridgeport - Asset ID FC1000530		800.00
		Signs & Displays Bridgeport - Asset ID FC1000700		0.00
		Tools Bridgeport - Asset ID FC1000990		500.00
		Bandsaw Bridgeport - Asset ID FC1001000		700.00
		Tools Bridgeport - Asset ID FC1001070		25.00
		Saw Bridgeport - Asset ID FC1001310		75.00
		Snack Machine Bridgeport - Asset ID FC1001510		500.00
		FMW sign for building Bridgeport - Asset ID FC1001520		0.00
		Cat Scissors Lift Bridgeport - Asset ID FC1001600		3,000.00
		Equipment Bridgeport - Asset ID FC1001850		800.00

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Plasma Cutter Bridgeport - Asset ID FC1002000		1,250.00
		Floor Scale Bridgeport - Asset ID FC1002010		200.00
		Riding Lawn Mower Bridgeport - Asset ID FC1002020		500.00
		Baron Autoclave Bridgeport - Asset ID FC1000020 and Asset ID FC1000670		30,000.00
		Glassman Power Supplies Bridgeport - Asset ID FC1000030		45,000.00
		MTS Tensile Tester Bridgeport - Asset ID FC1000040		15,000.00
		Laser Micrometer and Enclosure Bridgeport - Asset ID FC1000050		15,000.00
		Carbonization Furnace Bridgeport - Asset ID FC1000060		15,000.00
		Fanuc Series 90-30 PLC Modules Bridgeport - Asset ID FC1000070		15,000.00
		Cleanroom 16' x 30' Bridgeport - Asset ID FC1000090		15,000.00
		Tensile Tester and Controls Bridgeport; Asset ID FC1000100		7,000.00
		Olympus TLV-C1 Videoscope		7,500.00

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Bridgeport; Asset IDFC1000110.1		
		Olympus TLV-C1 Videoscope Bridgeport; Asset ID FC1000110.2		7,500.00
		Chiller Bridgeport - Asset ID FC1000120		15,000.00
		Power Supply Enclosures Bridgeport - Asset IDFC1000140		14,000.00
		TakeUP System CPS Bridgeport - Asset IDFC1000160 custom item		15,000.00
		Pyrometer Bridgeport - Asset ID FC1000180		4,000.00
		Cellcote Scrubber Bridgeport - Asset ID FC1000190		11,000.00
		CMF Winders Bridgeport - Asset ID FC1000200		13,000.00
		Tensile Tester Bridgeport - Asset ID FC10002200		7,500.00
		Off Gas Oven Bridgeport - Asset ID FC1000230		3,500.00
		SCBA Airpack 4.5-3.0 Bridgeport - Asset ID FC1000240		14,000.00
		Process Control Cabinets Bridgeport - Asset ID FC1000260		14,000.00

Debtor

(If known)

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

TYPE OF PROPERTY	NONE	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
		Laser Extensometer Bridgeport - Asset ID FC1000270		7,500.00
		Condensor System Bridgeport - Asst ID FC1000290		3,000.00
		Electrician Hardware Bridgeport - Asset ID FC1000300		15,000.00
		Leak Tester Bridgeport - Asset ID FC1000310		1,600.00
		Blue M Oven Bridgeport - Asset ID FC1000330		3,000.00
		Drum Wonder #1 Bridgeport - Asset ID FC1000350.1		2,500.00
		Drum Winder #2 Bridgeport - Asset ID FC1000350.2		3,500.00
		Flammable Gas Sensor & Controls Bridgeport - Asset ID FC1000370		2,500.00
		Residual Gas Analyzer Bridgeport - Asset ID FC1000410		3,000.00
		Fume Hood Bridgeport - Asset IDFC1000430		1,300.00
		Panametrics Ultrasonic Flaw Bridgeport - Asset ID FC1000440		2,500.00
		Gas Distributions Panels Bridgeport - Asset ID FC1000450		11,000.00

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Exhaust Fans Bridgeport - Asset ID FC1000460		500.00
		Mass Flow Controllers Bridgeport, Asset ID FC1000480		3,000.00
		Flexible Exhaust Arms Bridgeport - Asset ID FC1000490		2,500.00
		Lindburg Blue M Furnace Bridgeport - Asset ID FC1000500		2,000.00
		Containment Tank Bridgeport - Asset ID FC1000510		2,000.00
		Wire Overwrap System Bridgeport - Asset ID FC1000600		3,500.00
		Aluminum Structure Bridgeport - Asset ID FC1000620		200.00
		Tapecast Station Bridgeport - Asset ID FC1000630		2,500.00
		VP-6-RE-6-2 Vibration Table Bridgeport - Asset ID FC1000640		1,000.00
		Winder System Bridgeport - Asset ID FC1000650		1,400.00
		Cleanroom Bridgeport - Asset ID FC1001450		75,000.00
		TCM Clean Room Bridgeport - Asset ID FC1001660		50,000.00

Debtor

(If known)

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

TYPE OF PROPERTY	NONE	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
		TMC Equipment Bridgeport - Asset ID FC1001670		15,000.00
		Winding Equipment Bridgeport - Asset ID FC1001880		1,000.00
		ADAC Cure Spot Bridgeport - Asset ID FC1002030		2,300.00
		ADAC Cure Spot Bridgeport - Asset ID FC1002050		1,800.00
		Air Compressor Bridgeport - Asset ID FC1000150		12,000.00
		Mechanical Test Frame Bridgeport - Asset ID FC1000550		2,000.00
		Marking Machine Bridgeport - Asset ID FC1001640		1,000.00
		Wire Wrap Machine Bridgeport - Asset ID FC1001660		3,500.00
		Forklift Bridgeport - Asset ID FC1000680		4,000.00
		Boiler Bridgeport - Asset ID FC1000690		700.00
		Filament Winder Bridgeport - Asset ID FC1000720		100,000.00
		Winder Bridgeport - Asset ID FC1000730		1,400.00



Debtor

(If known)

**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
		Curing Chamber Bridgeport = Asset ID FC1000760		15,000.00
		Forklift Bridgeport - Asset ID FC1000770		3,000.00
		Freezer Bridgeport - Asset ID FC1000780		2,000.00
		Heater Bands Bridgeport - Asset ID FC1000790		1,200.00
		Sewing Machine Bridgeport - FC1000920		1,500.00
		Sewing Machine Bridgeport - Asset ID FC1000930		1,500.00
		Boiler Bridgeport - Asset ID FC1000940		1,800.00
		Compressor Bridgeport - Asset ID FC1000950		2,500.00
		Drum Rotator Bridgeport - Asset ID FC1000960		1,000.00
		Trail Strap Drill Bridgeport - Asset ID FC10001010		800.00
		Steel (used in cooling cart) Bridgeport - Asset ID FC1001020 Scrap value		500.00
		Steel (Used in cooling cart)		200.00

In re FMW Composite Systems, Inc.

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

Debtor

(If known)

**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
		Bridgeport - Asset ID FC1001030		
		Steel ( Used in cooling cart)		200.00
		Bridgeport - Asset ID FC1001040		
		Steel ( Used in cooling cart)		200.00
		Bridgeport - Asset ID FC1001050		
		Scrap value		
		Steel for 200 gal. cart		100.00
		Bridgeport - Asset ID FC1001060		
		Jig Plate		200.00
		Bridgeport - Asset ID FC1001080		
		Duro Table		100.00
		Bridgeport - Asset ID FC1001090		
		Freezer		0.00
		Bridgeport - Asset ID FC1001100		
		Digital Scales		200.00
		Bridgeport - Asset ID FC1001110		
		Hoist		750.00
		Bridgeport - Asset ID FC1001290		
		Autoclave		90,000.00
		Bridgeport - Asset ID FC1001440		
		2 - 28 gallon Mandrels		1,000.00
		Bridgeport - Asset ID FC1001860		
		Specific use asset - scrap value		
		2 - 155 gallon Mandrels		1,000.00

Debtor

(If known)

**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
		Bridgeport - Asset ID FC1001910 Specif Use Asset - Scrap Value		
		Drop Tester Bridgeport - Asset ID FC1001930		1,800.00
		Pallet Truck Bridgeport - Asset ID FC100XXXX		200.00
		Mandrels Bridgeport - Asset ID FC100XXX Specific use asset - Scrap value		1,000.00
		3 - 28 Gallon Mandrels Bridgeport - Asset ID FC100XXX Specific use asset - scrap value		3,000.00
		5 - 155 Gallon Mandrels Bridgeport - Asset ID FC100XXXX Specific use asset - Scrap value		5,000.00
		Gerber Cutter and Table Bridgeport - Asset ID FC100XXXX Leased Equipment balance approx. \$12,000.00		30,000.00
		Rotary head drill Bridgeport - Asset ID FC1000210		8,000.00
		UPS System Unit Bridgeport - Asset ID FC1000320		7,500.00
		Vaccum Welding Chamber Bridgeport - Asset ID FC1000340		4,000.00
		Transformer		3,500.00

Debtor

(If known)

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

TYPE OF PROPERTY	NONE	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
		Bridgeport - Asset ID FC1000390		
		Router		50.00
		Bridgeport - Asset ID FC1001320		
		Sander		50.00
		Bridgeport - Asset ID FC1001330		
		Laser Micrometer and Controller		12,000.00
		Bridgeport - Asset ID FC1000130		
		Mass Spectrometer & Vacuum System		7,500.00
		Bridgeport - Asset ID FC1000170		
		Mag-Con HY Transformer		2,000.00
		Bridgeport - Asset ID FC1000360		
		American Power Supply Cabinet		9,000.00
		Bridgeport - Asset ID FC1000400		
		Brooks Flow Collectors		1,500.00
		Bridgeport - Asset ID FC1000540		
		Pump Control Instrumentation (CMF)		1,800.00
		Bridgeport - Asset ID FC1000570		
		Thermal Cycle System		1,500.00
		Bridgeport - Asset ID FC1000580		
		Pumping Station		1,500.00
		Bridgeport - Asset ID FC1000590		
		H G Analyzer		1,500.00
		Bridgeport - Asset ID FC1000610		
		24" Vacuum Retort		2,000.00

Debtor

(If known)

**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
		Bridgeport - Asset ID FC1000660		
		Drive Control		800.00
		Bridgeport - Asset ID FC1000980		
		SS round-steel		100.00
		Bridgeport - Asset ID FC1001120		
		Cast Plate		100.00
		Bridgeport - Asset ID FC1001130		
		Jig Plate		50.00
		Bridgeport - Asset ID FC1001140		
		Penn Tool Co. Equip		100.00
		Bridgeport - Asset ID FC1001150		
		Dye Grinder		0.00
		FC1001160		
		6" Alum Cast T&J Plate		500.00
		Bridgeport - Asset ID FC1001170		
		T & J Plates		500.00
		Bridgeport - Asset ID FC1001180		
		Hard Rotary Sealer		50.00
		Bridgeport - Asset ID FC1001190		
		Particle Monitor		1,000.00
		Bridgeport - Asset ID FC1001200		
		Humidity Recorder		200.00
		Bridgeport - Asset ID FC1001210		
		18 cu. ft. chest freezer		400.00

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Debtor

(If known)

**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
		Bridgeport - Asset ID FC1001220		
		Small power tank		50.00
		Bridgeport - Asset ID FC1001230		
		HH Thermal Jlk w/holster		50.00
		Bridgeport - Asset ID FC1001240		
		2 - Marshall Craft		1,200.00
		Bridgeport - Asset ID FC1001250 & Asset ID FC1001260		
		Budget Hoist		500.00
		Bridgeport - Asset ID FC1001270		
		Max Hand Model		150.00
		Bridgeport - Asset ID FC1001280		
		Humidity Recorder		150.00
		Bridgeport - Asset ID FC1001300		
		Machinery and equipment		700.00
		Bridgeport - Asset ID FC1001590		
		Coated Fiber Machine		10,000.00
		Bridgeport - Asset ID FC1001980 Specific use asset		
		2100 Used Boiler - Eagle		2,100.00
		Bridgeport - Asset ID : None		
		Forklift		2,500.00
		Bridgeport - Asset ID FC1001890		
		Entec - Winder Upgrade		80,000.00

Debtor

(If known)

**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
30. Inventory.		Bridgeport Facility  GER Finished Goods Bridgeport Facility  Inventory - Raw Materials Bridgeport Facility  Work in Progress Bridgeport Facility		800,000.00   701,906.00  65,884.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Inter-company receivable Aero Corporation c/o Dale McBride 1200 W. Benedum Industrial Drive Bridgeport, WV 26330  Deposit with Brickstreet Mutual Insurance Co. Brickstreet Mutual Insurance Co. P. O. Box 11285 Charleston, WV 25339		1,269,630.16  29,154.00
0 continuation sheets attached Total				\$ 3,961,743.37

(Include amounts from any continuation  
 sheets attached. Report total also on  
 Summary of Schedules.)

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In re FMW Composite Systems, Inc.

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

Debtor

(If known)

### 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, 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 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 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 Without Deducting Value of Collateral" 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, if Any" 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, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Ally Financial P. O. Box 9001948 Louisville, KY 40290-1948		Incurred: July 15, 2011 Lien: PMSI Security: 2011 Dodge Durango VIN# 1D4RE5GG2BC674924  VALUE \$ 21,026.00				18,399.87	0.00
ACCOUNT NO. 9570151069 Branch Banking and Trust Company BB7T Item Processing Center PO Box 580050 Charlotte, NC 28258-0050	X	Incurred: 02/02/2010 Lien: UCC Filing Security: Mandrels Note 00007 -  VALUE \$ 12,000.00				73,196.84	61,196.84
ACCOUNT NO. 9570151069 Branch Banking and Trust Company BB7T Item Processing Center PO Box 580050 Charlotte, NC 28258-0050	X	Incurred: 01/31/2011 Lien: UCC Security: Entec Winder Upgrades on Entec Winder acquired in '95. 1st priority lien on Equipment  VALUE \$ 80,000.00				59,947.26	0.00
Subtotal >						\$ 151,543.97	\$ 61,196.84
(Total of this page)							
Total >						\$	\$
(Use only on last page)							

3 continuation sheets attached

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



In re FMW Composite Systems, Inc.,  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT		AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			UNLIQUIDATED	DISPUTED		
ACCOUNT NO. Branch Banking and Trust Company BB7T Item Processing Center PO Box 580050 Charlotte, NC 28258-0050	X	Lien: UCC in name of National City Commerical Capital Security: Gerber Cutter and Table Originally National City Commercial Capital Lease; Lease #120569000  VALUE \$ 30,000.00			12,197.40	0.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 04/22/13 Lien: UCC Security: Inventory and Equipment 4th priority lien on Inventory; 7th priority lien on Equipment  VALUE \$ 2,544,940.00			225,000.00	0.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525	X	Incurred: 12/31/2012 Lien: UCC Security: Inventory and Equipment 4th Priority lien on Inventory; 7th priority lien on Equipment  VALUE \$ 2,544,940.00			135,000.00	0.00
ACCOUNT NO. Elizabeth A, Benedetto Spilman thomas & Battle, PLLC 300 Kanawha Boulevard, E Charleston, WV 25301		Counsel for West Virginia Economic Development Authority  VALUE \$ 0.00			Notice Only	Notice Only
ACCOUNT NO. Julia A, Chincheck, Esq. Bowles Rice McDavid Graff & Love P. O. Box 1386 Charleston, WV 25325		Counsel for Mountaineer Capital  VALUE \$ 0.00			Notice Only	Notice Only

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

Subtotal (s)	\$ 372,197.40	\$
(Total(s) of this page)		
Total(s)	\$	\$
(Use only on last page)		

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

In re FMW Composite Systems, Inc.  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Mountaineer Capital 305 Washington St., West Charleston, WV 25302	X	Incurred: 10/24/2002 Lien: Inventory and Equipment Security: UCC 1st priority lien on Inventory; 4th priority lien on Equipment  VALUE \$ 2,544,940.00				751,031.37	0.00
ACCOUNT NO. 120569000 National City Commercial Capital Co. 995 Dalton Avenue Cincinnati, OH 45203		Incurred: 3/2/2009 Lien: Lease - UCC Filing Security: Gerber cutter and table 1st Lien priority in Gerber Cutter and Table; Being paid to Branch Banking & Trust  VALUE \$ 0.00				Notice Only	Notice Only
ACCOUNT NO. Patriot II Partners, LLC P. O. Box 187 Bruceeton Mills, WV 26525	X	Incurred: 12/31/12 Lien: UCC Filing Security: Inventory and Equipment 3rd priority lien on Inventory; 6th priority lien on equipment.  VALUE \$ 2,544,940.00				165,000.00	0.00
ACCOUNT NO. Rockwell Forest Products 960 Penn Avenue, 8th Floor Pittsburgh, PA 15222-3818	X	Incurred: 06/13/2013 Lien: UCC & 3rd priority Deed of Trust Security: Accounts, Chattel Paper, deposits, inventory 3rd lien on Accounts; 6th lien on inventory; 3rd priority DOT on Bridgeport Facility owned by Mountaineer Real Estate, Inc.  VALUE \$ 5,127,790.00				300,000.00	0.00
ACCOUNT NO. Terrance Lyons 6340 Tarragon Road Rancho Palos Verdes, CA 90275	X	Incurred: 13/31/2012 Lien: UCC Security: Inventory and Equipment Priority 2nd lien on Inventory; 5th priority lien on Equipment  VALUE \$ 2,544,940.00				200,000.00	0.00

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

Subtotal (s)	\$ 1,416,031.37	\$
(Total(s) of this page)		
Total(s)	\$	\$
(Use only on last page)		

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

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In re FMW Composite Systems, Inc.,  
 Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. USAF/AFMC DET 1 AF Research Laboratory 2310 Eighth St., Bldg. 167 Wright-Patterson AFB, OH 45433-7801			Incurred: 07/22/2011 Lien: Title III Agreement with US Government Security: Title Equipment owned by US Government Agreement No. FA8650-06-2-5515 P00005  VALUE \$ 0.00				Unknown	Unknown
ACCOUNT NO. WV Economic Development Authority 160 Association Drive North Gate Business Park Charleston, WV 25311-1217	X		Lien: UCC filing of 1/22/13 Security: Debtor is Guarantor Debtor is guarantor of EDA loan to Patriot II Partners  VALUE \$ 0.00				938,000.00	938,000.00
ACCOUNT NO.			VALUE \$					
ACCOUNT NO.			VALUE \$					
ACCOUNT NO.			VALUE \$					

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

Subtotal (s) (Total(s) of this page)	\$ 938,000.00	\$ 938,000.00
Total(s) (Use only on last page)	\$ 2,877,772.74	\$ 999,196.84

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

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In re FMW Composite Systems, Inc.  
Debtor

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

### 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 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 \$12,475\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

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

\*Amount subject to adjustment on 4/01/16 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re FMW Composite Systems, Inc.  
Debtor

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

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,775\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

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

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

**Commitments to Maintain the Capital of an Insured Depository Institution**

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

**Claims for Death or Personal Injury While Debtor Was Intoxicated**

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

\* Amounts are subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re EMW Composite Systems, Inc.  
Debtor

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

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above..)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Adam Byrd 916 Ann Marie Drive Morgantown, Wv 26508		Incurred: 2013 Consideration: Vacation Pay due				1,759.61	1,759.61	0.00
ACCOUNT NO. Burl Shaffer 209 Linden Street Grafton, WV 26354		Incurred: March, 2013 Consideration: Expense Reimbursement Travel Expense Reimbursement				203.40	203.40	0.00
ACCOUNT NO. Burl Shaffer 209 Linden Street Grafton, WV 26354		Incurred: 2013 Consideration: Vacation Pay due				264.60	264.60	0.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceton Mills, WV 26525		Incurred: 2013 Consideration: Vacation Pay due				35,576.93	11,725.00	23,851.93

Sheet no. 1 of 7 continuation sheets attached to Schedule of  
Creditors Holding Priority Claims

Subtotal >  
(Totals of this page)

\$ 37,804.54	\$ 13,952.61	\$ 23,851.93
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Total >  
(Use only on last page of the completed  
Schedule E.) Report also on the Summary  
of Schedules)

\$		
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Totals >  
(Use only on last page of the completed  
Schedule E. If applicable, report also on  
the Statistical Summary of Certain  
Liabilities and Related Data.)

\$	\$	\$
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In re EMW Composite Systems, Inc.

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

Debtor

(If known)

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

(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. David Livingston 893 Woodlands Drive Bridgeport, WV 26330		Consideration: Expense Reimbursement Travel Expense reimbursement				184.80	184.80	0.00
ACCOUNT NO. Edith Hamrick 723 East Shannon Road Bridgeport, WV 26330		Consideration: Wages				796.25	796.25	0.00
ACCOUNT NO. Jane M. Montgomery 1435 Palace Drive Morgantown, WV 26508		Incurred: 2013 Consideration: Vacation Pay				1,934.23	1,934.23	0.00
ACCOUNT NO. Jennifer Morton 450 Hilltop Drive Bridgeport, WV 26330		Consideration: Reimbursement - Expenses				2,133.97	2,133.97	0.00

Sheet no. 2 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotal (Totals of this page) >

\$ 5,049.25	\$ 5,049.25	\$ 0.00
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Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules) >

\$		
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Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.) >

\$	\$	\$
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In re EMW Composite Systems, Inc.  
Debtor

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

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBETOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. John Thi 148 Oakwood Circle Bridgeport, WV 26330		Incurred: 2013 Consideration: Vacation Pay				3,701.78	3,701.78	0.00
ACCOUNT NO. Matthew DuBois 30 Pleasant Valley Reedsville, WV 26547		Incurred: 2013 Consideration: Vacation Pay				Unknown	Unknown	Unknown
ACCOUNT NO. Richard Kirsch 325 Reunion Corner Road Gerrardstown, WV 25420		Incurred: April, May, 2013 Consideration: Reimbursement				272.92	272.92	0.00
ACCOUNT NO. Richard Kirsch 325 Reunion Corner Road Gerrardstown, WV 25420		Incurred: 2013 Consideration: Vacation Pay due				2,826.10	0.00	2,826.10

Sheet no. 3 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotal (Totals of this page) >

Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules) >

Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.) >

\$ 6,800.80	\$ 3,974.70	\$ 2,826.10
\$		
\$	\$	\$

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In re EMW Composite Systems, Inc.

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

Debtor

(If known)

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

(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above..)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Sam Shahan HC 71, Box 168 Ellamore, WV 26267		Incurred: 2/20/13 - 2/21/13 Consideration: Wages				94.00	94.00	0.00
ACCOUNT NO. Samuel Myers 106 Fleming Hill Drive Flemington, WV 26347		Incurred: 2013 Consideration: Vacation Pay due				204.75	204.75	0.00
ACCOUNT NO. Shelly Montgomery 1435 Palace Drive Morgantown, WV 26508		Incurred: March - June, 2013 Reimbursement				491.89	491.89	0.00
ACCOUNT NO. Thomas Zinchook 1061 N. Preston Hwy Kingwood, WV 26537		Incurred: 2013 Consideration: Vacation Pay due				238.70	0.00	238.70

Sheet no. 4 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotal (Totals of this page)

\$ 1,029.34	\$ 790.64	\$ 238.70
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Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)

\$		
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Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$	\$	\$
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In re FMW Composite Systems, Inc.

Debtor

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

(If known)

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

(Continuation Sheet) Sec. 507(a)(4)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO.  William Hanusiak 4430 Indian Deer Road Windermere, FL 34786		Consideration: Wages			715.02	715.02	0.00
ACCOUNT NO.  William Hanusiak 4430 Indian Deer Road Windermere, FL 34786		Incurred: 2013 Consideration: Vacation Pay due			1,130.77	1,130.77	0.00
ACCOUNT NO.  							
ACCOUNT NO.  							
Subtotal (Totals of this page)					\$ 1,845.79	\$ 1,845.79	\$ 0.00
Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)					\$		
Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)					\$	\$	\$

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Sheet no. 5 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims

In re EMW Composite Systems, Inc.

Debtor

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

(If known)

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

(Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. 011-000440-01 City of Bridgeport P. O. Box 1310 Bridgeport, WV 26330-6310			Consideration: 1st Quarter 2013 B & O Tax				651.63	651.63	0.00
ACCOUNT NO. 09215739 Sheriff & Treasurer of Preston County 106 W. Main St., Ste. 102 Kingwood, WV 26537			Incurred: 2012 Real Property taxes Consideration: Real Property taxes for Hazelton Facility Debtor is responsible for Real Property taxes. Taxes for Patriot II Partners, LLC; Ticket 28325				11,294.79	11,294.79	0.00
ACCOUNT NO. 38100895 Sheriff & Treasurer of Preston County 106 W. Main St., Ste. 102 Kingwood, WV 26537			Incurred: 2012 Consideration: Taxes on Personal Property Personal Property located at Hazelton Facility; Ticket #309579				5,010.23	5,010.23	0.00
ACCOUNT NO. 39100895 Sheriff & Treasurer of Preston County 106 W. Main St., Ste. 102 Kingwood, WV 26537			Incurred: 2013 Consideration: Personal Property taxes For personal property at Debtor's Hazelton Facility; Ticket #309208				3,776.19	3,776.19	0.00

Sheet no. 6 of 7 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotal (Totals of this page) \$ 20,732.84 \$ 20,732.84 \$ 0.00

Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)

Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$		
\$		

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above..)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. 17160115 Sheriff of Harrison County Albert F. Marano 301 West Main Street Clarksburg, WV 26301		Incurring: 2012 Consideration: Personal Property Taxes Ticket #623790 for FMW Composite Systems, Inc. - Fiber Products				8,859.60	8,859.60	0.00
ACCOUNT NO. 17160035 Sheriff of Harrison County Albert F. Marano 301 West Main Street Clarksburg, WV 26301		Incurring: 2012 Consideration: Personal Property taxes At Bridgeport Facility				48,456.06	48,456.06	0.00
ACCOUNT NO. 17160115 Sheriff of Harrison County Albert F. Marano 301 West Main Street Clarksburg, WV 26301		Incurring: 2013 Consideration: Personal Property Taxes Ticket # 723820; Personal Property Taxes for Debtor's Fiber Products				7,978.30	7,978.30	0.00
ACCOUNT NO.								
Subtotal						\$ 65,293.96	\$ 65,293.96	\$ 0.00
Total (Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)						\$ 138,556.52		
Totals (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)						\$	\$ 111,639.79	\$ 26,916.73

Sheet no. 7 of 7 continuation sheets attached to Schedule of  
Creditors Holding Priority Claims

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In re FMW Composite Systems, Inc.,  
Debtor

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

**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 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 <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. ADP, Inc. P. O. Box 842875 Boston, MA 02284-2875		Consideration: Trade Debt				1,725.24
ACCOUNT NO. ADT - Tyco Integrated Security P. O. Box 371967 Pittsburgh, PA 15250-7967		Consideration: Trade Debt				352.28
ACCOUNT NO. Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330						Notice Only
ACCOUNT NO. Air Products and Chemicals, Inc. P. O. Box 935430 Atlanta, GA 31193-5430		Consideration: Trade Debt				103,141.05

23 continuation sheets attached

Subtotal > \$ 105,218.57

Total > \$

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Airgas-Mid America P. O. Box 802615 Chicago, IL 60680-2615		Consideration: Trade Debt			133,367.00
ACCOUNT NO. ALD Vacuum Technologies, Inc. 18 Thompson Road East Windsor, CT 06088		Consideration: Trade Debt			9,784.63
ACCOUNT NO. ATW IV-82519 Allegheny Ludlum Corp. P. O. Box 360078 Pittsburgh, PA 15251-6076		Consideration: Trade Debt			5,676.79
ACCOUNT NO. Alpha Associates, Inc. 209 Prairie Avenue Morgantown, WV 26501		Consideration: Trade Debt		X	35,811.90
ACCOUNT NO. #2131977 Amato Keating and Lessa, P.C. 107 N. Commerce Way, Ste. 100 Bethlehem, PA 18017		Collection for Debt to Atlantic Equipment Engineers in the amount of \$11,063.47			Notice Only

Sheet no. 1 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal > \$ 184,640.32

Total > \$

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. American Express Travel Management Services P. O. Box 53800 Phoenix, AZ 85072-3800		Consideration: Trade Debt DMCBRIDE - M B HANUSIAK				6,115.62
ACCOUNT NO. Angotti and Straface, L.C. 274 Spruce Street Morgantown, WV 26505		Consideration: Attorney for Roylinda Properties, LLC Wage Garnishment for Thomas Zinchook				Notice Only
ACCOUNT NO. Inv. 14456156 Applied Industrial Technologies P. O. Box 905794 Charlotte, NC 28290-5794		Consideration: Trade Debt Attn: Joe Shaginaw				824.44
ACCOUNT NO. 0449738 Aqua Filter Fresh, Inc. One Commerce Square Pittsburgh, PA 15239		Consideration: Trade Debt				249.27
ACCOUNT NO. 1302096-IN Atlantic Equipment Engineers 24 Industrial Avenue Upper Saddle River, NJ 07458		Consideration: Trade Debt Attn: Kelly Stephenson				11,061.35
Subtotal >						\$ 18,250.68
Total >						\$

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Sheet no. 2 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 17891302 Brewer & Company, Inc. P. O. Box 3108 Charleston, WV 25331		Consideration: Trade Debt				1,060.00
ACCOUNT NO. Brickstreet Mutual Insurance Co. P. O. Box 11285 Charleston, WV 25339-1285		Consideration: Trade Debt WCB1004902; IR 00001795; 33485702				9,413.00
ACCOUNT NO. PO 13104 BULBS.Com 243 Stafford Street Worcester, MA 01603		Consideration: Trade Debt				76.92
ACCOUNT NO. Cava & Banko Attn: Jim Cava 117 East Main St. Bridgeport, WV 26330		Consideration: Trade Debt				91,240.20
ACCOUNT NO. Chemway, Inc. P. O. Box 10913 Pittsburgh, PA 15236		Consideration: Trade Debt				2,365.00
Subtotal						\$ 104,155.12
Total						\$

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Sheet no. 3 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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



In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Cintas Corporation Cintas Loc #531 100 Scott Avenue Morgantown, WV 26508		Consideration: Trade Debt				938.94
ACCOUNT NO. CostTrend Consulting, Inc. 4510 Daly Drive, Ste. 600 Chantilly, VA 20151		Invoice 12-1835; 12-1819; 12-1869; 12-1904; 12-1924		X		5,462.50
ACCOUNT NO. 9507 CP&H, Inc. Attn: Edward A. Price 1500 Morgantown Ind. Park Morgantown, WV 26501		Consideration: Trade Debt				685.32
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceton Mills, WV 26525		Incurred: July 5, 2013 Consideration: Demand Promissory Note to FMW				3,000.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceton Mills, WV 26525		Incurred: 1/14/13 and 1/22/13 Consideration: Line of Credit Loan Agreement 7/14/13 Line of Credit from Dale McBride & Patriot II Partners for \$400,000.00. This amount is due to Mr McBride personally from the Debtor's draws upon the same.				15,000.00
Subtotal						\$ 25,086.76
Total						\$

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Sheet no. 4 of 23 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 6/10/2013 Consideration: Demand Promissory Note to Debtor				5,000.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: February, 2000 Consideration: Royalties Pursuant to Exclusive License Agreement for Technology connected with licenses to Debtor				272,211.54
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 10/17/12 Consideration: Demand Promissory Note to FMW				15,000.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 05/15/13 Consideration: Demand Promissory Note to FMW				1,000.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 05/17/13 Consideration: Demand Promissory Note to FMW				24,000.00
Subtotal >						\$ 317,211.54
Total >						\$

Sheet no. 5 of 23 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceon Mills, WV 26525		Incurred: 06/14/13 Consideration: Demand Promissory Note to FMW				5,000.00
ACCOUNT NO. Dale McBride P. O. Box 187 Bruceon Mills, WV 26525		Incurred: 07/08/13 Consideration: Demand Promissory Note to FMW				2,000.00
ACCOUNT NO. David, Brody & Dondershine, LLP 12355 Sunrise Valley Drive, Ste. 650 Reston, VA 20191		Consideration: Trade Debt				13,589.13
ACCOUNT NO. 333468 Document Center 111 Industrial Road, Ste. 9 Belmont, CA 94002-4044		Consideration: Trade Debt				73.00
ACCOUNT NO. Dominion Hope P. O. Box 26783 Richmond, VA 23261-6783		Consideration: Trade Debt - Utilities June 2013				19.79
			Subtotal >			\$ 20,681.92
			Total >			\$

Sheet no. 6 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Dominion Hope P. O. Box 26828 Richmond, WV 23261-6783		Consideration: Trade Debt - Utilities April - May, 2013			923.73
ACCOUNT NO. 3585A E-Labs, Inc. Attn: Kenneth Malley, Jr. 5150 Lad Land Drive Fredericksburg, VA 22408-8725		Consideration: Trade Debt			12,300.00
ACCOUNT NO. 20755 Elcan Industries, Inc. 20 Marbledale Road Tuckahoe, NY 10707		Consideration: Trade Debt			2,750.00
ACCOUNT NO. Filter Source 101 West High Street Kingwood, WV 26537		Consideration: Trade Debt Inv. 45191; 45237; 45468			331.03
ACCOUNT NO. Frank A. Oliverio, Esq. Hawkins Parnell Thackston & Young 109 Capitol St., Ste. 1000 Charleston, WV 25301-2609		Collections for Alpha Associates			Notice Only

Sheet no. 7 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal > \$ 16,304.76

Total > \$

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Frontier P. O. Box 20550 Rochester, NY 14602-0550		Consideration: Trade Debt April - July, 2013;			422.88
ACCOUNT NO. GE Transportation/Aircraft Engines P. O. Box 641027 Pittsburgh, PA 15264-1027		Consideration: Trade Debt Invoices Ww0JKB 13329; 13330; 13332; 13334; 13335			20,226.18
ACCOUNT NO. GEC, Incorporated 15553 North Preston Highway Bruceeton Mills, WV 26525		Consideration: Trade Debt Reference #: 10186; 10384			3,180.00
ACCOUNT NO. 9084374157 Grainger Industrial Supply 4748 Forbes Blvd. Lanham, MD 20706-4302		Consideration: Trade Debt			220.74
ACCOUNT NO. 026-0733753-000 Great America Leasing Corporation P. O. Box 660831 Dallax TX 75266-0831		Consideration: Trade Debt			4,263.60
			Subtotal >	\$	28,313.40
			Total >	\$	

Sheet no. 8 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 13614621 Greenleaf Corporation 18695 Greenleaf Drive Saegertown, PA 16433		Consideration: Trade Debt				35.32
ACCOUNT NO. Hajoca Plumbing 226 E. B. Saunders Way Clarksburg WV 26301		Consideration: Trade Debt				661.60
ACCOUNT NO. Heaster Hart Office solutions P. O. Box 188 Clarksburg, WV 26301		Incurred: 2013 Consideration: Trade Debt Copier Lease				871.64
ACCOUNT NO. Highmark WV P. O. Box 382153 Pittsburgh, PA 15251-8113		Consideration: Employee Health Insurance				41,699.30
ACCOUNT NO. Jackson Kelly 1099 18th Street, Ste. 2150 Denver, CO 80202		Consideration: Trade Debt Invoices 797649; 799862 - Legal fees				286.35

Sheet no. 9 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ 43,554.21
Total >	\$

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Jackson Kelly, PLLC P. O. Box 11276 Charleston, WV 25322		Consideration: Trade Debt Legal Fees				30,452.01
ACCOUNT NO. Jim Davis 9304 boothe Street Alexandria, VA 22309		Incurred: 2009 - to date Consideration: Board of Directors Fees				101,250.00
ACCOUNT NO. Kanawha Scales & Systems, Inc. P. O. Box 569 Poca, WV 25159		Consideration: Trade Debt Invoices 0003103000; 0003103000A				2,013.21
ACCOUNT NO. File 1022-200 Kevin S. Veenstra, Esq. Sonoma Law Group, Inc. 445 Ordhard St., Ste. 204 Santa rosa, CA 95404		Collection for Retech Systems, LLC for Retech Single Torch Plasma Furnace			X	Notice Only
ACCOUNT NO. Liberty Distributor P. O. Box 498 Triadelphia, WV 26059		Consideration: Trade Debt Invoices 118412; 120219; 122344				228.32

Sheet no. 10 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ 133,943.54
Total >	\$

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

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In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Luvak, Inc. 722 Main Street P. O. Box 597 Boylston, MA 01505			Consideration: Trade Debt				21,999.20
ACCOUNT NO. 06660867 Matheson Tri-Gas, Inc. Attn: John Andrson P. O. Box 347297 Pittsburgh, PA 15251-4297			Consideration: Trade Debt				800.00
ACCOUNT NO. 19302A Mattco Forge, Inc. 16443 Minnesota Ave. Paramount, CA 90723-4201			Consideration: Trade Debt				10,700.00
ACCOUNT NO. 055831 Matthew's Lubrications, Inc. P. O. Box 2150 Clarksburg, WV 26302-2150			Consideration: Trade Debt				432.50
ACCOUNT NO. McCormick & Sons 105 Street Bethesda, OH 43719			Consideration: Trade Debt Invoicoes 18306; 18592				698.25

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Sheet no. 11 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ 34,629.95
Total >	\$

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



In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. McMaster Carr Supply Co. P. O. Box 7690 Chicago, IL 60680-7690		Consideration: Trade Debt Invoices 45840913; 48717229; 49747017; 50936276				219.55
ACCOUNT NO. 211364866 Met Life Investors USA Insurance Co P. O. Box 371487 Pittsburgh, PA 15250-7487		Consideration: Key Man insurance for Dale McBride Policy has lapsed				35,369.00
ACCOUNT NO. Metlife Small Business Center P. O. Box 804466 Kansas City, MO 64180-4466		Incurred: May - June, 2013 Consideration: Employee Life Insurance premiums				3,006.42
ACCOUNT NO. Mill Run Enterprises, Inc. Route 3, Box 69-D Bruceeton Mills, WV 26525		Consideration: Trade Debt				1,615.88
ACCOUNT NO. MonPower P. O. Box 3615 Akron, OH 44309-3615		Consideration: Trade Debt - Utilities 110-082-0670-826 Hazelton \$2,174.38 110 089 101 296 - Hazelton \$1,483.79 110 088 234 776 - Bridgeport \$7,469.71				11,127.88
Subtotal >						\$ 51,338.73
Total >						\$

Sheet no. 12 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. 00691795 Morrison Brothers Co. P. O. Box 238 Dubuque, IA 52004-0238		Consideration: Trade Debt				684.76
ACCOUNT NO. Mountaineer Capital 305 Washington St., West Charleston, WV 25302		Consideration: Trade Debt 2012- 1034; 2013 - 1040				27,923.29
ACCOUNT NO. Mountaineer Capital 305 Washington St., West Charleston, WV 25302		Incurred: 2009 - to present Consideration: Board of Director's Fees				162,500.00
ACCOUNT NO. Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26525		Incurred: August, 2012 - July, 2013 Consideration: Rent for Bridgeport Facility Amount in Arrears				442,899.63
ACCOUNT NO. Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26525		Incurred: June, 2007 Consideration: Promissory Note, Unsecured Pursuant to Loan Agreement dated 5/7/2007 and guaranteed by Aero Corporation				459,240.37
Subtotal >						\$ 1,093,248.05
Total >						\$

Sheet no. 13 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

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In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. MSC Industrial Supply 75 Maxess Road Melville, NY 11747-3151		Consideration: Trade Debt				1,478.22
ACCOUNT NO. Nixon & Vanderhye, PC 901 North Glebe Road, Ste. 1100 Arlington, WV 22203		Consideration: Trade Debt				233,558.62
ACCOUNT NO. Northern Composites, Inc. P. O. Box 6345 Brattleboro, VT 05302-6345		Consideration: Trade Debt				7,755.00
ACCOUNT NO. Patriot II Partners, LLC P. O. Box 187 Bruceton Mills, WV 26525		Incurred: Nov. 2012 - July, 2013 Consideration: Rent for Hazelton Facility - Trade Debt				280,100.00
ACCOUNT NO. Patriot II Partners, LLC P. O. Box 187 Bruceton Mills, WV 26525		Incurred: 1/28/13 - 4/17/13 Consideration: Line of Credit Agreement of 7/14/13 Line of Credit from Patriot II Partners, LLC & Dale M. McBride personally. Creditor is owed \$345,000. from Debtor's draws				345,000.00

Sheet no. 14 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal > \$ 867,891.84

Total > \$

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

In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. Patriot II Partners, LLC P. O. Box 187 Bruceeton Mills, WV 26525		Incurred: 10/17/2012 Consideration: Demand Promissory Note				15,000.00
ACCOUNT NO. Patriot II Partners, LLC P. O. Box 187 Bruceeton Mills, WV 26525		Consideration: Rent for Hazelton Facility - Trade Debt Accrued portion of rent				655,238.69
ACCOUNT NO. File No. 33288 Pennsylvania Assoc. of Credit Managment 3737 Library Road Pittsburgh, PA 15234		Debt for Allegheny Ludlum in the amount of \$5,676.79				Notice Only
ACCOUNT NO. Pest Management Services, Inc. 167 Middletown Circle Fairmont, WV 26554		Consideration: Trade Debt				286.20
ACCOUNT NO. 43353 DKS Phillips Gardill Kaiser & Altmeyer, PLLC 61 Fourteenth Street Wheeling, WV 26003		Incurred: 5/31/13 - 7/15/13 Consideration: Attorney's fees Client matter: F00853-00000				6,705.00
			Subtotal >			\$ 677,229.89
			Total >			\$

Sheet no. 15 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

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In re FMW Composite Systems, Inc.,  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Premier Global Services P. O. Box 404351 Atlanta, GA 30384-4351		Consideration: Trade Debt				702.57
ACCOUNT NO. Preston County PSD #4 P. O. Box 370 Bruceon Mills, WV 26525		Consideration: Utilities				272.40
ACCOUNT NO. Procom 452 Casteel Road Bruceon Mills, WV 26525-5708		Consideration: Internet Service - Hazelton Facility				676.86
ACCOUNT NO. PS Energy Group, Inc. 3060 Momentum PL Chicago, IL 60689-5330		Consideration: Trade Debt Invoice 12073; 12658				1,012.62
ACCOUNT NO. Quadrate, L.L.C. 3909 Belle Rive Terrace Alexandria, VA 22309		Incurred: July, 2012 - 2013 Consideration: Trade Debt			X	21,233.00

Sheet no. 16 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal > \$ 23,897.45

Total > \$

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. Randall L. West Robison International, Inc. 1 Massachusetts Ave., NW, Ste. 880 Washington, DC 20001		Incurred: 2009 - Present Consideration: Board of Directors Fees				97,500.00
ACCOUNT NO. Regis Falinski 11388 Big Canoe Jasper, GA 30143		Consideration: Board of Directors Fees				11,250.00
ACCOUNT NO. 32495 Reliance Laboratories, Inc. P. O. Box 4657 Bridgeport, WV 26330		Consideration: Trade Debt				250.00
ACCOUNT NO. Retch Systems, LLC 100 Henry Station Road Ukiah, CA 95482		Consideration: Trade Debt for Retch Single Torch Plasma Furnace			X	308,927.00
ACCOUNT NO. N0042105C0041 Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Incurred: 1/24/13 Consideration: Disapproved costs Notice #448; DCAA Audit Report # 1701-2006X10100142	X	X	X	77,015.00
Subtotal ▶						\$ 494,942.00
Total ▶						\$

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Sheet no. 17 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. N0042105C0041 Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Incurred: 01/07/13 Consideration: Disapproved costs Notice #397; DCAA Audit Report # 1701-2006X10100142	X	X	X	147,842.00
ACCOUNT NO. N0042105C0041 Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Incurred: 01/07/13 Consideration: Disapproved costs Notice #398; DCAA Audit Report # 1701-2006X10100142	X	X	X	585,190.00
ACCOUNT NO. N0042105C0041 Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Incurred: 01/07/13 Consideration: Disapproved costs Notice #224; DCAA Audit Report # 1701-2006X10100142	X	X	X	59,436.00
ACCOUNT NO. N0042105C0041 Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Incurred: 01/28/13 Consideration: Disapproved costs Notice # 446; DCAA Audit Report # 1701-2006X10100142	X	X	X	68,058.00
ACCOUNT NO. Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141		Consideration: Disapproved costs Liability for additional disapproved costs pending future audits	X	X	X	Unknown
			Subtotal >			\$ 860,526.00
			Total >			\$

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Sheet no. 18 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 1-13-3599 Robert C. Byrd Institute 1050 Fourth Avenue Huntington, WV 25701		Consideration: Trade Debt				17.50
ACCOUNT NO. Robison International, Inc. 1 Massachusetts Ave., NW, Ste 880 Washington, DC 20001		Consideration: Consulting fees				60,137.86
ACCOUNT NO. Roylinda Properties, LLC c/o John R. Angotti 274 Spruce Street Morgantown, WV 26505		Incurred: 5/6/13 to 6/16/13 Consideration: Trade Debt				515.37
ACCOUNT NO. 086434 Russell Finex, Inc. Attn: Douglas R. Patridge P. O. Box 69 Pineville, NC 28134		Consideration: Trade Debt				124.00
ACCOUNT NO. 163150 Secure Us, Inc. 330 Scott Avenue Morgantown, WV 26507		Consideration: Trade Debt				636.00

Sheet no. 19 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ 61,430.73
Total >	\$

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

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In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. Staples Dept 22 - 0001444622 P. O. Box 689020 Des Moines, IA 50368-9020		Consideration: Trade Debt				157.26
ACCOUNT NO. State Electric Supply Company P. O. Box 890889 Charleston, WV 28289-0889		Consideration: Trade Debt				3,012.42
ACCOUNT NO. Terrance Lyons 6340 Tarragon Road Rancho Palos Verdes, CA 90275		Consideration: Board of Directors fees				11,250.00
ACCOUNT NO. 0000076410 The Cincinnati Insurance Company P. O. Box 145620 Cincinnati, OH 25360-5620		Incurred: 04/07/2013 Consideration: Insurance Commercial Package Insurance				11,001.00
ACCOUNT NO. 875202-001 ThermoFisher Scientific P. O. Box 404705 Atlanta, GA 30384-4705		Consideration: Trade Debt				822.76
Subtotal >						\$ 26,243.44
Total >						\$

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Sheet no. 20 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

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

In re FMW Composite Systems, Inc.  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Thomas J. Keenan 110 E. Center St., #1492 Madison, SD 57042		Consideration: ?????? Invoices #1 - #14				37,707.01
ACCOUNT NO. Thomas Keenan 110 E. Center St. Madison, SD 57042		Consideration: Board of Director's Fees				90,000.00
ACCOUNT NO. 774113 Titanium Industries, Inc. 4113 Solutions Center Chicago, IL 60677-4001		Consideration: Trade Debt				5,023.83
ACCOUNT NO. Touchtone Communications P. O. Box 27772 Newark, NJ 07101-7772		Consideration: Trade Debt Service Terminated				2,013.00
ACCOUNT NO. Unishippers P. O. Box 42036 Urbandale, IA 50323		Consideration: Trade Debt				2,290.60

Sheet no. 21 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal ▶	\$ 137,034.44
Total ▶	\$

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

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In re FMW Composite Systems, Inc.,  
Debtor

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. United States of America USAF/AFMC; DET 1 AF Research 2310 8th Street, Building 167 Wright-Patterson AFB, OH 45433		Title III Equipment Holder				Notice Only
ACCOUNT NO. University of Dayton Research Institute Contracts and Grants 300 College Park Dayton, OH 45469-0104		Consideration: Trade Debt Sub-contractor on Air Force Program				34,924.37
ACCOUNT NO. UNUM Life Insurance Company P. O. Box 406990 Atlanta, GA 30384-6990		Incurred: May - August, 2013 Consideration: Employee Life Insurance Employee Life Insurance				4,568.98
ACCOUNT NO. Urish Popeck & Co., LLC 101 Trich Drive, Ste. 3 Washington, PA 15301		Consideration: Trade Debt		X		83,678.00
ACCOUNT NO. US Cellular P. O. Box 371345 Pittsburgh, PA 15250-7345		Consideration: Trade Debt - Phones 919-546-6391 - 133 919-546-6391 - 134				954.37

Sheet no. 22 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal >	\$ 124,125.72
Total >	\$

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

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In re FMW Composite Systems, Inc.  
Debtor

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

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

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Verizon Business P. O. Box 660794 Dallas, TX 75266-0794		Consideration: Trade Debt 67610671; 68550771; 00788128; 06980047				2,044.56
ACCOUNT NO. William Miller 200 Long Point Road Crownsville, MD 21032		Incurred: 11/14/12 Consideration: Business Expense Reimbursement for attendance at Aero Corporation Board Meeting				312.20
ACCOUNT NO. William Miller 200 Long Point Road Crownsville, MD 31032		Incurred: 2009 - present Consideration: Board of Director's Fees				35,000.00
ACCOUNT NO. 00301529 WV Dept. of Environmental Protection Div. Waste Water Management P. O. Box 364 Charleston, WV 25322		Consideration: Trade Debt Groundwater Protection Fee - \$50.00 WVNPDES Annual Permit fee: \$250.00				300.00
ACCOUNT NO. Xerox Corporation P. O. Box 827598 Philadelphia, PA 19182-7598		Consideration: Trade Debt 066146045; 066647785; 067154297				548.91

Sheet no. 23 of 23 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal ▶ \$ 38,205.67

Total ▶ \$ 5,488,104.73

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

In re FMW Composite Systems, Inc.

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

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.
Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26525	Lease for Debtor's Bridgeport, WV facility Lease on nonresidential real property
Patriot II Partners P. O. Box 187 Bruceton Mills, WV 26525	Lease for Debtor's Hazelton Facility in Bruceton Mills, WV Lease on nonresidential real property
National City Commercial Capital Co. 955 Dalton Avenue Cincinnati, OH 45203	Gerber Cutter DC82500 Cutting Machine together with all attachments - Lease Number 120569000; payments being made to Branch Banking & Trust
Mon Power P O. Box 3615 Akron, OH 44309-3615	March 10, 2010 - electric service for Hazelton Facility - 12 month lease 30 day notice of cancellation
Procom 452 Casteel Road Bruceton Mills, WV 26625-5708	Internet Service for Hazelton Facility; month to month lease November, 20120
US Cellular P. O. Box 371345 Pittsburgh, PA 15250-7345	Cell phone contracts for numbers 304-677-8950; 304-677-323 ; 304-669-4313; 304-677-0773 304-290-9023
ADT - Tyco Integrated Security P. O. Box 371967 Pittsburgh, PA 15250-7967	Security for Bridgeport Facility Date of Lease: 09/09/13 - End of lease: 09/2014 - Termination Costs \$7,500.00

In re FMW Composite Systems, Inc.Case No. \_\_\_\_\_  
(if known)

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Page)

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.
Air Products and Chemicals, Inc. P. O. Box 935430 Atlanta, GA 31193-5430	Tank Rental - 6 tanks Leases run from 2010 & 2012 through 2017 - 2019
Great America Leasing Corporation P. O. Box 660831 Dallax TX 75266-0831	Agreement # 026-0733753-000 Toshiba Copier; Lease 9/2010 to 12/2016
USAF/AFMC DET 1 AF Research Laboratory 2310 Eight St., Bldg 167 Wright-Patterson AFB, OH 45433-7801	Agreement FA8650-06-5515-P00005 Contract No: FA8650-06-5515-P00005
Dale McBride P. O. Box 187 Bruceeton Mills, WV 26525	Exclusive License Agreement for Technology and patents with Debtor
Xerox Corporation P. O. Box 827598 Philadelphia, PA 19182-7598	Maintenance agreement and supply, agreement renewed on 4/30/13 and is a 12 month agreement
Highmark WV P. O. Box 382153 Pittsburgh, PA 15251-8113	Employee Health Care Program
The Cincinnati Insurance Company P. O. Box 145620 Cincinnati, OH 45250-5620	Commercial Insurance Package Policy Policy # EPP/EBA 0098415 Policy dates 07/07/13 to 07/07/14
Heaster Hart Office Solutions P. O. Box 188 Clarksburg, WV 26301	Lease for copier/maintenance

In re FMW Composite Systems, Inc.  
Debtor

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

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Page)

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.
Lincoln National Corporation 1300 S. Clinton St., Ste. 500 Mail Stop 6H-02 Fort Wayne, IN 46802	Employee 401k Plan

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In re FMW Composite Systems, Inc.

Debtor

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

(if known)

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by 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. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Dale McBride P. O. Box 187 Bruceton Mills, WV 26525	National City Commercial Capital 995 Dalton Ave. Cincinnati, OH 45203 Lease now being paid to BB&T
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Branch Banking and Trust Company Clarksburg - Commercial Loans 400 W. Main St. Clarksburg, WV 26301-2868
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26625
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Branch Banking and Trust Company Clarksburg - Commercial Loans 400 W. Main St. Clarksburg, WV 26301-2868
Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26525	Rockwell Forest Products 960 Penn Avenue, 8th Floor Pittsburgh, PA 15222-3818
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Terence W. Lyons 6340 Tarragon Rd. Rancho Palos Verdes, CA 90275
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Patriot II Partners, LLC P. O. Box 134 Bruceton Mills, WV 26525



In re FMW Composite Systems, Inc.

Debtor

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

(if known)

**SCHEDULE H - CODEBTORS**  
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Dale McBride P. O. Box 187 Bruceton Mills, WV 26525 Subordinated Debenture 12/31/2012
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Mountaineer Real Estate P. O. Box 187 Bruceton Mills, WV 26625 for Loan Agreement dated 5/7/2007
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Mountaineer Capital 305 Washington St., West Charleston, WV 25302
FMW Composite Systems, Inc. 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	Guarantor for WV Economic Development Authority Loan to Patriot II Partners in the amount of \$938,000.00

FMW Composite Systems, Inc.

## EXHIBIT A

### SCHEDULE B - PERSONAL PROPERTY

No. 22: Patents, copyrights, and other intellectual property

A	B	C	D	E	F	G	H
1	2	3	4	5	6	7	8
Country	Applic. No.	Applic. Date	Grant No.	Grant Date	Title	Inventor	
US	639193	8/9/1984	5,424,109	6/13/1995	Hybrid Dual Fiber Matrix Densified Structure and Method for Making Same	Bletz	
US	359,388	12/20/1994	5,624,316	4/29/1997	Co-Mingled S/C TOW fiber and Carbon TOW fiber for high strength oxidation resistant ceramic composite fabrication	Hanusak et al.	
France	95944503.2	12/20/1995	799122	9/22/1999	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
Italy	95944503.2	12/20/1995	799122	9/22/1999	Method of making powder metal composite pre-preg by applying metal powder to a layer of aligned fibers to form a single ply layup tape	Hanusak et al.	
GB	95944503.2	12/20/1995	799122	9/22/1999	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
Spain	95944503.2	12/20/1995	799122	9/22/1999	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
Germany	95944503.2	12/20/1995	799122	9/22/1999	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
S Korea	70434497	12/20/1995	10-0242175	11/9/1999	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
Japan	5199671/996	12/20/1995	3260762	12/14/2001	Methods of Making Preforms for Composite Material Manufacture	Hanusak et al.	
US	447,584	5/23/1995	5,763,079	6/9/1998	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
Japan	53728-8	5/9/1996	301771	12/10/1999	Method of making metal composite layup tape by co-winding metal wire with ceramic fibers	Hanusak et al.	
S Korea	70828897	5/9/1996	10-0257646	3/3/2000	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
S Korea	7010953/1999	5/9/1996	10-0311744	9/27/2001	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
S Korea	7010954/1999	5/9/1996	10-0311743	9/27/2001	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
France	96915736.1	5/9/1996	883486	10/30/2002	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
Germany	96915736.1	5/9/1996	883486	10/30/2002	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
Italy	96915736.1	5/9/1996	883486	10/30/2002	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
GB	96915736.1	5/9/1996	883486	10/30/2002	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
Spain	96915736.1	5/9/1996	883486	10/30/2002	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
US	755,048	11/22/1996	6,077,066	6/20/2000	Wire Preforms for Composite Material Manufacture and Methods of Making	Hanusak et al.	
US	09173,176	10/15/1998	6,217,310	4/17/2001	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
S Korea	61651/97	11/21/1997	10-0263459	5/17/2000	Method of encapsulating metal composite green forms to enable controlled HIP consolidation to finished composite	Hanusak et al.	
China P.R.	97122160.X	11/21/1997	1187419	8/15/2001	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
France	97203551.3	11/14/1997	849020	10/15/2003	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
GB	97203551.3	11/14/1997	849020	10/15/2003	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
Italy	97203551.3	11/14/1997	849020	10/15/2003	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
Germany	97203551.3	11/14/1997	849020	10/15/2003	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
France	3077267.7	7/21/2003	1386678	3/23/2005	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
Germany	3077267.7	7/21/2003	1386678	3/23/2005	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
Italy	3077267.7	7/21/2003	1386678	3/23/2005	Tooling Apparatus for Composite Fabrication	Hanusak et al.	
GB	3077267.7	7/21/2003	1386678	3/23/2005	Tooling Apparatus for Composite Fabrication	Hanusak et al.	

A	B	C	D	E	F	G	H
42	Spain	3077267.7	7/21/2003	1386678	3/23/2005	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
43	France	3077269.3	7/21/2003	1386680	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
44	Germany	3077269.3	7/21/2003	1386680	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
45	Italy	3077269.3	7/21/2003	1386680	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
46	GB	3077269.3	7/21/2003	1386680	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
47	Spain	3077269.3	7/21/2003	1386680	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
48	France	3077268.5	7/21/2003	1386679	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
49	Germany	3077268.5	7/21/2003	1386679	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
50	Italy	3077268.5	7/21/2003	1386679	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
51	GB	3077268.5	7/21/2003	1386679	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
52	Spain	3077268.5	7/21/2003	1386679	5/10/2006	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
53	Japan	2008-041970	2/22/2008	4718571	4/8/2011	Tooling Apparatus for Composite Fabrication	Hanusiak et al.
54	US	09957490	9/21/2001	6,548,061	5/27/2003	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
55						Method of applying a wire overmap to cylindrical metal composite green forms to control fiber placement during processing	Hanusiak et al.
56							
57	China P. R.	2818482.3	9/23/2002	1556739	3/7/2007	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
58	Italy	2780338.6	9/23/2002	1438155	7/1/2009	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
59	France	2780338.6	9/23/2002	1438155	7/1/2009	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
60	Germany	2780338.6	9/23/2002	1438155	7/1/2009	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
61	Spain	2780338.6	9/23/2002	1438155	7/1/2009	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
62	GB	2780338.6	9/23/2002	1438155	7/1/2009	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
63	Japan	2009-528350	9/23/2002	4452900	2/5/2010	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
64	S Korea	2004-7004131	9/23/2002	10-0972409	7/20/2010	Method for Controlling Composite Preform Elements During Processing	Hanusiak et al.
65	Japan	2939857001	9/26/2001	4169501	8/15/2008	Methods of Making Preforms for Composite Material Manufacture	Hanusiak et al.
66	US	682225	8/8/2001	6,786,364	9/7/2004	Transportable Storage with an Autonomous Dispensing System	Hanusiak et al.
67						GEES	McBride
68							
69	US	10901359	7/29/2004	7,118,963	10/10/2006	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
70	US	11/512,186	8/30/2006	7,287,719	10/30/2007	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
71	US	11/512,218	8/30/2006	7,377,465	5/27/2008	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
72	US	11/512,211	8/30/2006	7,694,910	4/13/2010	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
73						Method of tooling and co-winding metal wire and ceramic fiber to form ring reinforced composite components	Hanusiak et al.
74							
75	China P. R.	20080602435	7/19/2003	101415541	7/13/2011	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
76	Japan	2007-523625	7/19/2005	4801087	8/12/2011	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
77	Korea	1020077004720	2/27/2007	10200770064591	4/15/2013	Wire/Fiber Ring and Method for Manufacturing the Same	Hanusiak et al.
78	US		N/A			Method for Manufacture Titanium Alloy Wire With Enhanced Properties	Hanusiak et al.

A	B	C	D	E	F	G	H
79						Method of drawing and heat treating boron enhanced titanium wire	
80							
81	China P.R.	200580024312.5	5252005	101068945	7/14/2010	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
82	Germany	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
83	Spain	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
84	France	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
85	GB	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
86	Italy	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
87	Sweden	5755493.3	5252005	1784269	12/14/2011	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
88	Japan	2007-522498	5252005	5037340	7/13/2012	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
89	S Korea	2007-7001471	1/19/2007	10-1184464	9/13/2012	Method for Manufacture Titanium Alloy Wire with Enhanced Properties	Hanusiak et.al.
90	US	11/448,160	6/7/2006	7,879,286	2/1/2011	Method of Producing High Strength, High Stiffness and High Ductility Titanium Alloys	Miracle et.al.
91						Method of producing boron enhanced titanium alloys	
92							
93	China P.R.	200780023844.6	5/04/2007	101501228	6/9/2011	Method of Producing High Strength, High Stiffness and High Ductility Titanium Alloys	Miracle et.al.
94	Japan	2006-544063	12/13/2004	4890362	12/22/2011	Method for Producing High Strength, High Stiffness and High Ductility Titanium alloys	Miracle et.al.
95	US	10581,998	12/13/2004	8,128,764	3/6/2012	Titanium Alloy Microstructural Refinement Method and High Temperature, High Strain Rate Superplastic Forming of Titanium Alloys	Miracle et.al.
96						Method of producing boron enhanced titanium alloys suitable for super plastic forming	

FMW Composite Systems, Inc.

EXHIBIT B  
STATEMENT OF AFFAIRS

No. 3(b)      Payments to creditors

Check #	Date	Payee	Cash Account	Amount	Services/Value
2384	5/17/13	City of Bridgeport	1005-00	1,112.74	
2385	5/17/13	Dominion Hope	1005-00	6,336.78	Utilities
2386	5/22/13	MonPower	1005-00	4,957.90	Utilities
2387	5/22/13	Roylinda Properties, LLC.	1005-00	171.79	Employee Garnishment submittal
PHONE PMT	5/23/13	MonPower	1005-00	4,364.72	Utilities
PHONE PMT	5/23/13	MonPower	1005-00	2,265.02	Utilities
PHONE PMT	5/31/13	US Cellular	1005-00	1,173.12	Cellular Phones
PHONE PMT	6/10/13	Frontier	1005-00	244.26	Office Phones
2408	6/11/13	Petty Cash Plant	1005-00	500.00	Supplies
PHONE PMT	6/14/13	MonPower	1005-00	8,686.93	Utilities
2410	6/14/13	Procom	1005-00	666.01	
2428	6/14/13	Procom	1005-00		
2429	6/20/13	Procom	1005-00	666.01	Offset Below
2446	6/28/13	Highmark WV	1005-00	15,855.87	Healthcare Insurance
2447	6/28/13	Premier Bank	1005-00	650.85	
2410V	6/30/13	Procom	1005-00	-666.01	Offset Above
paid by phone	7/8/13	MonPower	1005-00	1,534.74	Utilities
2461	7/17/13	Adam Byrd	1005-00	2,002.69	Payroll
2466	7/17/13	American Express	1005-00	5,577.68	Need Breakout
2458	7/17/13	Burl Shaffer	1005-00	874.18	Payroll
2465	7/17/13	City of Bridgeport	1005-00	1,163.64	
2449	7/17/13	Date McBride	1005-00	4,438.60	Payroll
2451	7/17/13	David Livingston	1005-00	2,099.82	Payroll
2457	7/17/13	Dottie Brand	1005-00	1,697.23	Payroll
2448	7/17/13	Edith Hamrick	1005-00	2,334.48	Payroll
2450	7/17/13	Jennifer Morton	1005-00	2,903.15	Payroll
2454	7/17/13	John Thi	1005-00	1,879.13	Payroll
2462	7/17/13	Matthew DuBois	1005-00	713.83	Payroll
2453	7/17/13	Melanie McBride	1005-00	1,583.24	Payroll
2464	7/17/13	New Breed Creative	1005-00	2,536.05	IT Support
2467	7/17/13	Preston Co. PSD	1005-00	302.40	Water Bill
2460	7/17/13	Richard Kirsch	1005-00	1,822.69	Payroll
2456	7/17/13	Sam Myers	1005-00	522.08	Payroll
2455	7/17/13	SAM SHAHAN	1005-00	820.45	Payroll
2459	7/17/13	Shelly Montgomery	1005-00	2,085.10	Payroll
2463	7/17/13	Thomas Zinchook	1005-00	417.82	Payroll
2452	7/17/13	William Hanusiak	1005-00	5,018.56	Payroll
2477V	7/19/13	MonPower	1005-00	-3,834.67	VOID
2478	7/19/13	MonPower	1005-00	3,834.67	VOID
2479	7/19/13	Preston Sanitation Inc.	1005-00	970.84	Utilities
2480	7/19/13	Preston Sanitation Inc.	1005-00	198.42	Dumpster
2475	7/19/13	Waste Management of WV	1005-00		

2476

7/19/13  
Total Payments 90 Days

William Hanusiak

1005-00

5,018.56 Payroll  
95,501.37



FMW Composite Systems, Inc.

## EXHIBIT C

### STATEMENT OF AFFAIRS

No. 14      Property held for another person.



45	Material, Labor and Transportation for Three Protectors	Receiving	Quality Machine Co.	N/A		452	Hazleton, WV	5	\$15,152.34	Thru III	4/27/2011	5/18/2011	9/25/2011						
46	Big C microscope discharge	microscopy	PTB Sales, Inc.	Technical Tool Inc.		453	Hazleton, WV	5	\$329.00	Thru III	6/1/2011	6/1/2011	6/15/2011						Recycle treated 5/25/11
47	vacuum pump	vacuum pump	PTB Sales, Inc.	Leibold	Thru D058	454	Hazleton, WV	5	\$4,400.00	Thru III	7/1/2011	7/25/2011	9/25/2011	6/8/2011	6/27/2011				TMC and Sic microscope TMC-subunit vacuum pump for TMC discharge
48	scanning electron microscope including energy dispersive scanning gas circuit (flat detector)	microscopy	JEOL	JEOL USA, Inc.	JSM-4010	455	Hazleton, WV	5	\$135,000.00	Thru III	7/1/2011	12/19/2011	1/29/2011						Sic and CMF scanning microscope
49	gas circuit (flat detector) cabinet, 1 hydrogen and propane gas monitoring system	safety	Premier Safety & Service, Inc.	Geo Tech Premier Safety & Service, Inc.		456	Hazleton, WV	5	\$3,125.00	Thru III	6/29/2011	9/22/2011	9/22/2011	9/27/2011					flat detector for all piping and connection
50	Hyundai lift truck	safety	Hyundai Material Handling North America, Inc.	Hyundai Material Handling North America, Inc.		457	Hazleton, WV	5	\$1,359.00	Thru III	9/7/2011	9/29/2011	10/12/2011						Sic gas cabinet
51	Hyundai lift truck	Lifting	ALD	Baltimore Aircraft Company		458	Hazleton, WV	5	\$30,000.00	Thru III	10/1/2011	10/20/2011	10/4/2011	10/9/2011					Material handling item
52	4" schedule 40 pipe diameter, 150 lb					459	Hazleton, WV	5	\$30,549.69	Thru III	9/24/2011	10/21/2011							
53	4" schedule 40 pipe diameter, 150 lb flange circulation heater					460	Hazleton, WV	5	\$30,549.69	Thru III	9/24/2011	10/21/2011							
54	8" schedule 40 pipe diameter, 150 lb T1 atomizer					461	Hazleton, WV	5	\$39,041.25	Thru III	9/24/2011	10/21/2011							
55	11" powder					462	Hazleton, WV	5	\$1,654,000.00	Thru III	6/25/2011	10/19/2011							
56	Cooling Tower						Hazleton, WV	5	\$34,440.00	Thru III	1/17/2011	1/17/2011							
57	Cooling Tower Heat Exchanger cabinet, 2 additional gas monitoring system for 1st vapor - 2 others and propane lift						Hazleton, WV	5	\$19,395.00	Thru III	1/17/2011	1/17/2011							
58	Sic fiber production						Hazleton, WV	5	\$1,144.00	Thru III	9/20/2011	9/20/2011							
59	Sic fiber production						Hazleton, WV	5	\$2,238.50	Thru III	9/20/2011	9/20/2011							
60	Starter pack						Hazleton, WV	5	\$293.00	Thru III	1/17/2011	1/17/2011							
61	Analytical balance (117) alloy 316 plates with non-clip on plates	weighing	Mettler Toledo, Inc.	Mettler Toledo, Inc.			Hazleton, WV	5	\$3,900.65	Thru III	1/17/2011	1/21/2011	1/21/2011	1/21/2011	1/21/2011				
62	Heat exchanger, PAM system						Hazleton, WV	5	\$12,165.00	Thru III	1/27/2011	1/27/2011							
63	Heat exchanger, EICA system						Hazleton, WV	5	\$6,280.00	Thru III	1/27/2011	1/27/2011							
64	Heat exchanger, EICA system						Hazleton, WV	5	\$34,440.00	Thru III	1/27/2011	1/27/2011							
65	Heat exchanger, EICA system						Hazleton, WV	5	\$3,900.65	Thru III	1/17/2011	1/21/2011	1/21/2011	1/21/2011	1/21/2011				
66	Heat exchanger, EICA system						Hazleton, WV	5	\$12,165.00	Thru III	1/27/2011	1/27/2011							
67	Heat exchanger, EICA system						Hazleton, WV	5	\$6,280.00	Thru III	1/27/2011	1/27/2011							
68	Heat exchanger, EICA system						Hazleton, WV	5	\$34,440.00	Thru III	1/27/2011	1/27/2011							
69	Heat exchanger, EICA system						Hazleton, WV	5	\$3,900.65	Thru III	1/17/2011	1/21/2011	1/21/2011	1/21/2011	1/21/2011				
70	Heat exchanger, EICA system						Hazleton, WV	5	\$12,165.00	Thru III	1/27/2011	1/27/2011							
71	Heat exchanger, EICA system						Hazleton, WV	5	\$6,280.00	Thru III	1/27/2011	1/27/2011							
72	Heat exchanger, EICA system						Hazleton, WV	5	\$34,440.00	Thru III	1/27/2011	1/27/2011							
73	Heat exchanger, EICA system						Hazleton, WV	5	\$3,900.65	Thru III	1/17/2011	1/21/2011	1/21/2011	1/21/2011	1/21/2011				
74	Heat exchanger, EICA system						Hazleton, WV	5	\$12,165.00	Thru III	1/27/2011	1/27/2011							
75	Heat exchanger, EICA system						Hazleton, WV	5	\$6,280.00	Thru III	1/27/2011	1/27/2011							
76	Heat exchanger, EICA system						Hazleton, WV	5	\$34,440.00	Thru III	1/27/2011	1/27/2011							

FMW Composite Systems, Inc.

## EXHIBIT D

### STATEMENT OF AFFAIRS

No. 3(c)                      Payments made for the benefit of Creditors who are or were insiders.

EMPLOYEE NAME	FILE NUMBER	PAYDATE	GROSS EARNINGS	REGULAR HOURS	OVERTIME HOURS	TOTAL HOURS	INSURANCE	PREM	C_NETPAK
DALE MCBRIDE	000092	06/01/2012	7,652.31	80.00		80.00	8.00	141.80	4,615.65
DALE MCBRIDE	000092	06/11/2012	7,652.31	72.00		72.00		141.80	4,685.02
DALE MCBRIDE	000092	06/23/2012	7,652.31	80.00		80.00		141.80	4,905.77
DALE MCBRIDE	000092	07/13/2012	15,304.62	64.00		64.00		141.80	9,454.63
DALE MCBRIDE	000092	07/21/2012	7,652.31	8.00		8.00		141.80	5,009.24
DALE MCBRIDE	000092	08/10/2012	7,652.32	40.00		40.00		141.80	4,939.89
DALE MCBRIDE	000092	08/24/2012	7,652.32	40.00		40.00		141.80	5,009.25
DALE MCBRIDE	000092	09/07/2012	7,652.31	80.00		80.00		141.80	4,939.88
DALE MCBRIDE	000092	09/21/2012	7,652.31	80.00		80.00		141.80	5,009.23
DALE MCBRIDE	000092	10/05/2012	7,652.31	80.00		80.00		141.80	4,939.89
DALE MCBRIDE	000092	11/02/2012	7,652.31	72.00		72.00		141.80	4,939.89
DALE MCBRIDE	000092	11/16/2012	12,337.63	72.00		72.00		141.80	5,009.23
DALE MCBRIDE	000092	12/14/2012	7,652.31	64.00		64.00		141.80	4,933.18
DALE MCBRIDE	000092	01/11/2013	7,652.31	80.00		80.00		141.80	4,839.11
DALE MCBRIDE	000092	01/25/2013	7,652.31	64.00		64.00		150.49	4,846.99
DALE MCBRIDE	000092	02/08/2013	7,652.31	64.00		64.00		150.49	4,421.15
DALE MCBRIDE	000092	02/22/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	03/08/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	03/22/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	04/05/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	04/19/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	05/03/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	05/17/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	05/31/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	06/14/2013	7,652.31	80.00		80.00		150.49	4,438.60
DALE MCBRIDE	000092	06/28/2013	23,076.93	72.00		72.00		150.49	4,438.60
JENNIFER MORTON	000098	06/01/2012	4,076.52	80.00		80.00		451.47	13,446.54
JENNIFER MORTON	000098	06/15/2012	4,076.52	72.00		72.00			2,572.16
JENNIFER MORTON	000098	06/29/2012	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	07/13/2012	4,076.52	80.00		80.00			2,572.15
JENNIFER MORTON	000098	07/27/2012	4,076.52	80.00		80.00			2,572.15
JENNIFER MORTON	000098	08/10/2012	4,076.52	72.00		72.00			2,572.16
JENNIFER MORTON	000098	08/24/2012	4,076.52	80.00		80.00			2,572.14
JENNIFER MORTON	000098	09/07/2012	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	09/21/2012	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	10/05/2012	4,076.52	72.00		72.00			2,572.15
JENNIFER MORTON	000098	10/19/2012	4,076.52	80.00		80.00			2,572.15
JENNIFER MORTON	000098	11/02/2012	4,076.52	80.00		80.00			2,572.15
JENNIFER MORTON	000098	11/16/2012	4,076.52	80.00		80.00			2,572.15
JENNIFER MORTON	000098	11/30/2012	4,076.52	72.00		72.00			2,572.16
JENNIFER MORTON	000098	12/14/2012	4,076.52	64.00		64.00			2,572.16
JENNIFER MORTON	000098	12/28/2012	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	01/11/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	01/25/2013	4,076.52	64.00		64.00			2,572.16
JENNIFER MORTON	000098	02/08/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	02/22/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	03/08/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	03/22/2013	4,076.52	72.00		72.00			2,572.16
JENNIFER MORTON	000098	04/05/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	04/19/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	05/03/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	05/17/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	05/31/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	06/14/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	06/28/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	07/12/2013	4,076.52	80.00		80.00			2,572.16
JENNIFER MORTON	000098	07/26/2013	10,310.76	72.00		72.00			2,572.16
MELANIE MCBRIDE	000197	06/01/2012	10,310.76	120.00		120.00			2,503.14
MELANIE MCBRIDE	000197	06/15/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	06/29/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	07/13/2012	2,326.52	62.50		62.50			2,503.14
MELANIE MCBRIDE	000197	07/27/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	08/10/2012	2,326.52	66.50		66.50			2,503.14
MELANIE MCBRIDE	000197	08/24/2012	2,326.52	72.50		72.50			2,503.14
MELANIE MCBRIDE	000197	09/07/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	09/21/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	10/05/2012	2,326.52	80.00		80.00			2,503.14
MELANIE MCBRIDE	000197	10/19/2012	2,326.52	58.50		58.50			2,503.14



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EMPLOYEE NAME	FILE NUMBER	PAYDATE	GROSS EARNINGS	HOURS REGULAR	HOURS OVERTIME	HOURS 3-4	DISTANCE	PREM	C	NETPAY
MELANIE MCBRIDE	000197	11/02/2012	2,326.52	80.00				50.44		1,531.83
MELANIE MCBRIDE	000197	11/16/2012	2,326.52	51.00				50.44		1,531.82
MELANIE MCBRIDE	000197	11/30/2012	2,326.52	72.00				50.44		1,531.82
MELANIE MCBRIDE	000197	12/13/2012	2,326.52	45.30				50.44		1,531.83
MELANIE MCBRIDE	000197	12/27/2012	2,326.52	72.50				50.44		1,531.83
MELANIE MCBRIDE	000197	01/10/2013	2,326.52	61.90				53.53		1,482.16
MELANIE MCBRIDE	000197	01/24/2013	2,326.52	49.00				53.53		1,486.53
MELANIE MCBRIDE	000197	02/07/2013	2,326.52	78.60				53.53		1,486.53
MELANIE MCBRIDE	000197	02/21/2013	2,326.52	66.30				53.53		1,486.53
MELANIE MCBRIDE	000197	03/07/2013	2,326.52	72.00				53.53		1,486.53
MELANIE MCBRIDE	000197	03/21/2013	2,326.52	62.90				53.53		1,486.53
MELANIE MCBRIDE	000197	04/04/2013	2,326.52	80.00				53.53		1,486.53
MELANIE MCBRIDE	000197	04/18/2013	2,326.52	64.10				53.53		1,486.53
MELANIE MCBRIDE	000197	05/03/2013	2,326.52	40.00				53.53		1,486.53
MELANIE MCBRIDE	000197	05/17/2013	2,326.52	80.00				53.53		1,486.53
MELANIE MCBRIDE	000197	06/01/2013	2,326.52	66.90				53.53		1,486.53
MELANIE MCBRIDE	000197	06/14/2013	2,326.52	64.20				53.53		1,486.53
MELANIE MCBRIDE	000197	07/26/2013	6,980.76	187.10				160.59		4,749.81
*** REPORT TOTALS ***			460,596.05	6,794.20				6,136.14		294,805.89



TOTALS  
Autopay Management Report

FMW COMPOSITE SYSTEM  
Company Code: NH7

Batch: P-1564-056 Period Ending: 08/04/2013  
Report: A99 Pay Date: 08/07/2013

Week 32  
Page 2

MR

EMPLOYEE NAME	EMPLOYEE NUMBER	GROSS EARNINGS	HOURS REGULAR	HOURS OVERTIME	HOURS TOTAL	INSURANCE DED	PREM DED	C. NETPAY
DALE MCBRIDE	000092	251,206.95	2,208.00		272.00	4,526.15		149,878.38
JENNIFER MORTON	000098	137,254.61	2,496.00		197.30			98,057.85
MELANIE MCBRIDE	000197	72,134.49	2,090.20		390.10	1,609.99		46,869.66
*** REPORT TOTALS ***		460,596.05	6,794.20		859.40	6,136.14		294,805.89



TOTALS  
Autopay Management Report

FMW COMPOSITE SYSTEM  
Company Code: NH7

Batch: P-1552-0156  
Report A99

Period Ending: 08/04/2013  
Pay Date: 08/07/2013  
Week 32  
Page 1

In re FMW Composite Systems, Inc. Debtor Case No. \_\_\_\_\_ (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES
DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of \_\_\_\_\_ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date \_\_\_\_\_

Signature: \_\_\_\_\_ Debtor

Date \_\_\_\_\_

Signature: \_\_\_\_\_ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 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 by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X \_\_\_\_\_ Signature of Bankruptcy Petition Preparer

\_\_\_\_\_ Date

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

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

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

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

I, the President [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the FMW Composite Systems, Inc. [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 64 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date August 7, 2013

Signature: Dale R. McBride

DALE R. MCBRIDE

[Print or type name of individual signing on behalf of debtor.]

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

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.



**ASSETS**

**Current Assets**

Petty Cash	1,000.00	
Accounts Receivable	43,000.00	
Accounts Receivable - Other	25,000.00	
Inventory	701,698.18	
Inventory - Finished Goods	673,508.00	
Inventory - WIP	65,690.00	
Inventory Reserve	(183,449.00)	
Prepaid Expense - Other	31,181.61	
Worker's Compensation Deposit	29,154.00	
Deposit - Dominion Hope	218.00	
<b>Total Current Assets</b>		<b>1,387,000.79</b>

**Property and Equipment**

Machinery & Equipment	3,560,317.49	
Vehicles	72,989.95	
Computers & Software	325,395.45	
Office Furniture	3,460.80	
Leasehold Improvements	127,149.19	
Construction in Process	181,377.65	
Accumulated Depreciation	(3,782,008.13)	
ACCUM AMORTIZATION - CIP	(181,378.00)	
<b>Total Property and Equipment</b>		<b>307,304.40</b>

**Other Assets**

I/C - Aero Corporation	1,269,630.16	
Patents & License	690,000.00	
Accum. Amortz. - Patents & Lic	(273,447.17)	
Financing Cost	240,355.44	
Accum. Amortz - Financing Cost	(240,355.00)	
<b>Total Other Assets</b>		<b>1,686,183.43</b>
<b>Total Assets</b>		<b>\$ 3,380,488.62</b>

(A) Receivables

GERS SALE to GOV'T 43,000.00 Pmt will be received by July 28, 2013

(B) Other Receivable

McAllister Note Receivable 25,000.00 Secured Receivable Past Due (see McAllister Note)

LIABILITIES AND CAPITAL

		Adjust to	
		Known Bal	
Current Liabilities			
Accounts Payable	\$ 2,110,614.22	-	2110614.22
Accounts Payable - Credit Card	(2,851.12)	2,851.12	-
Accrued Payroll	47,269.89		47,269.89
Accrued FICA	3,832.97	-	3,832.97
Accrued 401K	3,362.72	-	3,362.72
Accrued SUTA	124.25	-	124.25
Accrued Life Insurance	1,889.67	-	1,889.67
Accrued Holiday	(80,347.56)	80,347.56	-
Accrued Vacation	38,454.37	(5,963.19)	32,491.18
Accrued Sick	(17,108.98)	29,939.31	12,830.33
Accrued Expenses	594,864.46	-	594864.46
Accrued Property Taxes	63,882.28	-	63,882.28
ACCRUED ROYALTIES-GERS	270,193.40	-	270,193.40
Accrued Directors Fees	51,250.00	-	51,250.00
Accrued Audit Fees	34,341.65	-	34,341.65
Due to Aero Corporation	646,835.00	-	646,835.00
BB&T- LOC-Current Portion	50.91	-	50.91
BB&T Term 1-Current Portion	38,079.16	35,660.98	73,740.14
BB&T Term 2-Current Portion	22,597.00	37,450.16	60,047.16
SBA-Current Portion	50,495.11	(50,495.11)	-
Lease-Current Portion	13,991.69	-	13,991.69
N/P - Mountaineer Real Estate	305,964.96	-	305,964.96
N/P GMAC	19,928.50	920.06	20,848.56
N/P First Central (09 Truck)	(5,597.10)	8,056.29	2,459.19
N/P Mountaineer Capital Curr.	0.01	-	0.01
Promissory Note - PIIP	20,000.00	-	20,000.00
Promissory Note- Dale McBride	265,000.00	-	265,000.00
Promissory Note Jennifer Morto	5,564.00	-	5,564.00
Line of Credit PIIP	360,000.00	-	360,000.00
<b>Total Current Liabilities</b>	<b>4,862,681.46</b>	<b>138,767.19</b>	<b>5,001,448.65</b>
Long-Term Liabilities			
N/P - BB&T Term 1	45,538.56	(45,538.56)	-
N/P - BB&T Term 2	40,970.94	(40,970.94)	-
N/P - SBA	(41,504.92)	41,504.92	-
N/P - LEASE L/T PORTION	1,136.16	-	1,136.16
N/P - LT (DODGE TRUCK)	8,039.42	(8,039.42)	-
Deferred Income Tax	29,287.05	(29,287.05)	-
<b>Total Long-Term Liabilities</b>	<b>83,467.21</b>	<b>(82,331.05)</b>	<b>1,136.16</b>
<b>Total Liabilities</b>	<b>4,946,148.67</b>	<b>56,436.14</b>	<b>5,002,584.81</b>

**United States Bankruptcy Court**  
Northern District of West Virginia

In re FMW Composite Systems, 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.

**AMOUNTS SCHEDULED**

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 0.00		
B - Personal Property	YES	18	\$ 3,961,743.37		
C - Property Claimed as exempt	YES	1			
D - Creditors Holding Secured Claims	YES	4		\$ 2,877,772.74	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	9		\$ 138,556.52	
F - Creditors Holding Unsecured Nonpriority Claims	YES	24		\$ 5,488,104.73	
G - Executory Contracts and Unexpired Leases	YES	3			
H - Codebtors	YES	2			
I - Current Income of Individual Debtor(s)	NO	0			\$ 0.00
J - Current Expenditures of Individual Debtors(s)	NO	0			\$ 0.00
<b>TOTAL</b>		62	\$ 3,961,743.37	\$ 8,504,433.99	

# United States Bankruptcy Court

In re FMW Composite Systems, 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)	\$ N.A.
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$ N.A.
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$ N.A.
Student Loan Obligations (from Schedule F)	\$ N.A.
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$ N.A.
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$ N.A.
<b>TOTAL</b>	\$ N.A.

**State the Following:**

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

**State the Following:**

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

United States Bankruptcy Court  
Northern District of West Virginia

In re FMW Composite Systems, Inc.

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

Chapter 11

Debtor(s)

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) 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 ..... \$ 0.00

Prior to the filing of this statement I have received ..... \$ 25,000.00

Balance Due ..... \$ 0.00 SEE AS BELOW

2. The source of compensation paid to me was:

Debtor  Other (specify)

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

Debtor  Other (specify) See below

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 other 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, statements 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]

For legal services I have agreed to accept \$350.00 per hour plus expenses. \$25,000 was paid for pre-filing counseling. The balance due is \$350.00 per hour plus expenses. Counsel holds no retainer for future services. Filing fees and amounts unpaid from retainer for preparation of documents and schedules, and on-going costs for counsel will be paid through earmarked amounts in DIP financing.

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

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 the bankruptcy proceeding.

August 5, 2013  
Date

[Signature]  
Signature of Attorney  
Barth A. Tompsett  
Name of law firm

**UNITED STATES BANKRUPTCY COURT  
Northern District of West Virginia**

In re FMW Composite Systems, Inc.,  
Debtor

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

Chapter 11

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

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

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
WV Economic Development Authority 160 Association Drive North Gate Business Park Charleton, WV 25311-1217				938,000.00 Collateral FMV 0.00
Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141	Bart M. Kenney Det 1 AFRL/PKMD Wright-Patterson AFB, OH 45433 (937) 656-9037	Government contract	Contingent Unliquidated Disputed	585,190.00

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(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
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Retech Systems, LLC 100 Henry Station Road Ukiah, CA 95482	Trade debt	Disputed	308,927.00
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Nixon & Vanderhye, PC 901 North Glebe Road, Ste. 1100 Arlington, WV 22203	Trade debt		233,558.62
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Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141	Bart M. Kenney Det 1 AFRL/PKMD Wright-Patterson AFB, OH 45433 (937)656-9037	Government contract	Contingent Unliquidated Disputed	147,842.00
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Airgas-Mid America P. O. Box 802615 Chicago, IL 60680-2615	Trade debt		133,367.00
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Air Products and Chemicals, Inc. P. O. Box 935430 Atlanta, GA 31193-5430	(610) 481-4911	Trade debt		103,141.05
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Cava & Banko Attn: Jim Cava 117 East Main St. Bridgeport, WV 26330	Jim Cava 117 East Main St. Bridgeport, WV 26330 (304) 842-4499	Trade debt		91,240.20
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Urish Popeck & Co., LLC 101 Trich Drive, Ste. 3 Washington, PA 15301	(704) 228-7900	Trade debt	Disputed	83,678.00
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(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
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Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141	Bart M. Kenney Det 1 AFRL/PKMD Wright-Patterson AFB, OH 45433 (937) 656-9037	Government contract	Contingent Unliquidated Disputed	77,015.00
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Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141	Bart M. Kenney Det 1 AFRL/PKMD Wright-Patterson AFB, OH 45433 (937) 656-9037	Government contract	Contingent Unliquidated Disputed	68,058.00
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Branch Banking and Trust Company BB7T Item Processing Center PO Box 580050 Charlotte, NC 28258-0050	Dena Clutter 304-626-1703	Bank loan		73,196.84 Collateral FMV 12,000.00
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Richard Ahkao DCAA Northern Ohio Branch Office 10100 Brecksville Rd., Suite A Brecksville, OH 44141	Bart M. Kenney Det 1 AFRL/PKMD Wright-Patterson AFB, OH 45433 (937) 656-9037	Government contract	Contingent Unliquidated Disputed	59,436.00
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Highmark WV P. O. Box 382153 Pittsburgh, PA 15251-8113		Trade debt		41,699.30
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Alpha Associates, Inc. 209 Prairie Avenue Morgantown, WV 26501		Trade debt	Disputed	35,811.90
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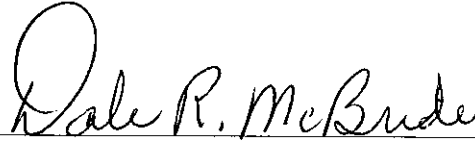


(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, 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>
Met Life Investors USA Insurance Co P. O. Box 371487 Pittsburgh, PA 15250-7487		Trade debt		35,369.00
University of Dayton Research Institute Contracts and Grants 300 College Park Dayton, OH 45469-0104		Trade debt		34,924.37
Jackson Kelly, PLLC P. O. Box 11276 Charleston, WV 25322	(304)340-7800	Trade debt		30,452.01
Luvak, Inc. 722 Main Street P. O. Box 597 Boylston, MA 01505				21,999.20
Quadrate, L.L.C. 3909 Belle Rive Terrace Alexandria, VA 22309			Disputed	21,233.00

I, [the president or other officer or an authorized agent of the corporation] named as debtor in this case, declare under penalty of perjury that I have read the foregoing LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS and that it is true and correct to the best of my information and belief.

Date August 7, 2013

Signature



DALE R. MCBRIDE,  
President

UNITED STATES BANKRUPTCY COURT

In re FMW Composite Systems, Inc.,  
Debtor

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

Chapter 11

List of Equity Security Holders

Holder of Security	Number Registered	Type of Interest
Aero Corporation 1200 W. Benedum Industrial Dr. Bridgeport, WV 26330	100	Common

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF WEST VIRGINIA

IN RE:	§	
	§	
FMW Composite Systems, Inc.	§	BK NO.
	§	
Debtors.	§	
	§	
Plaintiff,	§	
v.	§	AP NO.
	§	
Defendant.	§	

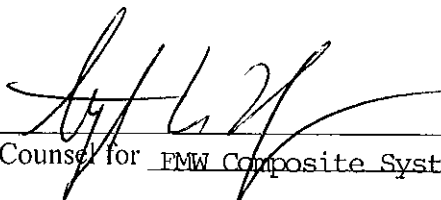
**CORPORATE OWNERSHIP STATEMENT [RULES 1007(a)(1) & 7007.1]**

Pursuant to Federal Rules of Bankruptcy Procedures 1007(a)(1) and 7007.1 and to enable the Judge to evaluate possible disqualification or recusal, the undersigned counsel for \_\_\_\_\_ FMW Composite Systems, Inc. in the above-captioned action certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's (s') equity interests, **OR** states that there are no entities to report under FRBP 1007(a)(1) or 7007.1:

Aero Corporation owns 100% of the Debtor's equity interests

\_\_\_ None [Check if applicable]

August 5, 2013  
Date

  
 Counsel for FMW Composite Systems, Inc.  
 Stephen L. Thompson, Esq.  
 Barth & Thompson  
 P. O. Box 129  
 Charleston, WV 25321  
 (304) 342-7111 (phone)  
 WV State Bar No. 3751  
 E-mail: sthompson@barth-thompson.com

Adam Byrd  
916 Ann Marie Drive  
Morgantown, Wv 26508

ADP, Inc.  
P. O. Box 842875  
Boston, MA 02284-2875

ADT - Tyco Integrated Security  
P. O. Box 371967  
Pittsburgh, PA 15250-7967

Aero Corporation  
1200 W. Benedum Industrial Dr.  
Bridgeport, WV 26330

Air Products and Chemicals, Inc.  
P. O. Box 935430  
Atlanta, GA 31193-5430

Airgas-Mid America  
P. O. Box 802615  
Chicago, IL 60680-2615

ALD Vacuum Technologies, Inc.  
18 Thompson Road  
East Windsor, CT 06088

Allegheny Ludlum Corp.  
P. O. Box 360078  
Pittsburgh, PA 15251-6076

Ally Financial  
P. O. Box 9001948  
Louisville, KY 40290-1948

Alpha Associates, Inc.  
209 Prairie Avenue  
Morgantown, WV 26501

Amato Keating and Lessa, P.C.  
107 N. Commerce Way, Ste. 100  
Bethlehem, PA 18017

American Express  
Travel Management Services  
P. O. Box 53800  
Phoenix, AZ 85072-3800

Angotti and Straface, L.C.  
274 Spruce Street  
Morgantown, WV 26505

Applied Industrial Technologies  
P. O. Box 905794  
Charlotte, NC 28290-5794

Aqua Filter Fresh, Inc.  
One Commerce Square  
Pittsburgh, PA 15239

Atlantic Equipment Engineers  
24 Industrial Avenue  
Upper Saddle River, NJ 07458

Branch Banking and Trust Company  
BB7T Item Processing Center  
PO Box 580050  
Charlotte, NC 28258-0050

Brewer & Company, Inc.  
P. O. Box 3108  
Charleston, WV 25331

Brickstreet Mutual Insurance Co.  
P. O. Box 11285  
Charleston, WV 25339-1285

BULBS.Com  
243 Stafford Street  
Worcester, MA 01603

Burl Shaffer  
209 Linden Street  
Grafton, WV 26354

Cava & Banko  
Attn: Jim Cava  
117 East Main St.  
Bridgeport, WV 26330

Chemway, Inc.  
P. O. Box 10913  
Pittsburgh, PA 15236

Cintas Corporation  
Cintas Loc #531  
100 Scott Avenue  
Morgantown, WV 26508

City of Bridgeport  
P. O. Box 1310  
Bridgeport, WV 26330-6310

CostTrend Consulting, Inc.  
4510 Daly Drive, Ste. 600  
Chantilly, VA 20151

CP&H, Inc.  
Attn: Edward A. Price  
1500 Morgantown Ind. Park  
Morgantown, WV 26501

Dale McBride  
P. O. Box 187  
Bruceton Mills, WV 26525

David Livingston  
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Bridgeport, WV 26330

David, Brody & Dondershine, LLP  
12355 Sunrise Valley Drive, Ste. 650  
Reston, VA 20191

Document Center  
111 Industrial Road, Ste. 9  
Belmont, CA 94002-4044

Dominion Hope  
P. O. Box 26783  
Richmond, VA 23261-6783

Dominion Hope  
P. O. Box 26828  
Richmond, WV 23261-6783

E-Labs, Inc.  
Attn: Kenneth Malley, Jr.  
5150 Lad Land Drive  
Fredericksburg, VA 22408-8725

Edith Hamrick  
723 East Shannon Road  
Bridgeport, WV 26330

Elcan Industries, Inc.  
20 Marbledale Road  
Tuckahoe, NY 10707

Elizabeth A, Benedetto  
Spilman thomas & Battle, PLLC  
300 Kanawha Boulevard, E  
Charleston, WV 25301



Filter Source  
101 West High Street  
Kingwood, WV 26537

FMW Composite Systems, Inc.  
1200 W. Benedum Industrial Dr.  
Bridgeport, WV 26330

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Hawkins Parnell Thackston & Young  
109 Capitol St., Ste. 1000  
Charleston, WV 25301-2609

Frontier  
P. O. Box 20550  
Rochester, NY 14602-0550

GE Transportation/Aircraft Engines  
P. O. Box 641027  
Pittsburgh, PA 15264-1027

GEC, Incorporated  
15553 North Preston Highway  
Bruceton Mills, WV 26525

Grainger Industrial Supply  
4748 Forbes Blvd.  
Lanham, MD 20706-4302

Great America Leasing Corporation  
P. O. Box 660831  
Dallax TX 75266-0831

Greenleaf Corporation  
18695 Greenleaf Drive  
Saegertown, PA 16433

Hajoca Plumbing  
226 E. B. Saunders Way  
Clarksburg WV 26301

Heaster Hart Office solutions  
P. O. Box 188  
Clarksburg, WV 26301

Highmark WV  
P. O. Box 382153  
Pittsburgh, PA 15251-8113

Jackson Kelly  
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Denver, CO 80202

Jackson Kelly, PLLC  
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Morgantown, WV 26508

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Jim Davis  
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Alexandria, VA 22309

John Thi  
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Bridgeport, WV 26330

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Bowles Rice McDavid Graff & Love  
P. O. Box 1386  
Charleston, WV 25325

Kanawha Scales & Systems, Inc.  
P. O. Box 569  
Poca, WV 25159

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Sonoma Law Group, Inc.  
445 Ordhard St., Ste. 204  
Santa rosa, CA 95404

Liberty Distributor  
P. O. Box 498  
Triadelphia, WV 26059

Lincoln National Corporation  
1300 S. Clinton St., Ste. 500  
Mail Stop 6H-02  
Fort Wayne, IN 46802

Luvak, Inc.  
722 Main Street  
P. O. Box 597  
Boylston, MA 01505

Matheson Tri-Gas, Inc.  
Attn: John Anderson  
P. O. Box 347297  
Pittsburgh, PA 15251-4297

Mattco Forge, Inc.  
16443 Minnesota Ave.  
Paramount, CA 90723-4201

Matthew DuBois  
30 Pleasant Valley  
Reedsville, WV 26547

Matthew's Lubrications, Inc.  
P. O. Box 2150  
Clarksburg, WV 26302-2150

McCormick & Sons  
105 Street  
Bethesda, OH 43719

McMaster Carr Supply Co.  
P. O. Box 7690  
Chicago, IL 60680-7690

Met Life Investors USA Insurance Co  
P. O. Box 371487  
Pittsburgh, PA 15250-7487

Metlife  
Small Business Center  
P O. Box 804466  
Kansas City, MO 64180-4466

Mill Run Enterprises, Inc.  
Route 3, Box 69-D  
Bruceton Mills, WV 26525

Mon Power  
P O. Box 3615  
Akron, OH 44309-3615

MonPower  
P. O. Box 3615  
Akron, OH 44309-3615

Morrison Brothers Co.  
P. O. Box 238  
Dubuque, IA 52004-0238

Mountaineer Capital  
305 Washington St., West  
Charleston, WV 25302

Mountaineer Real Estate  
P. O. Box 187  
Bruceton Mills, WV 26525

MSC Industrial Supply  
75 Maxess Road  
Melville, NY 11747-3151

National City Commercial Capital Co.  
955 Dalton Avenue  
Cincinnati, OH 45203

National City Commercial Capital Co.  
995 Dalton Avenue  
Cincinnati, OH 45203

Nixon & Vanderhye, PC  
901 North Glebe Road, Ste. 1100  
Arlington, WV 22203

Northern Composites, Inc.  
P. O. Box 6345  
Brattleboro, VT 05302-6345

Patriot II Partners  
P. O. Box 187  
Bruceton Mills, WV 26525

Patriot II Partners, LLC  
P. O. Box 187  
Bruceton Mills, WV 26525

Pennsylvania Assoc. of Credit Managment  
3737 Library Road  
Pittsburgh, PA 15234

Pest Management Services, Inc.  
167 Middletown Circle  
Fairmont, WV 26554

Phillips Gardill Kaiser & Altmeyer, PLLC  
61 Fourteenth Street  
Wheeling, WV 26003

Premier Global Services  
P. O. Box 404351  
Atlanta, GA 30384-4351

Preston County PSD #4  
P. O. Box 370  
Bruceton Mills, WV 26525

Procom  
452 Casteel Road  
Bruceton Mills, WV 26525-5708

Procom  
452 Casteel Road  
Bruceton Mills, WV 26625-5708

PS Energy Group, Inc.  
3060 Momentum PL  
Chicago, IL 60689-5330

Quadrat, L.L.C.  
3909 Belle Rive Terrace  
Alexandria, VA 22309

Randall L. West  
Robison International, Inc.  
1 Massachusetts Ave., NW, Ste. 880  
Washington, DC 20001

Regis Falinski  
11388 Big Canoe  
Jasper, GA 30143

Reliance Laboratories, Inc.  
P. O. Box 4657  
Bridgeport, WV 26330

Retech Systems, LLC  
100 Henry Station Road  
Ukiah, CA 95482

Richard Ahkao  
DCAA Northern Ohio Branch Office  
10100 Brecksville Rd., Suite A  
Brecksville, OH 44141

Richard Kirsch  
325 Reunion Corner Road  
Gerrardstown, WV 25420

Robert C. Byrd Institute  
1050 Fourth Avenue  
Huntington, WV 25701

Robison International, Inc.  
1 Massachusetts Ave., NW, Ste 880  
Washington, DC 20001

Rockwell Forest Products  
960 Penn Avenue, 8th Floor  
Pittsburgh, PA 15222-3818

Roylinda Properties, LLC  
c/o John R. Angotti  
274 Spruce Street  
Morgantown, WV 26505

Russell Finex, Inc.  
Attn: Douglas R. Patridge  
P. O. Box 69  
Pineville, NC 28134

Sam Shahan  
HC 71, Box 168  
Ellamore, WV 26267

Samuel Myers  
106 Fleming Hill Drive  
Flemington, WV 26347

Secure Us, Inc.  
330 Scott Avenue  
Morgantown, WV 26507

Shelly Montgomery  
1435 Palace Drive  
Morgantown, WV 26508

Sheriff & Treasurer of Preston County  
106 W. Main St., Ste. 102  
Kingwood, WV 26537

Sheriff of Harrison County  
Albert F. Marano  
301 West Main Street  
Clarksburg, WV 26301



Staples  
Dept 22 - 0001444622  
P. O. Box 689020  
Des Moines, IA 50368-9020

State Electric Supply Company  
P. O. Box 890889  
Charleston, WV 28289-0889

Terrance Lyons  
6340 Tarragon Road  
Rancho Palos Verdes, CA 90275

The Cincinnati Insurance Company  
P. O. Box 145620  
Cincinnati, OH 25360-5620

The Cincinnati Insurance Company  
P. O. Box 145620  
Cincinnati, OH 45250-5620

ThermoFisher Scientific  
P. O. Box 404705  
Atlanta, GA 30384-4705

Thomas J. Keenan  
110 E. Center St., #1492  
Madison, SD 57042

Thomas Keenan  
110 E. Center St.  
Madison, SD 57042

Thomas Zinchook  
1061 N. Preston Hwy  
Kingwood, WV 26537

Titanum Industries, Inc.  
4113 Solutions Center  
Chicago, IL 60677-4001

Touchtone Communications  
P. O. Box 27772  
Newark, NJ 07101-7772

Unishippers  
P. O. Box 42036  
Urbandale, IA 50323

United States of America  
USAF/AFMC; DET 1 AF Research  
2310 8th Street, Building 167  
Wright-Patterson AFB, OH 45433

University of Dayton Research Institute  
Contracts and Grants  
300 College Park  
Dayton, OH 45469-0104

UNUM Life Insurance Company  
P. O. Box 406990  
Atlanta, GA 30384-6990

Urish Popeck & Co., LLC  
101 Trich Drive, Ste. 3  
Washington, PA 15301

US Cellular  
P. O. Box 371345  
Pittsburgh, PA 15250-7345

USAF/AFMC  
DET 1 AF Research Laboratory  
2310 Eight St., Bldg 167  
Wright-Patterson AFB, OH 45433-7801

USAF/AFMC  
DET 1 AF Research Laboratory  
2310 Eighth St., Bldg. 167  
Wright-Patterson AFB, OH 45433-7801

Verizon Business  
P. O. Box 660794  
Dallas, TX 75266-0794

William Hanusiak  
4430 Indian Deer Road  
Windemere, FL 34786

William Hanusiak  
4430 Indian Deer Road  
Windermere, FL 34786

William Miller  
200 Long Point Road  
Crownsville, MD 21032

William Miller  
200 Long Point Road  
Crownsville, MD 31032

WV Dept. of Environmental Protection  
Div. Waste Water Management  
P. O. Box 364  
Charleston, WV 25322

WV Economic Development Authority  
160 Association Drive  
North Gate Business Park  
Charleton, WV 25311-1217

Xerox Corporation  
P. O. Box 827598  
Philadelphia, PA 19182-7598

**UNITED STATES BANKRUPTCY COURT  
Northern District of West Virginia**

In re FMW Composite Systems, Inc.,  
Debtor

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


Chapter 11 \_\_\_\_\_

**VERIFICATION OF LIST OF CREDITORS**

I hereby certify under penalty of perjury that the attached List of Creditors which consists of 16 pages, is true, correct and complete to the best of my knowledge.

Date August 7, 2013 \_\_\_\_\_

Signature



DALE R. MCBRIDE,  
President