

# United States Bankruptcy Court Western District of Texas

## Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): RCG Foods of Texas, 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: 03-0491241	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) 2215 Myrtle Avenue El Paso, TX	Street Address of Joint Debtor (No. and Street, City, and State)
ZIPCODE 79901	ZIPCODE
County of Residence or of the Principal Place of Business: El Paso	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): P.O. Box 186 El Paso, TX	Mailing Address of Joint Debtor (if different from street address):
ZIPCODE 79942	ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above):	ZIPCODE

<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)  	<b>Nature of Business</b> (Check <b>one</b> box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <u>Food Manufacturing</u>  <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code)	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts
<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 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>Check one box: Chapter 11 Debtors</b> <input checked="" type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input 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 \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ). <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, in accordance with 11 U.S.C. § 1126(b).

<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-5000 <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):

RCG Foods of Texas, 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 § 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** /s/

Signature of Attorney for Debtor(s)

E P BUD KIRK

Printed Name of Attorney for Debtor(s)

Firm Name

Terrace Gardens

Address

600 Sunland Park Dr., #4-400 El Paso, TX 79912(915) 584-3773

Telephone Number

9/1/11

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 Debtor (Corporation/Partnership)**

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

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

**X** /s/

Signature of Authorized Individual

ROBERT GREGOIRE

Printed Name of Authorized Individual

President

Title of Authorized Individual

9/1/11

Date

**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 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.*

**UNANIMOUS CONSENT  
OF THE SHAREHOLDERS AND DIRECTORS OF  
RCG FOODS OF TEXAS, INC.**

The undersigned being all of the shareholders and all of the directors of RCG FOODS OF TEXAS, INC., a Texas corporation, acting without a meeting pursuant to the Business Corporation Act of the State of Texas, do hereby unanimously adopt the following resolutions with the same force and effect as if they had been adopted at a duly called regular meeting of the directors of .

RESOLVED, That in view of the adverse financial condition of this corporation, this corporation file a reorganization proceeding under Chapter 11 of the Bankruptcy Code.

FURTHER RESOLVED, That either ROBERT GREGOIRE, the President of this corporation or CARLA GREGOIRE, the Secretary-Treasurer, be, and are hereby authorized to sign on behalf of this corporation all petitions, schedules, and all other documents necessary, or which either of them shall in his or her sole discretion deem desirable, in connection with such bankruptcy proceeding.

EXECUTED as of the 26th day of August, 2011.

**RCG FOODS OF TEXAS, INC.**

By: /s/  
ROBERT GREGOIRE  
Director and 49% Shareholder

By: /s/  
CARLA GREGOIRE  
Director and 51% Shareholder

UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

S T A T E M E N T

Petitioners are qualified to file this Petition and are entitled to the benefits of Title 11, United States Code as voluntary debtors, having not been debtors in a case pending under this Title at any time in the preceding 180 days in which the case was dismissed by the Court for willful failure to abide by orders of the Court, or to appear before the Court in the proper prosecution of the case, or in a case where the voluntary dismissal of a case was requested and obtained following the filing of a request for relief from the automatic stay provided by Section 362 of Title 11, United States Code.

**RCG FOODS OF TEXAS, INC.**

By: /s/  
ROBERT GREGOIRE  
Its: President

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
EL PASO DIVISION

In re	§	
	§	
RCG FOODS OF TEXAS, INC.,	§	No.
	§	
Debtor.	§	

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(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 as follows:

For legal services, I have agreed to accept	\$250.00/hr.
Prior to the filing of this statement I have received	\$3,414.00.
Balance Due	Hourly as earned and approved by the Court.
Amount of filing fee remaining to be paid	\$ .00.

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

  X   Debtor                               Other (Specify)

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

  X   Debtor                               Other (Specify)

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

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

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

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;

- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing (if any), and any adjourned hearings thereof;
- d. Representation of the debtor in contested bankruptcy matters as those are defined under the Bankruptcy Rules.
- e. Any other services necessary to pursue an effective Plan of Reorganization.

AGREED TO BY THE DEBTOR:

Date: 9/1/11

**RCG FOODS OF TEXAS, INC.**

By: /s/  
ROBERT GREGOIRE  
Its: President

**CERTIFICATION**

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

9/1/11  
Date

/s/  
E.P. BUD KIRK  
Texas State Bar No. 11508650  
Terrace Gardens  
600 Sunland Park Drive  
Building Four, Suite 400  
El Paso, Texas 79912  
(915) 584-3773  
(915) 581-3452 facsimile

Attorney for the Debtor

In re RCG Foods of Texas, Inc.

Debtor

Case No.

(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
2215 Myrtle Avenue El Paso, TX 79901	Fee Simple		525,000.00	655,000.00

Total ➤

525,000.00

(Report also on Summary of Schedules.)



In re RCG Foods of Texas, Inc.

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	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			
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.		Transpecos Bank checking #-5841 Bank of The West		192.00 0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books. Pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		American General Life Insurance		1,000,000.00
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			

In re RCG Foods of Texas, Inc.  
Debtor

Case No. \_\_\_\_\_  
(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
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlement to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate or a decedent, death benefit plan, life insurance policy, or trust.	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			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
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.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office equipment (see attached list)		4,705.00
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			

In re RCG Foods of Texas, Inc.

Debtor

Case No.

(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
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
0 continuation sheets attached Total				\$ 1,004,897.00

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

1 CONFERENCE TABLE WITH 6 CHAIRS	140.00
1 TOASTER OVEN	5.00
1 MICROWAVE OVEN	15.00
1 5' FOLDING TABLE	15.00
2 2 DRAWER FILE CABINET	30.00
1 EXECUTIVE DESK	20.00
2 ARM CHAIRS	20.00
1 BASKET CHAIR	5.00
1 H.P. LASER JET PRINT, COPY, & FAX	20.00
1 DELL OFFICE COMPUTER	125.00
1 SET SOCKET & END WRENCHES	30.00
1 PNEUMATIC PARTS	5.00
1 MISC. EQUIPMENT PARTS	5.00
1 SMALL TABLE	5.00
1 BATTERY CHARGER	20.00
1 SMALL DESK	20.00
2 4 DRAWER FILE CABINET	40.00
2 2 DRAWER FILE CABINET	15.00
1 LARGE WOOD DESK	10.00
1 SMALL ROLLING TABLE	110.00
2 H.P. COMPUTERS	100.00
1 SATO LABEL PRINTER	200.00
1 UNIDEN PHONE SYSTEM	30.00
2 SEC. CHAIR	15.00
1 METAL DESK	20.00
1 DELL LAPTOP COMPUTER	50.00
1 H.P. LASER JET PRINTER, COPY, & FAX	15.00
1 TUB FILE	10.00
1 FILE RACK	5.00
4 FILE STORAGE BOXES	5.00
1 SECRETARY CHAIR	5.00
1 FOLDING TOOL BOX W/TOOLS	25.00
1 SMALL TOOL BOX W/TOOLS	15.00
3 PIPE HICKEYS	15.00
1 RIDGID 1 1/2 PIPE DIE	100.00
1 TOOL BENCH & TOOLS	20.00
1 AIR COND. TEST MACHINE	10.00
3 DVNNAGE RACKS	60.00
12 PLASTIC CONTAINERS	120.00
7 SETS ROLLERS	70.00
1 BLACK & DECKER BLENDER	10.00
1 DIGI DIGITAL SCALE 30	100.00
5 WIRE SHELF RACKS	90.00
1 PAPER CUTTER	10.00
2 4 DRAWER FILE CABINETS	40.00
1 WOOD DESK	5.00
4 ROLLING CHAIRS	20.00
1 BLACK TABLE	10.00
1 SHARP CALCULATOR	10.00
1 3 SHELF WOOD BOOKCASES	10.00
4 WHITE BOARDS	20.00
1 METAL SUPPLY CABINET	40.00
1 WOOD SUPPLY CABINET	10.00
1 BENCH GRINDER	20.00
2 BENCH DRILL PRESSES	50.00
1 LARGE VICE	30.00

1 WALL MISC. TOOLS	50.00
1 ROOM MISC. PARTS	100.00
1 CLARKE BUFFER	100.00
1 LARGE METAL 4 TIER SHELF	50.00
1 YALE ELECTRIC PALLET JACK	250.00
1 REFRIGERATED WASTE DISPENSER	50.00
1 GE COIN OP WASHER	20.00
1 FISHER AND PAYKEL GAS DRYER	20.00
1 4' FOLDING TABLE	10.00
4 6' FOLDING TABLE	80.00
12 FOLDING CHAIRS	30.00
10 FOLDING CHAIRS	5.00
2 MICROWAVE OVENS	30.00
1 3 DRAWER LATERAL FILE	20.00
45 HAT LOCKERS	45.00
12 1/2 LOCKERS	60.00
2 COAT RACKS	15.00
2 CLARK PALLET JACKS	250.00
1 HOTSY DIESEL STEAMER	200.00
1 HUSKY 7 HP AIR COMPRESSOR	300.00
1 HUSKY 5 HP AIR COMPRESSOR	150.00
1 BENCH WHITE VICE	30.00
1 LINCOLN ARC WELDER	100.00
1 LOT MOTORS	100.00
4 ROBOT COUPE MIXER	100.00
4 PICNIC TABLES	20.00
1 HYSTER PROPANE 2000 WAREHOUS FORKLIFT	500.00

In re RCG Foods of Texas, Inc.  
**Debtor**

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

**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**

Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)
- ☐ Check if debtor claims a homestead exemption that exceeds \$146,450\*.
- ☐ 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION
Not Applicable.			

*\*Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

**B6D (Official Form 6D) (12/07)**In re RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(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 (See Instructions Above.)	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.		2010-2011 ad valorem taxes					
City of El Paso Tax Assesor/Collector P.O. Box 2992 El Paso, TX 79999						0.00	0.00
		VALUE \$ 525,000.00					
ACCOUNT NO.		Security: 2215 Myrtle Avenue, El Paso, TX 79901					
City of El Paso/Empowerment Zone 2 Civic Center Plaza El Paso, TX 79902		Third lien				50,000.00	0.00
		VALUE \$ 525,000.00					
ACCOUNT NO.		Form 941 taxes 2008-2010					380,000.00
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101						380,000.00	
		VALUE \$ 0.00					
Subtotal (Total of this page) ▶						\$ 430,000.00	\$ 380,000.00
Total (Use only on last page) ▶						\$	\$

1 continuation sheets attached

(Report also on  
Summary of Schedules)

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

In re RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions Above.)	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.		Security: 2215 Myrtle Avenue, El Paso, TX 79901					
John Trien Realty 9565 Dyer El Paso, TX 79924		Second lien. No payments due until SBA loan retired.				249,000.00	0.00
		VALUE \$ 525,000.00					
ACCOUNT NO.		Security: 2215 Myrtle Avenue, El Paso, TX 79901					55,297.65
JPMorgan Chase Bank c/o Michael Cintron 1100 Chase Tower 201 E. Main Dr. El Paso, TX 79901		First lien.				580,297.65	
		VALUE \$ 525,000.00					
ACCOUNT NO.		Equipment, inventory. See attached list.					44,000.00
Trans Pecos Bank Attn: Mark Johnston 112 E. Pecan St. San Antonio, TX 78205						98,895.00	
		VALUE \$ 54,895.00					
ACCOUNT NO.							
		VALUE \$					
ACCOUNT NO.							
		VALUE \$					

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

Subtotal (s)	\$ 928,192.65	\$ 99,297.65
(Total(s) of this page)		
Total(s)	\$ 1,358,192.65	\$ 479,297.65
(Use only on last page)		

(Report also on Summary of Schedules)

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





13151 Sylvia Andrea ST  
San Elizario TX 79849 PO BOX 1793  
Phone: (915) 851-1873  
Fax: (915) 851-1890  
[www.dephaafoodequipment.com](http://www.dephaafoodequipment.com)  
E-mail: [dephaafoodequipment@msn.com](mailto:dephaafoodequipment@msn.com)

## APPRAISAL

COMPANY: RCG Foods, Inc.  
ADDRESS:  
PHONE:  
FAX:  
CONTACT:

DATE: 13-Oct-2010  
D10286Q.01  
PREPARED BY: J. MADRID

Item	Qty	Description	Unit Price	Total
1	1	Ribbon Mixer Roberts	\$ 6,500.00	\$ 6,500.00
2	8	Grills	\$ 800.00	\$ 6,400.00
3	1	Heat Sealer	\$ 3,500.00	\$ 3,500.00
4	1	VCM	\$ 2,000.00	\$ 2,000.00
5	1	Dicer	\$ 10,000.00	\$ 10,000.00
6	1	Grinder	\$ 800.00	\$ 800.00
7	6	Fryer	\$ 600.00	\$ 3,600.00
8	1	Skillet	\$ 1,000.00	\$ 1,000.00
9	2	Conveyor Belts	\$ 850.00	\$ 1,700.00
10	1	Vmag	\$ 7,500.00	\$ 7,500.00
11	12	Stainless Tables	\$ 100.00	\$ 1,200.00
12	6	Kettles	\$ 600.00	\$ 3,600.00
13	100	Trays	\$ 5.00	\$ 500.00
14	15	Carts	\$ 35.00	\$ 525.00
15	1	Horizontal Wrapper	\$ 1,000.00	\$ 1,000.00
16	1	Horizontal Wrapper	\$ 1,000.00	\$ 1,000.00
17	1	Spinners	\$ 500.00	\$ 500.00
18	1	Gash Flush Bagger	\$ 3,500.00	\$ 3,500.00
19	3	Scales	\$ 50.00	\$ 150.00
			\$ 500.00	\$ 500.00

Performed by Joe Madrid  
Used Food Equipment Dealer  
San Elizario, TX

Total \$ 54,875.00

In re RCG Foods of Texas, Inc.  
DebtorCase 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 \$11,725\* 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 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

**B6E (Official Form 6E) (04/10) - Cont.**

In re RCG Foods of Texas, Inc.,  
Debtor

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

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* 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 \$2,600\* 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 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

1 continuation sheets attached

In re RCG Foods of Texas, Inc.,  
DebtorCase 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 (See instructions above.)	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.								
Attorney General of the U.S. Department of Justice 10th & Constitution Avenue, Northwest Washington, DC 20530						0.00	0.00	0.00
ACCOUNT NO.		Form 941 taxes 2008-2010				200,000.00	200,000.00	0.00
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101								
ACCOUNT NO.						0.00	0.00	0.00
Internal Revenue Service Special Procedures Branch 300 E. 8th Street Austin, TX 78701								
ACCOUNT NO.						0.00	0.00	0.00
U.S. Attorney 601 N.W. Loop 410, Ste.600 San Antonio, TX 78216								
Subtotal ➤						\$ 200,000.00	\$	\$
(Totals of this page)								
Total ➤						\$ 200,000.00		
(Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)								
Totals ➤						\$	\$ 200,000.00	\$ 0.00
(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

Sheet no. 1 of 1 continuation sheets attached to Schedule of  
Creditors Holding Priority ClaimsSubtotal ➤  
(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.)

In re RCG Foods of Texas, Inc.,  
DebtorCase 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 (See instructions above.)	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. Advanta Credit Card P.O. Box 9217 Old Bethpage, NY 11804						7,490.14
ACCOUNT NO. Age Industries 12598 Darrington Rd. El Paso, TX 79927					X	1,686.44
ACCOUNT NO. Ben's Foods 3825 Frutas El Paso, TX 79905						0.00
ACCOUNT NO. -825C BLC, LLC/Ciena Capital, LLC P.O. Box 26507 Greenville, SC 29616						5,457.85
8 continuation sheets attached						Subtotal ➤ \$ 14,634.43
						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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. -9271 Borrego Springs Bank 7777 Alvarado Road, Ste. 501 La Mesa, CA 91942						19,142.09
ACCOUNT NO. Campos Trucking 8468 Roseway El Paso, TX 79907				X		0.00
ACCOUNT NO. -5002 Capital One 801 Tom Martin Drive, Ste. 120 Birmingham, AL 35211						62,289.03
ACCOUNT NO. DanHil Containers, LLC P.O. Box 61147 San Angelo, TX 76906						405.00
ACCOUNT NO. -2438 Deetto Visa Business Card P.O. Box 3997 St. Joseph, MO 64503						1,915.38

Sheet no. 1 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal &gt; \$ 83,751.50

Total &gt; \$

(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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. -4257 DeLaval, Inc. 11100 N. Congress Avenue Kansas City, MO 64153						4,665.48
ACCOUNT NO. DELP 1405 Ingram Springfield, AR 72764					X	0.00
ACCOUNT NO. Duni Corporation 225 Peachtree St. #400 Atlanta, GA 30303					X	0.00
ACCOUNT NO. Express Distribution Fruits & Vegetables 10648 Obsidian El Paso, TX 79942						4,701.00
ACCOUNT NO. FFE Transportation P.O. Box 671252 Dallas, TX 75267					X	2,021.24

Sheet no. 2 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal ► \$ 11,387.72

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.)

In re RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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.						
Gorman Industrial Supply 1701 Texas Ave. El Paso, TX 79901						1,211.09
ACCOUNT NO.						
Industrial Packaging 26-D Walter Jones Blvd. El Paso, TX 79906						0.00
ACCOUNT NO.						
JNS Foods, LLC 6635 W. Commercial Blvd., Ste. 200 Tamarac, FL 33687					X	39,630.20
ACCOUNT NO.						
LA Foods 7301 Topanga Blvd. Canoga Park, CA 91303					X	0.00
ACCOUNT NO.						
Macheezmo Foods 109 Palm El Paso, TX 79901						33,000.00

Sheet no. 3 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal &gt; \$ 73,841.29

Total &gt; \$

(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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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.						
Medley Material Handling 4201 Will Rogers Parkefay Oklahoma City, OK 73108					X	5,141.98
ACCOUNT NO.						
New Wave Converting, Inc. 14808 Whittram Ave. Fontana, CA 92335					X	0.00
ACCOUNT NO.						
Paris Packaging, Inc. P.O. Box 676197 Dallas, TX 75267						5,258.88
ACCOUNT NO.						
Pro Pac Professional Handling Systems P.O. Box 531491 Grand Prairie, TX 75053-0491					X	0.00
ACCOUNT NO.						
Pro Print & Label P.O. Box 17739 El Paso, TX 79917					X	0.00

Sheet no. 4 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal ► \$ 10,400.86

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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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.						
Quality Fruist and Vegetable 309 Colfax St. El Paso, TX 79905						20,000.00
ACCOUNT NO.						
Ramos Hermanos, USA 1221 Barranca El Paso, TX 79935				X		5,960.50
ACCOUNT NO.						
Rapid Pallets, LP 26 Walter Jones Blvd., Ste. E El Paso, TX 79906						400.00
ACCOUNT NO.		Creditor added interest after debt was settled.				
RYZ, Inc. c/o Hector Phillips, P.C. 1017 Montana Ave. El Paso, TX 79902				X		1,779.36
ACCOUNT NO. -50175						
Severn, Winkle & Magette 205 N. 10th Street, Ste. 300 Boise, ID 83701						4,224.02

Sheet no. 5 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal &gt; \$ 32,363.88

Total &gt; \$

(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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. -50164 Severn, Winkle & Magette 205 N. 10th Street, Ste. 300 Boise, ID 83701						2,719.38
ACCOUNT NO. Sierra Packaging & Converting, Inc. 1400 Kleppe Lane Sparks, NV 89431						4,488.30
ACCOUNT NO. -RCG1 Silliker, Inc. 900 Maple Road Homewood, IL 60430						1,300.00
ACCOUNT NO. -1158 Texas NICUSA, LLC 100 Congress, Ste. 600 Austin, TX 78701						9,535.11
ACCOUNT NO. Total Quality Logistics c/o Barry F. Fagel 312 Walnut Street, Ste. 3100 Cincinnati, OH 45202		Judgment				2,200.00

Sheet no. 6 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal ► \$ 20,242.79

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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. -3842						
Trinidad/Benham Corp. 3650 S. Yosemite, Ste. 300 Denver, CO 80237					X	3,972.12
ACCOUNT NO.						
Troy's Quality Truck Brokerage, Inc. 390 Colfax El Paso, TX 79905						1,800.00
ACCOUNT NO. -5002		Duplicate of Capital One				
U.S. Small Business Administration Treasury Collection Coordinator 801 Tom Martin Drive, Ste. 120 Birmingham, AL 35211						0.00
ACCOUNT NO.						
Wei Chuan, USA 3420 S. Malt Ave. Commerce, CA 90040					X	12,177.00
ACCOUNT NO.						
Wells Fargo Bank Line of Credit P.O. Box 53476 Phoenix, AZ 85072						36,019.15

Sheet no. 7 of 8 continuation sheets attached  
to Schedule of Creditors Holding Unsecured  
Nonpriority Claims

Subtotal &gt; \$ 53,968.27

Total &gt; \$

(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 RCG Foods of Texas, Inc.,  
DebtorCase No. \_\_\_\_\_  
(If known)**SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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.						
West Texas Container 12345 Rojas El Paso, TX 79928						2,156.42
ACCOUNT NO. -4152						
XPEDX 6839 Market Avenue El Paso, TX 79915						7,628.41
ACCOUNT NO. -8456						
Zanios Foods P.O. Box 27730 Albuquerque, NM 87125						0.00
ACCOUNT NO.						
ACCOUNT NO.						

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

Subtotal ► \$ 9,784.83

Total ► \$ 310,375.57

(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 RCG Foods of Texas, Inc.

Debtor

Case No.

(if known)

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.
Macheezmo Foods 109 Palm El Paso, TX 79901	Refrigerated warehouse lease of 2215 Myrtle, El Paso, Texas. Debtor is landlord, month-to-month tenancy.

In re RCG Foods of Texas, 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
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	JPMorgan Chase Bank c/o Michael Cintron 1100 Chase Tower 201 E. Main Dr. El Paso, TX 79901
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	Trans Pecos Bank Attn: Mark Johnston 112 E. Pecan St. San Antonio, TX 78205
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	BLC, LLC/Ciena Capital, LLC P.O. Box 26507 Greenville, SC 29616
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	Internal Revenue Service Special Procedures Branch 300 E. 8th Street Austin, TX 78701
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	Mission Foods
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	Borrego Springs Bank 7777 Alvarado Road, Ste. 501 La Mesa, CA 91942
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	Capital One 801 Tom Martin Drive, Ste. 120 Birmingham, AL 35211

In re RCG Foods of Texas, Inc.

Debtor

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

(if known)

## SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Robert Gregoire 2215 Myrtle El Paso, TX 79901	Advanta Credit Card P.O. Box 9217 Old Bethpage, NY 11804
Robert Gregoire 2215 Myrtle El Paso, TX 79901	Deetto Visa Business Card P.O. Box 3997 St. Joseph, MO 64503
Robert Gregoire 2215 Myrtle El Paso, TX 79901	Wells Fargo Bank Line of Credit P.O. Box 53476 Phoenix, AZ 85072
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	City of El Paso/Empowerment Zone 2 Civic Center Plaza El Paso, TX 79902
Robert and Carla Gregoire 2215 Myrtle El Paso, TX 79901	John Trien Realty 9565 Dyer El Paso, TX 79924



# United States Bankruptcy Court

## Western District of Texas

In re RCG Foods of Texas, 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	\$ 525,000.00		
B – Personal Property	YES	3	\$ 1,004,897.00		
C – Property Claimed as exempt	YES	1			
D – Creditors Holding Secured Claims	YES	2		\$ 1,358,192.65	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	3		\$ 200,000.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	9		\$ 310,375.57	
G - Executory Contracts and Unexpired Leases	YES	1			
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>		22	\$ 1,529,897.00	\$ 1,868,568.22	

# United States Bankruptcy Court

## Western District of Texas

In re RCG Foods of Texas, 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.
TOTAL	\$ 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; <b>OR</b> , Form 22B Line 11; <b>OR</b> , 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.

RCG Foods of Texas, Inc.

In re \_\_\_\_\_  
DebtorCase 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 RCG Foods of Texas, 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 24 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 9/1/11Signature: /s/ROBERT GREGOIRE

[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.*

# UNITED STATES BANKRUPTCY COURT

## Western District of Texas

In Re RCG Foods of Texas, 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
2011	236,081.00ytd.	Plant Operation, sales up to 3/21
2010	905,212.42	Plant Operation, sales
2009	2,146,378.05	Plant Operation, sales

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

None



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

AMOUNT

SOURCE

---

**3. Payments to creditors**

None



*Complete a. or b., as appropriate, and c.*

*a. Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an 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  
PAYMENTSAMOUNT  
PAIDAMOUNT STILL  
OWING

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None



*b. Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. 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 4/01/13, and every three years thereafter with respect to cases commenced on or after date of adjustment.*

NAME AND ADDRESS OF CREDITOR  
AND RELATIONSHIP TO DEBTORDATES OF  
PAYMENTSAMOUNT  
PAIDAMOUNT STILL  
OWING

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

**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

Rudy's Tortillas vs.  
RCG Foods, Inc.  
2010-5040

Collection

County Court No. 6  
El Paso, Texas

Foreign Judgment

Valenzuela, Jack vs.  
RCG Foods of Texas  
2010-4975

Discrimination

243rd District Court  
El Paso County, Texas

Filed

City of El Paso vs. RCG  
Foods of Texas, Inc.  
2010-2862

Breach of Contract

County Court No. 3  
El Paso, Texas

Filed

Mission Foods vs. RCG  
Foods of Texas, Inc.  
2010-1019

Collection

County Court No. 3  
El Paso, Texas

Agreed Judgment

Total Quality Logistics  
2010-CVF-2826

Collection

Clermont County, OH

Judgment

RY2 Foods

Collection

El Paso County Court

Judgment  
satisfactions  
disputed.

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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#### 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
E P Bud Kirk	August 15, 2011	10,000.00
600 Sunland Park Dr.	April, 2011	600.00
Bldg. Four, Suite 400		
El Paso, TX 79912		



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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

Express Distribution  
Fruits & Vegetables  
10648 Obsidian  
El Paso, TX 79942  
Relationship: creditor

2010

Traded refrigerated truck for unpaid  
invoices. Satisfied \$5,500 in debt.

Macheezmo Foods  
109 Palm  
El Paso, TX 79901  
Relationship: affiliate

April 1, 2011

Equipment, transferred subject to lien  
for \$98,875. Transfer price \$1,000  
paid to IRS to get federal tax lien  
released.

Macheezmo Foods  
109 Palm  
El Paso, TX 79901  
Relationship: affiliate

Sept. 1, 2011

Tenant Price's Creameries in 2215  
Myrtle insisted that month-to-month  
lease be transferred to Macheezmo  
and that Price's sublease from  
Macheezmo. No difference in net  
rent to Debtor.

---

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

---

**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  
INSTITUTIONTYPE OF ACCOUNT, LAST FOUR  
DIGITS OF ACCOUNT NUMBER,  
AND AMOUNT OF FINAL BALANCEAMOUNT AND  
DATE OF SALE  
OR CLOSING

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**12. Safe deposit boxes**

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND  
ADDRESS OF BANK  
OR OTHER DEPOSITORYNAMES AND ADDRESSES OF  
THOSE WITH ACCESS TO BOX  
OR DEPOSITORYDESCRIPTION OF  
CONTENTSDATE 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  
SETOFFAMOUNT  
OF  
SETOFF

---

**14. Property held for another person**

None



List all property owned by another person that the debtor holds or controls.

NAME AND  
ADDRESS OF OWNERDESCRIPTION AND  
VALUE OF PROPERTY

LOCATION OF PROPERTY

Various

Food in storage for customers.  
\$430,000.002215 Myrtle  
El Paso, TX 79901

Walt Parker

Commercial stove  
\$200.002215 Myrtle  
El Paso, TX 79901

Sidney Cleveland

Baker's oven  
\$2,000.002215 Myrtle  
El Paso, TX 79901

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**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 ADDRESSNAME AND ADDRESS  
OF GOVERNMENTAL UNITDATE OF  
NOTICEENVIRONMENTAL  
LAW

---

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 ADDRESSNAME AND ADDRESS  
OF GOVERNMENTAL UNITDATE OF  
NOTICEENVIRONMENTAL  
LAW

None  
☒

c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS  
OF GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR DISPOSITION

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

None  
☒

a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, 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
------	--	---------	--------------------	-------------------------------

None  
☒

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME

ADDRESS

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within 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

Joseph N. Main, P.C.  
661 Mesa Hills, Suite 204  
El Paso, TX 79912

---

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

NAME

ADDRESS

DATES SERVICES RENDERED

---

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

NAME

ADDRESS

Debtor

2215 Myrtle  
El Paso, TX 79901

---

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

JP Morgan Chase Bank

July 2011

Trans Pecos Bank

July, 2011

---

**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)

March 31, 2011

Walter Parker

\$4,500.00 for office equipment

March 31, 2011

Joe Madrid dba DEPRISA  
Equipment, Appraisal

\$58,875.00 for equipment

---

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

Robert Gregoire  
109 Palm Street  
El Paso, TX 79901

President

49%

Carla Gregoire  
109 Palm Street  
El Paso, TX 79901

Secretary/Treasurer

51%

---

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

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

NAME

ADDRESS

DATE OF WITHDRAWAL

---

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

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

---

**23. Withdrawals from a partnership or 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

Rob and Carla Gregoire,  
President and Sec.-Treasurer

monthly salary

\$1,000.00 each per month

---

**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)

---

**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)

\* \* \* \* \*

*[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 9/1/11

Signature /s/

ROBERT GREGOIRE,  
President

\_\_\_\_\_  
Print Name and Title

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

Advanta Credit Card  
P.O. Box 9217  
Old Bethpage, NY 11804

Age Industries  
12598 Darrington Rd.  
El Paso, TX 79927

Attorney General of the U.S.  
Department of Justice  
10th & Constitution Avenue, Northwest  
Washington, DC 20530

Ben's Foods  
3825 Frutas  
El Paso, TX 79905

BLC, LLC/Ciena Capital, LLC  
P.O. Box 26507  
Greenville, SC 29616

Borrego Springs Bank  
7777 Alvarado Road, Ste. 501  
La Mesa, CA 91942

Campos Trucking  
8468 Roseway  
El Paso, TX 79907

Capital One  
801 Tom Martin Drive, Ste. 120  
Birmingham, AL 35211

City of El Paso  
Tax Assesor/Collector  
P.O. Box 2992  
El Paso, TX 79999

City of El Paso/Empowerment Zone  
2 Civic Center Plaza  
El Paso, TX 79902

DanHil Containers, LLC  
P.O. Box 61147  
San Angelo, TX 76906



Deetto Visa Business Card  
P.O. Box 3997  
St. Joseph, MO 64503

DeLaval, Inc.  
11100 N. Congress Avenue  
Kansas City, MO 64153

DELP  
1405 Ingram  
Springfield, AR 72764

Duni Corporation  
225 Peachtree St. #400  
Atlanta, GA 30303

Express Distribution  
Fruits & Vegetables  
10648 Obsidian  
El Paso, TX 79942

FFE Transportation  
P.O. Box 671252  
Dallas, TX 75267

Gorman Industrial Supply  
1701 Texas Ave.  
El Paso, TX 79901

Industrial Packaging  
26-D Walter Jones Blvd.  
El Paso, TX 79906

Internal Revenue Service  
P.O. Box 7346  
Philadelphia, PA 19101

Internal Revenue Service  
Special Procedures Branch  
300 E. 8th Street  
Austin, TX 78701

JNS Foods, LLC  
6635 W. Commercial Blvd., Ste. 200  
Tamarac, FL 33687

John Trien Realty  
9565 Dyer  
El Paso, TX 79924

JPMorgan Chase Bank  
c/o Michael Cintron  
1100 Chase Tower  
201 E. Main Dr.  
El Paso, TX 79901

LA Foods  
7301 Topanga Blvd.  
Canoga Park, CA 91303

Macheezmo Foods  
109 Palm  
El Paso, TX 79901

Medley Material Handling  
4201 Will Rogers Parkway  
Oklahoma City, OK 73108

New Wave Converting, Inc.  
14808 Whittram Ave.  
Fontana, CA 92335

Paris Packaging, Inc.  
P.O. Box 676197  
Dallas, TX 75267

Pro Pac Professional  
Handling Systems  
P.O. Box 531491  
Grand Prairie, TX 75053-0491

Pro Print & Label  
P.O. Box 17739  
El Paso, TX 79917

Quality Fruit and Vegetable  
309 Colfax St.  
El Paso, TX 79905

Ramos Hermanos, USA  
1221 Barranca  
El Paso, TX 79935

Rapid Pallets, LP  
26 Walter Jones Blvd., Ste. E  
El Paso, TX 79906

Robert and Carla Gregoire  
2215 Myrtle  
El Paso, TX 79901

Robert Gregoire  
2215 Myrtle  
El Paso, TX 79901

RYZ, Inc.  
c/o Hector Phillips, P.C.  
1017 Montana Ave.  
El Paso, TX 79902

Severn, Winkle & Magette  
205 N. 10th Street, Ste. 300  
Boise, ID 83701

Sierra Packaging & Converting, Inc.  
1400 Kleppe Lane  
Sparks, NV 89431

Silliker, Inc.  
900 Maple Road  
Homewood, IL 60430

Texas NICUSA, LLC  
100 Congress, Ste. 600  
Austin, TX 78701

Total Quality Logistics  
c/o Barry F. Fagel  
312 Walnut Street, Ste. 3100  
Cincinnati, OH 45202

Trans Pecos Bank  
Attn: Mark Johnston  
112 E. Pecan St.  
San Antonio, TX 78205

Trinidad/Benham Corp.  
3650 S. Yosemite, Ste. 300  
Denver, CO 80237

Troy's Quality Truck Brokerage, Inc.  
390 Colfax  
El Paso, TX 79905

U.S. Attorney  
601 N.W. Loop 410, Ste.600  
San Antonio, TX 78216

U.S. Small Business Administration  
Treasury Collection Coordinator  
801 Tom Martin Drive, Ste. 120  
Birmingham, AL 35211

Wei Chuan, USA  
3420 S. Malt Ave.  
Commerce, CA 90040

Wells Fargo Bank Line of Credit  
P.O. Box 53476  
Phoenix, AZ 85072

West Texas Container  
12345 Rojas  
El Paso, TX 79928

XPEDX  
6839 Market Avenue  
El Paso, TX 79915

Zanios Foods  
P.O. Box 27730  
Albuquerque, NM 87125

**UNITED STATES BANKRUPTCY COURT  
Western District of Texas**

In re RCG Foods of Texas, 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 5 pages, is true, correct and complete to the best of my knowledge.

Date 9/1/11

Signature /s/  
ROBERT GREGOIRE,  
President

**UNITED STATES BANKRUPTCY COURT**  
**Western District of Texas**

In re RCG Foods of Texas, 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>
Sierra Packaging & Converting, Inc. 1400 Kleppe Lane Sparks, NV 89431				4,488.30
DeLaval, Inc. 11100 N. Congress Avenue Kansas City, MO 64153				4,665.48
Express Distribution Fruits & Vegetables 10648 Obsidian El Paso, TX 79942				4,701.00

(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>
Medley Material Handling 4201 Will Rogers Parkefay Oklahoma City, OK 73108			Disputed	5,141.98
Paris Packaging, Inc. P.O. Box 676197 Dallas, TX 75267				5,258.88
BLC, LLC/Ciena Capital, LLC P.O. Box 26507 Greenville, SC 29616				5,457.85
Ramos Hermanos, USA 1221 Barranca El Paso, TX 79935			Disputed	5,960.50
Advanta Credit Card P.O. Box 9217 Old Bethpage, NY 11804				7,490.14
XPEDX 6839 Market Avenue El Paso, TX 79915				7,628.41
Texas NICUSA, LLC 100 Congress, Ste. 600 Austin, TX 78701				9,535.11
Wei Chuan, USA 3420 S. Malt Ave. Commerce, CA 90040			Disputed	12,177.00

(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>

Borrego Springs Bank 7777 Alvarado Road, Ste. 501 La Mesa, CA 91942				19,142.09
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Quality Fruist and Vegetable 309 Colfax St. El Paso, TX 79905				20,000.00
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Macheezmo Foods 109 Palm El Paso, TX 79901				33,000.00
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Wells Fargo Bank Line of Credit P.O. Box 53476 Phoenix, AZ 85072				36,019.15
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JNS Foods, LLC 6635 W. Commercial Blvd., Ste. 200 Tamarac, FL 33687			Disputed	39,630.20
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Capital One 801 Tom Martin Drive, Ste. 120 Birmingham, AL 35211				62,289.03
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

9/11/11

Signature

ROBERT GREGOIRE,  
President