

In re Greenline Industries, Inc. d/b/a Biodiesel Industries, Inc. Debtor.	Case No.: (If known)
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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.

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 the 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.

"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

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's 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 (if more than one)
2007	33,447,891	According to GAAP, from audited financials
2008	8,621,947	According to GAAP, from un-audited financials
2009	3,764,276	According to GAAP from April 2009 financial statement

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.)

<u>Date</u>	<u>Source</u>	<u>Amount</u>	<u>Notes</u>
3/14/2008	Leaf Clean Energy/EEA North America, 900 7 th Street, N.W., Suite 735 Washington D.C., 20001	\$20,000,000	Series A Investment
6/2/2009	Leaf Clean Energy/EEA North America, 900 7 th Street, N.W., Suite 735 Washington D.C., 20001	\$91,247	money to continue business operations
6/26/2009	Leaf Clean Energy/EEA North America, 900 7 th Street, N.W., Suite 735 Washington D.C., 20001	\$25,000	money to continue business operations
6/29/2009	Leaf Clean Energy/EEA North America, 900 7 th Street, N.W., Suite 735 Washington D.C., 20001	\$12,300	money to continue business operations
7/13/2009	Leaf Clean Energy/EEA North America, 900 7 th Street, N.W., Suite 735 Washington D.C., 20001	\$25,000	money to continue business operations
7/15/2009	Marsh USA Dept. 44506 San Francisco, CA 94114-450	\$49,580	Return Insurance Premium

3. Payments to creditors

None a. List all payments on loans, installment purchases of goods or services, and other debts, aggregating more than \$600 to any creditor, made within **90 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID, AMOUNT STILL OWING
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SEE EXHIBIT 3A ATTACHED

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID, AMOUNT STILL OWING
Peter Brown 1015 Fairview Avenue San Jose, CA 95125	Michael Brown's Brother	Series of payments, see detailed list attached as Exhibit 3B \$12,711.26
Templar Systems 1, avenue Nouvelee B-1325 Chaumont-Gistoux Belgium	Michael Brown brother in-law	Series of payments, see detailed list attached as Exhibit 3B \$125,468.44

* SEE ALSO DETAIL ATTACHED AS EXHIBIT 3B
** SEE ALSO EXHIBIT 23B FOR PAYMENTS TO INSIDERS

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
Agri Process Innovations, Inc., et al. v. Imo, et al., Case No. 07AA-CC00061	Civil claims including unjust enrichment, breach of contract, and the foreclosure of the plaintiffs' mechanic's lien, as well as related counterclaims.	The Circuit Court of Montgomery County, Missouri (12th Judicial Circuit) 211 East 3rd Street, Montgomery City, Missouri 63361	Tentative settlement had been reached but the debtor was unable to perform.

Agri-Process Innovations Inc et al v. Greenline Industries LLC et al, 09-00498	Order Confirming Arbitration Award and agreement to sell biodiesel equipment for \$509,000 plus costs with the remainder of the sale price going to the debtor.	U.S. District Court, Eastern District of Arkansas 500 West Capitol Avenue Little Rock, AR 72201	Arbitration award of \$1,894,195.15 pending.
Iris Data Services LLC v. Greenline Industries, Inc., 219-02009-2009	Breach of Contract	219th District Court Collin County, TX Collin County Courthouse 2100 Bloomdale Rd., Suite 20132 McKinney, TX 75071	Default Judgment was entered 7/6/2009
Determined Productions, Inc. v. Greenline Industries, LLC, case no. 092563	Unlawful Detainer	Marin County Superior Court Marin County Superior Courthouse 3501 Civic Center Drive San Rafael, California 94903	pending
Jackson Law Firm 70 East 55th Street New York, NY 10022	Breach of Contract		Pending
Renewable Power & Light 855 Foxberry Farm Road, #200 Minneapolis, MN 55340			Debtor has performed on all requirements of the settlement agreement to date, but there may be potential for some continuing obligation.
Bioversel 10 Cedarwood Ave. Toronto, ON M21118			A multi-million dollar dispute settled, which included a final payment at the creditor's election which is included in the unsecured claims.

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 REPOSSESSION, 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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SEE EXHIBIT 6B ATTACHED.

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
Meyers Law Group, P.C. 44 Montgomery Street, #1010 San Francisco, CA 94104	Chapter 11 retainer	5/19/2009 \$15,000.00
	Retainer replenishment	7/16/2009 \$12,737.45
	Portion of fixed fee payment for Chapter 7 filing	7/30/2009 \$16,618.45

10. Other transfers

None 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 **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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11. Closed financial accounts

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

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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Wells Fargo Bank Eric Rozendahl 999 5th Ave., Suite 100 San Rafael, CA 94901	*****8220 Savings	0 6/22/2009
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Fortis Bank Klara Verhoeven Kantoor Koningshooikt Koningsplein 17 / (41130.7) BELGIUM	*****21-72	Euro Checking	0	5/29/2009
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Wells Fargo Bank Eric Rozendahl 999 5th Ave., Suite 100 San Rafael, CA 94901	*****8386	Multi Currency Account (Euro)	0	6/15/2009
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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 **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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Owner Name

Item

Location Name

Ikon Financial
 P.O. Box 650073
 Dallas, TX 75265-0076

Leased copy machine
 Ricoh MPC3500 Copy Machine
 Value unknown

Greenline Corp.
 2425 Larkspur Landind Cir.
 Larkspur, CA 94934

Heilscher USA, Inc.
19 Forest Rd.
Ringwood, NJ 07456

Lab equipment, lease to own
Lab Testing equipment
Value: \$15,000.00

Greenline R&D lab
803 Wright Ave.
Richmond, CA 94804

DeLage Landen
P.O. Box
Philadelphia, PA 19101-1601

Leased forklift
Forklift
Value: \$8,000.00

Greenline R&D lab
803 Wright Ave.
Richmond, CA 94806

Russel Finex
625 Eagleton Downs Dr.
PO Box 69
Pineville, NC 28134

Equipment on loan
Filtercell Filter
Value unknown

Greenline R&D lab
803 Wright Ave.
Richmond, CA 94806

15. Prior address of debtor

None If the debtor has moved within the **two 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

Greenline Industries
P.O. Box 151079
San Rafael, CA 94915

7/7/09- present

Greenline Industries
2425 Larkspur Landing Cir.
Larkspur, CA 94935

November 2007-July 2009

Greenline Industries
24 Tiburon St.
San Rafael, CA 94901

December 2005-November 2007

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 the **six-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.

NAME

17. Environmental Information

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

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

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

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

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

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements and orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and the 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 a self-employed professional within the **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 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 securities within the **six years** immediately preceding the commencement of this case.

NAME ADDRESS	TAXPAYER I.D. NUMBER (EIN)		NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Greenline Industries, Inc. 2425 Larkspur Landing Cir. Larkspur, CA 94930	30-0469111	100%	Biodiesel processor technology sales and installation	3/14/2008 present
Greenline Industries, LLC 2425 Larkspur Landing Cir. Larkspur, CA 94930	20-1475455	100%	Biodiesel processor technology sales and installation	3/14/2008 present
Greenline Industrial Systems 25, Caderea Bastiliei st., Et1 10615 - Buchares, S1 - Romania	n/a	50%	Biodiesel processor technology sales and installation	3/14/2008 present
Bio-Energy Systems, LLC 2425 Larkspur Landing Cir. Larkspur, CA 94930	54-2131121	100%	Biodiesel processing facility	

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, records 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

Bookkeepers & Accountants

Company

Name

Dates of Service

Greenline Industries
2425 Larkspur Landing Cir.
Larkspur, CA 94939

Sean Hancock

10/05-Present

Webster Pacific
1 Maritime Plaza
Suite, 140
San Francisco, CA 94111

Susan Beans

02/06-03/08

Webster Pacific
1 Maritime Plaza
Suite, 140
San Francisco, CA 94112

Jane Schopplein

02/06-07/09

Greenline Industries
Greenline Industries
2425 Larkspur Landing Cir.
Larkspur, CA 94939

Lynette Clark

02/08-03/09

Armanino McKenna, LLP
12667 Alcosta Blvd., Suite 500
San Ramon, CA 94583

John Duncan

01/09-06/09

Greenline Industries
Greenline Industries
2425 Larkspur Landing Cir.
Larkspur, CA 94939

Dan Jackson

08/07-02/09

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

Firms who have audited/prepared financial statements

Webster Pacific 1 Maritime Plaza Suite, 140 San Francisco, CA 94111	Susan Beans	02/06-03/08
Armanino McKenna, LLP Armanino McKenna, LLP 12667 Alcosta Blvd., Suite 500 San Ramon, CA 94583	John Dunican	01/09-06/09
Frank Rimerman, LLP One Embarcadero Center. Suite 2410 San Francisco, CA 94111		5/7/2009
Ghirardo CPA, Inc. 7200 Redwood Blvd., Suite 403 Novato, CA 94945	Jerry Ghirardo	10/08-06/09

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

Individuals currently in possession of books

Greenline Industries Greenline Industries 2425 Larkspur Landing Cir. Larkspur, CA 94939	Sean Hancock	10/05-Present
Greenline Industries 619 E. Street San Rafael, CA 94901	Sean Hancock	10/05-Present

- 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

Institutions issued a financial statement

Leaf Clean Energy/EEA North America 900 7th St. N.W., suite 735 Washington D.C., 20001	Feb. 2008
Meyers Law Group 44 Montgomery Street, #1010 San Francisco, CA 94104	June 2009
Menlo Capital 101 California Street, Suite 3180 San Francisco, CA 94111	May 2009
White Stable Ventures 649 Mission St., 5th Floor San Francisco, CA 94105	May 2009

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)
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- 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
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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
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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
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Jacques Sinoncelli 862 Sir Francis Drake, #295 San Anselmo, CA 94960	Former Director	12.1% (all common stock)
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Michael Brown 53 7th Ave. San Francisco, CA 94118	Former Director	6.8% (all common stock)
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Donn Tice 2200 Leavenworth, #206 San Francisco, CA 94133	CEO and Director	
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Joe Fox EEA North America 900 Seventh Street, NW Suite 735 Washington, DC 20001	Director	
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Leaf Clean Energy/EEA North America 900 7 th Street, N.W., Suite 735 Washington D.C., 20001		78.2% (preferred stock)
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22. Former partners, officers, directors and shareholders

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

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated

within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Michael Brown 53 7th Ave. San Francisco, CA 94118	CEO	4/3/2009
Jacques Sinoncelli 862 Sir Francis Drake, #295 San Anselmo, CA 94960	Founder and director	7/18/2009
John Kinney 2 Midden Ln. Tiburon, CA 94920	CEO	7/9/2008
Daniel Jackson 105 Geldert Tiburon, CA 94920	CFO	2/19/2009
Maninder Sethi 191 Crest Rd. Novato, CA 94945	COO	5/15/2009
John Dunican 12667 Alcosta Blvd. Ste. 500 San Ramon, CA 94583	Interim contract CFO	6/15/2009

23. Withdrawals from a partnership or distributions by a corporation

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Armanino McKenna, LLP 12667 Alcosta Blvd. Ste 500 San Ramon, CA 94583	Interim CFO John Dunican	Series of payments, see detailed list attached as Exhibit 23B \$41,519.35
Daniel Jackson 105 Geldert Tiburon, CA 94920	Former CFO	Series of payments, see detailed list attached as Exhibit 23B \$189,588.48
Donn Tice 2200 Leavenworth, #206 San Francisco, CA 94133	Current CEO	Series of payments, see detailed list attached as Exhibit 23B \$222,845.85
Elaine Brown 1015 Fairview Avenue San Jose, CA 95125	Michael Brown sister-in-law	Series of payments, see detailed list attached as Exhibit 23B \$50,281.86

Jacques Sinoncelli 862 Sir Francis Drake, #295 San Anselmo, CA 94960	Founder	Series of payments, see detailed list attached as Exhibit 23B	\$251,145.91
John Grant 5730 Lewis Way Concord, CA 94521	Former VP of Sales	Series of payments, see detailed list attached as Exhibit 23B	\$116,911.52
Maninder Sethi 191 Crest Rd. Novato, CA 94945	Former COO	Series of payments, see detailed list attached as Exhibit 23B	\$199,489.86

24. Tax Consolidation Group

None If the debtor is a corporation, list the names 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 names 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 by an individual or individual and spouse]

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.

Date _____ Signature _____
of Debtor

Date _____ Signature _____
of Joint Debtor
(if any)

[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 8/7/09 Signature /s/ Donn Tice
Donn Tice, CEO
Print Name and Title

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

47 continuation sheets attached

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

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

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

Printed or Typed Name of Bankruptcy Petition Preparer

Social Security Number
(Required by 11 U.S.C. § 110(c)).

Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:

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

X _____
Signature of Bankruptcy Petition Preparer Date

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.

SOFA EXHIBIT 3A

04/30/2009		AP Innovations, Inc. Mike Shook 1000 South Main Stuttgart, AR 72160	81,664.30	settlement payment
05/07/2009	6694	Armanino McKenna, LLP 12667 Alcosta Blvd. Ste 500 San Ramon, CA 94583	7,519.35	invoice.
06/01/2009	6718	AT&T Mobility 2 PO Box 6463 Carol Stream, IL 60197\$6463	5,623.77	invoice.
06/12/2009		AT&T Mobility 2 PO Box 6463 Carol Stream, IL 60197\$6464	3,449.17	invoice
04/30/2009	6693	BB&T Tanner 4480 Willow Rd. Pleasanton, CA 94588	71,059.00	insurance
05/21/2009	6716	Board of Equalization P.O. Box 942879 Sacramento, CA 94588	241,425.00	sales tax due
05/07/2009	6695	Bryan Craft 1 Fairway Woods Cir. Maumelle, AR 72113	1,769.50	employee exp report
05/07/2009	6696	Building Care, Inc. 60 Leveroni Ct., Suite 200 Novato, CA 94949\$5785	882.01	invoice
04/30/2009	6688	Coker Pump & Equipment Co. P.O. Box 12308 Oakland, CA 94604	1,378.66	invoice
05/13/2009	6710	Donn Tice 2200 Leavenworth, #206 San Francisco, CA 94133	2,032.62	employee exp report
06/12/2009	6727	Donn Tice 2200 Leavenworth, #206 San Francisco, CA 94134	2,750.00	employee exp report
04/30/2009	6692	Esvin Osberto Pelechu 241 Union Street, Apt. 4 San Rafael, CA 94901	3,021.60	invoice
05/14/2009	6714	Esvin Osberto Pelechu 241 Union Street, Apt. 4 San Rafael, CA 94901	3,088.70	invoice
05/07/2009	6699	Federal Express, Inc. P.O. Box 7221 Pasadena, CA 91109\$7321	605.62	invoice
05/07/2009		Franken Max Planck STR. 7 D 50354	962.77	invoice

SOFA EXHIBIT 3A

05/07/2009	6700	Gary Marsh 1316 Anise Dr. Austin, TX 78741	661.56	employee exp report
06/08/2009	6726	Gaurav Shah 1455 Saratoga Ave., #1001 San Jose, CA 95129	1,815.95	employee exp report
05/07/2009	6701	Greiner Industries, Inc. 1650 Steel Way, #295 San Anselmo, CA 94960	1,749.00	invoice
07/16/2009	6736	Jacques Sinoncelli\$	5,372.29	employee exp report
04/22/2009		Lucas Tamini 1365 Pacific Ave. San Francisco, CA 94109	11,633.00	invoice
06/02/2009		Lucas Tamini 1365 Pacific Ave. San Francisco, CA 94110	6,824.00	invoice
06/10/2009		Lucas Tamini 1365 Pacific Ave. San Francisco, CA 94111	2,806.00	invoice
05/13/2009	6713	Maninder Sethi 191Crest Rd. Novato, CA 94945	1,033.02	employee exp report
05/19/2009		Meyers Law Group 44 Montgomery St., 1010 San Francisco, CA 94104	15,000.00	retainer
07/16/2009		Meyers Law Group 44 Montgomery St., 1010 San Francisco, CA 94104	12,737.45	retainer
07/30/2009		Meyers Law Group 44 Montgomery St., 1010 San Francisco, CA 94104	16,618.45	retainer
05/07/2009	6705	Pacific Gas and Electric box 997300 Sacramento, CA 95899\$7300	754.73	invoice
06/23/2009		Pacific Gas and Electric box 997300 Sacramento, CA 95899\$7301	658.00	invoice
06/29/2009		Pacific Gas and Electric box 997300 Sacramento, CA 95899\$7302	884.51	invoice
04/30/2009	6682	Pathfinder GS 10905 Joy Ln. Minnetonka, MN 55305	3,000.00	invoice
06/02/2009		Pathfinder GS 10905 Joy Ln. Minnetonka, MN 55306	4,500.00	invoice
04/30/2009	6683	Patricia Harris 1300 Creekside Drive, #204 Walnut Creek, CA 94596	800.00	invoice

SOFA EXHIBIT 3A

06/05/2009		Prime Rate PFC, Inc. PO Box 580016 Charlotte, NC 28258-0016	22,089.33	insurance
06/29/2009	6731	Prime Rate PFC, Inc. PO Box 580016 Charlotte, NC 28258-0016	21,766.30	insurance
04/30/2009	6689	Resource Logistics, Inc. P.O. Box 573 Hudson, WI 54016	1,495.00	invoice
04/30/2009	6684	Sergey Gurevich 13 Skylark, #18 Larkspur, CA 94939	1,273.30	employee exp report
05/07/2009	6708	Sergey Gurevich 13 Skylark, #18 Larkspur, CA 94940	679.98	employee exp report
06/01/2009	6720	TelePacific Communications, Inc. P.O. Box 526015 Sacramento, CA 95852\$6015	845.29	invoice
07/16/2009	6738	Tommy Foltz 5421 Centerwood Rd. Little Rock, AR 72207	1,016.35	employee exp report
04/30/2009	6685	US Bank credit card P.O. Box 790408 St. Louis, MO 63179\$0408	2,366.52	credit card
07/16/2009		US Bank credit card P.O. Box 790408 St. Louis, MO 63179\$0409	700.00	credit card
04/30/2009	6686	Vital Networks 8801 Folsom Blvd., Suite 285 Sacramento, CA 95826	3,524.34	invoice
04/30/2009	6690	Zook Rupture Disks P.O. Box 73968 Cleveland, OH 44193	1,366.90	invoice
<u>TOTAL</u>			<u>83,031.20</u>	

SOFA EXHIBIT 3B, Payments made creditors that are also insiders

Type	Date	Name	Amount	relationship	Transaction Type
		Templar Systems 1, avenue Nouvelle B-1325 CHAUMONT\$GISTOUX BELGUIM		Michael Brown brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	07/31/08		\$ 15,651.37		
Bill Pmt -Check	09/03/08		\$ 15,799.73	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	09/29/08		\$ 14,690.61	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	11/04/08		\$ 13,758.36	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	12/02/08		\$ 12,675.42	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	12/30/08		\$ 14,208.95	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	02/06/09		\$ 12,962.09	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	03/05/09		\$ 11,332.11	brother in\$law Michael Brown	Payment of invoice for PM services
Bill Pmt -Check	04/08/09		\$ 14,389.80	brother in\$law	Payment of invoice for PM services
		The S.A. Jackson Law Firm 70 East 55th Street New York, NY 10022		Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	09/04/08		\$ 13,024.63		
Bill Pmt -Check	09/24/08		\$ 7,300.00	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	10/21/08		\$ 9,082.58	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	12/02/08		\$ 10,045.00	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	01/08/09		\$ 19,784.45	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	02/04/09		\$ 3,500.00	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	02/13/09		\$ 33,947.00	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	04/08/09		\$ 25,987.40	Dan Jackson Father	Payment of invoice for legal services
Bill Pmt -Check	04/21/09		\$ 10,000.00	Dan Jackson Father	Payment of invoice for legal services
		<u>TOTAL</u>	<u>\$258,139.50</u>		

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	hp d4260 printer	\$65.00
	Samsung syncmaster 932bw monitor	\$75.00
	Clock	\$ 2.00
	DVD player	\$50.00
	Large Sony Flatscreen	\$3,000.00
	Map	\$75.00
	1 desk	\$125.00
	HP Inkjet CP1700	\$75.00
	HP windows computer	\$80.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	Keyboard	\$20.00
	Mac desktop computer	\$80.00
	mouse	\$ 5.00
	NEC monitor	\$25.00
	Sony large monitor	\$25.00
	various chairs	\$50.00
	chair	\$50.00
	Large Cherry wood L shaped desk	\$300.00
	small shelf	\$25.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	hp c4180 printer	\$65.00
	mac cinema hd display monitor	\$350.00
	1 very large FlatScreen TV	\$3,500.00
	1 HP laserjet 2840 print scan fax	\$100.00
	4 credenza/cab ikea (2 small, 2 large)	\$300.00
	1 rolling wooden file	\$80.00
	1 chair	\$80.00
	1 desk	\$125.00
	1 rolling wooden file cab	\$80.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	various chairs	\$50.00
	1 small credenza/cab ikea	\$100.00
	2 large cabinets ikea	\$300.00
	coffee machine	\$20.00
	microwave	\$25.00
	various cups/dishes	\$50.00
	water cooler	\$20.00
	1 rolling wooden file	\$80.00
	dell keyboard	\$20.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)		
	Hanns-G monitor	\$30.00
	1 credenza/cabinet ikea	\$100.00
	1 macbook pro laptop	\$1,000.00
	1 shoretel master call transferer	\$100.00
	1 windows laptop	\$200.00
	21 shoretel phones	\$4,000.00
	various chairs	\$50.00
	various mouse, keyboards, cords/cables, stapleser, general office supplies, etc.	\$50.00
	2 rolling wood file	\$160.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	3 ikea desks	\$375.00
	3 monitors	\$120.00
	hp c4280 printer	\$65.00
	hp l7780 psc	\$65.00
	sony vaio desktop computer	\$50.00
	trade show exhibit	\$1,000.00
	brother dcp 7020 psc	\$100.00
	flat screen stand	\$200.00
	mac keyboard	\$25.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	pitney bowes small office postahge machine	\$50.00
	sony bravia flatscreen tv	\$2,500.00
	sony dvd player	\$50.00
	1 chair	\$80.00
	1 dell desktop computer	\$80.00
	1 desk	\$125.00
	1 monitor	\$50.00
	1 rolling wooden file cab	\$80.00
	1 shredder	\$80.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	2 chairs	\$80.00
	2 desks (one black)	\$100.00
	2 rolling wooden file (one black)	\$50.00
	4 bookshelves	\$100.00
	2 linksys routers (rack)	\$1,000.00
	3 backup batteries	\$1,200.00
	3 computers (1 rackmounted)	\$1,000.00
	2 shoretel rackmounts	\$4,000.00
	keyboard	\$20.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939		
(current market value estimated by Sean Hancock)	monitor	\$25.00
	mouse	\$ 5.00
	netopia router	\$15.00
	1 chair	\$80.00
	1 desk	\$125.00
	1 monitor	\$50.00
	1 rolling wooden file	\$80.00
	Gateway large monitor	\$30.00
	hp f4180 printer	\$65.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline Industries Corp. Office 2425 Larkspur Cir. Larkspur, CA 94939 (current market value estimated by Sean Hancock)	1 ikea credenza/cabinet	\$100.00
Greiner Industries 1650 Steel Way Mounty Joy, PA 17552 (valued at original invoice cost from supplier)	5mm plant settling tank	\$27,775.00
	5mm plant settling tank	\$27,775.00
	5mm plant settling tank	\$27,775.00
	Intermediate Settling Tank	\$18,695.00
	Legacy Chiller	\$54,658.00
	1000 Gallon BD Bufer tanks	\$9,449.00
	1000 Gallon BD Bufer tanks	\$9,449.00
	Trace GC Ultra Gas Chromatographer	\$7,500.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)	Focus GC Gas Chromatograher	\$7,500.00
	Dell PC	\$50.00
	Dell Monitor	\$35.00
	titrator- GT 100	\$4,000.00
	1 chemical oven	\$200.00
	moisture analyzer CA21	\$2,000.00
	2 scales	\$20.00
	misc. glassware	\$50.00
	2 magnetic stirred heaters	\$100.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)		
	1 linksys router	\$35.00
	telephone	\$20.00
	misc. lab chemicals	\$50.00
	tank with vaccuum pump	\$50.00
	7 GC Syringes	\$100.00
	1 large chemical oven	\$100.00
	non working Gas Chromatogropher	\$2,000.00
	2 totes w/ waist oil	\$200.00
	misc. office dividers	\$300.00
	hot water heater	\$200.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)		
	misc. pipes, fittings, hardware, etc.	\$500.00
	6 240 gallon tanks	\$600.00
	4 viking diaphragm pumps	\$1,200.00
	3 gear pumps	\$600.00
	2 misc. pumps	\$200.00
	4 misc. tanks up to 60 gallons	\$200.00
	4 heaters watlow	\$1,200.00
	3 miller welders (2 mig, 1 tig)	\$2,100.00
	air pump	\$200.00
	shop vac	\$25.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)	allen bradley plc panel	\$1,000.00
	air dryer	\$100.00
	alpha laval heat exchanger	\$200.00
	acetylene torch	\$300.00
	8 six foot, 12" pipes w/ flanges	\$300.00
	pilot plant with all pumps, intruments etc.	\$50,000.00
	2 vaccuum pumps	\$1,000.00
	misc. pipe fittings	\$300.00
	pipe threading machine	\$100.00
	toolbox on wheels	\$100.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)	2 double walled tanks (from LC BIO)	\$15,000.00
	Fire proof cabinet	\$1,000.00
	3 centrifugal pumps	\$300.00
	high pressure autoclave w/ control panel	\$1,000.00
	1 condensor	\$200.00
	bath chiller	\$200.00
	flash point tester	\$200.00
	10 vfd drives	\$500.00
	4 2000 gallon tanks	\$2,000.00
	5 1000 gallon tanks	\$1,250.00

SOFA Exhibit 6B, Debtor's property held by real property lessors

<u>Location Name</u>	<u>Item</u>	<u>Approximate Value</u>
Greenline R&D Lab 803 Wright Ave. Richmond, CA 94804		
(market value estimated by Jacques Sinonelli)		
	FORKLIFT (leased from DeLage)	\$8,000.00
	Methanol tote (Owned by Univar)	\$2,000.00
	methylate tote (Owned by Univar)	\$500.00
	4000 gallon tank	\$1,000.00
	2 2500 gallon tank	\$1,000.00
	4 24" pipes (yellow)	\$500.00
	misc. furniture/office equipment	\$400.00
	chiller	\$1,000.00
Thermatech Ltd 1215 Hyland Ave. Kaukana, WI 54130		
(valued at original invoice cost from supplier)		
	EM2 Plant parts, equipment, etc.	\$536,000.00
	TOTAL	\$860,743.00

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
		Armanino McKenna, LLP 12667 Alcosta Blvd. Ste 500 San Ramon, CA 94583		Interim CFO John Dunican	
Bill Pmt -Check	12/30/2008		\$ 5,000.00	Interim CFO John Dunican	Payment for acct. services
Bill Pmt -Check	01/16/2009		\$ 6,000.00	Interim CFO John Dunican	Payment for acct. services
Bill Pmt -Check	02/13/2009		\$ 5,500.00	Interim CFO John Dunican	Payment for acct. services
Bill Pmt -Check	03/20/2009		\$ 7,000.00	Interim CFO John Dunican	Payment for acct. services
Bill Pmt -Check	04/21/2009		\$ 10,500.00	Interim CFO John Dunican	Payment for acct. services
Bill Pmt -Check	05/07/2009		\$ 7,519.35	Interim CFO John Dunican	Payment for acct. services
		Daniel Jackson 105 Geldert Tiburon, CA 94920		Former CFO	
Payroll	08/08/08		\$ 8,653.85	Former CFO	salary
Payroll	08/08/08		\$ 507.69	Former CFO	car allowace
Bill Pmt -Check	08/20/08		\$ 1,469.00	Former CFO	Expense Reimbursement
Payroll	08/22/08		\$ 8,653.85	Former CFO	salary
Payroll	08/22/08		\$ 507.69	Former CFO	car allowace
Payroll	09/05/08		\$ 8,653.85	Former CFO	salary
Payroll	09/05/08		\$ 507.69	Former CFO	car allowace
Payroll	09/19/08		\$ 8,653.85	Former CFO	salary
Payroll	09/19/08		\$ 507.69	Former CFO	car allowace
Payroll	10/03/08		\$ 8,653.85	Former CFO	salary
Payroll	10/03/08		\$ 507.69	Former CFO	car allowace
Bill Pmt -Check	10/06/08		\$ 2,601.50	Former CFO	Expense Reimbursement
Payroll	10/17/08		\$ 8,653.85	Former CFO	salary
Payroll	10/17/08		\$ 507.69	Former CFO	car allowace
Payroll	10/31/08		\$ 8,653.85	Former CFO	salary
Payroll	10/31/08		\$ 507.69	Former CFO	car allowace
Bill Pmt -Check	11/11/08		\$ 1,295.00	Former CFO	Expense Reimbursement
Payroll	11/14/08		\$ 8,653.85	Former CFO	salary
Payroll	11/14/08		\$ 507.69	Former CFO	car allowace
Payroll	11/28/08		\$ 8,653.85	Former CFO	salary
Payroll	11/28/08		\$ 507.69	Former CFO	car allowace
Payroll	12/12/08		\$ 8,653.85	Former CFO	salary
Payroll	12/12/08		\$ 507.69	Former CFO	car allowace

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Bill Pmt -Check	12/17/08		\$ 5,068.70	Former CFO	Expense Reimbursement
Payroll	12/22/08		\$ 8,653.85	Former CFO	salary
Payroll	12/22/08		\$ 507.69	Former CFO	car allowace
Payroll	01/09/09		\$ 8,653.85	Former CFO	salary
Payroll	01/09/09		\$ 507.69	Former CFO	car allowace
Payroll	01/23/09		\$ 8,653.85	Former CFO	salary
Payroll	01/23/09		\$ 507.69	Former CFO	car allowace
Payroll	02/06/09		\$ 8,653.85	Former CFO	salary
Payroll	02/06/09		\$ 507.69	Former CFO	car allowace
Check	02/09/09		\$ 4,799.39	Former CFO	final salary (net)
Check	02/09/09		\$ 6,933.14	Former CFO	vacation accrued
Check	02/09/09		\$ 166.67	Former CFO	FSA withheld from paycheck
Payroll	02/09/09		\$ 6,057.69	Former CFO	salary
Payroll	02/09/09		\$ 9,883.76	Former CFO	vacation
Payroll	02/09/09		\$ 19,903.86	Former CFO	severence
Check	02/13/09		\$ 1,367.06	Former CFO	vacation accrued
Payroll	02/13/09		\$ 1,498.15	Former CFO	vacation revised
Bill Pmt -Check	02/20/09		\$ 283.00	Former CFO	Expense Reimbursement
		Donn Tice 2200 Leavenworth, #206 San Francisco, CA 94133			
Payroll	12/12/08		\$ 6,730.77	Current CEO	salary
Payroll	12/22/08		\$ 13,461.54	Current CEO	salary
Payroll	01/09/09		\$ 13,461.54	Current CEO	salary
Bill Pmt -Check	01/21/09		\$ 2,019.00	Current CEO	Expense Reimbursement
Payroll	01/23/09		\$ 13,461.54	Current CEO	salary
Payroll	02/06/09		\$ 13,461.54	Current CEO	salary
Bill Pmt -Check	02/19/09		\$ 6,404.95	Current CEO	Expense Reimbursement
Payroll	02/20/09		\$ 13,461.54	Current CEO	salary
Bill Pmt -Check	03/05/09		\$ 30.89	Current CEO	Expense Reimbursement
Payroll	03/06/09		\$ 13,461.54	Current CEO	salary
Bill Pmt -Check	03/20/09		\$ 112.74	Current CEO	Expense Reimbursement
Bill Pmt -Check	03/20/09		\$ 187.34	Current CEO	Expense Reimbursement
Bill Pmt -Check	03/20/09		\$ 14,841.37	Current CEO	Expense Reimbursement
Payroll	03/20/09		\$ 13,461.54	Current CEO	salary
Payroll	04/03/09		\$ 13,461.54	Current CEO	salary
Bill Pmt -Check	04/08/09		\$ 346.96	Current CEO	Expense Reimbursement
Payroll	04/17/09		\$ 11,778.84	Current CEO	salary

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Payroll	05/01/09		\$ 10,096.15	Current CEO	salary
Bill Pmt -Check	05/13/09		\$ 2,032.62	Current CEO	Expense Reimbursement
Payroll	05/15/09		\$ 10,096.15	Current CEO	salary
Payroll	06/03/09		\$ 10,095.15	Current CEO	salary
Payroll	06/12/09		\$ 10,095.15	Current CEO	salary
Payroll	06/30/09		\$ 10,095.15	Current CEO	salary
Payroll	07/14/09		\$ 10,095.15	Current CEO	salary
Payroll	07/24/09		\$ 10,095.15	Current CEO	salary
Bill Pmt -Check	6/12/2009		\$ 2,750.00	Current CEO	Expense Reimbursement
Payroll	08/05/2009		\$ 10,095.15	Current CEO	salary
		Elaine Brown 1015 Fairview Avenue San Jose, CA 95125		Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	09/16/08		\$ 16,000.00	Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	12/02/08		\$ 15,266.16	Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	01/30/09		\$ 5,474.70	Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	03/06/09		\$ 4,708.00	Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	04/01/09		\$ 4,400.00	Michael Brown sister in-law	Payment for legal services
Bill Pmt -Check	04/08/09		\$ 4,433.00	Michael Brown sister in-law	Payment for legal services
		Jacques Sinoncelli 862 Sir Francis Drake, #295 San Anselmo, CA 94960		Founder	car allowance
Payroll	08/08/08		\$ 507.69	Founder	car allowance
Payroll	08/08/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	08/20/08		\$ 473.12	Founder	Expense Reimbursement
Payroll	08/22/08		\$ 507.69	Founder	car allowance
Payroll	08/22/08		\$ 9,615.39	Founder	salary
Payroll	09/05/08		\$ 507.69	Founder	car allowance
Payroll	09/05/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	09/09/08		\$ 1,874.61	Founder	Expense Reimbursement
Payroll	09/19/08		\$ 507.69	Founder	car allowance
Payroll	09/19/08		\$ 9,615.39	Founder	salary
Payroll	10/03/08		\$ 507.69	Founder	car allowance
Payroll	10/03/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	10/10/08		\$ 12,607.84	Founder	Expense Reimbursement

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Payroll	10/17/08		\$ 507.69	Founder	car allowance
Payroll	10/17/08		\$ 9,615.39	Founder	salary
Payroll	10/31/08		\$ 507.69	Founder	car allowance
Payroll	10/31/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	11/11/08		\$ 1,621.78	Founder	Expense Reimbursement
Payroll	11/14/08		\$ 507.69	Founder	car allowance
Payroll	11/14/08		\$ 9,615.39	Founder	salary
Payroll	11/28/08		\$ 507.69	Founder	car allowance
Payroll	11/28/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	12/12/08		\$ 3,889.63	Founder	Expense Reimbursement
Payroll	12/12/08		\$ 507.69	Founder	car allowance
Payroll	12/12/08		\$ 9,615.39	Founder	salary
Payroll	12/22/08		\$ 507.69	Founder	car allowance
Payroll	12/22/08		\$ 9,615.39	Founder	salary
Bill Pmt -Check	01/08/09		\$ 13,432.06	Founder	Expense Reimbursement
Payroll	01/09/09		\$ 507.69	Founder	car allowance
Payroll	01/09/09		\$ 9,615.39	Founder	salary
Payroll	01/23/09		\$ 507.69	Founder	car allowance
Payroll	01/23/09		\$ 9,615.39	Founder	salary
Bill Pmt -Check	02/06/09		\$ 1,200.00	Founder	Expense Reimbursement
Bill Pmt -Check	02/06/09		\$ 3,348.73	Founder	Expense Reimbursement
Payroll	02/06/09		\$ 507.69	Founder	car allowance
Payroll	02/06/09		\$ 9,615.39	Founder	salary
Payroll	02/20/09		\$ 9,615.39	Founder	salary
Payroll	02/23/09		\$ 507.69	Founder	car allowance
Payroll	03/06/09		\$ 10,123.08	Founder	salary
Bill Pmt -Check	03/13/09		\$ 1,068.12	Founder	Expense Reimbursement
Payroll	03/20/09		\$ 10,123.08	Founder	salary
Payroll	04/03/09		\$ 10,123.08	Founder	salary
Bill Pmt -Check	04/08/09		\$ 589.64	Founder	Expense Reimbursement
Bill Pmt -Check	04/08/09		\$ 589.64	Founder	lost reimbursment check
Payroll	04/17/09		\$ 8,857.69	Founder	salary
Payroll	05/01/09		\$ 7,592.30	Founder	salary
Bill Pmt -Check	05/13/09		\$ 1,150.71	Founder	Expense Reimbursement
Bill Pmt -Check	05/13/09		\$ 1,150.71	Founder	lost reimbursment check
Payroll	05/15/09		\$ 7,592.30	Founder	salary
Bill Pmt -Check	7/16/2009		\$ 5,372.29	Founder	Expense Reimbursement

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
		John Grant 5730 Lewis Way Concord, CA 94521			
Payroll	08/08/08		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	08/19/08		\$ 1,175.90	Former VP of Sales	Expense Reimbursement
Payroll	08/22/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	09/05/08		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	09/11/08		\$ -	Former VP of Sales	Expense Reimbursement
Bill Pmt -Check	09/11/08		\$ 858.01	Former VP of Sales	Expense Reimbursement
Payroll	09/19/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	10/03/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	10/17/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	10/31/08		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	11/04/08		\$ 2,924.55	Former VP of Sales	Expense Reimbursement
Payroll	11/14/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	11/28/08		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	12/09/08		\$ 125.39	Former VP of Sales	Expense Reimbursement
Bill Pmt -Check	12/11/08		\$ 376.59	Former VP of Sales	Expense Reimbursement
Payroll	12/12/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	12/22/08		\$ 5,384.62	Former VP of Sales	salary
Payroll	01/09/09		\$ 5,384.62	Former VP of Sales	salary
Payroll	01/23/09		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	01/23/09		\$ 109.67	Former VP of Sales	Expense Reimbursement
Payroll	02/06/09		\$ 5,384.62	Former VP of Sales	salary
Payroll	02/20/09		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	02/27/09		\$ 413.57	Former VP of Sales	Expense Reimbursement
Bill Pmt -Check	03/05/09		\$ -	Former VP of Sales	Expense Reimbursement
Payroll	03/06/09		\$ 5,384.62	Former VP of Sales	salary
Payroll	03/20/09		\$ 5,384.62	Former VP of Sales	salary
Bill Pmt -Check	03/24/09		\$ -	Former VP of Sales	Expense Reimbursement
Bill Pmt -Check	03/24/09		\$ 803.21	Former VP of Sales	Expense Reimbursement
Payroll	04/03/09		\$ 5,384.62	Former VP of Sales	salary
Payroll	04/17/09		\$ 4,711.54	Former VP of Sales	salary
Payroll	05/01/09		\$ 4,038.46	Former VP of Sales	salary
Payroll	05/15/09		\$ 4,038.46	Former VP of Sales	salary
Bill Pmt -Check	6/12/2009		\$ 413.01	Former VP of Sales	Expense Reimbursement

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
		Maninder Sethi 191 Crest Rd. Novato, CA 94945			
Bill Pmt -Check	08/04/08		\$ 355.76	Former COO	Expense Reimbursement
Bill Pmt -Check	08/04/08		\$ 944.43	Former COO	Expense Reimbursement
Bill Pmt -Check	08/06/08		\$ 4,620.31	Former COO	Expense Reimbursement
Payroll	08/08/08		\$ 8,653.85	Former COO	salary
Payroll	08/08/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	08/20/08		\$ 425.09	Former COO	Expense Reimbursement
Payroll	08/22/08		\$ 8,653.85	Former COO	salary
Payroll	08/22/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	09/04/08		\$ 944.43	Former COO	Expense Reimbursement
Payroll	09/05/08		\$ 8,653.85	Former COO	salary
Payroll	09/05/08		\$ 384.62	Former COO	car allowace
Payroll	09/19/08		\$ 8,653.85	Former COO	salary
Payroll	09/19/08		\$ 384.62	Former COO	car allowace
Payroll	10/03/08		\$ 8,653.85	Former COO	salary
Payroll	10/03/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	10/06/08		\$ 1,501.86	Former COO	Expense Reimbursement
Payroll	10/17/08		\$ 8,653.85	Former COO	salary
Payroll	10/17/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	10/21/08		\$ 294.83	Former COO	Expense Reimbursement
Bill Pmt -Check	10/28/08		\$ 136.04	Former COO	Expense Reimbursement
Payroll	10/31/08		\$ 8,653.85	Former COO	salary
Payroll	10/31/08		\$ 384.62	Former COO	car allowace
Payroll	11/14/08		\$ 8,653.85	Former COO	salary
Payroll	11/14/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	11/19/08		\$ 944.43	Former COO	Expense Reimbursement
Payroll	11/28/08		\$ 8,653.85	Former COO	salary
Payroll	11/28/08		\$ 384.62	Former COO	car allowace
Bill Pmt -Check	12/02/08		\$ 797.57	Former COO	Expense Reimbursement
Bill Pmt -Check	12/09/08		\$ -	Former COO	Expense Reimbursement
Bill Pmt -Check	12/11/08		\$ 1,081.19	Former COO	Expense Reimbursement
Payroll	12/12/08		\$ 8,653.85	Former COO	salary
Payroll	12/12/08		\$ 384.62	Former COO	car allowace
Payroll	12/22/08		\$ 8,653.85	Former COO	salary
Payroll	12/22/08		\$ 384.62	Former COO	car allowace
Payroll	01/09/09		\$ 8,653.85	Former COO	salary

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Payroll	01/09/09		\$ 384.62	Former COO	car allowance
Bill Pmt -Check	01/23/09		\$ 163.76	Former COO	Expense Reimbursement
Payroll	01/23/09		\$ 8,653.85	Former COO	salary
Payroll	01/23/09		\$ 384.62	Former COO	car allowance
Payroll	02/06/09		\$ 8,653.85	Former COO	salary
Payroll	02/06/09		\$ 384.62	Former COO	car allowance
Bill Pmt -Check	02/20/09		\$ 333.89	Former COO	Expense Reimbursement
Payroll	02/20/09		\$ 8,653.85	Former COO	salary
Payroll	02/23/09		\$ 384.62	Former COO	car allowance
Bill Pmt -Check	03/05/09		\$ 98.79	Former COO	Expense Reimbursement
Payroll	03/06/09		\$ 9,038.47	Former COO	salary
Bill Pmt -Check	03/13/09		\$ 65.90	Former COO	Expense Reimbursement
Bill Pmt -Check	03/20/09		\$ 410.31	Former COO	Expense Reimbursement
Payroll	03/20/09		\$ 9,038.47	Former COO	salary
Payroll	04/03/09		\$ 9,038.47	Former COO	salary
Bill Pmt -Check	04/08/09		\$ 1,179.45	Former COO	Expense Reimbursement
Payroll	04/17/09		\$ 7,908.66	Former COO	salary
Payroll	05/01/09		\$ 6,778.84	Former COO	salary
Bill Pmt -Check	05/13/09		\$ 1,033.02	Former COO	Expense Reimbursement
Payroll	05/15/09		\$ 6,778.84	Former COO	salary
		Michael Brown 53 7th Ave. San Francisco, CA 94118			
Bill Pmt -Check	08/04/08		\$ 628.83	Founder	Expense Reimbursement
Payroll	08/08/08		\$ 9,615.39	Founder	salary
Payroll	08/08/08		\$ 507.69	Founder	car allowance
Bill Pmt -Check	08/20/08		\$ 2,896.81	Founder	Expense Reimbursement
Bill Pmt -Check	08/20/08		\$ 514.07	Founder	Expense Reimbursement
Payroll	08/22/08		\$ 15,384.63	Founder	salary
Payroll	08/22/08		\$ 507.69	Founder	car allowance
Payroll	09/05/08		\$ 11,538.47	Founder	salary
Payroll	09/05/08		\$ 507.69	Founder	car allowance
Payroll	09/19/08		\$ 11,538.47	Founder	salary
Payroll	09/19/08		\$ 507.69	Founder	car allowance
Bill Pmt -Check	09/22/08		\$ 8,349.89	Founder	Expense Reimbursement
Bill Pmt -Check	09/30/08		\$ 2,888.27	Founder	Expense Reimbursement
Payroll	10/03/08		\$ 11,538.47	Founder	salary
Payroll	10/03/08		\$ 507.69	Founder	car allowance

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Bill Pmt -Check	10/15/08		\$ 7,358.97	Founder	Expense Reimbursement
Payroll	10/17/08		\$ 11,538.47	Founder	salary
Payroll	10/17/08		\$ 507.69	Founder	car allowance
Bill Pmt -Check	10/28/08		\$ 327.87	Founder	Expense Reimbursement
Payroll	10/31/08		\$ 11,538.47	Founder	salary
Payroll	10/31/08		\$ 507.69	Founder	car allowance
Bill Pmt -Check	11/04/08		\$ 3,595.51	Founder	Expense Reimbursement
Bill Pmt -Check	11/11/08		\$ 2,129.53	Founder	Expense Reimbursement
Payroll	11/14/08		\$ 11,538.47	Founder	salary
Payroll	11/14/08		\$ 507.69	Founder	car allowance
Payroll	11/28/08		\$ 11,538.47	Founder	salary
Payroll	11/28/08		\$ 507.69	Founder	car allowance
Payroll	12/12/08		\$ 11,538.47	Founder	salary
Payroll	12/12/08		\$ 507.69	Founder	car allowance
Bill Pmt -Check	12/17/08		\$ 1,404.22	Founder	Expense Reimbursement
Payroll	12/22/08		\$ 7,692.31	Founder	salary
Payroll	12/22/08		\$ 507.69	Founder	car allowance
Payroll	01/09/09		\$ 9,615.39	Founder	salary
Payroll	01/09/09		\$ 507.69	Founder	car allowance
Payroll	01/23/09		\$ 9,615.39	Founder	salary
Payroll	01/23/09		\$ 507.69	Founder	car allowance
Payroll	02/06/09		\$ 9,615.39	Founder	salary
Payroll	02/06/09		\$ 507.69	Founder	car allowance
Bill Pmt -Check	02/20/09		\$ 2,246.28	Founder	Expense Reimbursement
Payroll	02/20/09		\$ 9,615.39	Founder	salary
Payroll	02/23/09		\$ 507.69	Founder	car allowance
Payroll	03/06/09		\$ 10,123.08	Founder	salary
Bill Pmt -Check	03/13/09		\$ 413.83	Founder	Expense Reimbursement
Payroll	03/20/09		\$ 10,123.08	Founder	salary
Bill Pmt -Check	04/03/09		\$ 3,679.29	Founder	final salary (net)
Bill Pmt -Check	04/03/09		\$ -	Founder	
Payroll	04/03/09		\$ 10,123.08	Founder	salary
Bill Pmt -Check	04/08/09		\$ 2,757.36	Founder	Expense Reimbursement
Payroll	04/17/09		\$ 5,061.54	Founder	salary
Bill Pmt -Check	09/08/08	Peter Brown 1015 Fairview Avenue San Jose, CA 95125	\$ 6,603.24	Michael Brown Brother	Contractor expenses

SOFA EXHIBIT 23B, payments made to insiders

Type	Date	Name	Amount	relationship	Transaction Type
Bill Pmt -Check	12/02/08		\$ 2,803.83	Michael Brown Brother	Contractor expenses
Bill Pmt -Check	03/03/09		\$ 3,304.19	Michael Brown Brother	Contractor expenses