

B1 (Official Form 1)(4/10)

<b>United States Bankruptcy Court Northern District of Georgia</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>Scovill Fasteners Inc.</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>DBA Scovill Apparel Fasteners Inc.; DBA Scovill Manufacturing Co.</b>		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) <b>95-3959561</b>		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): <b>1802 Scovill Drive Clarksville, GA</b> <div style="text-align: right;">ZIP Code <b>30523-6348</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Habersham</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	
<b>Statistical/Administrative Information</b> <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<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 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 checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<p><b>Voluntary Petition</b></p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>Scovill Fasteners Inc.</b></p>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

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

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

Name of Debtor: <b>4 Affiliated Debtors (See Petition Addendum)</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

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

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

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

No.

**Exhibit D**

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

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

If this is a joint petition:

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

**Information Regarding the Debtor - Venue**

(Check any applicable box)

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

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

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

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

(Check all applicable boxes)

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

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

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

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

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

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

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

Name of Debtor(s):  
**Scovill Fasteners Inc.**

**Signatures**

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

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

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

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

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

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

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

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

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 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/ John C. Weitnauer  
Signature of Attorney for Debtor(s)

John C. Weitnauer 746550  
Printed Name of Attorney for Debtor(s)

ALSTON & BIRD LLP  
Firm Name

1201 W Peachtree St  
Atlanta, GA 30309-3424

\_\_\_\_\_  
Address

(404) 881-7000 Fax: (404) 881-7777  
Telephone Number

April 19, 2011  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

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

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

\_\_\_\_\_  
Date

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

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

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

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

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

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

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

**X** /s/ Stewart Little  
Signature of Authorized Individual

Stewart Little  
Printed Name of Authorized Individual

President and Chief Executive Officer  
Title of Authorized Individual

April 19, 2011  
Date

**Addendum to the Voluntary Petition of Scovill Fasteners Inc.**

**Pending Bankruptcy Case Filed By Any Spouse,  
Partner Or Affiliate Of This Debtor**

On the date hereof, each of the affiliated entities listed below (including the Debtor in this Chapter 11 case) filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code:

- Scovill, Inc.
- Scomex, Inc.
- Rau Fastener Company, L.L.C.
- PCI Group, Inc.

**ACTION TAKEN BY UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
SCOVILL FASTENERS INC.**

Acting by unanimous written consent pursuant to applicable provisions of Delaware law, the undersigned, being all of the members of the Board of Directors (the “**Board**”) of Scovill Fasteners Inc., a Delaware corporation (the “**Company**”), waive notice of a meeting and consent to and adopt the following resolutions as the action of the Board in lieu of a meeting and direct that this written consent be delivered to the Company for filing with the minutes of proceedings of the Board.

*Approval of the Asset Purchase Agreement*

WHEREAS, the Board determined that in order to maximize the value of the Company for its stockholders, creditors, partners and other interested parties, the Company should pursue the sale (the “**Sale**”) of substantially all of its assets (the “**Assets**”) to Global Equity Capital, LLC or its designee (“**Global**”) under Section 363 of Title 11 of the United States Code (the “**Bankruptcy Code**”).

WHEREAS, the Company executed a Letter of Intent dated March 11, 2011 (the “**Letter of Intent**”) setting forth certain terms and conditions of the Sale, and certain officers and representatives of the Company have negotiated with representatives of Global with respect to the Sale within the terms and conditions set forth in the Letter of Intent;

WHEREAS, the terms of the Sale are set forth in an Asset Purchase Agreement, a copy of which has been provided to the Board (the “**Purchase Agreement**”), by and among the Company, certain of the Company’s affiliates and Global;

WHEREAS, in connection with the execution and delivery by the Company of the Purchase Agreement, the Company may be required or may decide it is in the Company’s best interest to execute certain other documents, instruments, certificates and agreements (collectively referred to as the “**Collateral Agreements**”);

WHEREAS, the Board has considered the foregoing and other information concerning the Sale, has reviewed the terms and conditions of the Sale as set forth in the Purchase Agreement and as described by counsel to the Company, and the Board believes that the Sale on the terms and conditions set forth in the Purchase Agreement is advisable and in the best interest of the Company, its stockholders, creditors, partners and other interested parties; and

WHEREAS, in the exercise of its fiduciary duties, and after due care, thorough review and consideration, the Board has determined that in order to maximize the value of the Company for its stockholders, creditors, partners and other interested parties, the Board should approve, affirm, ratify and confirm the Sale on the terms and conditions set forth in the Purchase Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board, after due care, thorough review and consideration, deems it advisable and in the best interest of the Company, its stockholders, creditors, partners and other interested parties to enter into the Purchase Agreement and the Collateral Agreements and to consummate the transactions contemplated therein; and it is further

RESOLVED, that the Board hereby approves the Purchase Agreement and authorizes and directs the President and Chief Executive Officer and/or the Senior Vice President of Finance to execute and deliver the Purchase Agreement substantially in the form presented to the Board and the Collateral Agreements, together with such changes thereto, if any, as either the President and Chief Executive Officer and/or the Senior Vice President of Finance shall approve, such approval to be conclusive evidence by his execution thereof.

*Petition for Relief under Chapter 11*

WHEREAS, pursuant to the terms of the Purchase Agreement, promptly following the date hereof, each of Scovill Fasteners Inc., Scovill, Inc., Rau Fastener Company, L.L.C., PCI Group, Inc., and Scomex, Inc. (the “**Companies**”) shall file voluntary Chapter 11 petitions with the United States Bankruptcy Court for the Northern District of Georgia, Gainesville Division (the “**Bankruptcy Court**”).

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board, it is desirable and in the best interest of the Company, its creditors, partners, and other interested parties, a petition be filed by the Company seeking relief under the provisions of Chapter 11 of the Bankruptcy Code in connection with the Sale; and it is further

RESOLVED, that Stewart Little, President and Chief Executive Officer of the Company, is the individual duly appointed by the Board (the “**Authorized Officer**”) and is authorized and directed, for and on behalf of and in the name of the Company, to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the Bankruptcy Court at such time as the Authorized Officer executing the same shall determine; and it is further

RESOLVED, that the law firm of Alston & Bird LLP, One Atlantic Center, 1201 West Peachtree Street, Atlanta, GA 30309-3424 be employed as counsel for the Company for the purposes of its Chapter 11 case and otherwise; and it is further

RESOLVED, that the Authorized Officer, and such other officers as the Board shall from time to time designate, be, and hereby are, authorized and empowered to execute and file all petitions, schedules, lists, and other papers and to take any and all action that they may deem necessary or proper to commence and administer the Chapter 11 case, and in that connection to retain and employ all assistance by attorneys, investment bankers, accountants and other professionals that they may deem necessary or proper with a view to the successful administration of the Chapter 11 case.

*Credit Agreement*

WHEREAS, following the filing of the voluntary Chapter 11 petitions with the Bankruptcy Court, each of the Companies is continuing in possession of its assets and in the management of its business as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code; and

WHEREAS, the Companies have requested that certain of their secured lenders (the “**Lenders**”) make available to the Companies a revolving credit facility in the amount of \$22,500,000 (the “**DIP Loan**”) and the Lenders have agreed to make available to the Companies the DIP Loan.

NOW, THEREFORE, BE IT RESOLVED, that Company is authorized to obtain debtor-in-possession financing from the Lenders lead by General Electric Capital Corporation in its capacity as administrative agent for the Lenders (the “**Agent**”); and it is further

RESOLVED, that as part of such financing, the Company is authorized to enter into that certain Senior Secured, Priming and Super-Priority Debtor-in-Possession Credit Agreement by and among the Company, as debtor-in-possession borrower, guaranteed by certain of the Company’s affiliates (together with the Company, the “**Credit Parties**”), the Lenders and the Agent, pursuant to which the Lenders will make funds available to the Company pursuant to the terms and conditions contained therein (the “**Credit Agreement**”); and it is further

RESOLVED, that (i) the Company shall be authorized to incur obligations under the Credit Agreement (as the same may be amended from time to time) which are to be accorded superpriority claim status pursuant to 11 U.S.C. § 364(c) and (ii) the Company is authorized to grant superpriority liens pursuant to 11 U.S.C. §§ 364(c) and (d) in favor of the Lender, in all of the Company’s real and personal property, including without limitation, all of its receivables, goods, equipment, inventory, chattel paper, documents, general intangibles, investment property, stock of any of its subsidiaries and all bank and other depository accounts as security for the Credit Parties’ obligations under the Credit Agreement and Loan Documents (as defined below); and it is further

RESOLVED, that in connection with the execution and delivery of the Credit Agreement, the Company is authorized to execute certain other agreements, documents, instruments and certificates, in connection with the foregoing, including security agreements, mortgages, lockbox account agreements and pledge agreements, and be subject to certain orders issued in connection therewith by the Bankruptcy Court (all of the foregoing, including the Credit Agreement and, the orders from the Bankruptcy Court, collectively referred to as the “**Loan Documents**”); and it is further

RESOLVED, that the Company is hereby authorized to execute and deliver the Loan Documents to which it is a party and perform all obligations of the Company pursuant to the Loan Documents to which it is a party; and it is further



RESOLVED, that in connection with the Credit Agreement, the payment to the Agent and the Lenders of all fees (including the closing fee, the commitment fee, termination fee and collateral management fee) as well as the reimbursement of an amount equal to the Agent's out of pocket costs, including the reasonable fees and disbursements of Agent's counsel, are hereby authorized and approved; and it is further

RESOLVED, that the officers of the Company are hereby authorized to take any and all other actions necessary to carry out and give effect to the transactions contemplated by, or to be performed by, the Company under the Loan Documents and that such officers be, and each of them hereby is, authorized and directed to execute and deliver such other instruments and documents and take such other action as such officer may deem necessary or appropriate to effectuate the intent of the foregoing Resolutions and to consummate the transactions contemplated by the Loan Documents; and it is further

RESOLVED, that any and all actions taken by such officers of the Company in connection with the negotiation, preparation and execution of the Loan Documents prior to the date hereof are hereby ratified, affirmed and approved in all respects; and it is further

***General Authorization***

RESOLVED, that each of the Authorized Officer and the Senior Vice President of Finance be, and hereby is, authorized, empowered and directed to take all other actions and do all other things additional to the execution and delivery of documents as they, in their discretion, may deem necessary or desirable and in the best interest of the Company to accomplish the purposes and intent of the foregoing resolutions, this taking of any such action or his doing of any such thing for and on behalf and in the name of the Company to be conclusive evidence that they did so deem the same to be necessary or desirable and in the best interest of the Company; and it is further

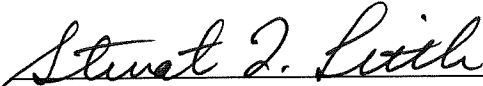
RESOLVED, that any and all actions herein authorized, if taken prior to the date of these resolutions, be, and hereby are, in all respects approved, affirmed, ratified and confirmed.



IN WITNESS WHEREOF, the undersigned consents to the actions described herein to be effective as of the date set forth below.

**BOARD OF DIRECTORS:**

Date: April 13, 2011

  
\_\_\_\_\_  
Stewart Little

**United States Bankruptcy Court  
Northern District of Georgia**

In re Scovill Fasteners Inc.  
Debtor

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

**LIST OF EQUITY SECURITY HOLDERS**

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Scovill, Inc. 1802 Scovill Drive Clarkesville, GA 30523-6348</b>	<b>Common</b>	<b>100</b>	<b>Common</b>

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

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

Date April 19, 2011

Signature /s/ Stewart Little  
**Stewart Little**  
**President and Chief Executive Officer**

*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  
Northern District of Georgia**

In re **Scovill Fasteners Inc.**

Debtor(s)

Case No.

Chapter **11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

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

**Scovill, Inc.**  
**1802 Scovill Drive**  
**Clarkesville, GA 30523-6348**

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None [*Check if applicable*]

**April 19, 2011**

Date

**/s/ John C. Weitnauer**

**John C. Weitnauer 746550**

Signature of Attorney or Litigant  
Counsel for **Scovill Fasteners Inc.**

**ALSTON & BIRD LLP**

**1201 W Peachtree St**  
**Atlanta, GA 30309-3424**

**(404) 881-7000 Fax:(404) 881-7777**

B 4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Northern District of Georgia (Gainesville)**

In re Scovill Fasteners Inc., et al.

Debtor(s)

Case No. 11-21650

Chapter 11

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**

Following is the consolidated list of the debtor's creditors holding the 40 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 40 largest unsecured claims. If a minor child is one of the creditors holding the 40 largest unsecured claims, state the child's initials and the name and address of the parent or guardian, such as "A.B., a minor child, by John doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(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>
GSC RECOVERY INC ATTN: PETER FRANK 500 CAMPUS DRIVE SUITE 220 FLORHAM PARK, NJ 07932	GSC RECOVERY INC ATTN: PETER FRANK 500 CAMPUS DRIVE SUITE 220 FLORHAM PARK, NJ 07932 T: 973-437-1000 F: 973-437-1037	UNSECURED LOAN		\$48,929,000.00
OLIN CORP/BRASS DIV - #2 ATTN: MASON GRIGGS 427 N SHAMROCK STREET EAST ALTON, IL 62024	OLIN CORP/BRASS DIV - #2 ATTN: MASON GRIGGS 427 N SHAMROCK STREET EAST ALTON, IL 62024 T: 618-258-5000 F: 618-258-5322 E: MLGriggs@olin.com	TRADE DEBT		\$1,896,446.52
GSCP (NJ) LP ATTN: PETER FRANK 500 CAMPUS DRIVE SUITE 220 FLORHAM PARK, NJ 07932	GSCP (NJ) LP ATTN: PETER FRANK 500 CAMPUS DRIVE SUITE 220 FLORHAM PARK, NJ 07932 T: 973-437-1000 F: 973-437-1037	PROFESSIONAL SERVICES - ADMINISTRATIVE		\$1,312,500.00
SCOTT BRASS INC. ATTN: DAVID MARTINELLI 1637 ELMWOOD AVENUE CRASTON, RI 02910	SCOTT BRASS INC. ATTN: DAVID MARTINELLI 1637 ELMWOOD AVENUE CRASTON, RI 02910 T: 800-556-3470 F: 401-461-9057 E: d.martineli@scottbrass.com	TRADE DEBT		\$1,153,872.60
LAMCON MAGESTIC POWER ATTN: KIT WONG 153 WEST 36TH ST 4TH FLOOR NEW YORK, NY 10018-9460	LAMCON MAGESTIC POWER ATTN: KIT WONG 153 WEST 36TH ST 4TH FLOOR NEW YORK, NY 10018-9460 T: 212-868-6910 F: 212-868-4050 E: lamcom1@aol.com	TRADE DEBT		\$845,228.00
METAL CHEM INC ATTN: ROBIN ALEKSINAS 509 HUNTINGTON RD GREENVILLE, SC 29615-4211	METAL CHEM INC ATTN: ROBIN ALEKSINAS 509 HUNTINGTON RD GREENVILLE, SC 29615-4211 T: 864-877-6175 F: 864-877-6176 E: robin@metalchem-inc.com	TRADE DEBT		\$291,135.25

In re Scovill Fasteners Inc., et al.

Case No. 11-21650

Debtor(s)

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
BANK OF AMERICA ATTN: LIBBY CALDWELL 402 WASHINGTON STREET GAINESVILLE, GA 30501	BANK OF AMERICA ATTN: LIBBY CALDWELL 402 WASHINGTON STREET GAINESVILLE, GA 30501 T: 888-852-500 Ext 2100 F: 866-539-1180 E: libby.caldwell@baml.com	LOCKBOX SERVICES		\$191,243.22
ALLOY FASTENERS, INC. ATTN: ROBERT ROTONDO DEPT. 106045 15 AMFLEX DRIVE CRASTON, RI 02921	ALLOY FASTENERS, INC. ATTN: ROBERT ROTONDO DEPT. 106045 15 AMFLEX DRIVE CRASTON, RI 02921 T: 800-343-0839 F: 401-275-9765 E: accounting@alloyfasteners.com	TRADE DEBT		\$174,790.63
SMITH, GAMBRELL & RUSSELL, LLP ATTN: SANDRA MOSS MALLORY SUITE 3100 PROMENADE II 1230 PEACHTREE STRET, N E ATLANTA, GA 30309-3592	SMITH, GAMBRELL & RUSSELL, LLP ATTN: SANDRA MOSS MALLORY SUITE 3100 PROMENADE II 1230 PEACHTREE STRET, N E ATLANTA, GA 30309-3592 T: 404-815-3500 F: 404-815-3509 E: smallory@sgrlaw.com	PROFESSIONAL FEES		\$146,286.00
GEORGIA POWER CO ATTN: TSALI BENLEY 241 RALPH MCGILL BLVD ATLANTA, GA 30308	GEORGIA POWER CO ATTN: TSALI BENLEY 241 RALPH MCGILL BLVD ATLANTA, GA 30308 T: 404-506-6526 F: 404-506-3771 E: TDBENTLE@southernco.com	UTILITY		\$139,179.53
O'MELVENY & MYERS LLP ATTN: JERFFREY KOHN TIMES SQUARE TOWER 7 TIMES SQUARE NEW YORK, NY 10036	O'MELVENY & MYERS LLP ATTN: JERFFREY KOHN TIMES SQUARE TOWER 7 TIMES SQUARE NEW YORK, NY 10036 T: 212-326-2000 F: 212-326-2061 E: jkohn@omm.com	PROFESSIONAL FEES		\$132,724.32
STROOCK & STROOCK & LAVIN LLP ATTN: JIM PONICHTERA 180 MAIDEN LANE NEW YORK, NY 10038-4982	STROOCK & STROOCK & LAVIN LLP ATTN: JIM PONICHTERA 180 MAIDEN LANE NEW YORK, NY 10038-4982 T: 212-806-5400 F: 212-806-6006	PROFESSIONAL FEES		\$124,225.14
COVENTRY HEALTH CARE OF GA PO BOX 6502 CAROL STREAM, IL 60197-6502	COVENTRY HEALTH CARE OF GA PO BOX 6502 CAROL STREAM, IL 60197-6502 T: 866-497-2473 F: 866-373-0276	PLAN BENEFITS		\$106,446.19

In re Scovill Fasteners Inc., et al.

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Debtor(s)

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
WHEELER INDUSTRIAL CORP ATTN: PAUL COATES 485 LYON AVE. IRVINGTON, NJ 07111	WHEELER INDUSTRIAL CORP ATTN: PAUL COATES 485 LYON AVE. IRVINGTON, NJ 07111 T: 973-926-0551 F: 973-926-0984 E: copper.knight@verizon.net	TRADE DEBT		\$97,710.39
MASTER TOOL AND MOLD INC. ATTN: JON STERMER 4075 EAST MARKET STREET YORK, PA 17402	MASTER TOOL AND MOLD INC. ATTN: JON STERMER 4075 EAST MARKET STREET YORK, PA 17402 T: 800-704-7816 F: 717-757-5361 E: jstermer@mtmyork.com	TRADE DEBT	SUBJECT TO SETOFF	\$95,464.22
ELCO SINTERED ALLOYS, INC ATTN: RICHARD GREEN 269 FAIRVIEW ROAD KERSEY, PA 15846-0183	ELCO SINTERED ALLOYS, INC ATTN: RICHARD GREEN 269 FAIRVIEW ROAD KERSEY, PA 15846-0183 T: 814/885-8031 F: 814-885-8649 E: dgreenelco@yahoo.com	TRADE DEBT		\$89,891.74
JANPAK/GREENVILLE PAPER CO. ATTN: SKIP COOKE 134 LEADER DRIVE PIEDMONT, SC 29673	JANPAK/GREENVILLE PAPER CO. ATTN: SKIP COOKE 134 LEADER DRIVE PIEDMONT, SC 29673 T: 800-755-4472 F: 864-220-9614 E: scooke@janpak.com	TRADE DEBT		\$76,053.16
WOMBLE CARLYLE SANDRIDGE RICE ATTN: DAVID ADAMS 271 17TH ST NW SUITE 2400 ATLANTA, GA 30363-1017	WOMBLE CARLYLE SANDRIDGE RICE ATTN: DAVID ADAMS 271 17TH ST NW SUITE 2400 ATLANTA, GA 30363-1017 T: 404-872-7000 F: 404-888-7490	PROFESSIONAL FEES		\$65,183.09
JOPEVI CINICOLA`S DE BUSSI NO 32 PO BOX 567 03203 ELCHE ALICANTE, SPAIN	JOPEVI CINICOLA`S DE BUSSI NO 32 PO BOX 567 03203 ELCHE ALICANTE, SPAIN T: 01134966651008 F: 01134966651003	TRADE DEBT		\$58,838.03
NEBCO ATTN: ALISHA RUDACEBSKY BESSALA 16 INTERNATIONAL WAY WARWICK, RI 02886-1706	NEBCO ATTN: ALISHA RUDACEBSKY BESSALA 16 INTERNATIONAL WAY WARWICK, RI 02886-1706 T: 877-739-3330 F: 401-739-9709	PLAN BENEFITS		\$52,933.98

In re Scovill Fasteners Inc., et al.

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Debtor(s)

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
BDO SEIDMAN, LLP ATTN: MARTHA KAIRUZ 1100 PEACHTREE ST NE STE 700 ATLANTA, GA 30309-4516	BDO SEIDMAN, LLP ATTN: MARTHA KAIRUZ 1100 PEACHTREE ST NE STE 700 ATLANTA, GA 30309-4516 T: 404-979-7113 F: 404-688-1075 E: mkairuz@bdo.com	PROFESSIONAL FEES		\$42,232.50
9190-6628 QUEBEC INC. ATTN: STEVE MARAZ 1255 RUE DES CARRIERES ST. MONTREAL, QC H2S 2B1 CANADA	9190-6628 QUEBEC INC. ATTN: STEVE MARAZ 1255 RUE DES CARRIERES ST. MONTREAL, QC H2S 2B1 CANADA T: 514-624-0560/514-276-6565 F: 514-274-2242	TRADE DEBT		\$39,514.21
KPMG, LLP ATTN: KRISTINE 303 PEACHTREE ST NE SUITE 2000 ATLANTA, GA 30308-3210	KPMG, LLP ATTN: KRISTINE 303 PEACHTREE ST NE SUITE 2000 ATLANTA, GA 30308-3210 T: 404-222-3000 F: 404-322-3050	PROFESSIONAL FEES		\$27,551.00
UTILITY SERVICE GROUP, INC. PO BOX 10 CORNELIA, GA 30531	UTILITY SERVICE GROUP, INC. PO BOX 10 CORNELIA, GA 30531 T: 706-894-3371 F: 706-839-4226	UTILITY		\$22,156.32
ALLTECK GMBH ALLTEC ATTN: FRANK REHMUS, ALLTEC LASER BUSINESS UNIT AN DER TRAVE 27-31 SLEMSDORF, 23923 GERMANY	ALLTECK GMBH ALLTEC ATTN: FRANK REHMUS, ALLTEC LASER BUSINESS UNIT AN DER TRAVE 27-31 SLEMSDORF, 23923 GERMANY T: 49 388 2355 0 F: 49-38823-55 101 E: frank.rehmus@foba.de	TRADE DEBT		\$17,229.84
MICRON PRODUCTS ATTN: JUDY LUCIER 25 SAWYER PASSWAY FITCHBURG, MA 01420	MICRON PRODUCTS ATTN: JUDY LUCIER 25 SAWYER PASSWAY FITCHBURG, MA 01420 T: 978-345-5000 F: 978-342-0168 E: jlucier@micronproducts.com	TRADE DEBT	SUBJECT TO SETOFF	\$14,100.00
ENGINEERED PARTS SOURCING PO BOX 105334 ATLANTA, GA 30321-5334	ENGINEERED PARTS SOURCING PO BOX 105334 ATLANTA, GA 30321-5334 T: 770-664-6742 F: 770-772-9779	TRADE DEBT		\$13,837.29
SOKOLOW, CARRERAS & ASSOCIATES 55, AVENUE KLEBER PARIS, 75116 FRANCE	SOKOLOW, CARRERAS & ASSOCIATES 55, AVENUE KLEBER PARIS, 75116 FRANCE T: 01 53 65 70 00 F: 01 53 65 70 50	PROFESSIONAL FEES		\$12,922.30



In re Scovill Fasteners Inc., et al.

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Debtor(s)

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
CITY OF CLARKESVILLE PO BOX 21 CLARKESVILLE, GA 30523-0021	CITY OF CLARKESVILLE PO BOX 21 CLARKESVILLE, GA 30523-0021 T: 706.754.4216 F: 706-754-9316	UTILITY		\$12,277.11
ROBERT W FELTZ 8065 BRIXTON PLACE SUWANEE, GA 30024	ROBERT W FELTZ 8065 BRIXTON PLACE SUWANEE, GA 30024 T: 770-889-4931	EMPLOYEE EXPENSES		\$10,481.31
FEDERAL EXPRESS CORP PO BOX 94515 PALATINE, IL 60094-4515	FEDERAL EXPRESS CORP PO BOX 94515 PALATINE, IL 60094-4515 F: 901-395-2000	FREIGHT SERVICES		\$10,303.38
TEXAS STATE COMPTROLLER PO BOX 149359 AUSTIN, TX 78714-9359	TEXAS STATE COMPTROLLER PO BOX 149359 AUSTIN, TX 78714-9359 F: 512-475-0900	GOVT		\$10,000.00
UNITED HEALTH CARE SPECIALTY PO BOX 2485 CAROLSTREAM, IL 60132-2485	UNITED HEALTH CARE SPECIALTY PO BOX 2485 CAROLSTREAM, IL 60132-2485 F: 877-265-4877	PLAN BENEFITS		\$9,626.63
CENTERBEAM, INC. DEPT CH 16611 PALATINE, IL 60055-6611	CENTERBEAM, INC. DEPT CH 16611 PALATINE, IL 60055-6611 T: 408-328-3113 F: 408-750-0555	TRADE DEBT		\$9,414.52
UNITED PARCEL SERVICE, INC. ATT: TERI PLUMMER MCCLURE, GENERAL COUNSEL 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328	UNITED PARCEL SERVICE, INC. ATT: TERI PLUMMER MCCLURE, GENERAL COUNSEL 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30328 T: 404-828-6000 F: 404-828-7666	FREIGHT SERVICES		\$8,898.69
BDO DUNWOODY 4150 RUE SAINTE-CATHERINE O 6 ETAGE /6TH FLOOR MONTREAL, QC H3Z 2Y5 CANADA	BDO DUNWOODY 4150 RUE SAINTE-CATHERINE O 6 ETAGE /6TH FLOOR MONTREAL, QC H3Z 2Y5 CANADA T: 514-931-0841 F: 514-931-9491	PROFESSIONAL FEES		\$7,750.94
COVENTRY DENTAL ATTENTION: ACCOUNTS RECEIVABLE PO BOX 7247-7341 PHILADELPHIA, PA 19170-7341	COVENTRY DENTAL ATTENTION: ACCOUNTS RECEIVABLE PO BOX 7247-7341 PHILADELPHIA, PA 19170-7341 T: 888-296-3337 F: 866-218-6638	PLAN BENEFITS		\$7,262.70

In re Scovill Fasteners Inc., et al.

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Debtor(s)

**CONSOLIDATED LIST OF CREDITORS HOLDING 40 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
SUNTRUST BANK PO BOX 26489 RICHMOND, VA 23261-6489	SUNTRUST BANK PO BOX 26489 RICHMOND, VA 23261-6489 T: 404-813-2108 F: 804-782-7620	BANK FEES		\$6,595.02
STIKEMAN ELLIOTT LLP 1155 RENE-LEVESQUE BLVD WEST 40TH FLOOR MONTREAL, QC H3B 3V2 CANADA	STIKEMAN ELLIOTT LLP 1155 RENE-LEVESQUE BLVD WEST 40TH FLOOR MONTREAL, QC H3B 3V2 CANADA T: 514-397-3000 F: 514-397-3222	PROFESSIONAL FEES		\$6,166.75
THOMSON COMPUMARK PO BOX 71892 CHICAGO, IL 60694-1892	THOMSON COMPUMARK PO BOX 71892 CHICAGO, IL 60694-1892 T: 617-479-1600 F: 617-786-8273	TRADE DEBT		\$5,100.00

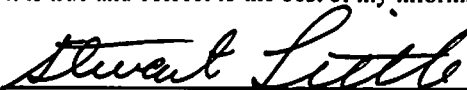
B 4 (Official Form 4) (12/07)

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

I, Stewart Little, the Authorized Officer, President and Chief Executive Officer of Scovill Fasteners Inc. and its affiliated debtors in these cases, declare under penalty of perjury that I have read the foregoing Consolidated List of Creditors Holding 40 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date April 19, 2011

Signature



Stewart Little, Authorized Officer, President  
and Chief Executive Officer, Scovill Fasteners Inc., et al.

*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.