

United States Bankruptcy Court District of Delaware		Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): Cambridge-Lee Holdings, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle): N/A	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A		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): 04-3212123		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): 88 Tube Drive Reading, PA		Street Address of Joint Debtor (No. and Street, City, and State):	
ZIP CODE 19605		ZIP CODE	
County of Residence or of the Principal Place of Business: Berks		County of Residence or of the Principal Place of Business:	
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):	
ZIP CODE		ZIP CODE	
Location of Principal Assets of Business Debtor (if different from street address above): Delaware			
Type of Debtor (Form of Organization) (Check one box.)		Nature of Business (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.)		<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	
		Chapter of Bankruptcy Code Under Which the Petition is Filed (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	
		Nature of Debts (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.	
Filing Fee (Check one box.)		Chapter 11 Debtors	
<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.		<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 \$2,190,000.	
		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).	
Statistical/Administrative Information			THIS SPACE IS FOR COURT USE ONLY
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.			
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 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			
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input 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			
Estimated Liabilities <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			

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Cambridge-Lee Holdings, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: N/A	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: Tubo de Patejé, S.A. de C.V.	Case Number: []	Date Filed: []	
District: District of Delaware	Relationship: Affiliate	Judge: []	
<p style="text-align: center;">Exhibit A</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;">Exhibit 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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> 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.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> 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.)			
<input checked="" type="checkbox"/> 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.			
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> 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.)			
<input type="checkbox"/> 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)			
<input type="checkbox"/> 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			
<input type="checkbox"/> Debtor has included with 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.			
<input type="checkbox"/> 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):
Cambridge-Lee Holdings, 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 _____
Signature of Attorney for Debtor(s)

Laura Davis Jones (Bar No. 2436)

Printed Name of Attorney for Debtor(s)

Pachulski Stang Ziehl & Jones LLP

Firm Name

Address

919 North Market Street, 17th Floor

Wilmington, DE 19899-8705

(302) 652-4100

Telephone Number

12/08/09

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

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

X _____

Signature of Authorized Individual

Rafael Davila Olivera

Printed Name of Authorized Individual

Treasurer

Title of Authorized Individual

12/09/09

Date

**UNANIMOUS CONSENT TO ACTION IN LIEU OF MEETING OF THE BOARD
OF DIRECTORS OF
CAMBRIDGE-LEE HOLDINGS, INC.**

WE, THE UNDERSIGNED, BEING ALL OF THE DIRECTORS of CAMBRIDGE-LEE HOLDINGS, INC., a Delaware Corporation (the "Corporation"), DO HEREBY CONSENT, pursuant to the By-Laws of the Corporation and Section 141(f) of Delaware General Corporation Law, to the adoption of the following resolutions and agree that said resolutions shall have the same force and effect as if adopted at a meeting duly called and held for such purpose:

RESOLVED, that, in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the "Bankruptcy Code"); and it is further

RESOLVED, that each of JUAN CARLOS PERALTA Del RIO, CARLOS MOCHON SACAL and RAFAEL DAVILA OLVERA (each, an "Authorized Officer" and collectively, the "Authorized Officers"), and such other officers of the Company as the Authorized Officers shall from time to time designate, be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify a petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time and as said Authorized Officers executing the same shall determine; and it is further

RESOLVED, that the Authorized Officers are authorized, directed, and empowered to employ the law firm of Milbank, Tweed, Hadley & McCloy LLP as counsel for the Company under a general retainer in the Company's chapter 11 case and in other related matters, on such terms and conditions as the Authorized Officers of the Company shall approve, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that the Authorized Officers are authorized, directed, and empowered to employ the law firm of Pachulski, et al. as Delaware counsel for the Company under a general retainer in the Company's chapter 11 case and in other related matters, on such terms and conditions as the Authorized Officers of the Company shall approve, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that the Authorized Officers are authorized, directed, and empowered to employ a financial firm as financial advisor and investment banker to the Company in the Company's chapter 11 case and in other related matters, on such terms

and conditions as the Authorized Officers of the Company shall approve, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that the Authorized Officers are authorized, directed, and empowered to employ an appropriate firm as notice, claims and balloting agent to the Company in the Company's chapter 11 case and in other related matters, on such terms and conditions as the Authorized Officers of the Company shall approve, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that the appropriate Authorized Officers of the Company are hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors and other professionals, and to take and perform any and all further deeds that they deem necessary, proper or desirable in connection with the Company's chapter 11 case, including any and all action necessary or proper in connection with obtaining debtor-in-possession financing, with a view to the successful prosecution of such case; and it is further

RESOLVED, that the Company as debtor and debtor-in-possession under chapter 11 of the Bankruptcy Code be, and it hereby is, authorized to borrow funds from a lender or lenders as any Authorized Officer of the Company deems appropriate (a "DIP Facility"), guarantee the obligations of any other subsidiary of the Company under the DIP Facility; and to obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any one or more of the Authorized Officers as necessary for the continuing conduct of the affairs of the Company; and to grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by any one or more of the Authorized Officers in connection with such borrowings or the use of such cash collateral; and it is further

RESOLVED, that the appropriate Authorized Officers of the Company be, and each of them is hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record and perform any documents, agreements, instruments, financing statements, undertakings and certificates necessary or appropriate to document and facilitate the DIP Facility and the transactions contemplated thereby, including, but not limited to, any credit agreement or notes evidencing the obligations of the Company under the DIP Facility, any guarantees of the obligations of any subsidiary of the Company under the DIP Facility, any mortgages, pledge or hypothecation agreements, control agreements or any other security agreements evidencing the liens and security interests granted to the lenders under the DIP Facility, and any amendments, modifications or supplements thereto, all such materials to be in the form approved by an Authorized Officer, the execution and delivery thereof to be conclusive evidence of such approval, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by an Authorized Officer so acting; and it is further


RESOLVED, that the appropriate Authorized Officers of the Company be, and each of them is hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of such officer shall be or become necessary, proper and desirable to prosecute to a successful completion the chapter 11 case, to effectuate the restructuring of debt, other obligations, organizational form and structure and ownership of the Company and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions and it is further

RESOLVED, that any and all past actions heretofore taken by officers or directors of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions including in connection with the DIP Facility be, and the same are hereby ratified, confirmed and approved.

EXECUTED AS A SEALED INSTRUMENT THIS 30TH DAY OF NOVEMBER 2009.



Carlos Peralta Quintero



Juan Carlos Peralta del Rio

**BEING ALL THE MEMBERS OF THE BOARD OF DIRECTORS OF
CAMBRIDGE LEE HOLDINGS, INC.**

CERTIFICATE

The undersigned, CARLOS MOCHON SACAL, Corporate Secretary of Cambridge-Lee Holdings, Inc., incorporated and existing under the laws of the state of Delaware (the "Company"), hereby certifies as follows:

1. I am familiar with the facts herein certified, and I am duly authorized to certify the same on behalf of the Company.
2. Attached hereto is a true, complete, and correct copy of the resolution of the board of directors (the "Board") of the Company, duly adopted as a unanimous written consent in lieu of a meeting, and signed on November 30th, 2009, in accordance with the bylaws of the Company.
3. Such resolution has not been amended, altered, annulled, rescinded, or revoked, and is in full force and effect as of the date hereof. There exists no other subsequent resolution of the Board of the Company relating to the matters set forth in the resolutions attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 8 day of December, 2009.


By: Carlos Mochon Sacal
Corporate Secretary

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
In re: : Chapter 11
: :
: : Case No. 09-____ ()
CAMBRIDGE-LEE HOLDINGS, INC., : :
: : Joint Administration Requested¹
: :
Debtor. : :
-----X

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

The following is a list of creditors holding the 20 largest unsecured claims against Tubo de Pastejé, S.A. de C.V. and Cambridge-Lee Holdings, Inc. (together, the "Companies"). This list has been prepared on a consolidated basis from the unaudited books and records of the Companies as of December 1, 2009. This list is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Companies' chapter 11 cases. This list does not include (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. The information presented herein shall not constitute an admission by, nor is it binding on, the Companies. Moreover, nothing herein shall affect the Companies' right to challenge the amount or characterization of any claim at a later date.

¹ The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

Name of Creditor	Name, Telephone Number and Complete Mailing Address, Including Zip Code of Employee, Agent or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed or Subject to Set-off	Amount of Claim (if secured also state value of security)
The Bank of New York Mellon, as trustee	101 Barclay Street, Floor 4E, New York, New York 10286 Attn: Corporate Trust Administration – Global Finance Unit Telephone: (212) 815-5552 Facsimile: (212) 815-5804	Pledge Agreement	Contingent Unliquidated Disputed	Approximate principal amount: \$200,000,000
General Electric Capital Corporation	800 Connecticut Ave. Two North Norwalk, CT 06854 Attn: United Copper Industries, Inc. – Account Manager Facsimile: (203) 852-3630 and 201 High Ridge Rd. Stamford, CT 06927-5100 Attn: Corporate Counsel – Commercial Finance Telephone: (203) 316-7552 Facsimile: (203) 316-7889	Pledge Agreement	Contingent Unliquidated Disputed	Approximate principal amount: \$60,000,000
Bank of America	135 S. LaSalle Chicago, IL 60603 Attn: Thomas Brennan Telephone: (312) 992-9602 Facsimile: (312) 992-9609	Guarantee	Contingent Unliquidated Disputed	Approximate principal amount: \$29,000,000
Texas Community Bank	P.O. Box 450269 6721 McPherson Road Laredo, Texas 78041 Attn: Linda Flores Telephone: (956) 718-1343 Facsimile: (956) 718-1377	Guarantee	Contingent Unliquidated Disputed	Approximate principal amount: \$4,000,000
Espirito Santo Bank	1395 Brickell Ave. Miami, FL 33131 Attn: Diogo Figueiroa Telephone: (001) 305 539 7700 Facsimile: (001) 305 371 4410	Bank Loan, Guarantee	Contingent Unliquidated Disputed	Approximate principal amount: \$3,520,000
Hartford Accident & Indemnity Ins. Co., Hartford Casualty Ins. Co., Hartford Fire Insurance Co., and Hartford Ins. Co. of the Midwest	AJ Gallagher & Co. 444 Madison Ave. New York, NY 10022 Attn: Karen McDermott Telephone: (212) 994-7100 Facsimile: (212) 994-7047	Workers' Compensation & Employers Liability (U.S.) Insurance Coverage	Contingent Unliquidated Disputed	\$170,000

Name of Creditor	Name, Telephone Number and Complete Mailing Address, Including Zip Code of Employee, Agent or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed or Subject to Set-off	Amount of Claim (if secured also state value of security)
Twin City Fire Ins. Co. (Hartford)	AJ Gallagher & Co. 444 Madison Ave. New York, NY 10022 Attn: Karen McDermott Telephone: (212) 994-7100 Facsimile: (212) 994-7047	General Liability Insurance Coverage	Contingent Unliquidated Disputed	Undetermined
Federal Insurance Company (Chubb)	AJ Gallagher & Co. 444 Madison Ave. New York, NY 10022 Attn: Karen McDermott Telephone: (212) 994-7100 Facsimile: (212) 994-7047	Directors & Officers, Employment Practices Liability, Fiduciary Liability Marine Cargo Insurance Coverage	Contingent Unliquidated Disputed	Undetermined
Great Northern Insurance Company	AJ Gallagher & Co. 444 Madison Ave. New York, NY 10022 Attn: Karen McDermott Telephone: (212) 994-7100 Facsimile: (212) 994-7047	International property Insurance Coverage	Contingent Unliquidated Disputed	Undetermined
Internal Revenue Service	P.O. Box 21126 Philadelphia, PA 19114-0326 Facsimile: (215) 516-2015	Federal Income Taxes	Contingent Unliquidated Disputed	Undetermined
Delaware Secretary of State	Division of Corporations PO Box 898 Dover, DE 19903 Telephone: (302) 739-3073 Facsimile: (302) 739-3812	Franchise Taxes	Contingent Unliquidated Disputed	Undetermined
Hunter Douglas Metals, Inc.	915 West 175th Street Homewood, Illinois 60430 Attn: Rich Sfura Telephone: (708) 799-0800 Facsimile: (708) 799-2787	Guarantee	Contingent Unliquidated Disputed	Undetermined
Nibco Inc.	1516 Middlebury Street Elkhart, IN 46516-4740 Attn: Mark P. Luger Telephone: (574) 295-3340 Facsimile: (574) 523-3556	Guarantee	Contingent Unliquidated Disputed	Undetermined

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X
In re: : Chapter 11
: :
: : Case No. 09-____ ()
CAMBRIDGE-LEE HOLDINGS, INC., : :
: : Joint Administration Requested²
: :
Debtor. : :
-----X

**DECLARATION FOR CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

I, RAFAEL DAVILA OLVERA, the undersigned authorized officer of the above-captioned debtor and debtor-in-possession, declare under penalty of perjury that I have reviewed the foregoing Consolidated List of Creditors Holding 20 Largest Unsecured Claims Against Tubo de Pastejé, S.A. de C.V. and Cambridge-Lee Holdings, Inc., and that the list submitted herewith and the information contained therein is true and correct to the best of my knowledge, information and belief.

Dated: 12/08/2009



Name: Rafael Davila Olvera
Title: Treasurer

² The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
 In re: : Chapter 11
 :
 : Case No. 09-____ ()
 CAMBRIDGE-LEE HOLDINGS, INC., :
 : Joint Administration Requested¹
 :
 Debtor. :
 -----X

**LIST OF EQUITY SECURITY HOLDERS
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

The following is a list of entities holding interests in Tubo de Pastejé, S.A. de C.V. and Cambridge-Lee Holdings, Inc. This list serves as the above-captioned debtor and debtor-in-possession's disclosure pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(3).

Nature of Interest	Name and Last Known Address of Holder of Interest	Amount of Interest Held
Equity in Tubo de Pastejé, S.A. de C.V.	Industrias Unidas, S.A. de C.V. Km. 109 Carretera Panamericana México-Querétaro Jocotitlán, Estado de México 50700	100%
Equity in Cambridge-Lee Holdings, Inc.	Tubo de Pastejé, S.A. de C.V. Km. 109 Carretera Panamericana México-Querétaro Jocotitlán, Estado de México 50700	100%

¹ The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
In re: : Chapter 11
: :
CAMBRIDGE-LEE HOLDINGS, INC., : Case No. 09-____ ()
: :
: Joint Administration Requested¹
: :
Debtor. :
-----X

DECLARATION FOR LIST OF EQUITY SECURITY HOLDERS

I, RAFAEL DÁVILA OLVERA, the undersigned authorized officer of the above-captioned debtor and debtor-in-possession, declare under penalty of perjury that I have reviewed the foregoing List of Equity Security Holders Pursuant to Fed. R. Bankr. P. 1007(a)(3), and that the list submitted herewith and the information contained therein is true and correct to the best of my knowledge, information and belief.

Dated: 12/08/2009



Name: Rafael Dávila Olvera
Title: Treasurer

¹ The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
In re: : Chapter 11
: :
: : Case No. 09-____ ()
CAMBRIDGE-LEE HOLDINGS, INC., :
: : Joint Administration Requested¹
: :
Debtor. :
-----X

CREDITOR MATRIX

On December , 2009, Tubo de Pastejé, S.A. de C.V. ("Tubo") and Cambridge-Lee Holdings, Inc. (together, the "Companies") each filed with this Court a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532. Contemporaneously with the filing of their petitions, the Companies filed a single consolidated list of creditors (the "Creditor Matrix"), in lieu of separate lists.

I, RAFAEL DAVILA OLVERA, the undersigned authorized officer of the above-captioned debtor and debtor-in-possession, declare under penalty of perjury that I have reviewed the Companies' Creditor Matrix and that the information contained therein is true and correct to the best of my knowledge, information and belief.

Dated: 12/08/2009



Name: Rafael Davila Olvera
Title: Treasurer

¹ The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

The Bank of New York Mellon, as trustee
Attn: Corporate Trust Administration – Global Finance Unit
101 Barclay Street, Floor 4E
New York, New York 10286

Twin City Fire Ins. Co. (Hartford)
Attn: Karen McDermott
AJ Gallagher & Co.
444 Madison Ave.
New York, NY 10022

Hartford Accident & Indemnity Ins. Co.,
Hartford Casualty Ins. Co., Hartford Fire Insurance Co.,
and Hartford Ins. Co. of the Midwest
Attn: Karen McDermott
AJ Gallagher & Co.
444 Madison Ave.
New York, NY 10022

Federal Insurance Company (Chubb)
Attn: Karen McDermott
AJ Gallagher & Co.
444 Madison Ave.
New York, NY 10022

Great Northern Insurance Company
Attn: Karen McDermott
AJ Gallagher & Co.
444 Madison Ave.
New York, NY 10022

Internal Revenue Service
P.O. Box 21126
Philadelphia, PA 19114-0326

Delaware Secretary of State
Division of Corporations
PO Box 898
Dover, DE 19903

Espirito Santo Bank
Attn: Miguel Angel Burelo
1395 Brickell Ave.
Miami, FL 33131

Hunter Douglas Metals, Inc.
Attn: Rich Sfura
915 West 175th Street
Homewood, IL 60430

Texas Community Bank
Attn: Linda Flores
P.O. Box 450269
6721 McPherson Road
Laredo, TX 78041

Bank of America
Attn: Thomas Brennan
135 S. LaSalle
Chicago, IL 60603

Nibco Inc.
Attn: Mark P. Luger
1516 Middlebury Street
Elkhart, IN 46516-4740

General Electric Capital Corporation
Attn: United Copper Industries, Inc. – Account Manager
800 Connecticut Ave.
Two North
Norwalk, CT 06854

General Electric Capital Corporation
Attn: Corporate Counsel – Commercial Finance
201 High Ridge Rd.
Stamford, CT 06927-5100

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11
: :
CAMBRIDGE-LEE HOLDINGS, INC., : Case No. 09- ____ ()
: :
: Joint Administration Requested¹
: :
Debtor. :
-----X

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, Tubo de Pastejé, S.A. de C.V. and Cambridge-Lee Holdings, Inc. (together, the "Companies") submit the following list of corporations that directly or indirectly own 10% or more of any class of equity interests in either of the Companies.

I, RAFAEL DAVILA OLVERA, the undersigned authorized officer of the above-captioned debtor and debtor-in-possession, declare under penalty of perjury that I have reviewed the Companies' consolidated corporate ownership statement and that the list submitted herewith and the information contained therein is true and correct to the best of my knowledge, information and belief.

Dated: 12/08/2009



Name: Rafael Davila Olvera
Title: Treasurer

¹ The debtors requesting joint administration, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) and Cambridge-Lee Holdings, Inc. (2123).

Name of Debtor	Direct Owner(s)	Indirect Owner(s)
Tubo de Pastejé, S.A. de C.V.	Industrias Unidas, S.A. de C.V. Km. 109 Carretera Panamericana México-Querétaro Jocotitlán, Estado de México 50700	None
Cambridge-Lee Holdings, Inc.	Tubo de Pastejé, S.A. de C.V.	None

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
In re: : Chapter 11
 :
 : Case No. 09-14353 ()
TUBO DE PASTEJÉ, S.A. DE C.V., et al.,¹ :
 : Joint Administration Requested
 :
Debtors. :
-----X

**DECLARATION OF RAFAEL DÁVILA OLVERA IN SUPPORT OF
CHAPTER 11 PETITIONS AND VARIOUS
FIRST DAY APPLICATIONS AND MOTIONS**

I, Rafael Dávila Olvera, hereby declare under penalty of perjury:

1. I am the Chief Financial Officer of each of Tubo de Pastejé, S.A. de C.V. (“Tubo”), a corporation organized under the laws of the United Mexican States, and Cambridge-Lee Holdings, Inc. (“CLH”), a Delaware corporation, together the above-captioned debtors and debtors in possession (collectively, the “Companies”). In this capacity, I am responsible for overseeing the Companies’ treasury, cash management, financial reporting, forecasting, and credit compliance functions, and am familiar with the Companies’ businesses and financial affairs.

2. Concurrently with the filing of this declaration (the “Declaration”) on the date hereof (the “Petition Date”), each of Tubo and CLH has filed in this Court a voluntary

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are Tubo de Pastejé, S.A. de C.V. (2827) (“Tubo”) and Cambridge-Lee Holdings, Inc. (2123) (“CLH”). The service address for Tubo is Km. 109 Carretera Panamericana, México-Querétaro, Jocotitlán, Estado de México, 50700, and the service address for CLH is 86 Tube Drive, Reading, PA 19605.

petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “Bankruptcy Code”).

3. To operate effectively and minimize certain of the potential adverse effects of the commencement of these chapter 11 cases, the Companies have requested certain relief in “first day” applications and motions filed with the Court (collectively, the “First Day Pleadings”). The First Day Pleadings, described below, seek, among other things, to establish certain administrative procedures to promote a seamless transition into chapter 11. This relief will be critical to the Companies’ restructuring efforts.

4. I submit this Declaration to assist the Court and other parties in interest in understanding the circumstances that compelled the commencement of these chapter 11 cases and in support of the Companies’ petitions for relief under the Bankruptcy Code and the First Day Pleadings. Any capitalized term not defined herein shall have the meaning ascribed to that term in the relevant First Day Pleading. Except as otherwise indicated herein, all facts set forth in this Declaration are based on my personal knowledge, my discussions with other members of the Companies’ senior management, my review of relevant documents, or my opinion based on my experience, knowledge, and information concerning the Companies’ financial condition. If called upon to testify, I could and would testify competently to the facts set forth in this Declaration. I am authorized to submit this Declaration on behalf of both Tubo and CLH.

5. Part I of this Declaration provides an overview of the businesses, organizational structure, and capital structure of the Companies as well as an overview of the circumstances leading to the commencement of these chapter 11 cases. Part II summarizes the motion for joint administration and other motions or applications filed on the Petition Date.

I. Business; Organizational Structure; Circumstances Leading to Bankruptcy

6. Tubo and CLH were both established on April 29, 1993, as holding companies. Tubo is a wholly owned subsidiary of Industrias Unidas, S.A. de C.V. (“IUSA”), which is a large diversified industrial group that manufactures a range of copper and electrical products. Tubo is the direct parent company of CLH. CLH is either the majority or sole parent of several United States based operating subsidiaries (the “Non-Debtor U.S. Entities”). The Non-Debtor U.S. Entities are part of IUSA’s copper tubing and copper alloys businesses and handle related trading and manufacturing activities and personnel and services in the United States. None of the Non-Debtor U.S. Entities is a debtor in these cases.

7. Each of Tubo and CLH is a privately owned entity, and equity securities in the Companies are not listed or traded on any public exchange or market. Tubo maintains its corporate headquarters at Paseo de la Reforma 2608, Penthouse, Colonia Lomas Altas, 11950, Mexico, D.F., Mexico. CLH maintains its corporate headquarters at 86 Tube Drive, Reading, PA 19605.

8. Prepetition Indebtedness. IUSA, as issuer, The Bank of New York Mellon (formerly The Bank of New York), as trustee, (the “Trustee”) and certain guarantors are parties to that certain Indenture, dated as of November 13, 2006, (as modified and supplemented, the “Indenture”) pursuant to which IUSA issued \$200 million in 11.50% senior notes due 2016 (the “Notes”). On November 16, 2006, Tubo, as pledgor, and the Trustee entered into that certain Pledge and Security Agreement (the “Pledge”). Pursuant to the Pledge, Tubo granted to the Trustee for the benefit of the Notes a non-recourse pledge of the capital stock of CLH (the “Pledged Stock”).

9. Circumstances Leading To Bankruptcy. IUSA and its subsidiaries, including the Companies and the Non-Debtor U.S. Entities (collectively, the “IUSA Group”), have been negatively affected by general economic conditions worldwide, which have depressed spending and the construction industry, which contains major consumers of the products of the IUSA Group. In addition, increased volatility in the price of commodities, especially copper, has resulted in increased costs of manufacturing. As a result, the IUSA Group has experienced cash flow issues in the months leading up the Petition Date and IUSA failed to make an interest payment that became due under the Notes on November 15, 2009 (the “Technical Default”). Pursuant to the Indenture, there is a grace period for payment of interest, which is applicable to the Technical Default and expires in mid December.

10. The IUSA Group has been exploring a long term solution for its cash flow problems, seeking to bridge the current economic dislocation. Representatives of the IUSA Group have initiated discussions with an *ad hoc* group of holders of the Notes (the “Noteholders”) regarding the Technical Default and a potential restructuring of certain terms of the Indenture. To this end, the IUSA Group made a proposal to the Noteholders, contemporaneously with the initiation of the Technical Default, by which IUSA requested relief on interest payments due pursuant to the Notes while promising full payment of the principal over a longer timeframe than contemplated in the Notes.

11. As of the Petition Date, the Noteholders were in the process of organizing and hiring counsel to assist them in negotiations with the IUSA Group. While the Noteholders are organizing and negotiations are ongoing, it appears unlikely that any agreement or forbearance will be entered into prior to the expiration of the grace period. Therefore, to

maintain the status quo and preserve valuable equity in certain of the Non-Debtor U.S. Entities represented by the Pledged Stock, the Companies have commenced these chapter 11 cases.

12. As of the Petition Date, neither Tubo nor CLH has any employees. Neither of the Companies has any accounts or cash other than intercompany payables and receivables. IUSA has funded retainers for the Companies' counsel in the chapter 11 cases. The Non-Debtor U.S. Entities use their own bank accounts and a system of intercompany transactions in order to fund their operations. All United States property insurance policies are issued to Non-Debtor U.S. Entities. Certain other policies were historically issued in the CLH name, although payments were made by one or more of the Non-Debtor U.S. Entities and allocated to others through intercompany charges.

13. There are virtually no pending claims or transactions directly between CLH and its affiliates.² Corporate allocations of expenses, management fees, and other fees allocable to the Non-Debtor U.S. Entities are levied directly on the Non-Debtor U.S. Entities. Any dividends paid by the Non-Debtor U.S. Entities to CLH are up-streamed through CLH to IUSA, as a result of CLH's status as parent of the Non-Debtor U.S. Entities. As of the Petition Date, Tubo owed certain of its affiliates approximately \$6 million in three intercompany receivables resulting from asset tax payments in Mexico.

²The Companies have identified only one intercompany "transaction" between CLH and the Non-Debtor U.S. Entities which may be considered currently pending. Certain advances by two Non-Debtor U.S. Entities to IUSA, which advances the Companies believe to be permanent distributions, may technically flow through CLH and Tubo before going to IUSA. This is merely a book-keeping matter. The funds have been advanced to IUSA, but may not have been properly classified on the books of CLH or Tubo.

II. First Day Motions and Applications

A. Joint Administration Motion

14. On the Petition Date, the Companies filed with the Court a motion seeking entry of an order directing the joint administration of Tubo and CLH's chapter 11 cases for procedural purposes only (the "Joint Administration Motion"). The Companies believe this motion is necessary to enable them to operate their businesses with minimal disruption and loss of productivity.

15. The Companies anticipate that, during the course of their chapter 11 cases, it will be necessary to file numerous motions and applications seeking relief on behalf of both Tubo and CLH. Joint administration will further the interests of judicial economy by obviating the necessity of filing duplicate motions, entering duplicate orders, maintaining duplicate files, and forwarding duplicate notices to parties-in-interest. The United States Trustee for the District of Delaware ("U.S. Trustee") and other parties in interest will similarly benefit from joint administration because it will spare them the time and effort of reviewing duplicative pleadings and papers.

16. The rights of the respective creditors of Tubo and CLH will not be adversely affected by the proposed joint administration of these cases, and, in fact, the rights of all creditors will be enhanced by the reduction in costs resulting from the joint administration.

17. I believe that joint administration of Tubo and CLH's chapter 11 cases is in the best interests of the Companies, their estates, and all parties in interest and that the Joint Administration Motion should be granted in all respects.

B. Retention of Counsel

18. Pursuant to sections 327(a) and 328(a) of the Bankruptcy Code, the Companies have requested that the Court approve the employment of Milbank, Tweed, Hadley & McCloy LLP ("Milbank"), as their counsel, and Pachulski, Stang, Ziehl & Jones LLP ("PSZJ"), as their Delaware counsel, each under a general retainer, to perform the extensive legal services that will be required during these chapter 11 cases (the "Retention Applications"). The Companies have selected Milbank and PSZJ as their attorneys because of the firms' extensive general experience and knowledge, and, in particular, recognized expertise in the field of debtors' protections, creditors' rights, and business reorganizations under chapter 11 of the Bankruptcy Code.

19. Milbank is also familiar with the Companies' businesses and financial affairs and is well qualified to provide the services required by the Companies in their chapter 11 cases. Prior to the Petition Date, the Companies engaged Milbank to assist and advise them with respect to formulating, evaluating, and implementing various restructuring, reorganization, and other strategic alternatives. Notably, Milbank advised IUSA in connection with its 2006 offering of the Notes and in setting up its \$150 million euro short-term note program in 2007, as well as additional matters relating to those transactions. Most recently, Milbank assisted and advised the Companies in connection with the preparation for, and commencement of, these chapter 11 cases. Accordingly, Milbank has significant relevant experience with the Companies to deal effectively and efficiently with the potential legal issues and problems that may arise in the context of these chapter 11 cases. The Companies believe that Milbank is both well qualified and uniquely able to represent them in their chapter 11 cases in an efficient and timely manner.

20. I believe that the retention of Milbank and PSZJ as the attorneys for the Companies is in the best interests of the Companies, their estates, and all parties in interest and that the Retention Applications should be granted in all respects.

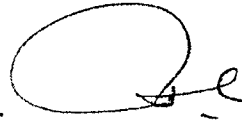
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Conclusion

21. I believe approval of the First Day Pleadings is in the best interests of all stakeholders. I respectfully request that the Court grant all relief requested in those pleadings and such and other further relief as may be just and proper.

I declare that this Declaration is true and correct to the best of my knowledge, information, and belief.

By:



Rafael Dávila Olvera
Chief Financial Officer