

**United States Bankruptcy Court  
Western District of Pennsylvania**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Fleming Steel Company</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):	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>25-1061132</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>2739 Pulaski Road New Castle, PA</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>16105</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>Lawrence</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>P.O. Box 5207 New Castle, PA</b>	Mailing Address of Joint Debtor (if different from street address):
ZIP Code <b>16105</b>	ZIP Code

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

<p><b>Type of Debtor</b> (Form of Organization) (Check one box)</p> <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.)	<p><b>Nature of Business</b> (Check one box)</p> <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	<p><b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)</p> <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
<p><b>Tax-Exempt Entity</b> (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<p><b>Nature of Debts</b> (Check one box)</p> <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.

<p><b>Filing Fee</b> (Check one box)</p> <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.	<p><b>Chapter 11 Debtors</b></p> <p>Check one box:</p> <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). <p>Check if:</p> <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). <p>Check all applicable boxes:</p> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 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 type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

**Estimated Assets**

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

**Estimated Liabilities**

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

<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>Fleming Steel Company</b></p>	
<p><b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)</p>			
Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<p><b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)</p>			
Name of Debtor: <b>- None -</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>		
<p><b>Exhibit C</b></p>			
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.			
<p><b>Exhibit D</b></p>			
(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.			
<p><b>Information Regarding the Debtor - Venue</b></p> <p>(Check any applicable box)</p>			
<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 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.			
<p><b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b></p> <p>(Check all applicable boxes)</p>			
<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 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.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			



**United States Bankruptcy Court**  
**Western District of Pennsylvania**

In re Fleming Steel Company

Debtor(s)

Case No. 11-22292Chapter 11

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

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; 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>
A&D Transportation, Inc. POB644 Clearfield, PA 16830	A&D Transportation, Inc. POB644 Clearfield, PA 16830	Business Debt		74,521.00
Allstate Crane Rental, Inc. 117 Medway Road Goose Creek, SC 29445	Allstate Crane Rental, Inc. 117 Medway Road Goose Creek, SC 29445			221,619.00
Bearing Service Company Of PA POB 371733 Pittsburgh, PA 15251	Bearing Service Company Of PA POB 371733 Pittsburgh, PA 15251			79,756.00
Boardman Steel Fabricators, Ltd. 8397 Southern Blvd. POB 3425 Youngstown, OH 44513-3425	Boardman Steel Fabricators, Ltd. 8397 Southern Blvd. POB 3425 Youngstown, OH 44513-3425			131,696.00
Bortnick Construction, Inc. 146 Beaver Street POB 30 Springboro, PA 16435	Bortnick Construction, Inc. 146 Beaver Street POB 30 Springboro, PA 16435			46,180.00
Cone Drive Operations, Inc. Dept. CH19432 Palatine, IL 60055-9432	Cone Drive Operations, Inc. Dept. CH19432 Palatine, IL 60055-9432			32,823.00
Continental Casualty Co. c/o J. Michael McCague, Esquire The Gulf Tower, 38th Floor 707 Grant Street Pittsburgh, PA 15219	Continental Casualty Co. c/o J. Michael McCague, Esquire The Gulf Tower, 38th Floor Pittsburgh, PA 15219	Bond	Disputed	500,000.00
Control Design, Inc. 211 RIDC Park West Drive Pittsburgh, PA 15275	Control Design, Inc. 211 RIDC Park West Drive Pittsburgh, PA 15275			29,813.00
Eagle Electric Engineering 67 Tom Harvey Road Westerly, RI 02891	Eagle Electric Engineering 67 Tom Harvey Road Westerly, RI 02891			57,450.00

Debtor(s)

**LIST OF CREDITORS HOLDING 20 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>
<b>First Commonwealth Credit Card Dept. PO BOX 0537 Indiana, PA 15701</b>	<b>First Commonwealth Credit Card Dept. PO BOX 0537 Indiana, PA 15701</b>			<b>56,568.00</b>
<b>Linton's Mechanical Services, Inc. 104 Sawgrass Avenue Goose Creek, SC 29445</b>	<b>Linton's Mechanical Services, Inc. 104 Sawgrass Avenue Goose Creek, SC 29445</b>			<b>275,606.00</b>
<b>Loveman Steel Corp. POB 72540 Cleveland, OH 44192</b>	<b>Loveman Steel Corp. POB 72540 Cleveland, OH 44192</b>			<b>36,640.00</b>
<b>Mohawk Const. &amp; Supply Co., Inc. POB 1276 108 W. McMurray Road Canonsburg, PA 15317</b>	<b>Mohawk Const. &amp; Supply Co., Inc. POB 1276 108 W. McMurray Road Canonsburg, PA 15317</b>			<b>101,215.00</b>
<b>Pawling Corp. 157 Charles Colman Blvd. Pawling, NY 12564-1188</b>	<b>Pawling Corp. 157 Charles Colman Blvd. Pawling, NY 12564-1188</b>			<b>74,985.00</b>
<b>RFK Enterprises, LLC 1429 New Butler Road New Castle, PA 16101</b>	<b>RFK Enterprises, LLC 1429 New Butler Road New Castle, PA 16101</b>			<b>62,550.00</b>
<b>Richard Audino 926 Kings Chapel Road New Castle, PA 16105</b>	<b>Richard Audino 926 Kings Chapel Road New Castle, PA 16105</b>			<b>40,700.00</b>
<b>Sunbelt Rentals POB 409211 Atlanta, GA 30384-9211</b>	<b>Sunbelt Rentals POB 409211 Atlanta, GA 30384-9211</b>			<b>111,466.00</b>
<b>Transworld, Inc. POB 21373 Charleston, SC 29413-1373</b>	<b>Transworld, Inc. POB 21373 Charleston, SC 29413-1373</b>			<b>105,999.00</b>
<b>United Steel Service, Inc. PO BOX 76 Masury, OH 44438</b>	<b>United Steel Service, Inc. PO BOX 76 Masury, OH 44438</b>			<b>34,312.00</b>
<b>Washington Iron Works 3144 Colin Lane Oak Harbor, WA 98277</b>	<b>Washington Iron Works 3144 Colin Lane Oak Harbor, WA 98277</b>			<b>66,130.00</b>

In re Fleming Steel Company

Debtor(s)

Case No. 11-22292

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

(Continuation Sheet)

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

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date April 11, 2011

Signature /s/ Seth Kohn  
**Seth Kohn**  
**President**

*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.