

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

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>G2 Material Handling, 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>Southwest Stainless, Inc.; Southwest Stainless</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)/Complete EIN(if more than one, state all): <b>2565</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):	
Street Address of Debtor (No. & Street, City, and State): <b>4439 W. Billings St. Springfield, MO</b>		Street Address of Joint Debtor (No. & Street, City, and State):	
ZIP CODE <b>65802</b>		ZIP CODE	
County of Residence or of the Principal Place of Business: <b>Greene</b>		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):  
**4439 W. Billing St., Springfield, MO**

ZIP CODE **65802**

<p align="center"><b>Type of Debtor</b> (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p align="center"><b>Nature of Business</b> (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p align="center"><b>Tax-Exempt Entity</b> (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)</p>	<p align="center"><b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center"><b>Nature of Debts</b> (Check one box)</p> <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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center"><b>Filing Fee</b> (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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>	<p align="center"><b>Chapter 11 Debtors</b></p> <p><b>Check one box:</b></p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><b>Check if:</b></p> <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> <p><b>Check all applicable boxes</b></p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><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).</p>
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<p><b>Statistical/Administrative Information</b></p> <p><input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><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.</p> <p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>Over 100,000</td> </tr> </table> <p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table> <p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>	<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"/>	<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	<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"/>	<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	<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	<p><b>THIS SPACE IS FOR COURT USE ONLY</b></p>
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In re: **G2 Material Handling, Inc.**  
Debtor

Case No.  
 Chapter **11**

## Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is .

2. The following financial data is the latest available information and refers to debtor's condition on .

a.	Total assets	\$	<b>248,844.49</b>
b.	Total debts (including debts listed in 2.c., below)	\$	<b>1,416,050.69</b>

Approximate  
number of  
holders

c. Debt securities held by more than 500 holders.

	secured	unsecured	subordinated		
d.	Number of shares of preferred stock				
e.	Number of shares of common stock				

Comments, if any:

3. Brief description of debtor's business:

**Sales & Manufacturing of Stainless Steel Products**

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

**Geary Gorrell**  
**Ryan L. Gorrell**  
**Timothy B. Stallion**

**United States Bankruptcy Court**

**Western District of Missouri**

In re:

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

Chapter **11**

**G2 Material Handling, Inc.**

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Geary Gorrell**, declare under penalty of perjury that I am the **President of G2 Material Handling, Inc.**, a **Missouri** Corporation and that on **02/21/2011** the following resolution was duly adopted by the **Board of Directors** of this Corporation:

"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Geary Gorrell, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that **Geary Gorrell, President** of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that **Geary Gorrell, President** of this Corporation, is authorized and directed to employ **Raymond I. Plaster**, attorney and the law firm of **Raymond I. Plaster, P.C.** to represent the Corporation in such bankruptcy case."

Executed on: 3/8/2011

Signed: /s/ Geary Gorrell  
**Geary Gorrell**

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

In re **G2 Material Handling, Inc.**, Case No. \_\_\_\_\_  
Debtor Chapter **11**

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

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1)	(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>Polished Metals Limited, Inc. c/o Evans &amp; Green P. O. Box 10545 Springfield, MO 65808</b>			<b>UNLIQUIDATED</b>	<b>\$33,526.94</b>
<b>Art Faltus Welding 7207 Indianapolis Blvd. Hammon, IN 46324</b>			<b>UNLIQUIDATED</b>	<b>\$29,366.70</b>
<b>FormPak, Inc. 7209 St. Charles Rock Road St. Louis, MO 63133</b>			<b>UNLIQUIDATED</b>	<b>\$23,737.50</b>
<b>CH Robinson Worldwide, Inc. c/o Timothy W. Fafinski 3411 Brei Kessel Road Independence, MN 55359</b>			<b>UNLIQUIDATED</b>	<b>\$17,318.95</b>
<b>Phoenix Metals Company P. O. Box 932589 Atlanta, A 31193-2589</b>			<b>UNLIQUIDATED</b>	<b>\$15,060.81</b>

In re G2 Material Handling, Inc., Case No. \_\_\_\_\_  
 Debtor Chapter 11

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

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<p><b>Ken-Mac Metals, Inc.</b>                      c/o Evans &amp; Green                      P. O. Box 10545                      Springfield, MO 65808</p>			<b>UNLIQUIDATED</b>	<b>\$13,162.83</b>
<p><b>Tim Stallion</b>                      4201 Oak Haven Dr.                      Nixa, MO 65714</p>			<b>UNLIQUIDATED</b>	<b>\$11,013.83</b>
<p><b>Collector of Revenue</b>                      Scott Payne                      940 Boonville Ave                      Springfield, MO 65802-3888</p>			<b>UNLIQUIDATED</b>	<b>\$8,220.00</b>
<p><b>American Express</b>                      c/o James A. West, P.C.                      6380 Rogerdale Road, #130                      Houston, TX 77072-1647</p>			<b>UNLIQUIDATED</b>	<b>\$7,152.32</b>
<p><b>1st Priority Services, Inc.</b>                      P. O. Box 730440                      Dallas, TX 75373</p>			<b>UNLIQUIDATED</b>	<b>\$6,536.99</b>
<p><b>YRC</b>                      P. O. Box 93151                      Chicago, IL 60673-3151</p>			<b>UNLIQUIDATED</b>	<b>\$6,138.99</b>

In re G2 Material Handling, Inc., Case No. \_\_\_\_\_  
 Debtor Chapter 11

## LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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SMC Electric P. O. Box 628 Springfield, MO 65801			UNLIQUIDATED	\$5,848.72
Stainless Solutions, LLC P. O. Box 10832 Springfield, MO 65808			UNLIQUIDATED	\$5,640.00
Mercy Health Plans P. O. Box 505022 St. Louis, MO 63150-5022			UNLIQUIDATED	\$4,940.78
Hampton Controls, Inc. P. O. Box 187 Wendel, PA 15691			UNLIQUIDATED	\$4,805.80
City Utilites P. O. Box 551 Springfield, MO 65801-0551			UNLIQUIDATED	\$4,101.99
Mason Dixon 12755 E. Nine Mile Road Warren, MI 48089			UNLIQUIDATED	\$2,918.00



In re G2 Material Handling, Inc., Case No. \_\_\_\_\_  
 Debtor Chapter 11

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

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Layer3 Technology 636 W. Republic Road #A-100 Springfield, MO 65807			UNLIQUIDATED	\$2,906.25
Star Mechanical 535 N. Fremont Springfield, Mo 65802			UNLIQUIDATED	\$2,021.82
Capital Premium Financing P. O. Box 30293 Salt Lake City, UT 84130-0293		Security Agreement		\$1,942.03

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

I, Geary Gorrell, 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: 3/8/2011

Signature: /s/ Geary Gorrell

**Geary Gorrell ,President**  
 \_\_\_\_\_  
 (Print Name and Title)

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.

MOW 1009-1.2 (05/07)

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF MISSOURI

IN RE:

**G2 Material Handling, Inc.**

Debtor(s)

)  
)  
)  
) Case No.  
)  
)  
)

**VERIFICATION OF MAILING MATRIX**

The above-named Debtor(s) hereby verifies that the attached list of creditors is true and correct to the best of my knowledge and includes the name and address of my ex-spouse (if any).

Date: 3/8/2011

/s/ Geary Gorrell  
**Geary Gorrell, President**  
Signature of Debtor