

UNITED STATES BANKRUPTCY COURT
DISTRICT OF
DIVISION

In re: §
Venture Packaging, Inc. § Case No. 09-42905 BTR
Debtor(s) §

TRUSTEE'S FINAL REPORT (TFR)

The undersigned trustee hereby makes this Final Report and states as follows:

1. A petition under chapter of the United States Bankruptcy Code was filed on . The undersigned trustee was appointed on .
2. The trustee faithfully and properly fulfilled the duties enumerated in 11 U.S.C. §704.
3. All scheduled and known assets of the estate have been reduced to cash, released to the debtor as exempt property pursuant to 11 U.S.C. § 522, or have been or will be abandoned pursuant to 11 U.S.C. § 554. An individual estate property record and report showing the disposition of all property of the estate is attached as **Exhibit A**.

4. The trustee realized gross receipts of \$

Funds were disbursed in the following amounts:

- Payments made under an interim disbursement
- Administrative expenses
- Bank service fees
- Other payments to creditors
- Non-estate funds paid to 3rd Parties
- Exemptions paid to the debtor
- Other payments to the debtor

Leaving a balance on hand of¹ \$

The remaining funds are available for distribution.

¹The balance of funds on hand in the estate may continue to earn interest until disbursed. The interest earned prior to disbursement will be distributed pro rata to creditors within each priority category. The trustee may receive additional compensation not to exceed the maximum compensation set forth under 11 U.S.C. §326(a) on account of the disbursement of the additional interest.

5. Attached as **Exhibit B** is a cash receipts and disbursements record for each estate bank account.

6. The deadline for filing non-governmental claims in this case was _____ and the deadline for filing governmental claims was _____. All claims of each class which will receive a distribution have been examined and any objections to the allowance of claims have been resolved. If applicable, a claims analysis, explaining why payment on any claim is not being made, is attached as **Exhibit C**.

7. The Trustee's proposed distribution is attached as **Exhibit D**.

8. Pursuant to 11 U.S.C. § 326(a), the maximum compensation allowable to the trustee is \$ _____. To the extent that additional interest is earned before case closing, the maximum compensation may increase.

The trustee has received \$ _____ as interim compensation and now requests a sum of \$ _____, for a total compensation of \$ _____². In addition, the trustee received reimbursement for reasonable and necessary expenses in the amount of \$ _____, and now requests reimbursement for expenses of \$ _____, for total expenses of \$ _____².

Pursuant to Fed R Bank P 5009, I hereby certify, under penalty of perjury, that the foregoing report is true and correct.

Date: _____ By: /s/Michelle H. Chow, Trustee
Trustee

STATEMENT: This Uniform Form is associated with an open bankruptcy case, therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

² If the estate is administratively insolvent, the dollar amounts reflected in this paragraph may be higher than the amounts listed in the Trustee's Proposed Distribution (Exhibit D).

FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 09-42905 BTR Judge: BRENDA T. RHOADES
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Date Filed (f) or Converted (c): 09/16/09 (f)
341(a) Meeting Date: 12/14/09
Claims Bar Date: 09/27/10

For Period Ending: 11/30/11

1	2	3	4	5	6
Asset Description (Scheduled and Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=554(a) Abandon DA=554(c) Abandon	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1. FINANCIAL ACCOUNTS - LANDMARK BANK ACCT Note: All Form 1 properties taken from petitioning creditor's schedules filed on 06/16/2010 Landmark Bank account - this is actual bank balance turned over to trustee See also unscheduled aset - settlement with Landmark Bank for additional information	7,799.23	907.06		907.06	FA
2. NEGOTIABLE INSTRUMENTS - ACCTS RECEIVABLE Collected A/R - Pratt Industries and Paris Packaging	0.00	9,817.58		9,817.58	FA
3. PREFERENCE PAYMENT - Package Graphics Preference settlement for Package Graphics Motion #100 09/08/10 Order #106 10/06/10 \$5,000 total; \$1,500 by 10/01/10 and \$3500 in 10 monthly installments from 11/20/10 to 08/20/2011 in \$350 increments.	0.00	5,000.00		5,000.00	FA
4. SECURITY DEPOSITS "Unknown as to whether any exist with electrical provider or city water or Atmos...."	Unknown	0.00	DA	0.00	FA
5. PARTNERSHIPS "Possible interest or relationship in Maverick Printing and Carton, Inc.	Unknown	0.00	DA	0.00	FA
6. Accounts Receivables Accounts Receivables per Books Secured A/R by creditor; however, creditor did not indicate much interest. Trustee sent demand letters to all listed A/R at the time of filing. Any responses received indicate refusal to pay or those companies were defunct as well. All collected receivables listed on asset line #2. A/R list/letters and dollar amounts of attempted collection available from trustee.	139,611.37	0.00	DA	0.00	FA

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ASSET CASES

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7. FRAUDULENT TRANSFER - Bryant "Debtor has a claim against David Byrant and Bryant Thompson LP for pre-petition transfers....." Trustee administered this asset. Trustee and Bryant proposed a settlement agreement after a review of both actual dollar amounts, note agreements, and possible defenses by Bryant. Given the likely outcome, a settlement of \$50,000 was proposed. Petitioning creditor objected, and after several hearings/coninuanes, an Order was granted for the original proposed settlement.	0.00	50,000.00		50,000.00	FA
8. FRAUDULENT TRANSFER - Frankston "Debtor has a claim against Franston Packaging Inc. for post petition payments...." Trustee reached settlement with Frankston; see motion #104 09/29/10 and order #110 10/28/10 for \$5,000 total.	14,000.00	5,000.00		5,000.00	FA
9. FRAUDULENT TRANSFER - Itemized list Itemized other line items for possible transfers to various entities. Trustee abandons these lower dollar amount items/unknown value items. 40 line items totalling \$41,443.71.	41,443.71	0.00	DA	0.00	FA
10. INVENTORY "Inventory, per books" None administered.	26,298.03	0.00	DA	0.00	FA
11. PREFERENCE PAYMENT - Dixie Pulp and Paper Dixie Pulp and Paper See motion/order for settlement #115 11/09/10 and Order #116 12/08/10. Trustee identified \$74,854.33 of payment made to DP&P within the 90 days prior to bankruptcy. Upon review of documents/defenses, settlement was reached for \$20,000.	0.00	20,000.00		20,000.00	FA
12. OTHER MISCELLANEOUS (u)	0.00	11,000.00		11,000.00	FA

**FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES**

Case No: 09-42905 BTR Judge: BRENDA T. RHOADES
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Date Filed (f) or Converted (c): 09/16/09 (f)
341(a) Meeting Date: 12/14/09
Claims Bar Date: 09/27/10

1	2	3	4	5	6
Asset Description (Scheduled and Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=554(a) Abandon DA=554(c) Abandon	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
Litigation with Landmark Bank Agreement reached for Bank's refusal to turn over funds, close account, provide statement balance when trustee requested these basic actions. Trustee and bank's counsel agreed to amount for turnover. See motion/order #118 01/03/11 #119 1/28/11. INT. Post-Petition Interest Deposits (u)	Unknown	N/A		23.75	FA

TOTALS (Excluding Unknown Values)	\$229,152.34	\$101,724.64		\$101,748.39	Gross Value of Remaining Assets \$0.00 (Total Dollar Amount in Column 6)
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Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

As of date TFR submitted to UST: 11/30/11: The main assets administered in this involuntary chapter 7 were the preference settlements, bank balance, bank settlement, and miscellaneous accounts receivables turned over by petitioning creditor. The corporate debtor was a failed printing company. Trustee and counsel reviewed books and records of the company to determine total dollar amounts as well as defenses of counterparties to potential suits. Demand letters were sent to various listed Accounts Receivables, but virtually no collections made due to defenses and/or companies were defunct. Remaining activity include collection of remainder settlement payments. 1120 tax return accepted as filed on 07/07/2011. This was the final return with all estate activity accrued into final return.

All adversarys settled/closed (Landmark Bank, Dixie Pulp & Paper, Frankston Packaging, and Package Graphics)
Adversary 10-13618 abandoned #135 09/13/11 (preference): Chow et al. v. Pitman Company (filed for bankruptcy).

Attorney for Trustee: Mark Ian Agee
Accountant for Trustee: Sheldon Levy

FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Page: 4
Exhibit A

Case No: 09-42905 BTR Judge: BRENDA T. RHOADES
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Date Filed (f) or Converted (c): 09/16/09 (f)
341(a) Meeting Date: 12/14/09
Claims Bar Date: 09/27/10

Initial Projected Date of Final Report (TFR): 12/31/13 Current Projected Date of Final Report (TFR): 12/31/13

/s/ Michelle H. Chow, Trustee

_____ Date: 11/30/11

MICHELLE H. CHOW, TRUSTEE

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 09-42905 -BTR
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Bank Name: BANK OF AMERICA, N.A.
Account Number / CD #: *****3405 BofA - Money Market Account

Taxpayer ID No: *****3065
For Period Ending: 11/30/11

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
			BALANCE FORWARD				0.00
05/20/10	2	Pratt Corrugated Holdings, Inc. Pratt Industries Jackson 2031 NW Progress Pkwy Jackson MS 39213	Accounts Receivable	1121-000	5,135.00		5,135.00
05/20/10	2	Pratt Corrugated Holdings Inc. Pratt Industries Jackson 2031 NW Progress Pkwy. Jackson MS 39213	Accounts Receivable	1121-000	1,483.04		6,618.04
05/28/10	1	Landmark Bank	Remaining bank balance	1129-000	907.06		7,525.10
05/28/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.030	1270-000	0.04		7,525.14
06/30/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.030	1270-000	0.19		7,525.33
07/27/10	7	David Bryant 1201 Elm St. Ste. 3300 Renaissance Tower Dallas TX 75270-2011	preference settlement	1141-000	50,000.00		57,525.33
07/30/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	0.32		57,525.65
08/20/10	2	Paris Packaging, Inc. 800 West Center St. Paris TX 75460	accounts receivable	1121-000	3,199.54		60,725.19
08/31/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	2.48		60,727.67
09/30/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	2.50		60,730.17
10/07/10	3	Package Graphics	Settlement Payment	1141-000	800.00		61,530.17
10/07/10	3	Package Graphics	Settlement payment	1141-000	700.00		62,230.17
10/29/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	2.62		62,232.79
11/05/10	8	Frankston Packaging Co. PO Box 368	Preference settlement	1141-000	5,000.00		67,232.79

Page Subtotals 67,232.79 0.00

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 09-42905 -BTR
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Trustee Name: Michelle H. Chow, Trustee
Bank Name: BANK OF AMERICA, N.A.
Account Number / CD #: *****3405 BofA - Money Market Account

Taxpayer ID No: *****3065
For Period Ending: 11/30/11

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
11/05/10	000101	Frankston TX 75763 JEFFREY R HACKER 16801 ADDISON RD. SUITE 246 ADDISON, TEXAS 75001-5501	Per order 11/03/10 Administrative fees and expenses - fee portion \$8,983.19 total \$5,372 attorney's fees, \$3,100 petitioning creditor, \$250 D. Hutala expense, \$261.19 other expenses	3991-000		8,472.00	58,760.79
11/05/10	000102	JEFFREY R HACKER 16801 ADDISON RD. SUITE 246 ADDISON, TEXAS 75001-5501	Per order 11/03/10 Administrative fees and expenses - expense portion \$8,983.19 total \$5,372 attorney fees, \$3,100 petitioning creditor, \$250 D. Hutala expenses, \$261.19 other expenses	3992-000		511.19	58,249.60
11/22/10	3	Package Graphics PO Box 5372 Arlington TX 76005	Settlement Payment	1141-000	350.00		58,599.60
11/30/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	2.43		58,602.03
12/17/10	11	Dixie Pulp & Paper PO Box 20204 Tuscaloosa AL 35402	Preference settlement	1141-000	20,000.00		78,602.03
12/31/10	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	2.76		78,604.79
01/20/11	3	Patricia Manjarrez (for Package Graphics-Ron Gonzalez Apt. 1303 5350 Amesbury Dr. Dallas TX 75206	Settlement Payment	1141-000	700.00		79,304.79
01/31/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.050	1270-000	3.35		79,308.14
02/24/11	12	Landmark Bank	settlement payment	1249-000	11,000.00		90,308.14
02/28/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.61		90,308.75
03/10/11	3	Package Graphics PO Box 5372 Arlington TX 76005	Settlement payment	1141-000	350.00		90,658.75

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FORM 2

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Case No: 09-42905 -BTR
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Bank Name: BANK OF AMERICA, N.A.
Account Number / CD #: *****3405 BofA - Money Market Account

Taxpayer ID No: *****3065
For Period Ending: 11/30/11

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
03/31/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.77		90,659.52
04/20/11	3	Package Graphics LLC PO Box 5372 Arlington TX 76005	Settlement payment	1141-000	350.00		91,009.52
04/29/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.74		91,010.26
05/11/11	3	Package Graphics PO Box 5372 Arlington TX 76005	settlement payment	1141-000	700.00		91,710.26
05/31/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.78		91,711.04
06/29/11	3	Package Graphics LLC PO Box 5372 Arlington TX 76005	settlement payment	1141-000	350.00		92,061.04
06/30/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.75		92,061.79
07/26/11	3	Package Graphics LLC PO Box 5372 Arlington TX 76005	Settlement payment	1141-000	350.00		92,411.79
07/29/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.78		92,412.57
08/31/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.79		92,413.36
09/06/11	3	Package Graphics LLC PO Box 5372 Arlington TX 76005	settlement payment	1141-000	350.00		92,763.36
09/14/11	000103	SHELDON E LEVY, CPA 6320 SOUTHWEST BLVD SUITE 204 FORT WORTH, TX 76109	Per order 09/08/11 Trustee accountant fees and expenses	3410-000		2,750.00	90,013.36
09/14/11	000104	SHELDON E LEVY, CPA 6320 SOUTHWEST BLVD SUITE 204 FORT WORTH, TX 76109	Per Order 09/08/11 Trustee accountant fees and expenses	3420-000		82.68	89,930.68
09/30/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.75		89,931.43
10/31/11	INT	BANK OF AMERICA, N.A.	Interest Rate 0.010	1270-000	0.76		89,932.19

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FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 09-42905 -BTR
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Bank Name: BANK OF AMERICA, N.A.
Account Number / CD #: *****3405 BofA - Money Market Account

Taxpayer ID No: *****3065
For Period Ending: 11/30/11

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
10/31/11		BANK OF AMERICA, N.A.	BANK SERVICE FEE	2600-000		114.57	89,817.62
11/07/11	000105	MARK IAN AGEE 4115 N CENTRAL EXPRESSWAY DALLAS, TX 75204	Per order 11/07/11 Trustee attorney fees and expenses	3110-000		56,798.50	33,019.12
11/07/11	000106	MARK IAN AGEE 4115 N CENTRAL EXPRESSWAY DALLAS, TX 75204	Per order 11/07/11 Trustee attorney fees and expenses	3120-000		2,453.13	30,565.99
11/29/11	INT	BANK OF AMERICA, N.A.	INTEREST REC'D FROM BANK	1270-000	0.33		30,566.32
11/29/11		Transfer to Acct #*****8862	Final Posting Transfer	9999-000		30,566.32	0.00

COLUMN TOTALS	101,748.39	101,748.39	0.00
Less: Bank Transfers/CD's	0.00	<u>30,566.32</u>	
Subtotal	101,748.39	71,182.07	
Less: Payments to Debtors		<u>0.00</u>	
Net	101,748.39	71,182.07	

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 09-42905 -BTR
Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee
Bank Name: BANK OF AMERICA, N.A.
Account Number / CD #: *****8862 BofA - Checking Account

Taxpayer ID No: *****3065
For Period Ending: 11/30/11

Blanket Bond (per case limit): \$ 300,000.00
Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
11/29/11		Transfer from Acct #*****3405	BALANCE FORWARD Transfer In From MMA Account	9999-000	30,566.32		0.00 30,566.32

COLUMN TOTALS	30,566.32	0.00	30,566.32
Less: Bank Transfers/CD's	30,566.32	0.00	
Subtotal	0.00	0.00	
Less: Payments to Debtors		0.00	
Net	0.00	0.00	

	NET DEPOSITS	NET DISBURSEMENTS	ACCOUNT BALANCE
TOTAL - ALL ACCOUNTS			
BofA - Money Market Account - *****3405	101,748.39	71,182.07	0.00
BofA - Checking Account - *****8862	0.00	0.00	30,566.32
	-----	-----	-----
	101,748.39	71,182.07	30,566.32
	=====	=====	=====
(Excludes Account Transfers)		(Excludes Payments To Debtors)	Total Funds On Hand

I certify that the above banking transactions are true and correct.

Trustee's Signature: /s/ Michelle H. Chow, Trustee Date: 11/30/11
MICHELLE H. CHOW, TRUSTEE

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Date: November 30, 2011

Case Number: 09-42905 Claim Number Sequence
 Debtor Name: Venture Packaging, Inc.
 Claims Bar Date: 09/27/10

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
001 3110-00	MARK IAN AGEE 4115 N CENTRAL EXPRESSWAY DALLAS, TX 75204	Administrative		\$56,798.50	\$56,798.50	\$0.00
			4437313405	11/07/11 105	56,798.50	
001 3120-00	MARK IAN AGEE 4115 N CENTRAL EXPRESSWAY DALLAS, TX 75204	Administrative		\$2,453.13	\$2,453.13	\$0.00
			4437313405	11/07/11 106	2,453.13	
001 3991-00	JEFFREY R HACKER 16801 ADDISON RD. SUITE 246 ADDISON, TEXAS 75001-5501	Administrative		\$8,472.00	\$8,472.00	\$0.00
			4437313405	11/05/10 101	8,472.00	
001 3992-00	JEFFREY R HACKER 16801 ADDISON RD. SUITE 246 ADDISON, TEXAS 75001-5501	Administrative		\$511.19	\$511.19	\$0.00
			4437313405	11/05/10 102	511.19	
001 3410-00	SHELDON E LEVY, CPA 6320 SOUTHWEST BLVD SUITE 204 FORT WORTH, TX 76109	Administrative		\$2,750.00	\$2,750.00	\$0.00
			4437313405	09/14/11 103	2,750.00	
001 3420-00	SHELDON E LEVY, CPA 6320 SOUTHWEST BLVD SUITE 204 FORT WORTH, TX 76109	Administrative		\$82.68	\$82.68	\$0.00
			4437313405	09/14/11 104	82.68	
000001 070 7100-00	Dixie Pulp & Paper, Inc. PO Box 20204 Tuscaloosa AL 35402	Unsecured		\$70,124.50	\$0.00	\$70,124.50
000002 070 7100-00	GPI Packaging, Inc. 1407 Round Lake Drive Dallas, TX 75247	Unsecured		\$605.75	\$0.00	\$605.75
000003 070 7100-00	Nathan Shafer 4208 Hackacre Loop Irving TX 75061	Unsecured		\$10,000.00	\$0.00	\$10,000.00
000004 070 7100-00	National Coverting & Packaging, Inc. 2708 NE Main Street Ennis TX 75119	Unsecured		\$115,980.87	\$0.00	\$115,980.87
000005 070 7100-00	Pitman Company 3910 Ventures Way Earth City MO 63045	Unsecured		\$17,089.36	\$0.00	\$17,089.36
000006B 070 7100-00	CIT Small Business Lending Corporation c/o F. Beth Morgan Morgan & Luttrell, L.L.P. 711 Navarro, Suite 210 San Antonio, Texas 78205	Unsecured	Objection withdrawn due to amended claim Last amendment 08/19/11	\$396,089.26	\$0.00	\$396,089.26

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Date: November 30, 2011

Case Number: 09-42905 Claim Number Sequence
 Debtor Name: Venture Packaging, Inc.
 Claims Bar Date: 09/27/10

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000007 070 7100-00	Denison Industrial Foundation Attn: Christina A. Tillett 123 South Travis Street Sherman, TX 75090	Unsecured		\$68,301.78	\$0.00	\$68,301.78
000008 070 7100-00	David Bryant 1201 Elm Street, Suite 3300 Dallas, Texas 75270	Unsecured	Per agreed order 07/16/10 Allows claims 8 through 11 as general unsecured claims to the extent they do not duplicate each other. Allow this as main claim; each daughter's claim (9, 10, and 11) are duplicates of each other and are for the same Funding agreement and subsequent assignment. Additional amounts include interest. For claim #9, allow only the difference between filed amount and this claim.	\$405,835.00	\$0.00	\$405,835.00
000009 070 7100-00	Clarissa B. Hay, Joanna H. Bryant, Amy C. Bryant c/o David Bryant 1201 Elm St. Suite 3300 Dallas, TX 75270	Unsecured	Per agreed order 07/16/10 Allow claims 8 through 11 as general unsecured claims except to the extent they duplicate each other Allow claim #8 in full and this claim for difference between full claim and amount above. Disallow duplicate claims of other daughters (#10, #11).	\$173,120.66	\$0.00	\$173,120.66
000010 070 7100-00	Joanna H. Bryant, Clarissa B. Hay, Amy C. Bryant c/o David Bryant 1201 Elm St. Suite 3300 Dallas, TX 75270	Unsecured	Per agreed order 07/16/10 Allow claims 8 through 11 as general unsecured claims except to the extent they duplicate each other Claims for 3 daughters are duplicates allow under #9	\$0.00	\$0.00	\$0.00
000011 070 7100-00	Amy C. Bryant c/o David Bryant 1201 Elm Street, Suite 3300 Dallas, Texas 75270	Unsecured	Per agreed order 07/16/11 Allow claims 8 through 11 as general unsecured claims except to the extent they duplicate each other 3 daughters claims are duplicates; allow under #9	\$0.00	\$0.00	\$0.00
000012 030 5800-00	Texas Workforce Commission Regulatory & Integrity Division - SAU 101 E 15th Street Room 556 Austin TX 78778-0001	Priority		\$403.45	\$0.00	\$403.45
000013A 070 7100-00	Internal Revenue Service P. O. Box 21126 Philadelphia, Texas 19114	Unsecured	Unsecured portion of IRS claim. No objection needed.	\$83,500.90	\$0.00	\$83,500.90
000013B 040 5800-00	Internal Revenue Service P. O. Box 21126 Philadelphia, Texas 19114	Priority	Priority portion of IRS claim. No objection needed.	\$248,950.65	\$0.00	\$248,950.65

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 09-42905 Claim Number Sequence
Debtor Name: Venture Packaging, Inc.
Claims Bar Date: 09/27/10

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
000014	GRAYSON COUNTY	Secured		\$23,330.79	\$0.00	\$23,330.79
050	C/O LAURIE SPINDLER HUFFMAN		Order granted #131 09/07/11			
4800-00	LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 2323 BRYAN STREET SUITE 1600 DALLAS, TX 75201		Disallow in entirety			

Case Totals:				\$1,684,400.47	\$71,067.50	\$1,613,332.97
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Code #: Trustee's Claim Number, Priority Code, Claim Type

TRUSTEE'S PROPOSED DISTRIBUTION

Exhibit D

Case No.: 09-42905 BTR

Case Name: Venture Packaging, Inc.

Trustee Name: Michelle H. Chow, Trustee

Balance on hand \$

Claims of secured creditors will be paid as follows:

NONE

Applications for chapter 7 fees and administrative expenses have been filed as follows:

Reason/Applicant	Total Requested	Interim Payments to Date	Proposed Payment
Trustee Fees: Michelle H. Chow, Trustee	\$	\$	\$
Trustee Expenses: Michelle H. Chow, Trustee	\$	\$	\$
Attorney for Trustee Fees: MARK IAN AGEE	\$	\$	\$
Attorney for Trustee Expenses: MARK IAN AGEE	\$	\$	\$
Accountant for Trustee Fees: SHELDON E LEVY, CPA	\$	\$	\$
Accountant for Trustee Expenses: SHELDON E LEVY, CPA	\$	\$	\$
Other: JEFFREY R HACKER	\$	\$	\$
Other: JEFFREY R HACKER	\$	\$	\$

Total to be paid for chapter 7 administrative expenses \$ _____

Remaining Balance \$ _____

Applications for prior chapter fees and administrative expenses have been filed as follows:

NONE

In addition to the expenses of administration listed above as may be allowed by the Court, priority claims totaling \$ _____ must be paid in advance of any dividend to general (unsecured) creditors.

Allowed priority claims are:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000012	Texas Workforce Commission	\$ _____	\$ _____	\$ _____
000013B	Internal Revenue Service	\$ _____	\$ _____	\$ _____

Total to be paid to priority creditors \$ _____

Remaining Balance \$ _____

The actual distribution to wage claimants included above, if any, will be the proposed payment less applicable withholding taxes (which will be remitted to the appropriate taxing authorities).

Timely claims of general (unsecured) creditors totaling \$ _____ have been allowed and will be paid *pro rata* only after all allowed administrative and priority claims have been paid in full. The timely allowed general (unsecured) dividend is anticipated to be _____ percent, plus interest (if applicable).

Timely allowed general (unsecured) claims are as follows:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000001	Dixie Pulp & Paper, Inc.	\$ _____	\$ _____	\$ _____
000002	GPI Packaging, Inc.	\$ _____	\$ _____	\$ _____
000003	Nathan Shafer	\$ _____	\$ _____	\$ _____

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
000004	National Coverting & Packaging, Inc.	\$	\$	\$
000005	Pitman Company	\$	\$	\$
000006B	CIT Small Business Lending Corporation	\$	\$	\$
000007	Denison Industrial Foundation	\$	\$	\$
000008	David Bryant	\$	\$	\$
000009	Clarissa B. Hay, Joanna H.	\$	\$	\$
000013A	Internal Revenue Service	\$	\$	\$

Total to be paid to timely general unsecured creditors \$ _____

Remaining Balance \$ _____

Tardily filed claims of general (unsecured) creditors totaling \$ _____ have been allowed and will be paid *pro rata* only after all allowed administrative, priority and timely filed general (unsecured) claims have been paid in full. The tardily filed claim dividend is anticipated to be _____ percent.

Tardily filed general (unsecured) claims are as follows:

NONE

Subordinated unsecured claims for fines, penalties, forfeitures, or damages and claims ordered subordinated by the Court totaling \$ _____ have been allowed and will be paid *pro rata* only after all allowed administrative, priority and general (unsecured) claims have been paid in full. The dividend for subordinated unsecured claims is anticipated to be _____ percent.

Subordinated unsecured claims for fines, penalties, forfeitures or damages and claims ordered subordinated by the Court are as follows:

NONE