

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/Stephen J. Zayler
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- EXHIBIT A
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES**

Case No: 11-10580 BP1 Judge: BILL PARKER
Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler
Date Filed (f) or Converted (c): 10/05/11 (f)
341(a) Meeting Date: 11/04/11
Claims Bar Date: 06/04/12

For Period Ending: 11/14/12

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 Formally Abandoned OA=554(a) Abandon	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1. CHECKING AND/OR SAVINGS ACCOUNT Neches Federal Credit Union	54.00	54.00		0.00	FA
2. SECURITY DEPOSITS WIT Development 7172 FM 421 Kountze, TX 77625	2,000.00	2,000.00		0.00	FA
3. ACCOUNTS RECEIVABLE Debra & Charlie Norman 4215 N. Major Drive, Apt. 619 Beaumont, TX 77713	2,900.00	2,900.00		0.00	FA
4. MACHINERY, FIXTURES, EQUIPMENT	78,585.00	64,322.70		4,000.00	FA
5. INVENTORY	43,000.00	43,000.00		0.00	FA
6. VOID (u)	Unknown	0.00		0.00	FA
7. VOID (u)	Unknown	0.00		0.00	FA
8. FUNDS ON DEPOSIT Wells Fargo	0.00	108.62		108.62	FA
9. Post-Petition Interest Deposits (u)	Unknown	N/A		0.11	Unknown

TOTALS (Excluding Unknown Values)	\$126,539.00	\$112,385.32		\$4,108.73	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:

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

FORM 1- EXHIBIT A
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 11-10580 BP1 Judge: BILL PARKER
Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler
Date Filed (f) or Converted (c): 10/05/11 (f)
341(a) Meeting Date: 11/04/11
Claims Bar Date: 06/04/12

/s/ Stephen J. Zayler

Date: 11/14/12

STEPHEN J. ZAYLER

FORM 2 - EXHIBIT B
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 11-10580 -BP1
Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler
Bank Name: FIRST NATIONAL BANK OF VINITA
Account Number / CD #: *****1231 Checking - Non Interest

Taxpayer ID No: *****2839
For Period Ending: 11/14/12

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
08/14/12		Trsf In From BANK OF AMERICA	INITIAL WIRE TRANSFER IN	9999-000	4,090.43		4,090.43
08/15/12	010001	Jasper County c/o John P Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, Tx. 77253-3064	PERSONAL PROPERTY TAXES Per Order 08/15/2012	4700-000		1,786.81	2,303.62
09/24/12		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		1.44	2,302.18
10/16/12		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		1.42	2,300.76
11/06/12		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		1.47	2,299.29

COLUMN TOTALS	4,090.43	1,791.14	2,299.29
Less: Bank Transfers/CD's	4,090.43	0.00	
Subtotal	0.00	1,791.14	
Less: Payments to Debtors		0.00	
Net	0.00	1,791.14	

Page Subtotals 4,090.43 1,791.14

FORM 2 - EXHIBIT B
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 11-10580 -BP1
Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler
Bank Name: BANK OF AMERICA
Account Number / CD #: *****8334 Money Market Account (Interest Earn

Taxpayer ID No: *****2839
For Period Ending: 11/14/12

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
01/11/12	8	WELLS FARGO BANK, N.A. 350 SW JEFFERSON ST., DP-5 PORTLAND, OR 97201	FUNDS ON DEPOSIT	1229-000	108.62		108.62
02/29/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		0.13	108.49
03/30/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		0.13	108.36
04/23/12	4	WORSTELL AUCTION COMPANY 8424 HANSEN ROAD HOUSTON, TX 77075	PURCHASE OF MACHINERY, FIXTURES, E.	1129-000	2,000.00		2,108.36
04/30/12	4	WORSTELL AUCTION COMPANY 8424 HANSEN RD HOUSTON, TX 77075	PURCHASE OF MACHINERY, EQUIPMENT, E	1129-000	2,000.00		4,108.36
04/30/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		0.55	4,107.81
05/31/12	9	BANK OF AMERICA	Interest Rate 0.010	1270-000	0.03		4,107.84
05/31/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		5.06	4,102.78
06/29/12	9	BANK OF AMERICA	Interest Rate 0.010	1270-000	0.03		4,102.81
06/29/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		4.88	4,097.93
07/31/12	9	BANK OF AMERICA	Interest Rate 0.010	1270-000	0.04		4,097.97
07/31/12		BANK OF AMERICA	BANK SERVICE FEE	2600-000		5.37	4,092.60
08/14/12	9	BANK OF AMERICA	INTEREST REC'D FROM BANK	1270-000	0.01		4,092.61
08/14/12		BANK OF AMERICA 901 MAIN STREET 10TH FLOOR DALLAS, TX 75283	BANK FEES	2600-000		2.18	4,090.43
08/14/12		Trsf To FIRST NATIONAL BANK OF VINI	FINAL TRANSFER	9999-000		4,090.43	0.00

Page Subtotals 4,108.73 4,108.73

FORM 2 - EXHIBIT B
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 11-10580 -BP1
 Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler
 Bank Name: BANK OF AMERICA
 Account Number / CD #: *****8334 Money Market Account (Interest Earn

Taxpayer ID No: *****2839
 For Period Ending: 11/14/12

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 (\$)
			COLUMN TOTALS		4,108.73	4,108.73	0.00
			Less: Bank Transfers/CD's		0.00	4,090.43	
			Subtotal		4,108.73	18.30	
			Less: Payments to Debtors			0.00	
			Net		4,108.73	18.30	
			TOTAL - ALL ACCOUNTS			NET	ACCOUNT
			Checking - Non Interest - *****1231		0.00	1,791.14	2,299.29
			Money Market Account (Interest Earn - *****8334		4,108.73	18.30	0.00
					4,108.73	1,809.44	2,299.29
					(Excludes Account Transfers)	(Excludes Payments To Debtors)	Total Funds On Hand

Page Subtotals 0.00 0.00

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Date: November 14, 2012

Case Number: 11-10580 Claim Class Sequence
Debtor Name: SOUTHFORK INVESTMENTS, INC.

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
025 AF	SANDRA D. SORRELL, CPA 5036 CHAMPIONS DRIVE LUFKIN, TX 75901	Administrative		\$850.00	\$0.00	\$850.00
000001 050 SC	Jasper County c/o John P Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, Tx. 77253-3064	Secured		\$1,469.93	\$1,786.81	\$-316.88
000003 066 UPT	Texas Workforce Commission Regulatory Integrity Division - SAU Room 556 101 E. 15th Street Austin, TX 78778-0001	Priority		\$2,087.73	\$0.00	\$2,087.73
000007 066 UPT	Internal Revenue Service Centralized Insolvency Operations P.O. Box 7346 Philadelphia, PA 19101-7346	Priority		\$44,726.91	\$0.00	\$44,726.91
000002 070 UC	Entergy Texas, Inc. L-JEF-359 P. O. Box 6008 New Orleans, LA 70174-6008	Unsecured		\$485.15	\$0.00	\$485.15
000004 070 UC	Wes Vice Hardwood 3407 N Twin City Hwy Nederland, Texas 77627	Unsecured		\$4,237.18	\$0.00	\$4,237.18
000005 070 UC	Compass Bank P.O. Box 201347 Arlington, TX 76006	Unsecured		\$14,561.95	\$0.00	\$14,561.95
000006 070 UC	Woodworker Paradise 1555 Hwy 96 S Lumberton, Texas 77657	Unsecured		\$693.45	\$0.00	\$693.45
Case Totals:				\$69,112.30	\$1,786.81	\$67,325.49

Code #: Trustee's Claim Number, Priority Code, Claim Type

TRUSTEE'S PROPOSED DISTRIBUTION

Exhibit D

Case No.: 11-10580 BP1

Case Name: SOUTHFORK INVESTMENTS, INC.

Trustee Name: Stephen J. Zayler

Balance on hand \$

Claims of secured creditors will be paid as follows:

Claim No.	Claimant	Claim Asserted	Allowed Amount of Claim	Interim Payment to Date	Proposed Payment
000001	Jasper County c/o John P Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, Tx. 77253-3064		\$	\$	\$

Total to be paid to secured creditors \$ _____

Remaining Balance \$ _____

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: Stephen J. Zayler	\$	\$	\$
Trustee Expenses: Stephen J. Zayler	\$	\$	\$
Accountant for Trustee Fees: SANDRA D. SORRELL, CPA	\$	\$	\$

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
000003	Texas Workforce Commission Regulatory Integrity Division - SAU Room 556 101 E. 15th Street Austin, TX 78778-0001	\$ _____	\$ _____	\$ _____
000007	Internal Revenue Service Centralized Insolvency Operations P.O. Box 7346 Philadelphia, PA 19101-7346	\$ _____	\$ _____	\$ _____

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
000002	Entergy Texas, Inc. L-JEF-359 P. O. Box 6008 New Orleans, LA 70174-6008	\$	\$	\$
000004	Wes Vice Hardwood 3407 N Twin City Hwy Nederland, Texas 77627	\$	\$	\$
000005	Compass Bank P.O. Box 201347 Arlington, TX 76006	\$	\$	\$
000006	Woodworker Paradise 1555 Hwy 96 S Lumberton, Texas 77657	\$	\$	\$

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