

# UNITED STATES BANKRUPTCY COURT

## District of Delaware

In re: TRAFFIC SOLUTIONS, INC.  
Debtor

Case No. 12-11290  
Chapter 11

### SUMMARY OF AMENDING SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	NO		\$0.00		
B - Personal Property	NO		\$11,559,062.21		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	NO			\$54,467,226.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	NO			\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	2		\$14,148,854.42	
G - Executory Contracts and Unexpired Leases	NO				
H - Codebtors	YES	4			
I - Current Income of Individual Debtor(s)	NO				
J - Current Expenditures of Individual Debtors(s)	NO				
		6	\$11,559,062.21	\$68,616,080.42	

# AMENDING

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Debtor

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(if known)

## SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			<b>AMENDED</b>				
CUNA MUTUAL LIFE INSURANCE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456	X		JUNIOR SUBORDINATED NOTES PAYABLE				\$1,807,693.00
ACCOUNT NO.			<b>AMENDED</b>				
FIFTH STREET CAPITAL GENERAL COUNSEL 10 BANK STREET 12TH FLOOR WHITE PLAINS, NY 10606	X		JUNIOR SUBORDINATED NOTES PAYABLE				\$5,760,510.00
ACCOUNT NO.			<b>AMENDED</b>				
MARWIT CAPITAL PARTNERS II, LP 100 BAYVIEW CIRCLE SUITE 550 NEWPORT BEACH, CA 92660	X		JUNIOR SUBORDINATED NOTES PAYABLE				\$4,941,024.00

AMENDING

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR’S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.	X		<b>AMENDED</b>  JUNIOR SUBORDINATED NOTES PAYABLE				\$867,691.00
SPP MEZZANINE FUND LP PHILIP A. MCNEILL C/O SPP MEZZANINE PARTNERS II, LLC 11350 RANDOM HILLS ROAD, SUITE 800 FAIRFAX, VA 22030							

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## SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>ADDITION</b>	
AMERICAN BARRICADE, INC. 2141 S. DUPONT DR. ANAHEIM, CA 92806	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456
<b>ADDITION</b>	
FLASH SAFETY CO., INC. 7920 CUCAMONGA AVE SACRAMENTO, CA 95826	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456
<b>ADDITION</b>	
SAFETY SYSTEMS HAWAII, INC. 815A-C WAIKAMALO ROAD HONOLULU, HI 96817	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456
<b>ADDITION</b>	
STATEWIDE SAFETY & SIGNS, INC. 522 LINDON LANE NIPOMO, CA 93444	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456
<b>ADDITION</b>	
TOOMEY INDUSTRIES, INC. 2400 E. 70TH STREET LONG BEACH, CA 90805-1813	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456
<b>ADDITION</b>	
TRAFFIC CONTROL AND SAFETY CORPORATION 4000 WESTERLY PLACE, SUITE 100 NEWPORT BEACH, CA 92660	CUNA MUTUAL LIFE INSURANCE JUNIOR SUBORDINATED NOTES PAYABLE ASSOCIATE GENERAL COUNSEL 5910 MINERAL POINT ROAD MADISON, WI 53705-4456

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<b><i>ADDITION</i></b>	
AMERICAN BARRICADE, INC. 2141 S. DUPONT DR. ANAHEIM, CA 92806	FIFTH STREET CAPITAL JUNIOR SUBORDINATED NOTES PAYABLE GENERAL COUNSEL 10 BANK STREET 12TH FLOOR WHITE PLAINS, NY 10606
<b><i>ADDITION</i></b>	
FLASH SAFETY CO., INC. 7920 CUCAMONGA AVE SACRAMENTO, CA 95826	FIFTH STREET CAPITAL JUNIOR SUBORDINATED NOTES PAYABLE GENERAL COUNSEL 10 BANK STREET 12TH FLOOR WHITE PLAINS, NY 10606
<b><i>ADDITION</i></b>	
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### DECLARATION CONCERNING DEBTOR'S AMENDING SCHEDULES

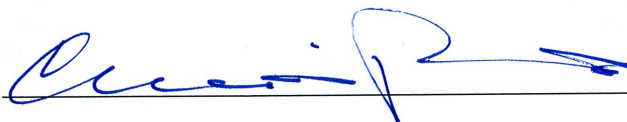
#### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, CHRISTOPHER BURNS, the CHIEF FINANCIAL OFFICER of Traffic Solutions, Inc. named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 7 sheets (*Total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date

6/1/2012

Signature



CHRISTOPHER BURNS

[Print or type name of individual signing on behalf of debtor.]

CHIEF FINANCIAL OFFICER

[Indicate position or relationship to debtor]

*[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]*

*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.*