

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

Debtor(s)

CHAPTER **7**

EXHIBIT "A" TO VOLUNTARY PETITION

1. Debtor's employer identification number is <u>03-0438668</u> .		
2. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is _____.		
3. The following financial data is the latest available information and refers to the debtor's condition on _____.		
a. Total Assets		
b. Total Liabilities		
Secured debt	Amounts	Approximate number of holders
Fixed, liquidated secured debt		
Contingent secured debt		
Disputed secured debt		
Unliquidated secured debt		
Unsecured debt	Amounts	Approximate number of holders
Fixed, liquidated unsecured debt		
Contingent unsecured debt		
Disputed unsecured debt		
Unliquidated unsecured debt		
Stock	Amounts	Approximate number of holders
Number of shares of preferred stock		
Number of shares of common stock		
<i>Comments, if any</i>		
4. Brief description of debtor's business:		

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

Debtor(s)

CHAPTER **7**

EXHIBIT "A" TO VOLUNTARY PETITION

Continuation Sheet No. 1

5. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 20% or more of the voting securities of the debtor:

6. List the name of all corporations 20% or more of the outstanding voting securities of which are directly or indirectly owned, controlled, or held, with power to vote, by debtor:

I, the Pres. of Entr. Excel., Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Exhibit "A" to Voluntary Petition, and that it is true and correct to the best of my information and belief.

Date: 06/30/2004

Signature: *Is/ Claudia Cawley*
Claudia Cawley
Pres. of Entr. Excel., Member

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

SCHEDULE A (REAL PROPERTY)

Description And Location Of Property	Nature Of Debtor's Interest In Property		Current Market Value Of Debtor's Interest In Property, Without Deducting Any Secured Claim Or Exemption	Amount Of Secured Claim
None				
			\$0.00	\$0.00

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Bank of Ephraim Checking: 10207132	\$0.00
		Wells Fargo Checking: 1641541196	(\$2,998.25)
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		
Total >			(\$2,998.25)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Itemize.	X		
12. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
13. Interests in partnerships or joint ventures. Itemize.	X		
14. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
15. Accounts receivable.		<p>Glenn Green 25003 E. Manor Circle Spring, TX 77389</p> <p>David Sage 13410 Preston Rd. Suite 134 Dallas, TX 75240</p> <p>Roberta Smith 2124 Willow Brook Way Plano, TX 75075</p>	<p align="right">\$2,324.85</p> <p align="right">\$6,000.00</p> <p align="right">\$3,000.00</p>
16. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
17. Other liquidated debts owing debtor including tax refunds. Give particulars.	X		
Total >			\$8,326.60

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
18. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X		
19. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
20. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Potential lawsuit against Glenn Green relating to management of the company	Unknown
21. Patents, copyrights, and other intellectual property. Give particulars.		Website - paid \$5,000 to developers. Currently off-line	Unknown
22. Licenses, franchises, and other general intangibles. Give particulars.	X		
23. Automobiles, trucks, trailers, and other vehicles and accessories.	X		
24. Boats, motors, and accessories.	X		
25. Aircraft and accessories.	X		
26. Office equipment, furnishings, and supplies.		Canon copy machine	\$600.00
		Refrigerator	\$50.00
		Computer printer, desks, chair	\$400.00
Total >			\$9,396.60

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Continuation Sheet No. 3

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		Chair, table	\$20.00
		Computer	\$100.00
		Shelving	\$100.00
		Speakers	\$40.00
		Laptop Computer	\$400.00
27. Machinery, fixtures, equipment, and supplies used in business.	X		
28. Inventory.		EEC's: Planner/Binder 54 @ \$8.00	\$432.00
		CD: Getting Money Right (Jeff Combs) 1600 @ \$.65 each	\$1,040.00
		EEC's printed pages (filler) 1,000 @ \$15.87	\$15,870.00
		CD: Unstoppable (Cynthia Kersey) 1300 @ \$.65 ea.	\$845.00
		CD: Let's Save America (Bradley Bagdale) 1800 @ \$.65 ea	\$1,170.00
		CD: Removing Limitations (Jim Britt) 1800 @ \$.65 ea	\$1,170.00
		CD: Ogmandinos (The Greatest Salesman) 300 @ \$5.00 ea	\$1,500.00
		CD: Language of Success (Tim Darnell) 1800 @ \$.65 ea	\$1,170.00
Total >			\$34,403.60

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Continuation Sheet No. 4

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		Responsible Entrepreneurs (Craig Hall) 1800 @ \$.65 ea	\$1,170.00
		Books: The Credit Diet 12 @ \$7.50	\$91.00
		Book: 3-ring binder 48 @ \$3.00	\$144.00
		Book: printed (filler for 3 ring binder) 100 @ \$19.50	\$1,950.00
		Tape: Tax 1000 @ \$.25 ea	\$250.00
		Tape: Reverse Margin 200 @ \$.25 ea	\$50.00
		Tape: Getting Started 50 @ \$.25 ea	\$12.50
		Tape: Goal Setting 25 @ \$.25 ea	\$6.25
29. Animals.	X		
30. Crops - growing or harvested. Give particulars.	X		
31. Farming equipment and implements.	X		
32. Farm supplies, chemicals, and feed.	X		
Total >			\$36,907.35

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE B (PERSONAL PROPERTY)

Continuation Sheet No. 5

Type of Property	None	Description and Location of Property	Current Market Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
33. Other personal property of any kind not already listed. Itemize.	X		
Total >			\$36,907.35

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SCHEDULE E (CREDITORS HOLDING UNSECURED PRIORITY CLAIMS)

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

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) if claims in that category are listed on the attached sheets)

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. Sec. 507(a)(2).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees, up to a maximum of \$4,925 per employee, earned within 90 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided by 11 U.S.C. Sec. 507(a)(3).*

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. Sec. 507(a)(4).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to a maximum of \$4,925 per farmer or fisherman, against the debtor, as provided in 11 U.S.C. Sec. 507(a)(5).*

Deposits by individuals

Claims of individuals up to a maximum of \$2,225 for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. Sec. 507(a)(6).*

Alimony, Maintenance, or Support

Claims of a spouse, former spouse, or child of the debtor for alimony, maintenance, or support, to the extent provided in 11 U.S.C. Sec. 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local government units as set forth in 11 U.S.C. Sec. 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. Sec. 507(a)(9).

Administrative allowances under 11 U.S.C. Sec. 330

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. Secs. 326, 328, 329 and 330.

* Amounts are subject to adjustment on April 1, 2007, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

IN RE: **All-Star Entrepreneur, LLC**

Debtor

CASE NO **04-36623-7**

(If Known)

Joint Debtor

CHAPTER **7**

SCHEDULE E (CREDITORS HOLDING UNSECURED PRIORITY CLAIMS)

Continuation Sheet No. 1

TYPE OF PRIORITY	Taxes
------------------	-------

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	TOTAL AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY
ACCT #: 10304386609 Comptroller of Public Accts 111 E. 17th St. Austin, TX 78774-001		DATE INCURRED: 2003 CONSIDERATION: Franchise Taxes REMARKS:				\$1,847.04	\$1,847.01
ACCT #: 03-0438660 IRS Ogden, UT 84201-0039		DATE INCURRED: 2002 CONSIDERATION: 1040 Taxes- Corporation REMARKS:				\$4,678.10	\$4,678.10
Total for this Page (Subtotal) >						\$6,525.14	\$6,525.11
Running Total >						\$6,525.14	\$6,525.11

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Alfred Galvan 2200 Trailside Drive, Unit C Austin, TX 78704		DATE INCURRED: 4/21/03 CONSIDERATION: Purchase Money REMARKS: Paid for Personal Empowerment Conference but did not receive it.				\$2,995.00
ACCT #: Angela M. Lee 5384 Ridgecrest Dr. Taylorville, UT 84118		DATE INCURRED: 08/2003 CONSIDERATION: Purchase Money REMARKS: Conference fees				\$7,995.00
ACCT #: Angelo Parrish, Esq. 10200 Richmond, Suite 255 Houston, TX 77042		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Representing Marriott Woodlands Waterway				Notice Only
ACCT #: Arthur B. Carlson 14462 Jadestone Dr. Sherman Oaks, CA 91403		DATE INCURRED: 04/30/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Arthur Leroy Michael 1276 West Tacoma St. Hernando, FL 34442		DATE INCURRED: 6/2003 CONSIDERATION: Services REMARKS: Conferences and commissions				\$23,490.00
ACCT #: Basic Investment PO box 1490 Centennial Park, AZ 86021		DATE INCURRED: CONSIDERATION: Rent REMARKS: \$1500/mo; 4 mos in arrears				\$6,000.00
ACCT #: BDC Payroll PO Box 1180 Centennial Park, AZ 86021		DATE INCURRED: 2003 CONSIDERATION: Payroll services REMARKS: Payroll November and December 2003				\$7,216.60
Total for this Page (Subtotal) >						\$60,691.60
Running Total >						\$60,691.60

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 1

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Beverly G. Kelly 9945 King Court Westminster, CO 80031		DATE INCURRED: 6/26/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Bill Rauscher 6408 Bordeaux Ave. Dallas, TX 75209		DATE INCURRED: 10/07/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Bob McCarthy 1508 Bob Lunn Place El Paso, TX 79935		DATE INCURRED: 2003 CONSIDERATION: Business Conference REMARKS:				\$4,995.00
ACCT #: Bobbi Harrell 455 Wildwood Forest Dr #2205 The Woodlands, TX 77380		DATE INCURRED: CONSIDERATION: Purchase Money REMARKS:				\$3,815.00
ACCT #: Boyd S. Pickering 6713 Vibumum Ave. West Jordan, UT 84084		DATE INCURRED: 7/15/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Bryan Hall 852 Diablo Ave., #301 Novato, CA 94947		DATE INCURRED: 02/06/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: 267120931881 Card Services International 147 Willis Ave Mineola, NY 11501		DATE INCURRED: CONSIDERATION: Credit Account REMARKS: Backcharge from customer.				\$9,296.06
Total for this Page (Subtotal) >						\$70,086.06
Running Total >						\$130,777.66

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 2

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Claude Broussard c/o Michael R. O'Neal 12841 Jones Rd., Ste 150 Houston, TX 77070		DATE INCURRED: CONSIDERATION: Royalties REMARKS:				\$4,585.00
ACCT #: Claude Cawley 2475 Capricorn Way Salt Lake City, UT 84124		DATE INCURRED: CONSIDERATION: Note REMARKS: Credit Card payment used on Maui Conference				\$15,000.00
ACCT #: Claudia Cawley 1675 South Berry Knoll Blvd Colorado City, AZ 86021		DATE INCURRED: 2003-2004 CONSIDERATION: Advances and expenses REMARKS:				\$101,247.46
ACCT #: Coast to Coast Productions 3101 W. Coast Hwy., Suite 100 Newport Beach, CA 92663		DATE INCURRED: CONSIDERATION: Event production costs REMARKS:				\$737.00
ACCT #: Craig Locke 70 Edward St. Buffalo, NY 14202		DATE INCURRED: 9/09/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Daniel M. Hagen 18715 Platte River Way Dallas, TX 72587		DATE INCURRED: 6/13/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Danny Fyffe 5271 West 13400 So. Riverton, UT		DATE INCURRED: 9/15/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$7,995.00
Total for this Page (Subtotal) >						\$155,554.46
Running Total >						\$286,332.12

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 3

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: David Friedholm 2212 Villey Mill Carrollton, TX 75006		DATE INCURRED: 7/29/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Debbie Chesley 730 North Picturesque Dr. St. George, UT 84770		DATE INCURRED: 8/07/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference, Commissions				\$13,995.00
ACCT #: Denise Sipe 206 Glengary Drive Moon Township, PA 15108		DATE INCURRED: CONSIDERATION: Services REMARKS: Conference				\$12,995.00
ACCT #: Diane Lewis PO Box 215 Stevensville, MT 59870		DATE INCURRED: 2003 CONSIDERATION: Returned merchandise REMARKS:				\$355.50
ACCT #: Diane Valencia 4265 So. 5000 East Salt Lake City, UT 84107		DATE INCURRED: 03/07/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Don D. Timpson PO Box 67 Colorado City, AZ 86021		DATE INCURRED: CONSIDERATION: Note REMARKS: Note for operating funds				\$25,000.00
ACCT #: Donna Nelson 12103 Auburn Hills Dr. Tomball, TX 77377		DATE INCURRED: 08/28/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$11,000.00
Total for this Page (Subtotal) >						\$89,335.50
Running Total >						\$375,667.62

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 4

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Douglas Virgilio 37 Calais Rd. Randolph, NJ 07869		DATE INCURRED: 03/03/04 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: DreamTime.net, Inc. 8 Corporate Park Suite 125 Irvine, CA 92606		DATE INCURRED: CONSIDERATION: Credit Account REMARKS: Software program				\$9,281.26
ACCT #: Edward Schmidt 2830 Cedar Ave. South Suite B Minneapolis, MN 55407		DATE INCURRED: 6/27/03 CONSIDERATION: Purchase Money REMARKS: Purchased Personal Empowerment Conference				\$2,995.00
ACCT #: Elizabeth Cawley 325 East Academy Colorado City, AZ 86021		DATE INCURRED: CONSIDERATION: Note REMARKS: Credit Card Payments for operating funds				\$20,289.00
ACCT #: Emily Cannon 420 Lake Louise Ct. Ft. Worth, TX 76103		DATE INCURRED: 11/25/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Farrell Pickering PO box 1239 Cedar City, UT 84721		DATE INCURRED: 7/15/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference, loan				\$22,995.00
ACCT #: FedEx PO Box 7221 Pasadena, CA 91109-7321		DATE INCURRED: CONSIDERATION: Credit Account REMARKS:				\$276.80
Total for this Page (Subtotal) >						\$81,827.06
Running Total >						\$457,494.68

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 5

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Gary W. Phillips 12015 Greenwood Estates Houston, TX 77066		DATE INCURRED: 02/21/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: George Bellini PO Box 8148 Greensboro, NC 27419		DATE INCURRED: 7/01/03 CONSIDERATION: Purchase Money REMARKS: Personal Empowerment Conference				\$2,995.00
ACCT #: George Fryman 2736 Hennepin Ave. So. Minneapolis, MN 55408		DATE INCURRED: 02/13/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Function @ the hotel Grand America Hotel 500 South Main Street Salt Lake City, UT 84101 Attn: Jay Dalley		DATE INCURRED: 12/19/03 CONSIDERATION: Business function REMARKS:				\$316.00
ACCT #: Grant Miller 1045 hillside Dr. Grayson, GA 30017		DATE INCURRED: 11/18/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Hammerman & Hultgren, PC 3101 N Central Ave. Ste 1070 Phoenix, AZ 85012		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Attorneys for Marriott Intl. Renaissance Orlando				Notice Only
ACCT #: Hilton San Diego Airport 1960 Harbor Island Dr. San Diego, CA 92101		DATE INCURRED: 2003 CONSIDERATION: Business event REMARKS:				\$7,470.04
Total for this Page (Subtotal) >						\$49,766.04
Running Total >						\$507,260.72

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 6

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Hollishea Matthews 6600 Valley Side Drive #13 Austin, TX 78759		DATE INCURRED: 2003 CONSIDERATION: Services REMARKS: Conference				\$12,995.00
ACCT #: Ian Forrester 3070 NW 72nd Ave. Margate, FL 33063		DATE INCURRED: 11/01/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: ID3 Solutions 8305 Hwy. 71 W Suite 210 Austin, TX 78735		DATE INCURRED: CONSIDERATION: Credit Account REMARKS: Web Hosting				\$3,230.64
ACCT #: Ivan Kunic 51 West Center St, #240 Orem, UT 84057		DATE INCURRED: 7/14/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$15,990.00
ACCT #: J & S Audio Visual 3373 Towerwood Dallas, TX 75234		DATE INCURRED: 8/2003 CONSIDERATION: Business Event REMARKS:				\$7,784.05
ACCT #: Jack Butler 5714 Indian Hills Dr. Garland, TX 75004		DATE INCURRED: 8/29/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Jan D. Killian 863 East 280 So. Payson, UT 84651		DATE INCURRED: 05/12/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$15,990.00
Total for this Page (Subtotal) >						\$81,979.69
Running Total >						\$589,240.41

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 7

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Janice Neumann 42 Firethorn Place The Woodlands, TX 77382		DATE INCURRED: 2003 CONSIDERATION: Purchase Money REMARKS: conferences				\$15,990.00
ACCT #: Jeffrey B. Brown 4685 S Highland Dr Ste 175 Salt Lake City, UT 84117		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Attorney for Marriott International				Notice Only
ACCT #: Jenny Giannaris 4374 Valley Regal Way Las Vegas, NV		DATE INCURRED: CONSIDERATION: Purchase Money REMARKS: Conference				\$12,995.00
ACCT #: Jerry L. Ray 2201 Long Prairie Rd. PMB354 Ste 107 Flower Mound, TX 75022		DATE INCURRED: 08/20/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$5,000.00
ACCT #: Jerry W. Grindstaff 1147 Gannon Dr. E. Festus, MO 63028		DATE INCURRED: 7/10/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: John Cawley 3521 Christene St Salt Lake City, UT 84106		DATE INCURRED: CONSIDERATION: Note REMARKS: Credit Card Payments for Operating Funds				\$10,000.00
ACCT #: John Timpson PO Box Colorado City, AZ 86021		DATE INCURRED: 6/2003 CONSIDERATION: Note REMARKS: Operating Funds				\$10,000.00
Total for this Page (Subtotal) >						\$66,980.00
Running Total >						\$656,220.41

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 8

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Joyce Crosby 6010 Swiss Ave. Dallas, TX 75214		DATE INCURRED: 9/09/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Julian Birdsong 1102 Denfonshire Dr. Carrollton, TX 75007		DATE INCURRED: 11/05/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Julie Johnson 1195 Elm Ave. Seaside, CA 93955		DATE INCURRED: 01/01/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Karen Carlisle 22334 Prairie Baptist Rd. Noblesville, IN 46060		DATE INCURRED: 6/26/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Kathalyn R. Kantchner 4559 Northgate Dr. Provo, UT 84604		DATE INCURRED: 9/08/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$11,000.00
ACCT #: Kathryn Apostolakes 6350 Snowview Dr. Park City, UT 84098		DATE INCURRED: 01/10/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Larry Watkins 1014 Manatee lane Houston, TX 77090		DATE INCURRED: 11/2003 CONSIDERATION: Returned paycheck REMARKS:				\$3,750.00
Total for this Page (Subtotal) >						\$79,725.00
Running Total >						\$735,945.41

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 9

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 24223646 Leasecomm Corporation 10-M Commerce Way Woburn, MA 01801		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$140.00
ACCT #: Louis B. Swartz Swartz, Lovejoy & Associates 16th Floor Law & Finance Bldg 429 Fourth Ave Pittsburgh, PA 15219		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Represents Denise A. Sipe				Notice Only
ACCT #: Louis Prescott 6642 Aster Trail Escelsior, MN 55331		DATE INCURRED: 9/08/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Marianne White 741 So. Green St. Salt Lake City, UT 84102		DATE INCURRED: 10/12/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$5,000.00
ACCT #: Marilyn Grant 615 E. 3460 N. Provo, UT 84604		DATE INCURRED: 09/08/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$11,000.00
ACCT #: Mark Victor Hansen & Assoc. 711 W. 17th Street, Ste. D2 Costa Mesa, CA 92627		DATE INCURRED: 11/2003 CONSIDERATION: Plane Ticket REMARKS:				\$1,695.99
ACCT #: Marla J. Phillips 310 East Island Saratoga Springs, UT 84043		DATE INCURRED: 10/24/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$21,985.00
Total for this Page (Subtotal) >						\$52,815.99
Running Total >						\$788,761.40

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 10

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Inv. 337J400672 Marriott River Center San Antonio Attn: Marriott International PO Box 402754 Atlanta, GA 30384-2754		DATE INCURRED: 11/2002 CONSIDERATION: Business Conference REMARKS:				\$62,617.97
ACCT #: Marriott Woodlands Waterway 1601 Lake Robbins Dr. The Woodlands, TX 77380		DATE INCURRED: 2003 CONSIDERATION: Hotel Business Accommodations REMARKS:				\$29,690.00
ACCT #: Mary K. Li 4517 Chesterwood Dr. Plano, TX 75093		DATE INCURRED: 7/25/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: 08687799664 MCI PO box 856053 Louisville, KY 40285		DATE INCURRED: CONSIDERATION: Telephone REMARKS:				\$399.82
ACCT #: Michael Cawley 580 W. Nutall Colorado City, AZ 86021		DATE INCURRED: CONSIDERATION: Note REMARKS: Operating Funds				\$37,256.64
ACCT #: Michael Thompson 6717 Ridge Estates Ct. Arlington, TX 76001		DATE INCURRED: 6/26/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$5,000.00
ACCT #: Mitchell A. Butler 1701 West NW Hwy. Grapevine, TX 76051		DATE INCURRED: 7/23/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
Total for this Page (Subtotal) >						\$160,954.43
Running Total >						\$949,715.83

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 11

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Money Makers Monthly 6827 W. 171st St. Tinley Park, IL 60477		DATE INCURRED: CONSIDERATION: Advertising REMARKS:				\$10,100.00
ACCT #: Omar Periu International 770 Congress Ave., Suite 1139 Boca Raton, FL 33487		DATE INCURRED: CONSIDERATION: Plane Ticket REMARKS:				\$2,309.66
ACCT #: Peggy A. Ochs 19418 E. Mann Creek Dr. Parker, CO 80134		DATE INCURRED: 9/03/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Promo International 6322 Glenhill Dr. Spring, TX 77389		DATE INCURRED: 2003 CONSIDERATION: Business promotional materials REMARKS:				\$6,264.26
ACCT #: Randall Lloyd 2421 Evans Dr. Plano, TX 75075		DATE INCURRED: 9/05/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Randy Kamin 11320 Sunrise Ln. Frisco, TX 75035		DATE INCURRED: 11/01/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Renaissance Orlando Resort 6677 Sea Harbor Drive Orlando, FL 32821		DATE INCURRED: CONSIDERATION: Business event REMARKS:				\$4,879.42
Total for this Page (Subtotal) >						\$62,538.34
Running Total >						\$1,012,254.17

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 12

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 0007021270102909305 Retail Services PO Box 60148 City of Industry, CA 91716-0148		DATE INCURRED: CONSIDERATION: Computer REMARKS:				\$1,345.94
ACCT #: Robert Griffin 824 Mayfair Circle Orlando, FL 32803		DATE INCURRED: 05/28/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Sam Wipf 421 Lakefront Ave. Harrison, ID 83833		DATE INCURRED: 12/04/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Sandy Schleppers 15611 Hermitage Oak Dr. Tomball, TX 77377		DATE INCURRED: 08/28/03 CONSIDERATION: Services REMARKS: Conferences and commissions				\$13,500.00
ACCT #: Scott White, Inc. 5816 S. Duck Pond Ln Taylorsville, UT 84123		DATE INCURRED: CONSIDERATION: Note REMARKS: Notes, conferences				\$81,990.00
ACCT #: Shanda Glenn 2616 Creekview Dr. Arlington, TX 76016		DATE INCURRED: 08/22/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Sheila D'Alo-Curva 6725 Chehalis Circle Las Vegas, NV 89107		DATE INCURRED: 7/22/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
Total for this Page (Subtotal) >						\$148,815.94
Running Total >						\$1,161,070.11

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 13

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Sheraton Maui 2605 Kaanapali Pkwy. Lahaina, HI 96761		DATE INCURRED: 11/2003 CONSIDERATION: Business conference REMARKS:				\$5,927.96
ACCT #: Sherry K. O'Brien 6497 Bayou Glen Houston, TX 77057		DATE INCURRED: 4/12/03 CONSIDERATION: Purchase Money REMARKS: Paid for Personal Empowerment Conference - did not receive it.				\$2,995.00
ACCT #: 01245511930 Sprint PO Box 79357 City of Industry, CA 91716-9357		DATE INCURRED: CONSIDERATION: Cell phone REMARKS:				\$1,053.93
ACCT #: Stephen Young PO Box 50286 Henderson, NV 879016		DATE INCURRED: 6/26/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Tam Tran 733 Minturn Lane Austin, TX 78748		DATE INCURRED: CONSIDERATION: Returned merchandise REMARKS:				\$1,909.28
ACCT #: Ted Spoltore 8715 Sawpine Rd. Delray Beach, FL		DATE INCURRED: 10/23/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
ACCT #: Tim Amend 113 Hunters Hill Alexandria, KY 41001		DATE INCURRED: 1/29/03 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
Total for this Page (Subtotal) >						\$50,871.17
Running Total >						\$1,211,941.28

SCHEDULE F (CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS)

Continuation Sheet No. 14

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Tim Darnell 1513 Home Park Dr Allen, TX 75002		DATE INCURRED: CONSIDERATION: Advances REMARKS:			X	\$7,686.62
ACCT #: TKS, Inc. PO Box 1150 1740 Taylor Ct. Centnnial Park, AZ 86021		DATE INCURRED: CONSIDERATION: Equipment repair REMARKS:				\$915.89
ACCT #: Toni Banks 37 Westview Dr. Orem, UT 84058		DATE INCURRED: 11/30/03 CONSIDERATION: Purchase Money REMARKS: Conferences				\$5,990.00
ACCT #: 10724-0008468877 Transworld Systems Inc. 5090 N 40th St, Ste 170 Phoenix, AZ 85018		DATE INCURRED: CONSIDERATION: Notice Only REMARKS: Collecting for Kyo-Ya Co Ltd Hotel Div				Notice Only
ACCT #: UPS PO Box 894820 Los Angeles, CA 90189-4820		DATE INCURRED: CONSIDERATION: Shipping charges REMARKS:				\$1,518.50
ACCT #: Vanderford Center 1725 Berry Knoll Blvd. Centennial Park, AZ 86021		DATE INCURRED: CONSIDERATION: Shipping charges REMARKS: Fedex				\$2,463.59
ACCT #: William Branley 1200 Travis Circle So. Irving, TX 75038		DATE INCURRED: 8/29/02 CONSIDERATION: Purchase Money REMARKS: Founder's Conference				\$12,995.00
Total for this Page (Subtotal) >						\$31,569.60
Running Total >						\$1,243,510.88

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

SCHEDULE G (EXECUTORY CONTRACTS AND UNEXPIRED LEASES)

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Leasecom PO Box 4036 Woburn, MA 01888-4036	Acct: 24223646 Lease # 4223648 Contract to be REJECTED Contract is in DEFAULT

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

SCHEDULE H (CODEBTORS)

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

SUMMARY OF SCHEDULES

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER	
A - Real Property	Yes	1	\$0.00			
B - Personal Property	Yes	6	\$36,907.35			
C - Property Claimed as Exempt	No					
D - Creditors Holding Secured Claims	Yes	1			\$0.00	
E - Creditors Holding Unsecured Priority Claims	Yes	2			\$6,525.14	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	15			\$1,243,510.88	
G - Executory Contracts and Unexpired Leases	Yes	1				
H - Codebtors	Yes	1				
I - Current Income of Individual Debtor(s)	No					N/A
J - Current Expenditures of Individual Debtor(s)	No					N/A
Total Number of Sheets of ALL Schedules >		27				
Total Assets >			\$36,907.35			
				Total Liabilities >	\$1,250,036.02	

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Pres. of Entr. Excel., Member of the Limited Liability Company
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
28 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date 06/30/2004

Signature /s/ Claudia Cawley
Claudia Cawley
Pres. of Entr. Excel., Member

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

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE (if more than one)
\$6732.00	All Star Entrepreneur - 2004 YTD sale of products
\$762,376.00	All Star Entrepreneur - 2003
\$666,913.00	All Star Entrepreneur - 2002

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors

None a. List all payments on loans, installment purchases of goods or services, and other debts, aggregating more than \$600 to any creditor, made within 90 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Card Services International PO Box 407171 Ft. Lauderdale, FL 33340	Feb. 2004	\$1,000.00	\$9,296.06

None b. List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Claudia Cawley Payment went to Dynamic Marketing, a company wholly controlled by Claudia Cawley	7/12/2003	1,000	101,247.46
	7/22/2003	2,000	
	7/23/2003	1,200	
	8/25/2003	3,750	
	9/16/2003	5,000	
	9/25/2003	1,000	
	9/29/2003	4,000	
	9/30/2003	750	
	11/3/2003	1,000	
	1/8/2004	4,646.73	
	1/13/2004	545.45	
Tim Darnell 1513 Home Park Dr Allen, TX 75002	9/12/2003	\$1,628.80	\$7,686.62

Indirect owner of the company

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 1

CTC Management Group	6/30/2003	23,863.25	0
Wholly owned by Claudia Cawley	7/25/2003	500	
	7/30/2003	3100	
	8/25/2003	1500	
	9/25/2003	680	
	11/3/2003	502	
Glenn Green	6/2003 through	57988.13	unknown
	10/30/2003		
Former president of Debtor			

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Marriott Woodlands Waterway Case #: 811845	Billing for canceled event	County Court at Law No. 4 Harris County, Texas	Pending
Marriott International, Inc. v All- Star Group et al, Case No. 040902756	Collection	3rd Judicial District Court, Salt Lake County, Utah	Pending
Claude Broussard and Fairchild Investments USA, L.L.C. v. Glenn Green, Claudia Cawley, and All-Star Entrepreneur, L.L.C.	copyright infringement	Harris County, Texas, 334th Judicial District Court	Pending

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 2

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Armstrong Law Firm 6440 No. Central Expressway Suite 203 Dallas, TX 75206	3/23/04	\$3,000.00

10. Other transfers

None List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Elizabeth Knudson PO Box 541 Centennial Park, AZ 86021 (owner of member until 3/31/03)	3/31/03	Computer, printer, monitor, color bubble printer \$2589.11
Timothy Darnell 1513 home Park Drive	6/30/03	PC and monitor \$1319.97 Digital camera and camcorder

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 3

**Allen, TX 75002
(owner of member)**

**\$1509.98
LCD Projector & Lamp \$3361.16
Speakers \$119.05**

11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

None If the debtor has moved within the two years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
1513 Home Park Drive Allen, TX 75002	All-Star Entrepreneur, LLC	5/13/02 - 6/16/03
6700 Woodlands Pkwy. Suite 230 The Woodlands, TX 77382	All Star Entrepreneur, LLC	6/16/03 - 12/13/03
1675 S. Berry Knoll Blvd Colorado City, AZ 86021	Same	12/12/03 - 3/1/04

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

16. Spouses and Former Spouses

None 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 six-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.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

18. Nature, location and name of business

None a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. Section 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or otherwise self-employed.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within the two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Judy Bradshaw Centennial Park, AZ 86021	5/13/02 - present
Claudia Cawley PO Box 2633 Centennial Park, AZ 86021	5/13/02 - present
Larson & Company, CPA's 9065 So. 1300 East Sandy, UT 84094	1/01/04 - present

None b. List all firms or individuals who within the two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

CHAPTER **7**

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 6

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Claudia Cawley Re: All-Star Entrepreneur, LLC	1675 So. Berry Knoll Blvd. Centennial Park, AZ 86021

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the two years immediately preceding the commencement of this case by the debtor.

NAME AND ADDRESS	DATE ISSUED
Douglas Virgilio 37 Calais Rd. Randolph, NJ 07869	12/10/03
Glenn Green 25003 E. Manor Circle Spring, TX 77389	6/2003
Capital Management Co. 537 West 600 So. Salt Lake City, UT 84101	2/2004

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY <i>(Specify cost, market or other basis)</i>
3/04	Judy Bradshaw	\$22,399, cost

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESS OF CUSTODIAN OF INVENTORY RECORDS
3/10/04	Claudia Cawley PO Box 2633 Centennial Park, AZ 86021

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Portfolio Marketing Group, LLC 1513 Home Park Drive Allen, TX 75002	Resigned as President/CEO 6/16/03 Registered Agent	33.1/3 %

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 7

Dynamic Marketing Group, LLC
336 E. Academy Drive
Centennial Park, AZ 86021

President & CEO

66-2/3%

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

NAME, ADDRESS AND TITLE

DATE OF TERMINATION

Majestic Quest Corp.
PO Box 651
Centennial Park, AZ 86021
(Elizabeth Knudson)

3/31/03

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

**NAME AND ADDRESS OF RECIPIENT,
RELATIONSHIP TO DEBTOR**

**DATE AND PURPOSE
OF WITHDRAWAL**

**AMOUNT OF MONEY OR
DESCRIPTION AND VALUE
OF PROPERTY**

Majestic Quest Corp.
Elizabeth Knudson
PO box 651
Centennial Park, AZ 86021

Resignation
3/31/03

Computer, printer, monitor
\$2,589.11

24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the six-year period immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER

Entrepreneurial Excellence, Inc.

03-0438660

25. Pension Funds

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within the six-year period immediately preceding the commencement of the case.

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE: All-Star Entrepreneur, LLC

CASE NO 04-36623-7

CHAPTER 7

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 8

DECLARATION CONCERNING DEBTOR'S STATEMENT OF FINANCIAL AFFAIRS

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto, consisting of 9 sheets, and that they are true and correct.

Date 06/30/2004

Signature /s/ Claudia Cawley
Claudia Cawley
Pres. of Entr. Excel., Member

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. Sections 152 and 3571

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: **All-Star Entrepreneur, LLC**

CASE NO **04-36623-7**

Debtor(s)

CHAPTER **7**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept:	<u>\$2,791.00</u>
Prior to the filing of this statement I have received:	<u>\$2,791.00</u>
Balance Due:	<u>\$0.00</u>

2. The source of the compensation paid to me was:

Debtor Other (specify)

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

06/30/2004

Date

/s/ Carron Nicks Armstrong

Carron Nicks Armstrong
Armstrong Law Firm
6440 N. Central Expy. Ste 203
Dallas, TX 75206
Phone: (214) 265-0808 / Fax: (214) 853-5323

Bar No. 01311905