

B6B (Official Form 6B) (12/07)

In re Sage Power Solutions, Inc.Case No. 15-60073

Debtor

**SCHEDULE B - PERSONAL PROPERTY - AMENDED**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current 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 homestead associations, or credit unions, brokerage houses, or cooperatives.		Cash - Heartland	-	0.00
		Cash - Chase	-	0.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Lease Security Deposit	-	33,500.00
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			
			Sub-Total >	33,500.00
			(Total of this page)	

2 continuation sheets attached to the Schedule of Personal Property

In re **Sage Power Solutions, Inc.**

Case No. **15-60073**

Debtor

**SCHEDULE B - PERSONAL PROPERTY - AMENDED**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		<b>Net Trade Accounts Receivable</b>	-	<b>74,998.25</b>
		<b><u>Intercompany transfers</u></b>	-	<b>See Attachment B-16</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **74,998.25**  
(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

In re **Sage Power Solutions, Inc.**

Case No. **15-60073**

Debtor

**SCHEDULE B - PERSONAL PROPERTY - AMENDED**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
21. 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.		<b>Prepaid Lease Expense</b>	-	<b>3,596.66</b>
		<b>The Debtor believes it has viable claims against the Debtor's insiders, former insiders, and former employees.</b>	-	<b>Unknown</b>
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.		<b>See HII Technologies, Inc. (15-60070) Schedule B #29</b>	-	<b>Unknown</b>
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total >	<b>3,596.66</b>
(Total of this page)	
Total >	<b>112,094.91</b>

Sheet 2 of 2 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

**Attachment B-16**

**NOTICE - Intercompany Claims.** Receivables and payables among the Debtors in these Chapter 11 Cases are reported on Schedule B16 and Schedule F, respectively, at book value. The Debtors have a centralized cash management system that uses various bank accounts for the collection of operating revenues and payment of various disbursements and other operating expenses. The Debtor HII Technologies typically sweeps funds from the individual accounts into the master account to pay expenses, debt service, and for other business purposes. Generally, as reflected herein, an account held by HII Technologies operates as the master account. Beyond transfers to and from the master accounts, in the ordinary course of business there are receivables and payables created between and among the various Debtors.

Intercompany receivables and payables on Schedule B16 and Schedule F are as of September 18, 2015 and are at book value. Unless otherwise noted in the Schedules and Statements, the Debtors record the resulting net balances of these transactions in their books and records as equalized entries that have been entered into in the ordinary course of business. The listing of any amounts with respect to such receivables and payables is not and shall not be construed as an admission of the characterization of such balances, as debt, equity or otherwise. Furthermore, the listing of these amounts is not necessarily indicative of the ultimate recovery, if any, on any intercompany asset account or the impairment or claim status of any intercompany liability account. The Debtors reserve all rights to later change the characterization, classification, categorization or designation of intercompany accounts reported in the Schedules and Statements.

Intercompany receivables may or may not result in allowed or enforceable amounts due to a given Debtor, and listing these receivables is not an admission on the part of the Debtors that the intercompany receivables are enforceable or collectible. The intercompany receivables also may be subject to set-off, recoupment, netting, or other adjustments made pursuant to intercompany policies and arrangements not reflected in the Schedules.

HII Technologies, Inc.  
 Intercompany Balances  
 09.18.15

	<b>HIG</b>	<b>AquaTex</b>	<b>AES</b>	<b>KMHVC</b>	<b>Safety</b>	<b>HIIT</b>
HIIT	(6,058,965.82)	6,184,830.18	(27,804,309.90)	(3,072,800.04)	7,741,402.91	-
AES Water	1,334,013.02	(6,893,703.34)	-	(3,935,200.88)	(6,799,730.47)	27,804,309.90
KMHVC (STP / Sage)	-	57,863.94	3,935,200.88	-	(32,666.50)	3,072,800.04
AquaTex	166,206.96	-	6,893,703.34	(57,863.94)	(20,279.81)	(6,184,830.18)
AES Safety	50,000.00	20,279.81	6,799,730.47	32,666.50	-	(7,741,402.91)
Hamilton	-	(166,206.96)	(1,334,013.02)	-	(50,000.00)	6,058,965.82