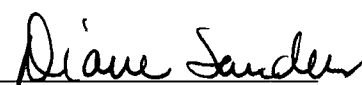


UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE	PROOF OF CLAIM (Secured)																
In Re: ALTERNATIVE DISTRIBUTION SYSTEMS, INC., ET AL.	Case Number: 09-13099-PJW-11 Chapter: 11																
Name of Creditor: Cameron County	<input type="checkbox"/> Check if you are aware that anyone else has filed a proof of claim relating to your claim.																
Name/Address Where Notices Should Be Sent: Diane W. Sanders LINEBARGER GOGGAN BLAIR & SAMPSON, LLP THE TERRACE II, 2700 VIA FORTUNA DR, STE 400 P.O. BOX 17428 AUSTIN, TX 78760-7428 Telephone No: (512)447-6675 Facsimile: (512)443-5114 Email: austin.bankruptcy@publicans.com	<input type="checkbox"/> Check if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check if the address differs from the address on the envelope sent to you by the court.		court use only														
Number by which creditor identifies debtor: See Attached Exhibits	This claim	<input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: <input type="text"/> <input type="checkbox"/> supplements															
1. BASIS FOR CLAIM:	AD VALOREM TAXES																
2. DATE DEBT WAS INCURRED:	January 1 of each tax year, pursuant to Sections 32.01 and 32.07 of the Texas Property Tax Code.																
3. CLASSIFICATION OF CLAIM:	Secured claim to extent of collateral value. Unsecured Priority claim [11 U.S.C. 507 (a)(8)] to extent of any shortfall in collateral value and for personal liability. Secured by Tax Lien §§ 32.01 and 32.05 of the Texas Property Tax Code.																
4. TOTAL AMOUNTS OF CLAIM:	<table style="width:100%; border:none;"> <tr> <td style="text-align:right;">\$ 0.00</td> <td style="text-align:center;">+</td> <td style="text-align:right;">\$ 27.76</td> <td style="text-align:center;">+</td> <td style="text-align:right;">\$ 0.00</td> <td style="text-align:center;">=</td> <td style="text-align:right;">\$ 27.76</td> </tr> <tr> <td style="text-align:right;">(Unsecured)</td> <td></td> <td style="text-align:right;">(Secured)</td> <td></td> <td style="text-align:right;">(Priority)</td> <td></td> <td style="text-align:right;">(Total)</td> </tr> </table> <p>Plus interest accruing at 12% per annum pursuant to Texas Property Tax Code §33.01 as allowed under 11 U.S.C. §506(b)</p> <p>Make checks payable to: Cameron County Mail payments to: 964 E Harrison St Brownsville, TX 78520</p>			\$ 0.00	+	\$ 27.76	+	\$ 0.00	=	\$ 27.76	(Unsecured)		(Secured)		(Priority)		(Total)
\$ 0.00	+	\$ 27.76	+	\$ 0.00	=	\$ 27.76											
(Unsecured)		(Secured)		(Priority)		(Total)											
5. CREDITS AND SETOFFS:	The amount of the payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.																
6. SUPPORTING DOCUMENTS:	Attached		court use only														
DATE: OCT 12, 2009 <div style="text-align:center;">  Diane W. Sanders TX Bar I.D. 16415500 </div>																	

Penalty for presenting fraudulent claim: Fine up to \$500,000 or imprisonment up to 5 years, or both. 18 U.S.C. §§ 152, 3571

RECEIVED
OCT 16 2009
BMC GROUP



IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

IN RE:

ALTERNATIVE DISTRIBUTION
SYSTEMS, INC., ET AL.,

DEBTOR

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§
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§
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§
§
§
§
§

CASE NO. 09-13099-PJW-11

CHAPTER 11

Cameron County PROOF OF CLAIM SUMMARY OF EXHIBITS

<u>Exhibit No.</u>	<u>Account No.</u>	<u>Tax Years included in Claim</u>	<u>Amount Due</u>
1	0001007000082607	2009	27.76

CAMERON COUNTY TAX OFFICE
 Tony Yzaguirre Tax Assessor Collector
 964 E. Harrison
 Brownsville TX 78520
 (956) 544-0800

SEPTEMBER 02, 2009

TAX STATEMENT FOR TAXES DUE

ACCOUNT NUMBER: 00/0100/7000/0826/07

PROPERTY DESCRIPTION
 INV, FURN, FIX, EQPT AT 2993 N INI
 DANA AVE BROWNSVILLE

ADS LOGISTICS LLC
 ADS LOGISTICS /ROLL & HOLD DIVISIO
 ATTN TOM REGNIER
 9200 CALUMET AVE STE N300
 MUNSTER, IN 46321-3989

YEAR	SQ	ENTITY	DESC.	BASE TAX	P&I/DISC.	COLL FEE	TOTAL
2009	0	BROWNSVILLE ISD		40.22			40.22
		SOUTH TEXAS ISD		1.81			1.81
		BROWNSVILLE NAVIG.		1.78			1.78
		CAMERON COUNTY		13.37			13.37
		DRAINAGE DIST #1		1.16			1.16
		EMERGENCY SERVICES		3.68			3.68
		TX SHMOST COLLEGE		5.96			5.96
2009		TAX DUE		67.98			67.98
				27.76			27.76

YEAR	SQ	ENTITY	DESC.	LAND VAL	IMP VAL	AG VAL	EXMCD	AMOUNT	NTV
2009	0	BROWNSVILLE ISD			3682				3682
2009	0	SOUTH TEXAS ISD			3682				3682
2009	0	BROWNSVILLE NAVIG.			3682				3682
2009	0	CAMERON COUNTY			3682				3682
2009	0	DRAINAGE DIST #1			3682				3682
2009	0	EMERGENCY SERVICES			3682				3682
2009	0	TX SHMOST COLLEGE			3682				3682
GR TAX DUE					67.98				67.98
GR TOTAL DUE					67.98				67.98
TOTAL AMOUNT DUE IF PAID DURING THE MONTH OF SEPTEMBER 2009.....									67.98
OCTOBER 2009.....									65.95
NOVEMBER 2009.....									66.62

EXHIBIT 1

Page 1 of 1

LINEBARGER GOGGAN BLAIR & SAMPSON, LLP

ATTORNEYS AT LAW
P.O. BOX 17428
AUSTIN, TEXAS 78760

512/447-6675
FAX 512/443-5114

Diane W. Sanders

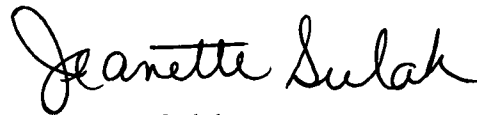
October 12, 2009

TO BANKRUPTCY CLAIMS AGENT.

Dear Sir or Madam:

Attached please find claims filed on behalf of our clients for this case.

Sincerely,



Jeanette Sulak
Legal Assistant

/js