

UNITED STATES BANKRUPTCY COURT District of Delaware

Name of Debtor: ADS LOGISTICS, LLC

Case Number: 09-13101

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property):

MEYERS NORRIS PENNY LLP

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent:

RECEIVED

OCT 29 2009

BMC GROUP

Court Claim Number: (If known)

Telephone number:

Filed on:

Name and address where payment should be sent (if different from above):

MEYERS NORRIS PENNY LLP
2 BLOOR ST. E., SUITE 1100
TORONTO, ON M4W 1A8 - CANADA

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number:

(416) 596-1711

Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 6,340.74

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.

Specify the priority of the claim.

2. Basis for Claim: SERVICES PERFORMED
(See instruction #2 on reverse side.)

Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

3. Last four digits of any number by which creditor identifies debtor: 2879

Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

3a. Debtor may have scheduled account as: _____
(See instruction #3a on reverse side.)

Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).

4. Secured Claim (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Other Describe:

Value of Property: \$ _____ Annual Interest Rate: _____ %

Amount of arrearage and other charges as of time case filed included in secured claim,

if any: \$ _____ Basis for perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).

Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(____).

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

Amount entitled to priority:

\$ _____

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

If the documents are not available, please explain:

Date: Oct 9/09

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Attila Lapina

FOR COURT USE ONLY
FILED
OCT 20
12:15 PM
DISTRICT OF DELAWARE

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



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MEYERS NORRIS PENNY LLP

ADS Logistics, LLC
c/o Tom Regnier
935 W. 175th Street
Homewood, IL 60430
United States of America

Invoice: 5912991

25 Jun, 2009

For Professional Services

To preparation of corporation income tax returns for the year ended
December 31, 2008

To coordinate filing of returns

Our fee		<u>5,500.00</u>
	Sub Total	5,500.00
Administrative Expenses		275.00
Goods & Services Tax		<u>288.75</u>
	Total	<u><u>6,063.75</u></u>

Invoices are due and payable upon receipt

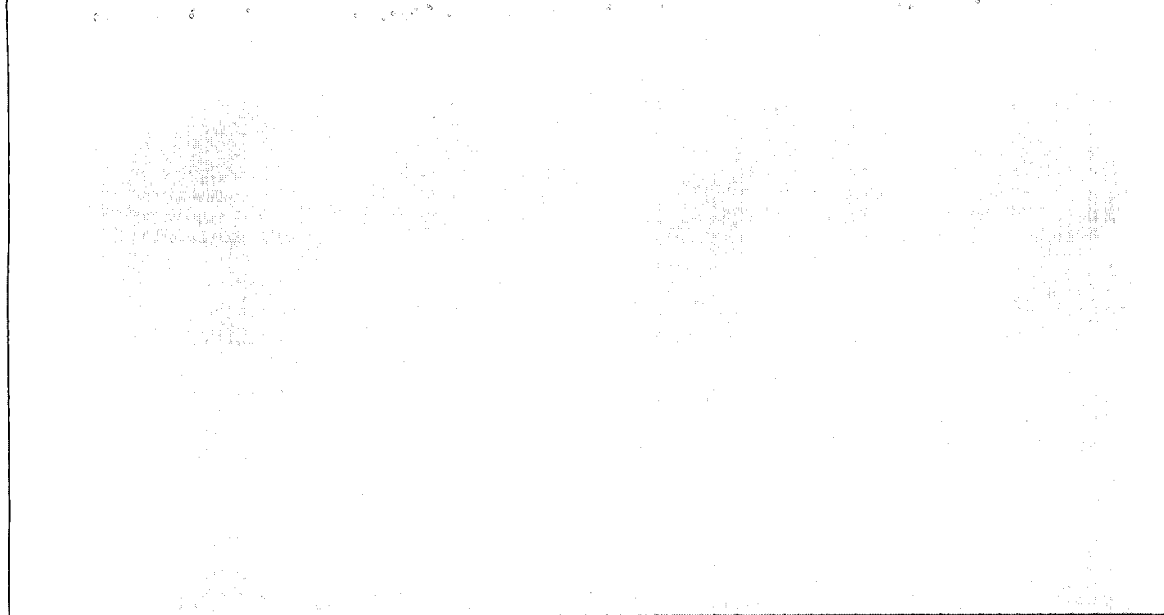
Account No: 0342879 MG
GST Registration Number: 121882955 RT 0001

A service charge of 1.5% per month (19.56% per annum) will be added to any invoice not paid within 30 days of billing



CHARTERED ACCOUNTANTS & BUSINESS ADVISORS
1100 - 2 BLOOR ST. E., TORONTO, ON CANADA M4W 1A8
PH. (416) 596-1711 FAX (416) 596-7894 mnp.ca

Period	Ref. No	Date	Description	Entity	Keyed By	Amount	Balance
			Balance forward	1 - MNP LLP	Elena Truelove	0.00	6,205.50
Jul 2008		31-Jul-2008	Service Charge	1 - MNP LLP		93.08	6,298.58
Aug 2008	5766812	06-Aug-2008	Invoice: 2007 NR4	1 - MNP LLP	Stella Gasparro	661.50	6,960.08
Aug 2008		31-Aug-2008	Service Charge	1 - MNP LLP		94.48	7,054.56
Sep 2008		15-Sep-2008	Received on account	1 - MNP LLP	Jacqueline Wells	(6,205.50)	849.06
Sep 2008		22-Sep-2008	Received on account	1 - MNP LLP	Sharon Maillard	(661.50)	187.56
Sep 2008		22-Sep-2008	Write off interest	1 - MNP LLP	Sharon Maillard	(187.56)	0.00
Apr 2009	5851243	02-Apr-2009	Invoice: 2008 NR4	1 - MNP LLP	Stella Gasparro	606.38	606.38
Apr 2009		29-Apr-2009	Received on account	1 - MNP LLP	Vida Faramarz	(606.38)	0.00
Jun 2009	5912991	25-Jun-2009	Invoice: 2008 Invoice	1 - MNP LLP	Stella Gasparro	6,063.75	6,063.75
Jul 2009		31-Jul-2009	Service Charge	1 - MNP LLP		90.96	6,154.71
Aug 2009		31-Aug-2009	Service Charge	1 - MNP LLP		92.32	6,247.03
Sep 2009		30-Sep-2009	Service Charge	1 - MNP LLP		93.71	6,340.74



Last Billing: 25-Jun-2009 \$6,063.75 Accumulated Service Charge: \$276.99

Current	Over 30	Over 60	Over 90	Over 180	Over 270	Over 360	Total
93.71	92.32	90.96	6,063.75	0.00	0.00	0.00	6,340.74

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
Alternative Distribution Systems, Inc., <i>et al.</i> ¹)	Case No. 09-13099 (PJW)
)	
Debtors.)	Jointly Administered

**NOTICE OF COMMENCEMENT OF CHAPTER 11 BANKRUPTCY
CASES, MEETING OF CREDITORS AND FIXING OF CERTAIN DATES**

On September 2, 2009, the above-captioned debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101 through 1532 (the "Bankruptcy Code"). The Debtors, and their respective addresses, case numbers and federal tax identification numbers are as follows:

<u>DEBTOR</u>	<u>ADDRESS</u>	<u>CASE NO.</u>	<u>EID #</u>
Alternative Distribution Systems, Inc.	116 East 1100 North Chesterton, Indiana 46304	09-13099	36-4062412
May Logistics Services, Inc.	116 East 1100 North Chesterton, Indiana 46304	09-13100	33-0034970
ADS Logistics, LLC	116 East 1100 North Chesterton, Indiana 46304	09-13101	43-1950782

DATE, TIME AND LOCATION OF MEETING OF CREDITORS. October 15, 2009, at 9:30 a.m. (Eastern Time) at J. Caleb Boggs Federal Building, 844 N. King Street, 2nd Floor, Room 2112, Wilmington, DE 19801.

DEADLINE TO FILE A PROOF OF CLAIM. Notice of deadline will be sent at a later time.

NAME, ADDRESS AND TELEPHONE NUMBER OF TRUSTEE. None appointed to date.

COUNSEL FOR THE DEBTORS.

Norman L. Pernick, Esq. Patrick J. Reilley, Esq. Cole, Schotz, Meisel, Forman & Leonard, P.A. A Professional Corporation 500 Delaware Ave., Suite 1410 Wilmington, Delaware 19801 Tel: (302) 652-3131	Jeff J. Marwil, Esq. Peter J. Young, Esq. Grayson T. Walter, Esq. Proskauer Rose LLP Three First National Plaza 70 West Madison, Suite 3800 Chicago, Illinois 60602 Tel: (312) 962-3550
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COMMENCEMENT OF CASES. Petitions for reorganization under chapter 11 of the Bankruptcy Code have been filed in this Court by the Debtors listed above and orders for relief have been entered. You will not receive notice of all documents filed in this case. All documents filed with the Court, including lists

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Alternative Distribution Systems, Inc. (2412); May Logistics Services, Inc. (4970); and ADS Logistics, LLC (0782).

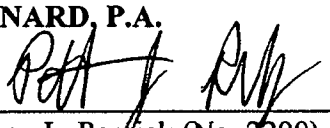
- (iv) Application of the Debtors for an Order Authorizing the Employment and Retention of Proskauer Rose LLP *Nunc Pro Tunc* to the Petition Date [Docket No. 19];
- (v) Application of the Debtors for an Order Authorizing Employment and Retention of EVE Partners, LLC as Financial Advisor, *Nunc Pro Tunc* to the Petition Date [Docket No. 20];
- (vi) Omnibus Motion of Debtors for Entry of an Order: (I) Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases of Nonresidential Real Property Effective as of the Petition Date, and (II) Establishing Procedures in Connection with the Rejection of Additional Leases [Docket No. 21];

PLEASE TAKE FURTHER NOTICE that, any party in interest objecting to the Motions shall file a written objection with the Clerk, United States Bankruptcy Court for the District of Delaware **no later than 4:00 p.m. on September 22, 2009**. Objections shall be served so that they are received **on or before 4:00 p.m. on September 22, 2009** by: (i) the Office of the United States Trustee, J. Caleb Boggs Federal Building, 2nd Floor, 844 King Street, Wilmington, DE 19801, Attn: Richard Schepacarter; (ii) counsel to the Debtors, Cole, Schotz, Meisel, Forman & Leonard, P.A., 500 Delaware Ave., Suite 1410, Wilmington, DE 19801, Attn: Norman L. Pernick, Esq. and (iii) counsel for the Creditors' Committee (if retained).

PLEASE TAKE FURTHER NOTICE that if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such objection and such Motion will be held before The Honorable Peter J. Walsh at the Bankruptcy Court, 824 Market Street, 6th Floor, Courtroom #2, Wilmington, Delaware 19801 on **September 29, 2009 at 4:00 p.m. (Prevailing Eastern Time)**. If you fail to respond in accordance with this notice, the Court may grant the relief requested and enter a final order without further notice or hearing.

Dated: September 4, 2009

**COLE, SCHOTZ, MEISEL, FORMAN &
LEONARD, P.A.**



Norman L. Pernick (No. 2290)
Patrick J. Reilley (No. 4451)
500 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117

-and