

BLANK ROME LLP
Proposed Attorneys for Debtor
The Chrysler Building
405 Lexington Avenue
New York, NY 10174
(212) 885-5000
Michael Z. Brownstein
Rocco A. Cavaliere
and
One Logan Square
130 N. 18th Street
Philadelphia, PA 19103
Joel C. Shapiro

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
In re: :
: :
CHIYODA AMERICA, INC., : Case No. 09-15059 (AJG)
: Chapter 11 Case
Debtor. :
----- X

NOTICE OF SECOND AMENDMENT TO DEBTOR'S SCHEDULE "F"

PLEASE TAKE NOTICE that on August 19, 2009, Chiyoda America, Inc. filed its Schedules of Assets and Liabilities [**Docket No. 15**] (the "**Schedules**") with the United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**").

PLEASE TAKE FURTHER NOTICE that, on September 23, 2009, Chiyoda America, Inc. filed amendments to the Schedules with the Bankruptcy Court [**Docket No. 50**], modifying certain claims identified in Schedule B (Personal Property), Schedule D (Creditors Holding Secured Claims), Schedule E (Creditors Holding Unsecured Priority Claims) and Schedule F (Creditors Holding Unsecured Nonpriority Claims), hereinafter collectively, "**Schedule Amendments**").

PLEASE TAKE FURTHER NOTICE that, on September 29, 2009 [**Docket No. 60**], Chiyoda America, Inc. filed a Second Amendment to Schedule “F” (Creditors Holding Unsecured Nonpriority Claims, hereinafter the “Second Amendment”). A copy of the Second Amendment is attached hereto as Exhibit 1.

PLEASE TAKE FURTHER NOTICE that the Second Amendment only affects those claimants and claims identified therein and do not affect any claimants or claims identified in the Schedules or Schedule Amendments that are not identified in the Second Amendment.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order Establishing Bar Dates for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof [**Docket No. 25**], entered by the Bankruptcy Court on August 25, 2009, if any of the claimants affected by the Second Amendment disagrees with the change to the nature, amount, or classification of their claim(s), then such claimant must file a proof of claim form with respect to such claim(s) no later than 30 days after the date that notice of the applicable amendment to the Schedules is served, which is **5:00 p.m. (prevailing Eastern Time) on October 30, 2009**.

PLEASE TAKE FURTHER NOTICE that the Debtor has provided each claimant listed on the Debtor’s Second Amendment with a customized proof of claim form, which identifies the amount and classification of such claimant’s respective claim(s) listed on the Second Amendment.

PLEASE TAKE FURTHER NOTICE that the Debtor has provided this notice to (a) the Office of the United States Trustee for the Southern District of New York; (b) counsel to the DIP Lender; (c) the Internal Revenue Service; (d) the Securities and Exchange Commission; (e) the parties in interest who have formally requested notice by filing a written request for notice,

pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”); (f) those parties required to be served under the Order Authorizing Certain Notice and Case Management Guidelines entered on August 25, 2009 [**Docket No. 26**]; and (g) each claimant listed and affected by the Schedule Amendments, pursuant to Local Rule 1009-1.

Dated: September 29, 2009
New York, New York

By: /s/ Michael Z. Brownstein
Michael Z. Brownstein

Blank Rome LLP
The Chrysler Building
405 Lexington Avenue
New York, NY 10174-0208

and

Joel C. Shapiro, Esquire
One Logan Square
130 N. 18th Street
Philadelphia, PA 19103

Attorneys for Debtor

EXHIBIT 1

United States Bankruptcy Court
Southern District of New York

In re Chiyoda America Inc.

Debtor(s)

Case No. 09-15059 (AJG)Chapter 11

SUBJECT TO GLOBAL NOTES TO THESE SCHEDULES
SECOND AMENDED SUMMARY OF 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			
B - Personal Property	No	0			
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	No	0			
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	No	0			
F - Creditors Holding Unsecured Nonpriority Claims	Yes	2		\$70,433.25	
G - Executory Contracts and Unexpired Leases	No	0			
H - Codebtors	No	0			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
TOTAL		2		\$70,433.25	

In re Chiyoda America Inc.
Debtor

Case No. 09-15059 (AJG)

SECOND AMENDMENT ONLY
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 (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. American Renolit Corp LA 1207 E. Lincolnway La Porte, IN 46350-3987		-				7,536.19
Account No. Arborite, Div. ITW Can Holding 385 Lafleur Lasalle, Quebec H8R 3H7 CANADA		-				21,539.20
Account No. Concordia Furniture 11000 Parkway Montreal, Quebec H1J 1R6 CANADA		-				549.00
Account No. Coveright Surfaces Canada Inc. 56 Willmott Street, PO Box 724 Cobourg, ON K9A 4R5 CANADA		-				585.61
Subtotal (Total of this page)						30,210.00

1 continuation sheets attached

In re Chiyoda America Inc.

Case No. 09-15059 (AJG)

Debtor

SECOND AMENDMENT ONLY
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.							
Formica Thailand Stam PSM Co. 51/27 M002 Poochaosamingprai Bangyarrak, Phrapradaeng 10130 Thailand	-					35,899.20	
Account No.							
Kronotex USA LLC 810 Technology Drive Barnwell, SC 29812	-		X	X	X	Unknown	
Account No.							
Serway Bros Manufacturing Inc. Rome Industrial Center Plant 2 Rome, NY 13440	-					108.98	
Account No.							
Suddekor LLC 240 Bowles Road Agawam, MA 01001	-					3,355.72	
Account No.							
WilsonArt (Thailand) 75/16 M005. SOI Wat Sopanaram E Kkachai Rd. Amphur Muang Samutasakorn 74000 Thailand	-					859.35	
Sheet no. <u>1</u> of <u>1</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	40,223.25
						Total (Report on Summary of Schedules)	70,433.25

**United States Bankruptcy Court
Southern District of New York**

In re Chiyoda America Inc.
Debtor(s)


Case No. 09-15059 (AJG)
Chapter 11

DECLARATION CONCERNING DEBTOR'S SECOND AMENDED SCHEDULE F

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice-President and General Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 3 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date Sep. 29. 09

Signature 
Hiroshi Mizumoto
Vice-President and General Manager

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.

BLANK ROME LLP
Proposed Attorneys for Debtor
The Chrysler Building
405 Lexington Avenue
New York, NY 10174
(212) 885-5000
Michael Z. Brownstein
Rocco A. Cavaliere
and
One Logan Square
130 N. 18th Street
Philadelphia, PA 19103
Joel C. Shapiro

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
In re: :
: :
CHIYODA AMERICA, INC., : Case No. 09-15059 (AJG)
: Chapter 11 Case
Debtor. :
----- X

**GLOBAL NOTES REGARDING THE DEBTOR'S SECOND
AMENDED SCHEDULE F (UNSECURED NONPRIORITY CLAIMS)**

Chiyoda America, Inc., et al. (the “**Debtor**”) submits its Second Amended Schedule F (“**Second Amendment**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”). The Debtor, with the assistance of its advisors, prepared the Second Amendment in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

The Second Amendment reflects the most recent information available to the Debtor as of August 19, 2009 (the “Petition Date”) and has been updated to reflect the Debtor’s accounts payable records. Specifically, the Second Amendment includes changes in the Debtor’s records on account of various changes during the chapter 11 case, including, without limitation, credits due and owing to certain customers that may constitute allowed unsecured nonpriority claims.

The Second Amendment should be read in conjunction with the Debtor's schedules of assets and liabilities filed on August 19, 2009 and the Schedule Amendments filed on September 23, 2009. The Second Amendment only reflects changes to Schedule F (Creditors Holding Unsecured Nonpriority Claims).

The Second Amendment has been prepared by the Debtor's management and is unaudited and contains information that is subject to further review and potential adjustment. In preparing the Second Amendment, the Debtor relied on financial data derived from their books and records that was available at the time of such preparation. Although the Debtor has made reasonable efforts to ensure the accuracy and completeness of such financial information, subsequent information or discovery may result in material changes to the Second Amendment. As a result, the Debtor is unable to warrant or represent that the Second Amendment is without inadvertent errors, omissions, or inaccuracies. The Debtor reserves all rights to further amend or supplement its Second Amendment.

Nothing contained in the Second Amendment shall constitute a waiver of any of the Debtor's rights or an admission with respect to its chapter 11 case, including any issues involving objections to claims, substantive consolidation, equitable subordination, defenses, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant applicable laws to recover assets or avoid transfers.

Recharacterization. The Debtor has made reasonable efforts to characterize, classify, categorize, or designate the claims and other items reported in the Second Amendment correctly. The Debtor reserves all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Second Amendment at a later time as is necessary or appropriate as additional information becomes available.

Claims Description. Schedule F (Creditors Holding Unsecured Nonpriority Claims) permits the Debtor to designate a claim as "disputed," "contingent," or "unliquidated." Any failure to designate a claim on Debtor's Schedules as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is not "disputed," "contingent," or "unliquidated" or that such claim is not subject to objection. The Debtor reserves all rights to dispute, or to assert any offsets or defenses to, any claim reflected on the Second Amendment on any grounds, including, without limitation, amount, liability, validity, priority, or classification, or to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated." Listing a claim does not constitute an admission of liability by the Debtor, and the Debtor reserves the right to amend the Second Amendment accordingly.

The Debtor has used its best efforts to report all unsecured nonpriority claims against the Debtor on Schedule F based upon the Debtor's existing books and records. The claims of individual creditors for, among other things, products, goods, or services are listed as either the lower of the amounts invoiced by such creditor or the amounts entered on the Debtor's books and records and may not reflect credits or allowances due from such creditors to the Debtor. The Debtor reserves all rights with respect to any such credits and allowances including the right to assert claims objections or setoffs with respect to same.

Certain creditors owe amounts to the Debtor and, as such, may have valid setoff and recoupment rights with respect to such amounts. Although the Debtor may have taken setoffs into account when scheduling the amounts owed to creditors, the Debtor has not independently accounted for or reviewed the validity of any such setoff rights and hereby reserves all rights to challenge such setoff and recoupment rights. Nevertheless, in listing the claims of such creditors in the Second Amendment, the Debtor may have factored in the amounts owed by such creditors to the Debtor and has reduced the claims listed in the Second Amendment accordingly. In other cases, the Debtor has not reduced the claims in the Second Amendment to reflect any such right of setoff or recoupment, although, where practicable, the Debtor has indicated that the claims in the Second Amendment is contingent in recognition of a potential setoff or recoupment. The listing of any claim in the Second Amendment or amount owed at a net value is not a waiver of any right to challenge the creditor's right to setoff, recoup, or net amounts owed against amounts that may be owed to Debtor.