

United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): PPI Holdings, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 20-3422596		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 2129 Austin Rochester Hills, MI ZIP CODE 48309		Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: Oakland		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP CODE		Mailing Address of Joint Debtor (if different from street address): ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE		
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): PPI Holdings, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: -None-	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: SEE RIDER 1	Case Number:	Date Filed:	
District: District of Delaware	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.*			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

*The Debtor is not aware of any definition of "imminent and identifiable harm" as used in this form. The Debtor does not believe it owns or possesses property that poses or is alleged to pose a threat of such harm.

Voluntary Petition

(This page must be completed and filed in every case.)

Name of Debtor(s):

PPI Holdings, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

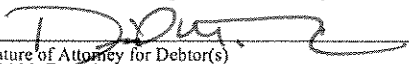
Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney*

X 
Signature of Attorney for Debtor(s)
David M. Fournier

Printed Name of Attorney for Debtor(s)

Firm Name

1313 N. Market Street, Suite 5100

Address

Wilmington, DE 19801

(302) 777-6500

Telephone Number

Date 10/12/08

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

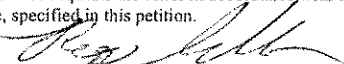
If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X 
Signature of Authorized Individual
Roger Goldbaum

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

Date 10/12/08

RIDER 1

The following affiliate debtors filed voluntary bankruptcy petitions:

<u>Name</u>	<u>District</u>	<u>Relationship</u>
International Fineblanking Corporation	District of Delaware	Affiliate
Michigan FineBlanking Inc.	District of Delaware	Affiliate
MPI International Holdings, Inc.	District of Delaware	Affiliate
MPI Internatioal, Inc.	District of Delaware	Affiliate
Precision Parts International Services Corp.	District of Delaware	Affiliate
PPI Sub-Holdings, Inc.	District of Delaware	Affiliate
Skill Tool & Die Corp.	District of Delaware	Affiliate
Skill Tool & Die Holdings Corp.	District of Delaware	Affiliate

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

In re:

PPI Holdings, Inc, et al.,¹

Debtors.

Chapter 11

Case No. 08-_____ ()

Joint Administration Requested

**CONSOLIDATED LIST OF CREDITORS HOLDING THE
THIRTY LARGEST UNSECURED CLAIMS AGAINST THE DEBTORS**

The following is the consolidated list of creditors holding the thirty (30) largest unsecured claims against above captioned debtors and debtors in possession (each a “Debtor” and collectively, the “Debtors”) (the “List of Creditors”). The List of Creditors reflects estimated amounts owed by the Debtors as of the Petition Date.

The List of Creditors has been prepared on a consolidated basis from the books and records of each of the Debtors as of December 12, 2008. The Debtors take no position at this time regarding whether any of the parties included in the List of Creditors are “insiders” of the Debtors, as that term is defined in section 101(31) of title 11 of the United States Code (the “Bankruptcy Code”), and the inclusion or exclusion of any party to this List of Creditors shall not constitute an admission by, nor shall it be binding on, the Debtors in any respect. The Debtors expressly reserve the right to, in their sole discretion, challenge the validity, priority and/or amount of any obligation reflected herein.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PPI Holdings, Inc. (2596); PPI Sub-Holdings, Inc. (9410); MPI International Holdings, Inc. (2600); Precision Parts International Services Corp. (7837); Skill Tool & Die Holdings Corp. (1980); MPI International, Inc. (5554); Skill Tool & Die Corp. (5926); International Fineblanking Corporation (5591); and Michigan Fineblanking, Inc. (5075). The Debtors’ corporate headquarters and the mailing address for each Debtor is 2129 Austin Ave, Rochester Hills, MI 48309-3668.

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
1. Golub Capital 551 Madison Ave, 6 th Floor New York, NY 10022	Gregory Cashman (P) 212-750-6060 (F) 212-750-5505	Bank Loan		\$42,770,053.92
2. Norwest Mezzanine Partners II, LP 80 S 8 th St, Ste 3600 Minneapolis, MN 55402	Carter Balfour (P) 612-215-1600 (F) 612-215-1602	Bank Loan		\$42,770,053.92
3. Gestamp North America, Inc. 755 W Big Beaver Rd, Ste 1800 Troy, MI 48084	Jim Barry (P) 248-743-3404 (F) 248-743-3403	Trade Debt	Subject to Setoff due to Steel Repurchase Program	\$4,825,749.77
4. Chrysler, LLC 1000 Chrysler Dr Auburn Hills, MI 48326	Robert Nardelli Holly Leese (P) 248-576-5741 (F) 248-512-8084	Trade Debt	Subject to Setoff due to Steel Repurchase Program	\$3,259,742.40
5. Gibraltar Industries, Inc. 2556 Lake Shore Rd Buffalo, NY 14219	Brian Lipke (P) 716-826-6500 (F) 716-826-1589	Trade Debt		\$ 3,093,434.98
6. Steel Warehouse Company, Inc. 2722 W Tucker Dr South Bend, IN 46624	Mike Lerman (P) 574-236-5100 (F) 574-236-5154	Trade Debt		\$1,859,493.48
7. Heidtman Steel Products, Inc. 2401 Front St Toledo, OH 43605	John C. Bates (P) 419-691-4646 (F) 419-698-1150	Trade Debt		\$1,529,970.06
8. Samuel Son & Co. Inc. 2360 Dixie Rd Mississauga, ON, Canada L4Y 1Z7	Mark C. Samuel (P) 800-267-2683 (F) 905-279-9658	Trade Debt		\$1,061,191.81
9. General Motors Corporation 200 Renaissance Center Detroit, MI 48265	G. Richard Wagoner, Jr. Robert S. Osborne (P) 313-556-5000 (F) 313-556-5108	Trade Debt	Subject to Setoff due to Steel Repurchase Program	\$728,281.40
10. Ford Motor Company 1 American Rd Dearborn, MI 48126	Alan Mullaly David G. Leitch (P) 313-322-3000 (F) 313-845-7512	Trade Debt	Subject to Setoff due to Steel Repurchase Program	\$688,446.27
11. Machine Concepts, Inc. 2167 SR 66, PO Box 127 Minster, OH 45865	John Eiting (P) 419-628-3498 (F) 419-628-2794	Trade Debt		\$542,165.00
12. Worthington Steel 200 Old Wilson Bridge Rd Columbus, OH 43085	John P. McConnell (P) 614-438-3210 (F) 614-840-4681	Trade Debt		\$430,287.79
13. Independent Steel Company (Inc.) 615 Liverpool Dr Valley City, OH 44280	David Nix (P) 330-225-7741 (F) 330-273-6265	Trade Debt		\$370,598.94

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
14. Perkins Products, Inc. 7025 W 66 th Place Bedford Park, IL 60638	Richard Perkins (P) 708-458-2000 (F) 708-458-2057	Trade Debt		\$339,573.80
15. The Minster Machine Company 240 W Fifth St, PO Box 120 Minster, OH 45865	John J. Winch (P) 419-628-2331 (F) 419-628-3517	Trade Debt		\$257,037.00
16. Benz Oil, Inc. 2724 W Hampton Ave Milwaukee, WI 53209	Dixon W. Benz (P) 414-442-2900 (F) 414-442-8388	Trade Debt		\$255,814.44
17. Hoosier Custom Plastics 201 Hamilton Dr Knox, IN 46534	Gordon Schenk (P) 574-772-2120 (F) 574-772-2119	Trade Debt		\$243,167.92
18. New Technology Steel, LLC 12301 Hubbell St Detroit, MI 48227	Sarah Bates (P) 313-653-4746 (F) 313-653-4916	Trade Debt		\$242,281.33
19. Motion Industries, Inc. 1605 Alton Rd Birmingham, AL 35210	William J. Stevens (P) 205-956-1122 (F) 205-957-5290	Trade Debt		\$234,150.19
20. Blair Strip Steel Company 1209 Butler Ave New Castle, PA 16101	Bruce A. Kinney (P) 724-658-2611 (F) 724-658-6548	Trade Debt		\$213,487.59
21. J & B Industrial Specialties, Inc. 150 Progress Way Avilla, IN 46710	Sam Noll (P) 260-897-2266 (F) 260-897-2214	Trade Debt		\$212,354.86
22. MST Steel Corporation 24417 Groesbeck Hwy Warren, MI 48089	Richard Thompson (P) 586-773-5460 (F) 586-773-5486	Trade Debt		\$199,121.82
23. National Material of Mexico 1965 Pratt Blvd Elk Grove Village, IL 60007	Cyrus Tang (P) 847-806-7200 (F) 847-806-2953	Trade Debt		\$198,143.01
24. Hi-Tech Metal Processing, Inc. 1617 Industrial Rd Greeneville, TN 37745	Jim Stone (P) 423-638-3167 (F) 423-638-3169	Trade Debt		\$193,666.58
25. Spectra-Tech, Inc. 995 Muirfield Dr Hanover Park, IL 60133	Anne Reutimann (P) 630-539-4190 (F) 630-539-4193	Trade Debt		\$187,815.52
26. Ryeco, Inc. 2549 Park Ave Beloit, WI 53511-2171	Roger Kemman (P) 608-362-7007 (F) 608-362-8155	Trade Debt		\$172,957.45
27. Amstek Metal 2408 McDonough St Joliet, IL 60436-1026	John B. Stevens (P) 815-725-2520 (F) 815-725-2663	Trade Debt		\$157,324.37

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number, and fax number of employee, agent or department of creditor familiar with claim	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
28. Keykert USA, Inc. 46941 Liberty Dr Wixom, MI 48393-3603	Juergen Peulen (P) 248-960-4100 (F) 248-960-5390	Trade Debt		\$156,420.00
29. Lap Tech Industries, Inc. 5440 Hwy 55 E Lake Wylie, SC 29710	Frank Penn (P) 803-831-0761 (F) 803-831-0290	Trade Debt		\$153,907.84
30. Benteler Automotive Corporation 1780 Pond Run Auburn Hills, MI 48326	Robert J. DePierre (P) 248-377-9999 (F) 248-364-7001	Trade Debt	Subject to Setoff due to Steel Repurchase Program	\$148,947.24

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PPI Holdings, Inc, et al.,²

Debtors.

Chapter 11

Case No. 08-

Joint Administration Requested

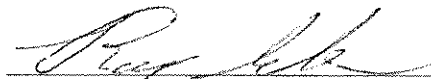
DECLARATION REGARDING CREDITORS

HOLDING THE THIRTY LARGEST UNSECURED CLAIMS

I, Roger Goldbaum, am an authorized officer of PPI Holdings, Inc. and each of the other debtors and debtors in possession in these chapter 11 cases (collectively, the "Debtors"), and in such capacities am familiar with the financial affairs of each of the Debtors. I declare under penalty of perjury that I have read and reviewed the foregoing Consolidated List of Creditors Holding the Thirty (30) Largest Unsecured Claims Against the Debtors and that the information included therein is true and correct to the best of my knowledge, information and belief.

Dated: December 10, 2008

PPI Holdings, Inc.; International Fineblanking Corporation; MPI International Holdings, Inc.; MPI International, Inc.; Michigan Fineblanking, Inc.; PPI Sub-Holdings, Inc.; Precision Parts International Services Corp.; Skill Tool & Die Corp.; Skill Tool & Die Holdings Corp.



Roger Goldbaum
Chief Financial Officer

² The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: PPI Holdings, Inc. (2596); PPI Sub-Holdings, Inc. (9410); MPI International Holdings, Inc. (2600); Precision Parts International Services Corp. (7837); Skill Tool & Die Holdings Corp. (1980); MPI International, Inc. (5554); Skill Tool & Die Corp. (5926); International Fineblanking Corporation (5591); and Michigan Fineblanking, Inc. (5075). The Debtors' corporate headquarters and the mailing address for each Debtor is 2129 Austin Ave, Rochester Hills, MI 48309-3668.

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

In re:)	Chapter 11
PPI HOLDINGS, INC., <u>et al.</u> , ¹)	Case No. 08-_____ (____)
Debtors.)	(Proposed Jointly Administered Cases)
)	

LIST OF EQUITY SECURITY HOLDERS

PPI Holdings, Inc.

Name of Equity Holders	Common Stock (Shares)	Address
Atlantic Equity Partners III, L.P.	6,260,232.78	
Bellsouth	1,250,000.00	
Pradikor, S.A.	632,988.53	
Antares Capital Corporation	63,298.88	
John Myers	6,204.12	
Steven Torok	20,530.76	
Thomas G. Hardy	18,533.45	
Mark D. Ullman	15,398.10	
Rahul Vinnakota	2,316.68	
LEG Partners III SBIC, L.P.	316,494.31	
Norwest Mezzanine Partners II, L.P.	316,494.31	
Rick O'Neal	3,594.17	
Michael T. Bryant	104,282.61	
Michael E. Niemiec	64,586.50	
Mark Mitchell	8,060.45	
Ray Miller	2,798.00	
Steven Senkfor	2,971.86	
James Quayhackx	1,140.36	
Jay Herriman	1,140.36	
L. Gregory DeYonker	4,023.38	

¹ The Debtors in these proceedings are: PPI Holdings, Inc.; International Fineblanking Corporation; MPI International Holdings, Inc.; MPI International, Inc.; Michigan Fineblanking, Inc.; PPI Sub-Holdings, Inc.; Precision Parts International Services Corp.; Skill Tool & Die Corp.; Skill Tool & Die Holdings Corp.

PPI Sub-Holdings, Inc.

Name of Equity Holders	Common Stock (Shares)	Address
PPI Holdings, Inc.	1,000	

MPI International Holdings, Inc.

Name of Equity Holders	Common Stock (Shares)	Address
PPI Sub-Holdings, Inc.	1,376,020.49	

Skill Tool & Die Holdings Corp.

Name of Equity Holders	Common Stock (Shares)	Address
PPI Sub-Holdings, Inc.	519,890	

MPI International, Inc.

Name of Equity Holders	Common Stock (Shares)	Address
MPI International Holdings, Inc.	75,947	

Skill Tool & Die Corp.

Name of Equity Holders	Common Stock (Shares)	Address
Skill Tool & Die Holdings Corp.	1	

International Fineblanking Corporation

Name of Equity Holders	Common Stock (Shares)	Address
M P I International, Inc.	250	

Michigan Fineblanking, Inc.

Name of Equity Holders	Common Stock (Shares)	Address
M P I International, Inc.	60,000	

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


In re:)	Chapter 11
)	
PPI HOLDINGS, INC., <u>et al.</u> , ²)	Case No. 08-_____ (_____)
)	
Debtors.)	(Proposed Jointly Administered Cases)
)	

DECLARATION REGARDING LIST OF EQUITY HOLDERS

I, Roger Goldbaum, an authorized officer of PPI Holdings, Inc. and each of the other debtors and debtors in possession in these chapter 11 cases (collectively, the "Debtors"), certify under penalty of perjury that the foregoing list of equity security holders is true and correct to the best of my knowledge, information and belief.

Dated: 12/12, 2008

PPI Holdings, Inc.; International Fineblanking Corporation; MPI International Holdings, Inc.; MPI International, Inc.; Michigan Fineblanking, Inc.; PPI Sub-Holdings, Inc.; Precision Parts International Services Corp.; Skill Tool & Die Corp.; Skill Tool & Die Holdings Corp.



Roger Goldbaum
Chief Financial Officer

² The Debtors in these proceedings are: PPI Holdings, Inc.; International Fineblanking Corporation; MPI International Holdings, Inc.; MPI International, Inc.; Michigan Fineblanking, Inc.; PPI Sub-Holdings, Inc.; Precision Parts International Services Corp.; Skill Tool & Die Corp.; Skill Tool & Die Holdings Corp.

PPI Holdings, Inc.

**Unanimous Written Consent of Directors
In Lieu of Meeting of the Board of Directors**

The undersigned being all of the members of the Board of Directors (the "**Board of Directors**") of PPI Holdings, Inc., a Delaware corporation (the "**Corporation**"), acting pursuant Section 141(f) of the General Corporation Law of the State of Delaware, do hereby consent to the adoption of the following recitals and resolutions and the actions set forth herein as of this 10th day of December 2008, and further direct that this consent be filed with the minutes of the proceedings of the meetings of the Board of Directors:

Voluntary Petition and Retention of Professionals Under the Provisions of Chapter 11 of the United States Bankruptcy Code

WHEREAS, the Board of Directors reviewed the materials presented by the management and the advisors of the Corporation regarding the liabilities and liquidity situation of the Corporation, the strategic alternatives available to it and the impact of the foregoing on the Corporation's business and shareholder; and

WHEREAS, the Board of Directors has had the opportunity to consult with the management and the advisors of the Corporation and fully consider each of the strategic alternatives available to the Corporation.

NOW THEREFORE, IT IS HEREBY:

RESOLVED, that in the judgment of the Board of Directors, it is desirable and in the best interests of the Corporation, its creditors and other parties in interest, that the Corporation file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**"); and be it further

RESOLVED, that the officers of the Corporation (collectively, the "**Authorized Officers**"), each acting alone or with one or more other Authorized Officers be, and they hereby are, authorized and empowered to execute and file on behalf of the Corporation all petitions, schedules, lists and other motions, papers or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Corporation's business; and be it further

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Pepper Hamilton LLP as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case and cause to be filed an appropriate application for authority to retain the services of Pepper Hamilton LLP; and be it further

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Alvarez & Marsal North America, LLC as financial advisor to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations; and in connection therewith, the Authorized

Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case and cause to be filed an appropriate application for authority to retain the services of Alvarez & Marsal North America, LLC; and be it further

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Kurtzman Carson Consultants LLC as notice, claims and balloting agent to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case and cause to be filed an appropriate application for authority to retain the services of Kurtzman Carson Consultants LLC; and be it further

RESOLVED, that the Authorized Officers be, and they hereby are, authorized and directed to employ any other professionals to assist the Corporation in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary.

Approval of the Loan Documents and the Additional Documents.

WHEREAS, reference is made to that certain DIP Credit Agreement and the Exhibits and Schedules annexed thereto (the "**Credit Agreement**"), to be dated on or about December 9, 2008 by and among PPI Sub-Holdings, Inc., MPI International Holdings, Inc., Precision Parts International Services Corp. and Skill Tool & Die Holdings Corp., each as a borrower (collectively, the "**Borrowers**"), the Corporation, as one of the guarantors, the Lenders party thereto, General Electric Capital Corporation, as administrative agent and collateral agent for the Lenders (in such capacity, and together with its successors and permitted assigns, the "**Administrative Agent**") and as Prepetition Agent;

WHEREAS, the Corporation will guarantee the Obligations of the Borrowers in accordance with the terms of a Guaranty and Security Agreement substantially in the form delivered pursuant to the Credit Agreement;

WHEREAS, the Corporation, as a Guarantor, will obtain benefits from the incurrence of the borrowing under, and the other transactions contemplated by, the Credit Agreement, the other Loan Documents and the Additional Documents (as defined below) which are necessary and convenient to the conduct, promotion and attainment of the business of the Corporation; and

WHEREAS, all capitalized terms used but not defined herein shall have the meanings given them in the Credit Agreement.

NOW THEREFORE, IT IS HEREBY:

RESOLVED, that the form, terms and provisions of Credit Agreement and each of the other Loan Documents and the Additional Documents (as defined below), each substantially in the form presented to the Board of Directors, and the execution, delivery and performance thereof, and the transactions contemplated thereby, by the Corporation, including (a) the borrowing thereunder, (b) the guarantee by the Corporation of the Obligations pursuant to the Guaranty and Security Agreement and (c) the granting of a security interest in substantially all of the Corporation's assets to secure the Obligations, be, and hereby are, in all respects, approved; and further resolved, that each of the

Authorized Officers, acting alone or with one or more other Authorized Officers be, and hereby is, authorized and empowered to execute, deliver and perform the Credit Agreement, each of the other Loan Documents and each of the instruments, certificates and documents required by, or requested in accordance with, the terms of the Loan Documents, including, but not limited to, the Guaranty and Security Agreement (collectively, the “*Additional Documents*”), in the name and on behalf of the Corporation under its corporate seal or otherwise, with such changes therein as shall be approved by the Authorized Officer executing the same, with such execution by said Authorized Officer to constitute conclusive evidence of his or her approval of the terms thereof, including any departures therein from the form presented to the Board of Directors; and

RESOLVED, that each of the Authorized Officers be, and hereby is, authorized and empowered, acting together or alone, to take all such further actions including, without limitation, to pay all fees and expenses in accordance with the terms of the Credit Agreement and the other Loan Documents, to arrange for and enter into supplemental agreements, instruments, certificates or documents relating to the transactions contemplated by the Credit Agreement, the other Loan Documents or any of the Additional Documents and to execute and deliver all such supplemental agreements, instruments, certificates or documents in the name and on behalf of the Corporation under its corporate seal or otherwise, which shall in their sole judgment be necessary, proper or advisable in order to perform the Corporation’s obligations under or in connection with the Credit Agreement, the other Loan Documents or any of the Additional Documents and the transactions contemplated therein, and to carry out fully the intent of the foregoing resolutions; and

RESOLVED, that, in order to perfect the Administrative Agent’s and Lenders’ security interest in the Collateral (as such term is defined in the Guaranty and Security Agreement), each of the Authorized Officers be, and hereby is, authorized and empowered to file or consent to the Administrative Agent’s filing, without limitation: (i) documents, instruments or other items with the Secretary of State of Delaware; and (ii) documents, instruments or items with any other municipal, state or federal office; and

RESOLVED, that each of the Authorized Officers be, and hereby is, authorized and empowered to execute and deliver any amendments, restatements supplements, modifications, renewals, replacements, consolidations, substitutions, refinancings and extensions of the Credit Agreement, the other Loan Documents or any of the Additional Documents which shall in their sole judgment be necessary, proper or advisable, the execution and delivery thereof to be conclusive evidence of the approval and ratification by such Authorized Officers and by the Board of Directors; and

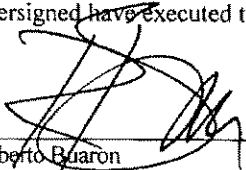
RESOLVED, that all capitalized terms used in the resolutions under the caption “Approval of the Loan Documents and the Additional Documents” and not otherwise defined herein shall have the meanings ascribed to such terms in the Credit Agreement; and

RESOLVED, that all actions taken by the Board of Directors and authorized officers of the Corporation prior to the date of this unanimous written consent which are within the authority conferred hereby are ratified and approved.

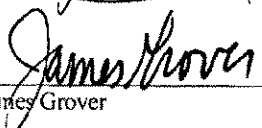
The action taken by the execution of this Unanimous Written Consent shall have the same force and effect as if taken at a meeting of the Board of Directors and pursuant to the Corporation’s bylaws.

[signature page follows]

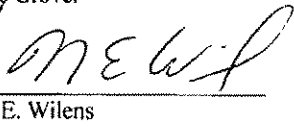
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the date first written above.



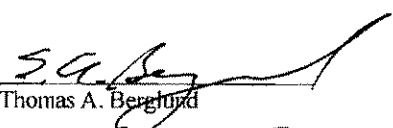
Roberto Buaron



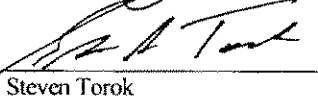
James Grover



Noel E. Wilens



Thomas A. Berglund



Steven Torok

Eugene Davis

Joseph Lefave

[signature page to PPI Holdings, Inc. Board Consent]

From: genedavis@pirinateconsulting.com
[mailto:genedavis@pirinateconsulting.com]
Sent: Wednesday, December 10, 2008 4:57 PM
To: Heidi VanEvera
Subject: RE: PPI Board Resolutions

I have reviewed the attached and hereby consent thereto.
Regards,
Gene Davis

Eugene I. Davis
PIRINATE Consulting Group, LLC
5 Canoe Brook Drive
Livingston, New Jersey 07039
P--973-533-9027
F--973-535-1843
M--973-464-9333
E--GeneDavis@pirinateconsulting.com <mailto:E--
GeneDavis@pirinateconsulting.com>

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the date first written above.

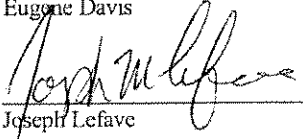
Roberto Buaron

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[signature page to PPI Holdings, Inc. Board Consent]