

TRUSTEE-ASSIGNEE'S COMBINED NOTICE OF (1) ASSIGNMENT FOR THE  
BENEFIT OF CREDITORS, (2) INTENDED SALE OF ASSETS, AND  
(3) DEADLINE FOR FILING PROOFS OF CLAIM

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NAME/ ADDRESS OF DEBTOR/ ASSIGNOR

ROTONICS MANUFACTURING, INC.  
736 Birginal Drive  
Bensenville, IL 60106

NAME/ ADDRESS OF TRUSTEE-ASSIGNEE

James H. Cullen  
c/o Alliance Management  
Carlson Towers, Suite 110  
601 Carlson Parkway  
Minneapolis, MN 55305  
(763) 479-3160

NAME/ ADDRESS OF ATTY. FOR TRUSTEE-  
ASSIGNEE

Peter J. Roberts  
Shaw Gussis Fishman Glantz  
Wolfson & Towbin LLC  
321 North Clark Street, Suite 800  
Chicago, IL 60654  
(312) 541-0151

COMMENCEMENT OF ASSIGNMENT

Rotonics Manufacturing, Inc. ("Rotonics" or the "Company") is in the business of manufacturing and selling a wide variety of plastic articles for a broad range of industries and applications. The Company is headquartered in Bensenville, IL, and it operates out of three manufacturing facilities located in Maple Plain, MN, Bensenville, IL and Commerce City, CO and a sales office in Indianapolis, IN.

On Wednesday, January 18, 2012, the Company entered into a Trust Agreement and Assignment for the Benefit of Creditors ("Trust Agreement") under Illinois law. A copy of the Trust Agreement is available on the Company's website at [www.Rotonics.com](http://www.Rotonics.com) and is also available upon written request. An Assignment for the Benefit of Creditors is a nonstatutory, nonjudicial means of liquidating a company's assets by an independent third party for the benefit of the company's creditors.

The name of the Trust created under the Trust Agreement is the "Rotonics Trust." James H. Cullen of Alliance Management (the "Trustee-Assignee") was appointed as the Trustee-Assignee under the Trust Agreement. Through the Trust Agreement, all of the Company's assets were transferred to the Rotonics Trust.

The primary object of the Rotonics Trust is the orderly sale and/or liquidation of the Trust assets and the distribution of the proceeds to the creditors of Rotonics in accordance with the Trust Agreement and applicable law. Because the Trustee-Assignee believes that the value of the Rotonics Trust's assets will be maximized through the sale of the Company's business as a going concern, he is continuing to operate the business pending a sale and/or liquidation of the assets.

### INTENDED SALE OF THE TRUST ASSETS

With the assistance of his financial advisor, Amherst Partners, the Trustee-Assignee is soliciting bids for the sale of the Company's business and all associated Rotonics Trust assets as a going concern. At the same time, the Trustee-Assignee is also soliciting liquidation bids for the Rotonics Trust assets.

The Trustee-Assignee has set February 24, 2012 as the deadline for the submission of going concern bids and liquidation bids for the Rotonics Trust assets. Based upon the terms of the bids received, the level of interest expressed as to particular Rotonics Trust assets, and such other information as he determines is relevant, the Trustee-Assignee may pursue a private sale transaction with a particular bidder, or he may implement further procedures designed to elicit competitive bidding for the Rotonics Trust assets.

For further information on the requirements for submitting a going concern bid for the Rotonics Trust assets, please contact:

Andrew W. Chidester  
Thomas J. Hoge  
Amherst Partners  
300 South Wacker, Suite 1250  
Chicago, IL 60606  
(312) 878-2403

For further information on the requirement for submitting a liquidation bid for the Rotonics Trust assets, please contact:

James H. Cullen or Dave Burke  
c/o Alliance Management  
Carlson Towers, Suite 110  
601 Carlson Parkway  
Minneapolis, MN 55305  
(763) 479-3160

### DEADLINE FOR FILING PROOFS OF CLAIM

The Trustee-Assignee has fixed April 2, 2012, (the "Bar Date") as the last date for the timely submission of proofs of unsecured claims against the Rotonics Trust. In order for the holders of unsecured claims to participate in any distribution of Rotonics assets, they must file a proof of claim (in the form attached to this Notice) so as to be received by the Trustee-Assignee on or before the Bar Date, unless the Trustee-Assignee, in his sole discretion, extends the Bar Date.

PLEASE TAKE NOTICE that by submitting a proof of claim, a creditor becomes an "Assenting Creditor" as defined in the Trust Agreement, and it will thereby be bound by the terms of the Trust Agreement.

PLEASE TAKE FURTHER NOTICE that the form attached to this Notice, when completed, executed by the creditor and returned to Trustee-Assignee, shall constitute the creditor's Proof of Claim. The creditor should attach legible copies of all invoices, statements, contracts, and other evidence of its claim to this form when it is returned.

FINANCIAL CONDITION

With respect to the financial condition of the Company before the assignment, attached is an unaudited and unverified statement of the Company's assets and liabilities as of January 31, 2012 for your information and review based upon the Company's books and records. This information was provided to the Trustee-Assignee by the Company's management and, therefore, the Trustee-Assignee cannot verify its accuracy.

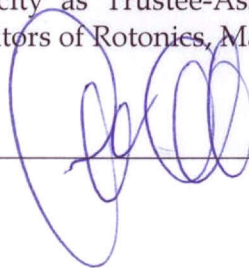
This notice is being sent to all known creditors of the Company, including all taxing authorities, employees, customers who have tendered deposits against pending orders, and all known representatives of Rotonics' creditors. Creditors with questions regarding this matter may contact:

James H. Cullen or Dave Burke  
c/o Alliance Management  
Carlson Towers, Suite 110  
601 Carlson Parkway  
Minneapolis, MN 55305  
(763) 479-3160

**THIS DOCUMENT IS EXECUTED BY JAMES H. CULLEN, NOT PERSONALLY, BUT SOLELY AS TRUSTEE-ASSIGNEE UNDER THE TRUST AGREEMENT AND ASSIGNMENT FOR THE BENEFIT OF CREDITORS OF ROTONICS MANUFACTURING, INC. IN THE EXERCISE OF THE POWER AND AUTHORITY CONFERRED AND VESTED IN HIM AS SUCH TRUSTEE-ASSIGNEE, AND IT IS EXPRESSLY UNDERSTOOD AND AGREED BY EVERY PARTY HERETO AND BY EVERY PERSON NOW OR HEREAFTER CLAIMING ANY RIGHT OR INTEREST HEREUNDER THAT NOTHING CONTAINED HEREIN SHALL BE CONSTRUED AS CREATING ANY PERSONAL LIABILITY ON THE TRUSTEE-ASSIGNEE OR ON ANY OF HIS AGENTS UNDER SAID TRUST AGREEMENT.**

James H. Cullen, not personally, but solely in his capacity as Trustee-Assignee for the benefit of creditors of Rotonics, Manufacturing, Inc.

By: \_\_\_\_\_



Rotonics Manufacturing, Inc.  
 Estimated Assets and Liabilities  
 As of December 31, 2011

(\$000s)	<b>(A)</b> <b>Estimated Book Value</b>
<b><u>Assets:</u></b>	
Cash	(56)
Accounts Receivable Net Reserves	5,164
Inventory	3,522
Prepaid Expenses	241
Fixed Assets Net of Depreciation	7,585
Other Assets	4,839
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<b>Total Assets (B)</b>	<b>\$21,295</b>
 <b><u>Liabilities:</u></b>	
Secured Loans (C)	41,074
Accrued Interest	4,141
Deferred Interest	2,202
Accounts Payable	4,207
Accrued Payroll & PTO	524
Accrued Commissions Net of Draws	106
Accrued Payroll Taxes	99
Deposits	252
Accrued Real Estate Tax	291
Accrued Expenses & Other	229
	<hr/>
<b>Total Liabilities</b>	<b>53,126</b>
	<hr/>
<b><u>Net Worth:</u></b>	<b><u>\$(31,831)</u></b>

**(A) The financial information set forth above was compiled from the books and records of Rotonics Manufacturing, Inc. This financial information was not audited or reviewed. Accordingly, James H. Cullen, as Trustee-Assignee, does not make any representations or warranties with respect to the accuracy, completeness or any other representation with respect to this information.**

**(B) Total Assets excludes amounts for Deferred Tax Assets (\$3,054) and Goodwill and Other Intangible Assets, net of amortization (\$18,553). Were these amounts included, Net Worth would increase to (\$10,224).**

**(C) Secured Loans is comprised of the Revolving Line of Credit (\$6,042), Senior Term Loan A (\$12,542), Senior Term Loan B (\$6,890) and Subordinated Term Loan Agreement (\$15,600), all secured by all of the assets of Rotonics.**

**PROOF OF CLAIM**

WE, THE UNDERSIGNED, A CREDITOR OF ROTONICS MANUFACTURING, INC., do hereby become a part of that certain Trust Agreement and Assignment for the Benefit of Creditors dated January 18, 2012, by and between Rotonics Manufacturing, Inc., James H. Cullen, not individually, but solely as Trustee-Assignee, and the Assenting Creditors of Rotonics Manufacturing, Inc. The undersigned acknowledges receipt of notification of the Trust Agreement and Assignment for the Benefit of Creditors.

The undersigned hereby represents that the amount set opposite its authorized signature below is a true and correct statement of the amount owing to the undersigned, as of the date of the execution of the Trust Agreement and Assignment for the Benefit of Creditors, for all claims against Rotonics Manufacturing, Inc. after making such prior adjustments for credits and set-offs that may be due. A copy of the Creditor's statement of account and copies of all invoices, statements, contracts, and other evidence of its claim are attached hereto and made a part hereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2012.  
(Please fill in the date of your execution of this proof of claim)

AMOUNT OF CLAIM:

\$ \_\_\_\_\_  
(Claim Must be Stated in U.S. Dollars)

BASIS FOR CLAIM:

\_\_\_\_\_  
(Briefly state type of claim and how it was incurred)

AMOUNT OF CLAIM ENTITLED TO PRIORITY UNDER APPLICABLE LAW:

\$ \_\_\_\_\_

BASIS FOR ASSERTED PRIORITY UNDER APPLICABLE LAW

\_\_\_\_\_  
(Briefly describe statutory or other basis for asserted priority of claim)

Attach statement of account showing date or dates when claim was incurred and all associated invoices, statements, contracts, and other evidence of your claim, and mail this form to:

**James H. Cullen**, not individually, but solely as Trustee-Assignee for the Benefit of Creditors for Rotonics Manufacturing, Inc.  
c/o Alliance Management  
Carlson Towers, Suite 110  
601 Carlson Parkway  
Minneapolis, MN 55305

\_\_\_\_\_  
**Name of Creditor**

By: \_\_\_\_\_  
(Signature of Creditor or Creditor's Authorized Agent or Representative)

\_\_\_\_\_  
Title

\_\_\_\_\_  
Street Address

\_\_\_\_\_  
City, State or Province and Zip or Postal Code

\_\_\_\_\_  
Telephone Number with Area Code

\_\_\_\_\_  
Email Address

**THIS FORM MUST BE RETURNED BY APRIL 2, 2012 FOR ANY AND ALL CLAIMS TO BE PROPERLY RECORDED BY THE TRUSTEE-ASSIGNEE.**