



**MAXX TECHNOLOGIES, INC.
(Formerly, Maxx Sports TV, Inc.)**

**QUARTERLY DISCLOSURE STATEMENT
(COMMON SHARE CAPITALIZATION TABLE ATTACHED)**

FOR THE QUARTER ENDING DECEMBER 31, 2022

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

MAXX TECHNOLOGIES, INC.
(Formerly, MAXX SPORTS TV, INC)
1401 Lake Plaza Dr. Ste 200
Spring, Texas 77389

Phone: 281-801-8080

WWW.MAXXSPORTS.TV
INFO@MAXXSPORTS.TV

Code: 3663 & 7812

Quarterly Disclosure Report for the Period Ending: Dec 31, 2022
("Reporting Period")

As of Dec. 31, 2022, the number of shares outstanding of our Common Stock was:

75,728,174

As of Sept 30, 2022, the number of shares outstanding of our Common Stock was:

74,620,892

As of Dec. 31, 2021, the number of shares outstanding of our Common Stock was,

75,728,174

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No: N/A

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

"Change in Control" shall mean any event resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of The Exchange Act),
- (ii) directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities.
- (iii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets.
- (iv) A change in the composition of the Board occurring within a two (2)-year period, because of which fewer than a majority of the directors are directors immediately prior to such change; or
- (v) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such

surviving entity or its parent outstanding immediately after such merger or consolidation.

1} Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Maxx Sports TV, Inc., was first incorporated in Texas in September 2015. It was moved to Oklahoma on June 30, 2020, as a wholly owned subsidiary of Reconditioned Systems, Inc., a public company that was initially incorporated in Arizona in March 1987 and redomiciled to Oklahoma on June 2, 2020.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g., active, default, inactive):

The issuer was incorporated in Oklahoma on June 30, 2020 and is in good standing in its state of incorporation. Its predecessor, Reconditioned Systems, Inc. was incorporated in Arizona in 1987, and was redomiciled to Oklahoma on June 2, 2020. Following the Parent/Subsidiary Reorganization on June 30, 2020, Reconditioned Systems, Inc. ceased to exist.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

The Parent/Subsidiary Reorganization occurred on June 30, 2020. Pursuant to the Agreement and Plan of Reorganization (the "Reorganization") by and among the issuer, Reconditioned Systems, Inc., a public company and predecessor of the issuer, and Reconditioned Industries, Inc., the wholly owned subsidiary of the issuer, Reconditioned Systems, Inc. merged into Reconditioned Industries, Inc., and ceased to exist, wherein Reconditioned Industries, Inc. became the survivor and successor, having acquired all of Reconditioned Systems, Inc.'s assets, rights and liabilities as the constituent or resulting corporation, and the issuer became the parent and the holding company of Reconditioned Industries, Inc. Also, on the same date, June 30, 2020, the issuer completed an acquisition of Maxx Sports Technologies Limited, Inc., a Texas corporation ("Maxx Tech") through the reverse triangular merger (the "Merger") of Maxx Tech into Maxx Sports Merger, Inc, a wholly owned subsidiary of the issuer, and as a result, the business of Maxx Tech became the business of the issuer.

The address(es) of the issuer's principal executive office:

1401 Lake Plaza Drive, Stel 200, Spring Texas 77389

The address(es) of the issuer's principal place of business:

*Check box if principal executive office and principal place of business are the same address: **SAME***

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: No: **X**

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

2) Security Information

Trading symbol:	AMXX	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	577807 100	
Par or stated value:	\$0.01 per share	
Total shares authorized:	100,000,000	as of date: Dec. 31, 2021
Total shares outstanding:	75,728,174	as of date: Dec 31, 2022
Number of shares in the Public Float ² :	4,337,578	
Total number of shareholders of record:	125	as of date: June 30, 2021

All additional class(es) of publicly traded securities (if any): **NONE**

Trading symbol:
Exact title and class of securities outstanding:CUSIP:
Par or stated value:
Total shares authorized:
Total shares outstanding:

Transfer Agent

Name: **SECURITIES TRANSFER CORP.**
Phone: **(469) 633-0101**
Email: stc@stctransfer.com or info@stctransfer.com
Address: 2901 Dallas Pkwy Suite 380, Plano, TX 75093

Is the Transfer Agent registered under the Exchange Act?³ Yes: **X** No:

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, Directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Shares Outstanding as of Second Most Recent Fiscal Year End:									
Opening Balance									
Date: June 30, 2021									
Common: 75,728,124									
Preferred:									
Date of Transaction	Transaction Type	Number of Shares Issued	Class of Securities	Value of shares issued	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/Entity Shares were Issued to (entities must have individual with voting/investment control disclosed)	Reason for Share Issuance (e.g. for cash or debt conversion) OR-Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type
6/30/2020	Merger and Reorganization	74,620,892	Common	See footnote 1	No	See footnote 1	Merger consideration	Restricted	Section 4(a)2 and Regulation D
7/1/2020	Conversion	94,340	Common	\$92,593	Yes	Scott Ryan	Automatic conversion pursuant to the Merger Contract	Restricted	Section 4(a)2 and Regulation D
7/1/2020	Merger	16,364	Common	\$16,364	No	Reconditioned Systems, Inc. (Dirk Anderson)	Restructuring	Restricted	Section 4(a)2
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u> 75,728,174									
Ending Balance:									
Date: June 30, 2021									
Common: 75,728,174									
Preferred:									

Example: A company with a fiscal year end of December 31st. in addressing this item for its quarter ended June 30, 2021 would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

- (1) The common shares were issued to shareholders of Maxx Sports TV, Inc. in exchange for shares of Maxx Holdings or Maxx Technologies in connection with the Merger on June 30, 2020. Prior to the consummation of the Merger, shareholders of Max Tech collectively held an aggregate of 74,620,892 shares of common stock issued and outstanding, and upon the consummation of the Merger received an aggregate of 74,620,892 shares of Maxx Sports TV, Inc.

The list of shareholders and the common shares issued to them pursuant to the Merger are set out in the attached Common Share Capitalization Table

Please see attached Common Share Capitalization Table

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the Issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements X

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entitles must have Individual with voting / Investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

Use the space below to provide any additional details, including footnotes to the table above:

FINANCIAL STATEMENTS

A. The following financial statements were prepared in accordance with:

U.S. GAAP: X

IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name: Nichole Walker

Title: Accounting Manager

Relationship to Issuer: Employee

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

C. Balance Sheet;

D. Statement of Income;

E. Statement of Cash Flows;

F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)

G. Financial notes; and

H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. summarize the Issuer's business operations (If the issuer does not have current operations, state "no operations")

MAXX SPORTS TV, INC. has created automated broadcast/streaming hardware & software which are used by amateur, semi-professional and professional sports teams and leagues to produce and stream television quality content at about 1% of the cost of television productions. Maxx Sports TV has built an Over-The-Top (“OTT”) television platform, through a host of delivery devices and systems. The technologies work together to create a broadcast quality home viewing experience, which can be enjoyed on a phone, tablet, a gaming console, and on television.

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v3.1 June 24, 2021)

has adapted its technologies to include a much wider viewing audience addressed

B. Please list any subsidiaries, parents, or affiliated companies.

Maxx Sports TV, Inc. operates its business directly and through subsidiaries: Maxx Sports Technologies Limited, a Texas C-corporation; Maxx Sports Team One Acquisitions, LLC, a Texas limited liability company; Maxx Sports Technologies (Canada), Inc., a corporation organized under the laws of British Columbia, Canada; Xxam Sports Technologies Pte (India) Ltd. , a company organized under the laws of India; and Texas Sports Network, Inc., a C-corporation organized under the laws of Texas.

C. Describe the issuers' principal products or services.

The issuer's principal products include: broadcast hardware, production & streaming software, a cross-section of ott streaming platforms, as well as sports and entertainment video and audio content.

a. Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties, or facilities, clearly describe them as above and the terms of their leases.

The issuer leases storage space in Texas on a monthly basis under the lease agreement with Fein Interests, LLC dated July 1, 2020 at a monthly rate of \$3,500. The lease agreement can be terminated by either party at any time, with 30 days written notice. As of this date the issuer is negotiating the lease of nearby warehouse space to accommodate its growth.

b. Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling, or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Peter Luukko	Chairman of the Board	Essex CT	2,612,500	Common	3.46%	Held directly by Peter Luukko
Scott Ryan	Director	Hollywood, FL	390,694	Common	0.5%	Held directly by Scott Ryan
Trevor Radomsky	Director	Toronto ON, Canada	7,365,360	Common	9.7%	The shares are held directly by Kuusamo Capital, Inc. and beneficially owned by Trevor Radomsky
Sandra Bonetti-Shanab	Director	Aurora ON, Canada	8,360,325	Common	11.0%	Held jointly & severally by Joe and Sandra Bonetti-Shanab
Richard Adler	Director	Ft Lauderdale FL	2,000,000	Common	3.0%	Held through a Family Trust
Barrie Hansen	Director & CEO	Spring TX	226,000	Common	0.4%	Held directly by B Hansen
Legacy Future Fund at Hansen Family Trust	Shareholder over 5%	BVI	15,669,500	Common	19.5%	Jim Turner, Trustee
Dave & Danya Lantz	Shareholder over 5%	Toronto, ON Canada	4,800,000	Common	6.4%	Held directly by Dave & Danya Lantz

Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities:

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

NONE

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: John Heskett, Esq.
Firm: Heskett & Heskett Lawyers
Address 1: 2401 Nowata Place, Suite A
Address 2: Bartlesville, Oklahoma, 74006
Phone: (918) 336-3152
Email: jheskett@hesklaw.com

Accountant or Auditor

Name: David Ritzert
Firm: Urish Popeck Accounting
Address 1: Three Gateway Center, 401 Liberty Ave, # 2400
Address 2: Pittsburgh, PA 15222
Phone: 412-391-1994
Email: dritzert@urishpopeck.com

Accountant or Auditor

Name: Nichole Walker
Firm: Accounting
Address 1: 1401 Lake Plaza Dr. Ste 200, Spring, TX 77389
Phone: 281-801-8080
Email: nichole.walker@maxxsports.tv

Investor Relations

Name: Roberta Rossi
Firm: Rossi & Associates
Address: 29 rue Percheron, France, 77034
Phone: 281-801-8080
Email: robbi@robbirossi.com

Other Service Providers

Provide the name of any other service provider(s) that assisted, advised, prepared or provided information with respect to this disclosure statement. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

c. Issuer Certification

Principal Executive Officer:

1. I, Barrie Hansen, have reviewed this Quarterly Disclosure Statement of **Maxx Sports TV, Inc.**
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations, and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: March 31, 2023

/s/ Barrie Hansen, CEO & Director

Principal Accounting Manager:

I, Nichole Walker certify that:

1. I have reviewed this Quarterly Disclosure Statement of Maxx Sports TV, Inc.
2. Based on my knowledge, this disclosure statement does not appear to contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, appear to present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated Effective: March 31, 2021

/s/ Nichole Walker, Accounting Manager



COMMON SHARE CAPITALIZATION TABLE

Effective Date: DEC. 31, 2022

	Shareholder:	Number of Common Shares:
1	Legacy Future Fund atf HF Trust (R. Rossi, Trustee)	15,196,360
2	J & S Bonetti-Shanab	8,360,525
3	Kuusamo Capital Corp. (Trevor Radomsky)	7,365,360
4	Rio Wing, LLC	5,000,000
5	Dave & Danya Lantz	4,800,000
6	Texas-Angels-Trust (M. Tiller, Trustee)	3,579,500
7	Ryan Family Trust (M. Kelly, Trustee)	3,207,637
8	Peter Luukko	2,612,500
9	Alrae Investments Inc. (Allan Greenspoon)	2,310,000
10	Bobby Stautzenberger	1,596,000
11	Richard Adler	2,000,000
12	Barrie Hansen	32,703
13	Anton Rabie	633,905
14	Deb Rabie	633,905
15	William Burnett	1,102,038
16	Steve Klausz	1,087,310
17	Michael Malambri	1,050,000
18	Randall Lehner	1,040,000
19	Dr. Michael Goldstein Dentistry Corp. (M. Goldstein)	1,033,173
20	Shelly K Hansen	800,000
20	Rob Fia	995,000
21	Paul Fia	965,000
22	Austin & Sabrina Hansen	600,000
23	The Mol Family Trust (K. Mol, Trustee)	450,000
24	Jarmila Mol	200,000
25	MW Canada Ltd. (Bobby Berger)	400,000
26	Jayne Farber	400,000
27	Holfelder Trust (S. Smith, Trustee)	400,000
28	Colin Padgett	247,500
29	1144796 Ontario Ltd. (Neil Rabovsky)	276,174
30	Bruce Raben	200,000
31	Ronald Klausz	182,550

32	1294474 Ontario Limited (Ken Finkelstein)	181,251
33	Richard Mauran	160,000
34	Mike Neuber	140,000
35	Matthew Ugbana	120,000
36	Mary Jane Klausz	118,600
37	Darren Rabie	117,500
38	Bakol Marketing Group Inc. (Leibel Shaya)	110,000
39	6353169 Canada Inc. (Andrew Michelin)	100,000
40	Javlee Construction Limited (Mel Greenspoon)	100,000
41	G&A Holdings Ltd. (Grant Findlay Shirras)	100,000
42	Nathan Amor	200,000
43	Mario Buckley	91,200
44	Paul Ciufu	83,787
45	Hopco Holdings Inc.	80,000
46	Zach Goldstein	60,000
47	David Ksiazkiewicz	59,524
48	Edward Goldberg	61,205
49	Ceara Investment Holdings Inc. (Ronen Harrari)	57,575
50+	Nissim Jesse Chalus	57,575
52	Beryl Geber	100,000
53	Steve Alpert	100,000
54	Michel Petit	100,000
55	Richard Chomley	200,000
56	Zach Fordyce	100,000
57	Jacob Fordyce	50,000
58	Cameron Smith	50,000
59	Spencer MacLean	50,000
60	Jigar Dave & Chirag Ahmedabadi	50,000
61	Tom Venne	50,000
62	Adrian Holden	50,000
63	Jessica Blevins	50,000
64	Mark Welton	50,000
65	Charles ("Chad") Gross	100,000
66	Anji Magen Investments Ltd. (Page Magen)	40,000
67	TaylorRose Investments Ltd. (Page Magen)	40,000
68	Lifeskills International Inc. (Angus Bristow)	40,000
69	Allen Lone	40,000
70	Allan Rabie	28,787
71	Newkorn Investments Ltd. (Brian Ochshorn)	28,787
72	Brian Iseman	27,500
73	Lilli Greenspoon	25,824
74	Josh Greenspoon	25,757
75	Edward Schlosser	25,000
76	Robert Livermore	125,000

77	Ron Cueto	25,000
78	Richard Wright	25,000
79	Rick Strauss	325,000
80	Richard Zlakus	25,000
81	Andrew Duckman	22,500
82	Owen Duckman	21,515
83	Stuart McKinnon	20,000
84	Mitchell Miller	20,000
85	Tom Nicolle	20,000
86	Michael Spiegel	10,000
87	Shawn Duckman	10,000
88	James Grieves	40,000
89	Tabrez Kassam	100,000
90	Domenic Bagetta	9,205
91	Oggero Interests, LLC (George Oggero)	100,000
92	SCI Inc (William Burton)	500,000
93	John Heskett	500,000
94	Jim Turner	100,000
95	Stephen Modzelewski	100,000
96	Cameron Prange	100,000
97	Vernon McCreary	50,000
98	Abrar Ahmed	50,000
99	Brian Okert	50,000
100	Dirk Anderson	75,000
101	Vikki Hawn	50,000
BELOW ARE PRE-REVERSE MERGER RESY SHAREHOLDERS		
102	DIRK D ANDERSON	7,500
103	CEDE & CO (NOBO List)	430,029
104	JACK H CORNETT	1
105	CHRIS EBERLING	115
106	MASS ABPROP & CO (Zions showing CA UPP)	1
107	KIM FLEMING JOHNSON	1,000
108	JANICE T FORREST	220
109	DANIEL FRANK	1
110	JOHN FRITZ	500
111	CARL R GRENDING	2,364
112	WALTER F HARRISON III (Granite Capital)	200,000
113	THOMAS E. HELLEN & MARY A. HELLEN JT TEN	1
114	JOHN STEPHEN HOGUE & PATRICIA HOGUE JT TEN	182
115	LIBBY MARCUS	1
116	KAREN S MCDONALD, TRUSTEE	17

117	JULIE MCKNIGHT	1
118	LISA GINN MOTTES	1,000
119	ROXANNE C. NELSEN	1
120	PHOENIX FRAGRANCE UNLIMITED	1
121	RECONDITIONED SYSTEMS INC	52,064
122	SCOTT W. RYAN	380,684
123	BOBBY RYDELL	2,205
124	ALAN D. STUART	44
125	THE BUSINESS JOURNAL	1
126	LARRY ALLAN TRAVIS & JOLENE KAY TRAVIS JT TEN	1
127	GLORIA & PHILLIP WALSMITH	8
TOTAL COMMON SHARES		75,728,174