

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

In re:

Heartland Publications, LLC, et al.,¹

Debtors.

Chapter 11

Case No. 09-14459 (KG)

Joint Administration Requested

**AMENDED² CONSOLIDATED LIST OF CREDITORS
HOLDING THE 20 LARGEST UNSECURED CLAIMS**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”), each filed a voluntary petition for relief under title 11 of the United States Code. The following is the consolidated list of the Debtors’ creditors holding the 20 largest unsecured claims (the “Consolidated List”) based on the Debtors’ books and records as of December 18, 2009. The Consolidated List is prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in these chapter 11 cases. The Consolidated List does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims on a consolidated basis. None of these creditors are minor children. The information contained herein shall neither constitute an admission of liability by, nor is it binding on, the Debtors. The information herein, including the failure of the Debtors to list any claim as contingent, unliquidated or disputed, does

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Heartland Publications, LLC (5642) and Heartland Publications Holdings, LLC (5683). The mailing address for the Debtors is 1 West Main Street, Clinton, CT 06413.

² Subsequent to filing, the Debtors became aware that they incorrectly listed the outstanding amount of Silver Point LLC’s claim.

not constitute a waiver of the Debtors' right to contest the validity, priority or amount of any claim.

(1) Name of creditor	(2) Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off ³	(5) Amount of claim (secured also state value of security)
1. Silver Point Finance LLC	Two Greenwich Plaza Greenwich, CT 06830	Loan	CU	\$44,218,560.00
2. SP Newsprint Co.	PO Box 101449 Atlanta, GA 30392 Phone: 478-272-1600 Fax: 478-277-5350	Trade		\$82,817.20
3. Abitibi Consolidated Sales Corporation	1228 Paysphere Circle Chicago, IL 60674 Phone: 514-394-2379 Fax: 514-394-3701	Trade		\$35,151.64
4. Bowater America Inc.	14726 Collections Center Drive Chicago, IL 60674 Phone: 514-394-2379 Fax: 514-394-3701	Trade		\$33,130.74
5. Artistic Color Graphics	3400 Dodds Avenue Chattanooga, TN 37407 Phone: 423-698-7360 Fax: 423-698-1862	Trade		\$28,667.74
6. Quality Web Printing	PO Box 2027 Elkton, KY 42220 Phone: 270-265-0118 Fax: 270-265-0117	Trade		\$26,925.60
7. Page Coop	PO Box 95000-1270 Philadelphia, PA 19195 Phone: 800-468-9568 Fax: 610-592-0647	Trade		\$16,523.84
8. King Features Syndicate	PO Box 409189 Atlanta, GA 30384 Phone: 704-348-8667 Fax: 704-376-2424	Trade		\$15,201.40
9. Staples Business Advantage	Dept Atl, PO Box 405386 Atlanta, GA 30384 Phone: 888-753-4106 Fax: 800-480-7339	Trade		\$11,658.30

³ As noted above, the Debtors reserve their rights to dispute the claims on this schedule on any basis.

(1) Name of creditor	(2) Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off ³	(5) Amount of claim (secured also state value of security)
10. Accountemps	12400 Collections Center Drive Chicago, IL 60693 Phone: 203-562-9262 Fax: 203-624-3247	Trade		\$11,027.42
11. AGFA Corporation	100 Challenger Drive Ridgefield Park, NJ 07660 Phone: 201-373-4358 Fax: 201-440-6794	Trade		\$10,115.50
12. Shroom Inc.	6345 Balboa Boulevard Suite 247 Encino, CA 91316 Phone: 818-609-7211 Fax: 818-609-9691	Trade		\$10,091.00
13. PBI Printing	PO Box 1071 Ringgold, GA 30736 Phone: 423-510-9232 Fax: 706-965-7633	Trade		\$7,308.60
14. MTH Information Solutions	828 East Main Street Spartanburg, SC 29302 Phone: 888-246-9608 Fax: 864-594-4581	Trade		\$5,786.99
15. US ink	PO Box 18659 Newark, NJ 07191 Phone: 800-874-7950 Fax: 904-786-1476	Trade		\$4,200.90
16. Unifirst Corporation	2455 Downing Road Fayetteville, NC 28312 Phone: 910-483-8154 Fax: 910-483-2181	Trade		\$4,019.69
17. Crestmark Commercial Capital Lending I	PO Box 41047 Baton Rouge, LA 70835 Phone: Fax: 888-259-8992	Trade		\$3,636.00
18. Ricoh Americas Corporation	PO Box 13852 Newark, NJ 07188 Phone: 877-597-4264 Fax: 972-793-6829	Trade		\$3,200.13
19. Brooks Office Systems	PO Box 1941 Lauringburg, NC 28353 Phone: 910-276-1370 Fax: 910-276-1397	Trade		\$3,178.63
20. Pitney Bowes Financial Services	PO Box 856460 Louisville, KY 40285 Phone: 800-732-7222 Fax: 203-460-3851	Trade		\$2,932.34

DECLARATION UNDER PENALTY OF PERJURY

Pursuant to 28 U.S.C. § 1746, I, Michael C. Bush, the duly qualified and elected President and Chief Executive Officer of Heartland Publications, LLC, one of the Debtors, declare under penalty of perjury that I have reviewed the foregoing Consolidated List and that it is true and correct to the best of my information and belief.

Dated: December 21, 2009

/s/ Michael C. Bush

Michael C. Bush

President and Chief Executive Officer