

FORM B1	United States Bankruptcy Court Northern District of Georgia	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): SOUTHWEST RECREATIONAL INDUSTRIES, INC.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): See attached schedule.	All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):
Soc. Sec./Tax I.D. No. (if more than one, state all): 74-2315598	Soc. Sec./Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code): 701 Leander Drive Leander, Texas 78641	Street Address of Joint Debtor (No. & Street, City, State, & Zip Code):
County of Residence or of the Principal Place of Business: Williamson	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): P.O. Box 589, Leander, Texas 78646	Mailing Address of Joint Debtor (if different from street address):
Location of Principal Assets of Business Debtor (if different from street address above):	CA, CO, GA, IL, KS, NJ, OH, TX and WA (On a consolidated basis with its debtor affiliates)

Information Regarding the Debtor (Check the Applicable Boxes)

Venue (Check any applicable box)

- 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.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Type of Debtor (Check all boxes that apply)

- | | |
|---|---|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Railroad |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Stockbroker |
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Commodity Broker |
| <input type="checkbox"/> Other _____ | <input type="checkbox"/> Clearing Bank |

Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box)

- | | | |
|------------------------------------|--|--|
| <input type="checkbox"/> Chapter 7 | <input checked="" type="checkbox"/> Chapter 11 | <input type="checkbox"/> Chapter 13 |
| <input type="checkbox"/> Chapter 9 | <input type="checkbox"/> Chapter 12 | <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding |

Nature of Debts (Check one box)

- Consumer /Non-Business Business

Filing Fee (Check one box)

- Full Filing Fee attached.
- 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 No. 3.

Chapter 11 Small Business (Check all boxes that apply)

- Debtor is a small business as defined in 11 U.S.C. § 101
- Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(a) (Optional)

Statistical/Administrative Information (Estimates only) ***On a consolidated basis as at 12/31/03**

- Debtor estimates that funds will be available for distribution to unsecured creditors.
- Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors	1 - 15	16 - 49	50 - 99	100 - 199	200 - 999	1,000 - over		
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
Estimated Assets	\$0 to \$50,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million	
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
Estimated Debts	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	More than \$100 million
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

THIS SPACE IS FOR COURT USE ONLY

Name of Debtor(s): Southwest Recreational Industries, Inc.	
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Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)		
Location Where Filed: N/A	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:	Case Number:	Date Filed:

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

 Signature of Debtor

 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date; _____ February

Exhibit A

(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)

Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts)

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.

 Signature of Attorney for Debtor(s) Date

Signature of Attorney

/s/ Matthew W. Levin
 Signature of Attorney for Debtor(s)

Matthew W. Levin (Georgia Bar No. 448270)
 Printed Name of Attorney for Debtor(s)

Alston & Bird LLP
 Firm Name

One Atlantic Center, 1201 West Peachtree St., Atlanta, GA 30309
 Address

404-881-7000
 Telephone Number

February 13, 2004
 Date

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?

Yes, and Exhibit C is attached and made a part of this petition.
 No

Signature of Non-Attorney Petition Preparer

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

 Printed Name of Bankruptcy Petition Preparer

 Social Security Number

 Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:

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

/s/ Robert A. Hale
 Signature of Authorized Individual

Robert Hale
 Printed Name of Authorized Individual

Vice President
 Title of Authorized Individual

February , 2004
 Date

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

 Signature of Bankruptcy Petition Preparer

 Date

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.

ATTACHMENT TO VOLUNTARY PETITION

Pending Bankruptcy Cases Filed by Affiliates of the Debtor:

On February 13, 2004, each of the affiliated entities listed below, including the debtor in this Chapter 11 case (collectively, the "Debtors"), filed a petition in this court for relief under Chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1330. Southwest Recreational Industries, Inc. is the parent corporation of the other Debtors, which are wholly-owned subsidiaries of Southwest Recreational Industries, Inc. Contemporaneously with the filing of their petitions, the Debtors filed a motion requesting that the Court consolidate their Chapter 11 cases for administrative purposes only.

The Debtors are the following entities:

Southwest Recreational Industries, Inc.

E.J. Renner & Associates, Inc. d/b/a Malott Peterson Renner, Inc.

AWS Construction, Inc.

LIST OF TRADENAMES AND D/B/A'S

S.W. Franks Construction Co.

Malott Peterson Renner, Inc.

Martin Surfacing, Inc.

Nexturf

Surfacing Specialists

Ameritech Plastics, Inc.

Five Star Finishing, Inc.

Astroturf Manufacturing Co., Inc.

Astroturf Surfaces Canada Ltd. n/k/a SRI Sports Canada, Inc.

Astroturf Surfaces Pacific Pty Ltd n/k/a SRI Sports Pty Ltd.

Astro Truf International Barbados (dissolved)

Astroturf Europe n/k/a SRI Sports Europe

Astroturf UK (no longer in operation)

Southwest Caribe, Inc.

AstroPlay

Astroturf

SRI Sports

Exhibit "A"

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

[Caption as in Form 16B]

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA

In re: Southwest Recreational Industries, Inc.
Debtor

Case No. 04-
Chapter 11

Exhibit "A" to Voluntary Petition

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is .N/A

2. The following financial data is the latest available information and refers to the debtor's condition on a consolidated basis for the Debtor and its debtor affiliates as at **December 31, 2003**.

a.	Total assets	<u>\$101,919,000</u>	
b.	Total debts (including debts listed in 2.c., below)	<u>\$88,052,000</u>	

			Approximate number of holders
c.	Debt securities held by more than 500 holders.		
	secured / /	unsecured / /	subordinated / / \$ _____
	secured / /	unsecured / /	subordinated / / \$ _____
	secured / /	unsecured / /	subordinated / / \$ _____
	secured / /	unsecured / /	subordinated / / \$ _____
	secured / /	unsecured / /	subordinated / / \$ _____
d.	Number of shares of preferred stock _____		
e.	Number of shares of common stock		<u>1,000,000</u>
	Number of shares of common stock		<u>1</u>

Comments, if any: _____

3. Brief description of debtor's business: Manufacture and install sports surfaces.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: **American Sports Systems, Inc. (Non-Debtor)- 100%, which is owned by American Sports Products Group, Inc. (Non-Debtor) 100%.**

CERTIFICATE OF RESOLUTIONS

The following resolutions were duly adopted at a special meeting of the Board of Directors of the Company duly held on February 12, 2004, and that said resolutions have not been modified or rescinded, and are still in full force and effect on the date hereof:

RESOLVED, that, in the judgment of the Board of Directors, it is desirable and in the best interest of the Company, their creditors, stockholders and other interested parties, that the Company commence a Chapter 11 case (the "Chapter 11 Case") by filing a voluntary petition for relief under the provisions of Chapter 11 of Title 11, United States Code (the "Bankruptcy Code"); and

RESOLVED, that Robert A. Hale in his capacity as an officer of the Company (the "Authorized Officer") be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Georgia (the "Bankruptcy Court") at such time as said Authorized Officer executing the same shall determine; and

RESOLVED, that the Authorized Officer be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and file all petitions, schedules, lists, and other pleadings and to take any and all action that the Authorized Officer may deem necessary, proper or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of the case; and

RESOLVED, that the law firm of Alston & Bird LLP, 1201 West Peachtree Street, Atlanta, Georgia 30309, be and hereby is employed as attorneys for the Company under a general retainer to represent the Company in its Chapter 11 case; and

RESOLVED, that the firm of Carl Marks Consulting, LLC, 135 East 57th Street, New York, New York 10022, be and hereby is employed as financial advisors for the Company under a general retainer to represent the Company in its Chapter 11 case; and

RESOLVED, that the Authorized Officer be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to retain and employ other attorneys, investment bankers, accountants, restructuring professionals, financial advisors and other professionals to assist in the Company's Chapter 11 Case on such terms as are deemed necessary, proper or desirable; and

RESOLVED, that the Authorized Officer and any or all agents (including counsel) designated by or directed by any such Authorized Officer, be, and each hereby is, authorized and empowered to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates and other documents, and to take such other actions, as in the judgment of such officer shall be or become necessary, proper and desirable to prosecute to a successful completion the Chapter 11 Case, other

obligations, organizational form and structure and ownership of the Company and any pertinent affiliate consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and

RESOLVED, that any and all past actions heretofore taken by the Authorized Officer of the Company in the name of and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, approved and adopted.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA

In re) Chapter 11
)
Southwest Recreational Industries, Inc.,¹) Case No. 04 - ____ (____)
)
Debtor.)

DECLARATION CONCERNING THE DEBTORS'
CONSOLIDATED LIST OF THE HOLDERS OF THE TWENTY
LARGEST GENERAL UNSECURED CLAIMS

I, Robert A. Hale, the Vice President of Southwest Recreational Industries, Inc, a Texas corporation, have reviewed the attached Consolidated List of the Holders of the Twenty Largest General Unsecured Claims, and declare that the information contained therein is true and correct to the best of my knowledge, belief and understanding.

/s/ Robert A. Hale _____
ROBERT A. HALE

¹ The Debtors are the following entities: (i) Southwest Recreational Industries, Inc.,(ii) E.J. Renner & Associates, Inc., d/b/a Malott Peterson Renner, Inc., and (iii) AWS Construction, Inc.

Southwest Recreational Industries, Inc., et al.

Consolidated
List of Holders of 20 Largest General Unsecured Claims²

	<u>Name and Address of Creditor</u>	<u>Contact</u>	<u>Nature of Claim</u>	Indicate if Claim is Contingent, Unliquidated, Disputed or <u>Subject to Setoff</u>	<u>Amount</u>
1.	Blackstone Mezzanine Partners, L.P. 345 Park Avenue, 28th Floor New York, NY 10154 Counsel: Mario J. Ippolito, Esq. Paul, Hastings, Janofsky & Walker, LLP 1055 Washington Blvd. Stamford, CT 06901 Fax: 203-359-3031	Salvatore Gentile Tel: 212-583-5300 Fax: 212-583-5482			\$19,637,640
2.	Martin Surfacing, Inc. c/o Armstrong World Industries, Inc. P.O. Box 3001 2500 Columbia Avenue Lancaster, PA 17604 Attn: Robert Sills, Esq.	Robert Sills Tel: 717-397-0611 717-396-6358 Fax: 717-3966146	Seller Notes	Disputed	\$ 6,309,755

² On a consolidated basis with Southwest Recreational Industries, Inc and its debtor affiliates as of February 6, 2004

	<u>Name and Address of Creditor</u>	<u>Contact</u>	<u>Nature of Claim</u>	<u>Indicate if Claim is Contingent, Unliquidated, Disputed or Subject to Setoff</u>	<u>Amount</u>
3.	General Electric Capital Corporation Counsel: J. Douglas Bacon, Esq. Latham & Watkins LLP Sears Tower, Suite 5800 233 South Wacker Drive Chicago, IL 60606 Phone: 312-876-7700 Facsimile: 312-993-9767	Counsel: J. Douglas Bacon Tel: 312-876-7700 Fax: 312-993-9767			\$ 3,272,940
4.	Nexcel Synthetics P.O. Box 714730 Columbus, OH 43271-4730	Tel: 205-655-8817 Fax: 256-825-6812			\$ 531,810
5.	BASF Nederland Postbus 1019 6801 MC Arnhem Netherlands	Tel: 263 717171 Fax: 112 637 17524			\$ 489,150
6.	Bank One Commercial Card Services P.O. Box 73661 Chicago, IL 60673-7661	Tel: 800-316-6056 Fax: 866-282-3011			\$ 364,506

	<u>Name and Address of Creditor</u>	<u>Contact</u>	<u>Nature of Claim</u>	Indicate if Claim is Contingent, Unliquidated, Disputed or <u>Subject to Setoff</u>	<u>Amount</u>
7.	Specialized Construction, Inc. 711 Harvard Avenue Cuyahoga Hts., OH 44105	Tel: 216-271-3363 Fax: 216-271-5310			\$ 290,988
8.	Zurich U.S. 1031 Paysphere Circle Chicago, IL 60674-8745	Tel: 214-866-1316 Fax: 214-866-1329			\$ 268,958
9.	Eker Brothers, Inc. 2865 Rufina Street Santa Fe, NM 87507	Tel: 505-473-9815 Fax: 505-473-9728			\$ 222,188
10.	Huntsman Corporation P.O. Box 371263 Pittsburgh, PA 15251-7263	Tel: 713-235-6073 Fax: 713-235-6881			\$ 221,653
11.	Les Installations Sportives De Fargo 2249 rue Brunelle Carignan, QU J3L 3P9	Attn: Sylvain Leclair Tel: 514-990-1182 Fax: 450-447-9095			\$ 205,901
12.	Whitfield County Tax Commissioner 100 W. Walnut Avenue Suite 140 Dalton, GA 30720-8424	Attn: Danny W. Sane Tel: 706-275-7510 Fax: 706-275-7524			\$ 203,909

	<u>Name and Address of Creditor</u>	<u>Contact</u>	<u>Nature of Claim</u>	Indicate if Claim is Contingent, Unliquidated, Disputed or <u>Subject to Setoff</u>	<u>Amount</u>
13.	Westar Construction, Inc. 5720 Ranch Road 2338 Georgetown, TX 78628	Tel: 512-930-0580 Fax: 512-930-0590			\$ 192,814
14.	ACT Technologies P.O. Box 279 Dalton, GA 30722-0279	Tel: 706-226-6038 Fax: 706-217-2805			\$ 180,978
15.	Dryco Construction 5275 Central Avenue Fremont, CA 94536	Tel: 510-713-6500 Fax: 510-713-6510			\$ 166,219
16.	Lano Carpets PB 200 Harlebeke, ZZ B-8530	Tel: 325-673-7311 Fax: 325-673-7419			\$ 156,285
17.	Solutia, Inc. c/o Wachovia Bank P.O. Box 75098 Charlotte, NC 28275-5098	Tel: 314-997-8625 Fax: 314-674-7098			\$ 151,616
18.	AmSouth Bank P.O. Box 830859 A.H.P.4 Birmingham, AL 35283-0859	Tel: 800-267-6884			\$ 139,804
19..	McGraw Hill Construction 7625 Collection Center Drive Chicago, IL 60693-0076	Tel: 800-393-6343			\$ 131,156

	<u>Name and Address of Creditor</u>	<u>Contact</u>	<u>Nature of Claim</u>	Indicate if Claim is Contingent, Unliquidated, Disputed or <u>Subject to Setoff</u>	<u>Amount</u>
20.	United Rental - National Account 525 Julie Rivers Drive - Suite 200 Sugarland, TX 77487	Beverly Parr Tel: 281-340-4800 Fax: 281-240-3905			\$ 131,056
21.	BayOne Urethane Systems LLC Dept. CH 14124 Palatine, IL 60055-4124				\$ 125,772