

United States Bankruptcy Court District of Delaware		Voluntary Petition																											
Name of Debtor (if individual, enter Last, First, Middle): ACCURIDE DISTRIBUTING, LLC , a Delaware limited liability company	Name of Joint Debtor (Spouse) (Last, First, Middle): NOT APPLICABLE																												
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): 26-2493124	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): 5100 S. Indianapolis Blvd. Whitestown, Indiana ZIP CODE 46075	Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE																												
County of Residence or of the Principal Place of Business: Boone County, Indiana	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																													
<p>Type of Debtor (Form of Organization) (Check one box)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state the type of entity below.)</p>	<p>Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p>Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code)</p>	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p><input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13</p> <hr/> <p>Nature of Debts (Check one box.)</p> <p><input type="checkbox"/> Debts are primarily Debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>																											
<p>Filing Fee (Check one box.)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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.</p>	<p>Chapter 13 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D)</p> <p><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D)</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</p> <p>Check all applicable boxes</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. a small business debtor as defined in 11 U.S.C. § 1126(b)</p>																												
<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><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.</p>		<p>THIS SPACE IS FOR COURT USE ONLY</p>																											
<p>Estimated Number of Creditors on a Consolidated Basis</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td><td>50-99</td><td>100-199</td><td>200-999</td><td>1,000-5,000</td><td>5,001-10,000</td><td>10,001-25,000</td><td>25,001-50,000</td><td>50,001-100,000</td> </tr> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>Over 100,000</td> </tr> </table>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000									Over 100,000
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<p>Estimated Assets on a Consolidated Basis</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 Million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 Billion</td> </tr> </table>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	\$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	\$100,000,001 to \$500 Million	\$500,000,001 to \$1 billion	More than \$1 Billion								
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<p>Estimated Liabilities on a Consolidated Basis</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 Million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	\$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	\$100,000,001 to \$500 Million	\$500,000,001 to \$1 billion	More than \$1 billion								
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): ACCURIDE DISTRIBUTING, LLC , a Delaware limited liability company	
All Prior Bankruptcy Cases Filed Within Last 8 Years If more than two, attach additional sheet.)			
Location Where Filed:	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 Addendum Attached Hereto		Case Number:	Date Filed;
District:	Relationship:	Judge:	
Exhibit A		Exhibit B	
(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.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petition 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).	
		X _____ Signature of Attorney for Debtor(s) (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?			
<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 checked="" 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(1)).			

<p>Voluntary Petition (This page must be completed and filed in every case.)</p>	<p>Name of Debtor(s): ACCURIDE DISTRIBUTING, LLC a Delaware limited liability company</p>
Signatures	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of a Foreign Representative</p> <p>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.</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ (Signature of Representative)</p> <p>X _____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p>Signature of Attorney*</p> <p>X _____ Signature of Attorney for Debtor(s)</p> <p>Michael R. Nestor (No. 3526) YOUNG CONAWAY STARGATT & TAYLOR LLP 1100 West Street, 17th Floor Wilmington, Delaware 19801 Telephone: (302) 571-6600 Facsimile: (302) 571-1253 Email: mnestor@ycst.com and David S. Heller Caroline A. Reckler LATHAM & WATKINS LLP 233 S. Wacker Drive, Suite 5800 Chicago, IL 60606 Telephone: (312) 876-7700 Facsimile: (312) 993-9767 E-mail: caroline.reckler@lw.com</p> <p>Date <u>October 8</u>, 2009</p> <p><small>*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.</small></p>	<p>Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual James H. Woodward, Jr. Vice-President and Manager</p> <p>Date: <u>October 8</u>, 2009</p>	

Addendum to the Voluntary Petition

Pending Bankruptcy Cases Filed By Any Spouse, Partner Or Affiliate Of This Debtor:

On the date hereof, each of the affiliated entities listed below (including the Debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware.

Accuride Corporation

Accuride Cuyahoga Falls, Inc.

Accuride Distributing, LLC

Accuride EMI, LLC

Accuride Erie L.P.

Accuride Henderson Limited Liability Company

AKW General Partner L.L.C.

AOT Inc.

Bostrom Holdings, Inc.

Bostrom Seating, Inc.

Bostrom Specialty Seating, Inc.

Brillion Iron Works, Inc.

Erie Land Holding, Inc.

Fabco Automotive Corporation

Gunite Corporation

Imperial Group Holding Corp. - 1

Imperial Group Holding Corp. - 2

Imperial Group, L.P.

JAIL Management Company

Transportation Technologies Industries, Inc.

Truck Components Inc.

UNANIMOUS WRITTEN CONSENT OF
THE MANAGERS OF
ACCURIDE DISTRIBUTING, LLC

October 5, 2009

The undersigned, being all of the managers (the "Managers") of Accuride Distributing, LLC (the "Company"), hereby consent to, adopt and approve in writing the following resolutions without a meeting, pursuant to the provisions of Section 18-302(d) of the Delaware Limited Liability Company Act (the "Act"), as amended, and agree and acknowledge that this unanimous written consent may be executed in counterparts:

WHEREAS, the Managers have reviewed the materials presented by management and the outside financial and legal advisors of Accuride Corporation, the sole member of the Company (the "Sole Member" and, together with its subsidiaries, "Accuride"), regarding Accuride's financial condition, capital structure, liquidity position, business model and projections, short term and long term prospects, the possible restructuring alternatives available to it, and the impact of the foregoing on its businesses;

WHEREAS, the Board of Directors of the Sole Member has approved a restructuring transaction on the terms and conditions set forth in the term sheets attached hereto as Exhibits A-D, the Convertible Notes Commitment Agreement attached hereto as Exhibit E and the Restructuring Support Agreements attached hereto as Exhibits F and G (the "Restructuring Transaction" and Exhibits A-G, collectively, the "Restructuring Transaction Documents"); and

WHEREAS, the Managers have had the opportunity to consult with management and the outside financial and legal advisors of Accuride and to consider fully each of the possible restructuring alternatives available to the Company, and have determined that it is desirable and in the best interests of the Company and its stakeholders generally that the Company 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 to take the following actions described herein in furtherance of the Restructuring Transaction.

I. Voluntary Petition Under the Provisions of Chapter 11 of the Bankruptcy Code.

BE IT RESOLVED that in the judgment of the Managers, it is desirable and in the best interests of the Company and its stakeholders generally, that the Company file or cause to be filed a voluntary petition for relief under the provisions of Chapter 11 of the Bankruptcy Code (the case commenced thereby, the "Chapter 11 Case");

BE IT FURTHER RESOLVED that the Managers, President, Vice President, Treasurer, Secretary and Assistant Secretary of the Company or such other officers of the Company as the Managers may designate (each, an “Authorized Officer” and collectively the “Authorized Officers”) be, and each of them hereby is, authorized and directed to execute and verify said petition in the name of the Company under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), in such form and at such time as the Authorized Officer executing said petition shall determine; and

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed to execute and file, or cause to be filed (or direct others to do so on their behalf as provided herein) with the Bankruptcy Court, on behalf of the Company, all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other necessary or appropriate papers or documents, including any amendments thereto, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action that they deem necessary, appropriate or desirable to obtain such Chapter 11 bankruptcy relief, and to take any necessary steps to coordinate the Chapter 11 Case.

II. Restructured Credit Facilities

WHEREAS, in accordance with the Restructuring Transaction, Accuride desires to restructure its pre-petition senior secured credit facilities (the “Restructured Facilities”) pursuant to either (1) an Amendment (the “Amendment”) to the Fourth Amended and Restated Credit Agreement of the Sole Member, dated as of January 31, 2005, or (2) a new senior secured credit facility, on the terms and conditions set forth in the Summary of Terms and Conditions for the Proposed Restructured Prepetition Senior Credit Facilities attached hereto as Exhibit B.

WHEREAS, in connection with the Restructured Facilities, the Company may be required to execute and deliver certain documents and agreements required by the Amendment or any other definitive documentation for the Restructured Facilities (including any loan agreement), including, without limitation, acknowledgements and consents, security agreements, pledge agreements, certificates, instruments, financing statements, reaffirmations and any other documents, instruments or agreements contemplated thereby (collectively, the “Restructured Facilities Transaction Documents”).

BE IT RESOLVED that in the judgment of the Managers, it is desirable and in the best interests of the Company and its stakeholders generally that the Company enter into the Restructured Facilities Transaction Documents, and the Authorized Officers be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to negotiate, document, execute, deliver and otherwise enter into such Restructured Facilities Transaction Documents as such officers consider necessary, appropriate or desirable to effectuate the Restructured Facilities and to otherwise take any and all action as such officers may deem necessary, appropriate or desirable to effectuate the Restructured Facilities.

III. Issuance of New Senior Convertible Notes

WHEREAS, in accordance with the Restructuring Transaction, Accuride is to issue \$140 million of new senior convertible notes (the “Convertible Notes”), on the terms and conditions set forth in the Convertible Notes Commitment Agreement attached hereto as Exhibit E and the related Term Sheet for New Capital in Connection with Proposed Restructuring attached hereto as Exhibit C, and the Company is to be a guarantor under the indenture governing the Convertible Notes.

BE IT RESOLVED that in the judgment of the Managers, it is desirable and in the best interests of the Company and its stakeholders generally that the Company take appropriate actions in furtherance of the issuance of the Convertible Notes, and the Authorized Officers be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to negotiate, document, execute, deliver and otherwise enter into any documents, indentures, agreements, guaranties, certificates, notes or instruments related to the issuance of the Convertible Notes as such officers consider necessary, appropriate or desirable.

IV. DIP Financing

WHEREAS, pursuant to the Restructuring Transaction, Accuride will enter into post-petition financing, including one or more debtor-in-possession credit facilities, to which the Company is to be a guarantor, and all other documents, guaranties, security agreements, pledge agreements, certificates, notes or instruments related thereto as Accuride shall consider necessary, appropriate or advisable (collectively, the “DIP Financing Transaction Documents”) on the terms and conditions set forth in the Summary Terms for DIP Facility attached hereto as Exhibit D.

BE IT RESOLVED that in the judgment of the Managers, it is desirable and in the best interests of the Company and its stakeholders generally that the Company enter into the relevant DIP Financing Transaction Documents, and the Authorized Officers be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to negotiate, document, execute, deliver and otherwise enter into any of the DIP Financing Transaction Documents as such officers consider necessary, appropriate or desirable to effectuate the post-petition financing and to otherwise take any and all action as such officers may deem necessary, appropriate or desirable to effect and carry out the transactions contemplated by the DIP Financing Transaction Documents.

V. Retention of Professionals.

BE IT RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the law firm of Latham & Watkins LLP as co-general bankruptcy counsel to represent and advise the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any pleadings, in connection with the Chapter 11 Case and with any post-petition financing; 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 with the Bankruptcy Court for authority to retain the services of Latham & Watkins LLP;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Young Conaway Stargatt & Taylor, LLP as co-general bankruptcy counsel to represent and advise the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Young Conaway Stargatt & Taylor, LLP;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Goodmans LLP as Canadian counsel to represent and advise the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Goodmans LLP;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Zolfo Cooper, LLC as restructuring consultants to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Zolfo Cooper, LLC;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Perella Weinberg Partners LP as investment banker and financial advisors to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Perella Weinberg Partners LP;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of

The Garden City Group, as notice and claims agent to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of The Garden City Group;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Deloitte Tax LLP as tax advisors to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Deloitte Tax LLP;

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ the firm of Edward Howard & Co. as corporate communications consultants to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations in connection with the Chapter 11 Case and with any post-petition financing; 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 the filing of the Chapter 11 Case, and cause to be filed an appropriate application with the Bankruptcy Court for authority to retain the services of Edward Howard & Co.; and

BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Company, to employ any other professionals necessary to assist the Company 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 appropriate applications with the Bankruptcy Court for authority to retain the services of any other professionals, as necessary.

VI. Consent Regarding Sole Member Bankruptcy.

BE IT RESOLVED that the Managers hereby agree and consent that the filing of the Sole Member's petition for bankruptcy (to be filed contemporaneously with that of the Company) shall not constitute a cessation of membership under Section 18-304 of the Act and the Sole Member shall remain a member of the Company; and

BE IT FURTHER RESOLVED that the Managers hereby waive any Withdrawal Event and subsequent dissolution under Sections 1.2 and 8.1 of the Limited Liability Company

Agreement of Accuride Distributing, LLC, dated April 28, 2008 (the “LLC Agreement”) caused by the Sole Member’s bankruptcy, and the LLC Agreement shall be amended in all respects to reflect such waiver.

VII. General.

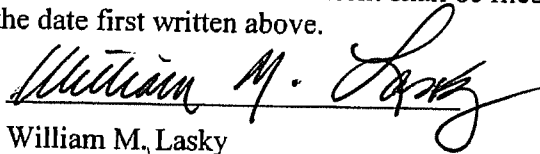
BE IT RESOLVED that the Authorized Officers be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, to incur all such fees and expenses and to take such other action, as in the judgment of such Authorized Officer shall be or become necessary, proper and desirable to prosecute to a successful completion of the Chapter 11 Case, to effectuate the restructuring of debt, other obligations, organizational form and structure and ownership of the Company and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions;

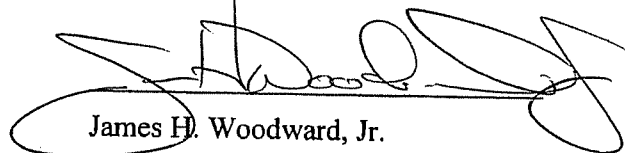
BE IT FURTHER RESOLVED that the Authorized Officers be, and each of them hereby is, authorized and empowered, with full power of delegation, for and in the name and on behalf of the Company to amend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions; and

BE IT FURTHER RESOLVED that all acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.

[Signature Page Follows.]

IN WITNESS WHEREOF, this Unanimous Written Consent shall be filed with the records of the Company, effective as of the date first written above.


William M. Lasky


James H. Woodward, Jr.

**BEING THE MANAGERS OF THE
COMPANY**

Exhibits

The exhibits referenced in this consent are voluminous and copies may be obtained upon request from debtor's counsel.

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

In re:

ACCURIDE DISTRIBUTING, LLC,

Debtor.¹

Chapter 11

Case No. 09-____ (____)

Joint Administration Pending

**CONSOLIDATED LIST OF CREDITORS HOLDING
30 LARGEST UNSECURED CLAIMS**

The following is a list of creditors holding the 30 largest unsecured claims against the above-captioned Debtor and certain affiliated entities that have simultaneously commenced chapter 11 cases in this Court (collectively, the “**Debtors**”). This list has been prepared on a consolidated basis from the unaudited books and records of the Debtors. The list reflects amounts from the Debtors’ books and records as of October 7, 2009.

The list is prepared in accordance with Fed. R. Bank. P. 1007(d) for filing in the Debtors’ chapter 11 cases. This list does not include (1) persons who come within the definitions of “insider” set forth in 11 U.S.C. Section 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the largest unsecured claims.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Accuride Corporation, a Delaware corporation (9077); Accuride Cuyahoga Falls, Inc., a Delaware corporation (9556); Accuride Distributing, LLC, a Delaware limited liability company (3124); Accuride EMI, LLC, a Delaware limited liability company (N/A); Accuride Erie L.P., a Delaware limited partnership (4862); Accuride Henderson Limited Liability Company, a Delaware limited liability company (8596); AKW General Partner L.L.C., a Delaware limited liability company (4861); AOT Inc., a Delaware corporation (3088); Bostrom Holdings, Inc., a Delaware corporation (9282); Bostrom Seating, Inc., a Delaware corporation (7179); Bostrom Specialty Seating, Inc., a Delaware corporation (4182); Brillion Iron Works, Inc., a Delaware corporation (6942); Erie Land Holding, Inc., a Delaware corporation (8018); Fabco Automotive Corporation, a Delaware corporation (9802); Gunit Corporation, a Delaware corporation (9803); Imperial Group Holding Corp. -1, a Delaware corporation (4007); Imperial Group Holding Corp. -2, a Delaware corporation (4009); Imperial Group, L.P., a Delaware limited partnership (4012); JAI Management Company, a Delaware corporation (N/A); Transportation Technologies Industries, Inc., a Delaware corporation (2791); and Truck Components Inc., a Delaware corporation (5407). The mailing address for Accuride Corporation is 7140 Office Circle, Evansville, Indiana 47715.

The information herein shall not constitute an admission of liability by, nor is it binding on, any Debtor. Moreover, nothing herein shall affect any Debtor's right to challenge the amount or characterization of any claim at a later date.

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
1	BNY Midwest Trust Company	Robert Cafarelli 2 N LaSalle Street, Suite 1020 Chicago, IL 60602 Tel-(312)827-8688 Fax-(312)827-8542	Senior Subordinate Notes		\$291,037,847
2	MATALCO INC	Brian Muirhead 850 Intermodal Dr. Brampton, Ontario L6T0B5 Canada Tel-(905)790-2511 Fax-(905)790-2057	Trade Payable		\$1,113,730
3	JOSEPH TRYERSON & SON, INC	Nicholas Harris 2015 Polymer Drive Chattanooga, TN 37401 Tel-615-248-2327 Fax-615-248-2336	Trade Payable		\$804,609
4	RYERSON	Dora Foster 1502 Champion Drive Carrollton, TX 75006 Tel-(214)707-7484 Fax-(972)484-1932	Trade Payable		\$791,756
5	GALLATIN STEEL COMPANY	Marty Ashcraft 4831 U.S. Highway 42 West Ghent, KY 41045-9704 Tel-(859)567-3113 Fax-(800)504-4307	Trade Payable		\$557,663

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
6	AMERICAN COLLOID CO	Laura Strohmayer 1500 West Shure Drive Arlington Heights, IL 60004-7803 Tel-(847)506-6153 Fax-(847)394-7860	Trade Payable		\$323,409
7	PRIMETRADE INC	Dave Keller 11301 Carmel Commons Blvd, Suite 115 Charlotte, NC. 28226 Tel-(800)242-3343 Fax-(920)731-9621	Trade Payable		\$321,506
8	ANIXTER FASTENERS	Mike Hamblin PO BOX 847428 Dallas TX 75284 T:512-989-4262 F:512-353-7000	Trade Payable		\$248,044
9	FOSECO METALLURGICAL INC	PO BOX 81227 Cleveland, OH 44191 T: (800) 244-2640 F: (630) 820-9672	Trade Payable		\$236,594
10	HYDRO ALUMINUM NORTH AMERICA	Matt Aboud 5801 Riverport Rd. Henderson, KY 42420 Tel-(270)830-0022 Fax-(270)830-0089	Trade Payable		\$230,801
11	B&B METALS PROCESSING CO INC	Bob Burrows 14520 Pioneer Road Newton, WI 53063 Tel-(262)253-3660 Fax-(262)250-0368	Trade Payable		\$228,683

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
12	DAWLEN CORPORATION	2029 MICOR DRIVE JACKSON, MI 49203 T: (517) 787-2200 F:(517) 787-9031	Trade Payable		\$220,379
13	SISU AXLE, INC.	P.O.Box 189 FI-13101 Autotehtaan tie 1, 13250 Hameenlinna, Finland Tel +358 204 55 2999 Fax +358 204 55 2900	Trade Payable		\$217,475
14	B&D THREAD ROLLING	36820 Van Born Rd. Wayne, MI, 48184 Phone: 734.728.7070 Fax: 734.728.0070	Trade Payable		\$215,247
15	GENERAL BEARING CORPORATION	Joe Huffer 918 Eagle Brook Drive Shelbyville, IN 46176 Tel-(317)392-8907 Fax-(317)392-8908	Trade Payable		\$204,880
16	MOTION INDUSTRIES	Jon Lange 4410 Airport Expressway Indianapolis, IN 46241 Tel-(815)87409461 Fax-(815)874-6550	Trade Payable		\$195,460
17	AUTOMOTIVE & RESERVOIR IND.	2020 #6 Road Richmond BC V6V 1P1 Canada T:(604) 276-2838 F: (604) 276-8560	Trade Payable		\$189,987

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
18	CHURCHELECTRIC INC	7605 Old French Road Erie, PA 16509 T: (814) 868-1858 F: (814) 866-6387	Trade Payable		\$185,412
19	ROYSTERS MACHINE SHOP, LLC	Mike Royster PO Box 1199 Henderson, KY 42419-1199 Tel - (270) 826-3396 Fax - (270) 826-2479	Trade Payable		\$180,775
20	NUWAY	25 Access Way Bloomington, IL T: (309) 820-9797 F: (309) 820-9798	Trade Payable		\$177,355
21	CCMETALS & ALLOYS	300 Corporate Drive, STE 21 Amhearst, NY. 14226 T: (620) 465-2571 F: (620) 465-2323	Trade Payable		\$163,509
22	INTEGRYS	1088 Springhurst Drive Green Bay, WI 54304 T: (920) 617-6086 F: (920) 617-6070	Trade Payable		\$152,380
23	SEI METAL FORMS	1601 Terre Colony Court Dallas, TX 75212 Tel - (214) 630-0322 Fax - (214) 634-7922	Trade Payable		\$143,816

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
24	DAUBER COMPANY, INC.	577 N. 18th Mile Road, Rte 1 Tonica, IL 61370 T: (920) 867-4181 F: (920) 867-3746	Trade Payable		\$138,446
25	BAILEY TOOL MANUFACTURING CO.	906 Mercury Avenue Duncanville, TX 75137 T: (469) 916-0101 F: (469) 916-0103	Trade Payable		\$137,424
26	LARPEN METALLURGICAL SERVICE	1111 Western Drive Hartford, WI. 53027 T: (920) 682-0251 F: (920) 684-2828	Trade Payable		\$119,250
27	MERCURY PRECISION PRODUCTS	Andy Sagar 3920 FM 1960 West Suite 250 Houston, TX 77068 T: (281) 397-7770 F: (281) 397-8387	Trade Payable		\$119,082
28	HFI, LLC	5795 GREEN POINTE DRIVE SOUTH GROVEPORT, OHIO 43125 T: (614) 497-0703 F: (614) 491-1899	Trade Payable		\$119,038
29	SUBURBAN ELECTRICAL ENGINEERS	709 Hickory Farm Lane Appleton, WI 54914 T: (920) 739-5156 F: (920) 739-4767	Trade Payable		\$118,601

CREDITOR RANK	NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	C U D S	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
30	CARTUS CORPORATION	40 Apple Ridge Road Danbury, CT 06810 T: + 1.203.205.3400 F: + 1.888.767.9358	Trade Payable		\$115,832

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

In re:

ACCURIDE DISTRIBUTING, LLC,

Debtor.¹

Chapter 11

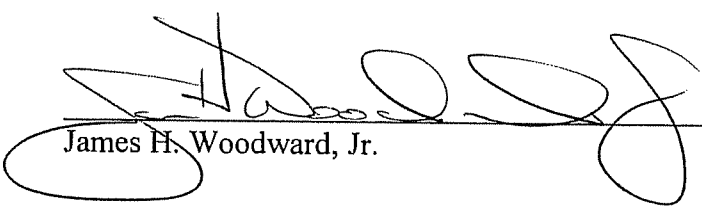
Case No. 09-____ (____)

Joint Administration Pending

**DECLARATION CONCERNING DEBTORS' CONSOLIDATED LIST OF
CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS**

I, James H. Woodward, Jr., Vice President and Manager of Accuride Distributing, LLC, a Delaware corporation, declare under penalty of perjury that I have reviewed the consolidated list of creditors holding the 30 largest unsecured claims submitted herewith, and that the list is true and correct to the best of my information and belief.

Dated: October 8, 2009


James H. Woodward, Jr.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Accuride Corporation, a Delaware corporation (9077); Accuride Cuyahoga Falls, Inc., a Delaware corporation (9556); Accuride Distributing, LLC, a Delaware limited liability company (3124); Accuride EMI, LLC, a Delaware limited liability company (N/A); Accuride Erie L.P., a Delaware limited partnership (4862); Accuride Henderson Limited Liability Company, a Delaware limited liability company (8596); AKW General Partner L.L.C., a Delaware limited liability company (4861); AOT Inc., a Delaware corporation (3088); Bostrom Holdings, Inc., a Delaware corporation (9282); Bostrom Seating, Inc., a Delaware corporation (7179); Bostrom Specialty Seating, Inc., a Delaware corporation (4182); Brillion Iron Works, Inc., a Delaware corporation (6942); Erie Land Holding, Inc., a Delaware corporation (8018); Fabco Automotive Corporation, a Delaware corporation (9802); Gunit Corporation, a Delaware corporation (9803); Imperial Group Holding Corp. -1, a Delaware corporation (4007); Imperial Group Holding Corp. -2, a Delaware corporation (4009); Imperial Group, L.P., a Delaware limited partnership (4012); JAI Management Company, a Delaware corporation (N/A); Transportation Technologies Industries, Inc., a Delaware corporation (2791); and Truck Components Inc., a Delaware corporation (5407). The mailing address for Accuride Corporation is 7140 Office Circle, Evansville, Indiana 47715.

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

In re:

ACCURIDE DISTRIBUTING, LLC,

Debtor.¹

Chapter 11

Case No. 09-____ (____)

Joint Administration Pending

LIST OF EQUITY SECURITY HOLDERS

In accordance with Rule 1007(a)(1) and 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the Debtor submits the List of Equity Security Holders attached hereto, representing the record holders as of September 29, 2009.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Accuride Corporation, a Delaware corporation (9077); Accuride Cuyahoga Falls, Inc., a Delaware corporation (9556); Accuride Distributing, LLC, a Delaware limited liability company (3124); Accuride EMI, LLC, a Delaware limited liability company (N/A); Accuride Erie L.P., a Delaware limited partnership (4862); Accuride Henderson Limited Liability Company, a Delaware limited liability company (8596); AKW General Partner L.L.C., a Delaware limited liability company (4861); AOT Inc., a Delaware corporation (3088); Bostrom Holdings, Inc., a Delaware corporation (9282); Bostrom Seating, Inc., a Delaware corporation (7179); Bostrom Specialty Seating, Inc., a Delaware corporation (4182); Brillion Iron Works, Inc., a Delaware corporation (6942); Erie Land Holding, Inc., a Delaware corporation (8018); Fabco Automotive Corporation, a Delaware corporation (9802); Gunit Corporation, a Delaware corporation (9803); Imperial Group Holding Corp. -1, a Delaware corporation (4007); Imperial Group Holding Corp. -2, a Delaware corporation (4009); Imperial Group, L.P., a Delaware limited partnership (4012); JAI Management Company, a Delaware corporation (N/A); Transportation Technologies Industries, Inc., a Delaware corporation (2791); and Truck Components Inc., a Delaware corporation (5407). The mailing address for Accuride Corporation is 7140 Office Circle, Evansville, Indiana 47715.

List of Equity Security Holders of Record

Name	Address	Percentage of Ownership
Accuride Corporation	7140 Office Circle Evansville, Indiana 47715	100%

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

In re:

ACCURIDE DISTRIBUTING, LLC,

Debtor.¹

Chapter 11

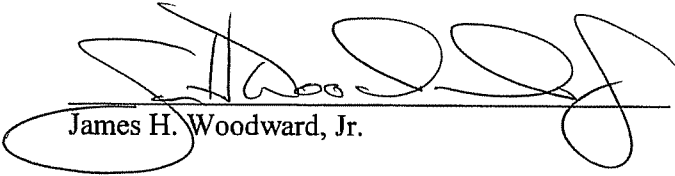
Case No. 09-____ (____)

Joint Administration Pending

**DECLARATION REGARDING
LIST OF EQUITY SECURITY HOLDERS**

I, James H. Woodward, Jr., Vice President and Manager of Accuride Distributing, LLC, a Delaware limited liability company, declare under penalty of perjury that I have reviewed the List of Equity Security Holders submitted herewith, and that the list is true and correct to the best of my information and belief.

Dated: October 8, 2009


James H. Woodward, Jr.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Accuride Corporation, a Delaware corporation (9077); Accuride Cuyahoga Falls, Inc., a Delaware corporation (9556); Accuride Distributing, LLC, a Delaware limited liability company (3124); Accuride EMI, LLC, a Delaware limited liability company (N/A); Accuride Erie L.P., a Delaware limited partnership (4862); Accuride Henderson Limited Liability Company, a Delaware limited liability company (8596); AKW General Partner L.L.C., a Delaware limited liability company (4861); AOT Inc., a Delaware corporation (3088); Bostrom Holdings, Inc., a Delaware corporation (9282); Bostrom Seating, Inc., a Delaware corporation (7179); Bostrom Specialty Seating, Inc., a Delaware corporation (4182); Brillion Iron Works, Inc., a Delaware corporation (6942); Erie Land Holding, Inc., a Delaware corporation (8018); Fabco Automotive Corporation, a Delaware corporation (9802); Gunit Corporation, a Delaware corporation (9803); Imperial Group Holding Corp. -1, a Delaware corporation (4007); Imperial Group Holding Corp. -2, a Delaware corporation (4009); Imperial Group, L.P., a Delaware limited partnership (4012); JAII Management Company, a Delaware corporation (N/A); Transportation Technologies Industries, Inc., a Delaware corporation (2791); and Truck Components Inc., a Delaware corporation (5407). The mailing address for Accuride Corporation is 7140 Office Circle, Evansville, Indiana 47715.

**IN THE UNITED STATES BANKRUPTCY COURT
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Debtor.¹

Chapter 11

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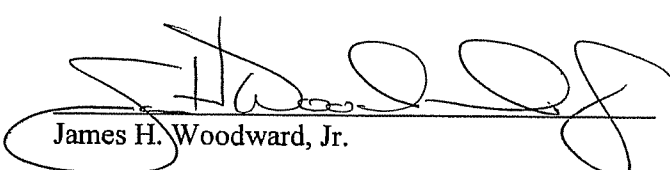
STATEMENT OF CORPORATE OWNERSHIP

The following entities directly or indirectly own 10% or more of any class of the above-captioned Debtor's equity interests:

Accuride Corporation
7140 Office Circle
Evansville, Indiana 47715

I, James H. Woodward, Jr., Vice President and Manager of Accuride Distributing, LLC, a Delaware limited liability company, declare under penalty of perjury that I have reviewed the Statement of Corporate Ownership and that the information is true and correct to the best of my information and belief.

Dated: October 8, 2009


James H. Woodward, Jr.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Accuride Corporation, a Delaware corporation (9077); Accuride Cuyahoga Falls, Inc., a Delaware corporation (9556); Accuride Distributing, LLC, a Delaware limited liability company (3124); Accuride EMI, LLC, a Delaware limited liability company (N/A); Accuride Erie L.P., a Delaware limited partnership (4862); Accuride Henderson Limited Liability Company, a Delaware limited liability company (8596); AKW General Partner L.L.C., a Delaware limited liability company (4861); AOT Inc., a Delaware corporation (3088); Bostrom Holdings, Inc., a Delaware corporation (9282); Bostrom Seating, Inc., a Delaware corporation (7179); Bostrom Specialty Seating, Inc., a Delaware corporation (4182); Brillion Iron Works, Inc., a Delaware corporation (6942); Erie Land Holding, Inc., a Delaware corporation (8018); Fabco Automotive Corporation, a Delaware corporation (9802); Gunit Corporation, a Delaware corporation (9803); Imperial Group Holding Corp. -1, a Delaware corporation (4007); Imperial Group Holding Corp. -2, a Delaware corporation (4009); Imperial Group, L.P., a Delaware limited partnership (4012); JAII Management Company, a Delaware corporation (N/A); Transportation Technologies Industries, Inc., a Delaware corporation (2791); and Truck Components Inc., a Delaware corporation (5407). The mailing address for Accuride Corporation is 7140 Office Circle, Evansville, Indiana 47715.