

COVER SHEET FOR MONTHLY OPERATING REPORTS

CASE NAME: ALLENS INC. and AL hin

CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

Debtor hereby submits the attached MONTHLY OPERATING REPORT

for the month of January 31, 2014

CASE NAME: Allens, INC. and ALL VEG, LLC

CASE NUMBER: 13-73597 (BTB) ε SCHEDULE OF ACCOUNTS RECEIVABLE AGING

SCHEDULE A

	TOTAL ACCOUNTS RECEIVABLE	0-30 DAYS	31-60 DAYS	61-90 DAYS	91-120 DAYS	OVER 120 DAYS
Date of Filing: 10/28/2013	24,999,311	25,209,403	(16,638)	(61,350)	(18,172)	(113,932)
% of Total	100%	100.84%	-0.07%	-0.25%	-0.07%	-0.46%
Month: 10/31/2013	26,281,287	26,383,899	(51,124)	(78,269)	(31,063)	57,844
% of Total	100%	100.39%	-0.19%	-0.30%	-0.12%	0.22%
Month: 11/30/2013	26,730,321	26,796,669	48,396	(43,031)	(73,404)	1,690
% of Total	100%	100.25%	0.18%	-0.16%	-0.27%	0.01%
Month: 12/31/2013	17,962,909	18,634,762	(222,347)	(274,696)	(74,659)	(100,150)
% of Total	100%	103.74%	-1.24%	-1.53%	-0.42%	-0.56%
Month: 1/31/2014	15,167,332	16,041,192	(130,223)	(326,190)	(295,626)	(121,821)
% of Total	100%	105.76%	-0.86%	-2.15%	-1.95%	-0.80%
Month: _____						
% of Total	100%	0.00%	0.00%	0.00%	0.00%	0.00%
Month: _____						
% of Total	100%	0.00%	0.00%	0.00%	0.00%	0.00%

ASSETS	Footnote	PETITION DATE 10/28/13	MONTH ENDING 10/31/13	MONTH ENDING 11/30/13	MONTH ENDING 12/31/13	MONTH ENDING 01/31/14	MONTH ENDING 02/28/14	MONTH ENDING 03/31/14
CURRENT ASSETS								
Cash	[1]	6,179,673	8,705,505	2,625,172	2,112,567	1,337,514		
Accounts Receivable, Net (Sch. A)	[2]	25,275,738	25,522,056	26,062,128	17,553,568	15,377,370	0	0
Inventory, At Lower Of Cost Or Market	[3]	159,313,240	157,347,066	142,765,988	130,003,482	117,207,057		
Prepaid Expenses	[4]	7,298,823	7,298,823	7,488,508	7,155,908	7,569,209		
Other	[5]	2,167,801	2,167,801	1,713,492	1,817,025	1,743,444		
Total Current Assets		200,235,274	201,041,251	180,655,288	158,642,550	143,234,594	0	0
PROPERTY, PLANT & EQUIP. (Sch. B)								
Less Accumulated Depreciation		264,928,348	264,928,348	264,977,636	265,014,821	264,722,663	0	0
Net Property		100,399,760	100,399,760	100,093,732	99,862,805	99,452,239	0	0
OTHER ASSETS (Describe)								
Notes Receivable		2,029,206	2,029,206	2,031,002	2,032,799	2,034,596		
Trademark		17,446,073	17,328,820	17,211,733	17,094,646	16,977,560		
Other		1,826,616	1,826,616	1,657,161	2,159,692	2,169,935		
Total Other Assets		21,301,895	21,184,642	20,899,896	21,287,137	21,182,091	0	0
TOTAL ASSETS		321,936,929	322,625,653	301,648,916	279,792,492	263,868,924	0	0

Check
 I CERTIFY UNDER PENALTY OF PERJURY THAT THE FOLLOWING OPERATING REPORTS, CONSISTING OF ___ PAGES
 ARE TRUE AND CORRECT.

Date submitted 2/24/14 Signed  Jonathan Hickman
 (Printed name of signatory)

LIABILITIES & EQUITY		PETITION DATE 10/28/13	MONTH ENDING 10/31/13	MONTH ENDING 11/30/13	MONTH ENDING 12/31/13	MONTH ENDING 01/31/14	MONTH ENDING 02/28/14	MONTH ENDING 03/31/14
LIABILITIES								
Post Petition Liabilities (Sched. C)		0	2,736,696	12,243,563	13,273,918	13,730,762	0	0
Pre Petition Liabilities								
Notes Payable - Secured		0	0	0	0	0		
Priority Debt	[6]	178,110,198	178,257,761	157,538,081	141,371,100	133,390,528		
Unsecured Debt	[7]	121,371,539	119,176,004	111,483,305	110,220,469	110,964,010		
Other	[8]	671,510	671,510	671,510	671,510	671,510		
Total Pre Petition Liabilities		300,153,247	298,105,275	269,692,896	252,263,079	245,026,048	0	0
Total Liabilities		300,153,247	300,841,971	281,936,459	265,536,997	258,756,810	0	0
STOCKHOLDERS' EQUITY								
Preferred Stock								
Common Stock		123,850	123,850	123,850	123,850	123,850		
Paid-In Capital		6,386,898	6,386,898	6,386,898	6,386,898	6,386,898		
Retained Earnings								
Through Filing Date	[9]	15,272,934	15,272,934	15,272,934	15,272,934	15,272,934		
Post Filing Date		0	0	(2,071,225)	(7,528,187)	(16,671,568)	0	0
Total Stockholders' Equity		21,783,682	21,783,682	19,712,457	14,255,495	5,112,114	0	0
TOTAL LIABILITIES & EQUITY		321,936,929	322,625,653	301,648,916	279,792,492	263,868,924	0	0

	MONTH ENDING 10/31/13	MONTH ENDING 11/30/13	MONTH ENDING 12/31/13	MONTH ENDING 01/31/14	MONTH ENDING 02/28/14	MONTH ENDING 03/31/14	YEAR TO DATE
GROSS SALES (INCOME)	37,183,701	33,680,652	28,383,447	21,602,674	0	0	120,850,474
COST OF GOODS SOLD							
Materials		0	0	0			0
Labor - Direct		0	0	0			0
Manufacturing Overhead		0	0	0			0
Total Cost of Goods Sold [10]	34,287,153	28,201,271	26,169,258	22,778,526	0	0	111,436,208
GROSS PROFIT	2,896,548	5,479,381	2,214,189	(1,175,852)	0	0	9,414,266
OPERATING EXPENSES							
Selling & Marketing [11]	3,608,758	3,266,624	2,639,331	2,068,721			11,583,434
Executive & Mgmt. Salaries [12]	104,119	130,149	115,569	129,907			479,744
Office & Other Salaries [13]	351,786	418,986	426,057	395,133			1,591,962
Rent	117,129	68	66	1,100			118,363
Other (Attach Schedule) [14]	1,521,111	582,262	2,016,077	2,084,388			6,203,837
Total Operating Expenses	5,702,903	4,398,088	5,197,100	4,679,249	0	0	19,977,340
OTHER EXPENSES							
Quarterly Fees	0						0
Depreciation	435,929	355,316	268,112	227,703			1,287,060
Interest [15]	1,373,913	1,367,845	1,337,129	1,294,582			5,373,469
Attorney's Fees	654,876	469,063	350,718	1,045,471			2,520,128
Other Professional Fees	1,320,919	960,294	518,092	720,524			3,519,829
Total Other Expenses	3,785,637	3,152,518	2,474,051	3,288,280	0	0	12,700,486
Total Expenses	9,488,540	7,550,606	7,671,151	7,967,529	0	0	32,677,826
NET INCOME (LOSS)	(6,591,992)	(2,071,225)	(5,456,962)	(9,143,381)	0	0	(23,263,560)

CASE NAME: Allens, INC. and ALL VEG, LLC
CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

STATEMENT OF SOURCE AND USE OF CASH FORM OPR-3

	MONTH ENDING 10/31/13	MONTH ENDING 11/30/13	MONTH ENDING 12/31/13	MONTH ENDING 01/31/14	MONTH ENDING 02/28/14	MONTH ENDING 03/31/14	YEAR TO DATE
CASH DIFFERENCE							
Current Ending Cash Balance	8,705,505	2,625,172	2,112,567	1,337,514	0	0	14,780,758
Less Ending Prior Month Balance	1,730,483	8,705,505	2,625,172	2,112,567	0	0	15,173,727
NET CASH INCREASE(DECREASE)	6,975,022	(6,080,333)	(512,605)	(775,053)	0	0	(392,969)
SOURCES OF CASH							
Income (Loss) From Operations	(6,591,992)	(2,071,225)	(5,456,962)	(9,143,381)	0	0	(23,263,560)
Add: Non-cash items (Depr. & Amort.)	435,929	355,316	268,112	227,703	0	0	1,287,060
Cash Generated From Operations	(6,156,063)	(1,715,909)	(5,188,850)	(8,915,678)	0	0	(21,976,500)
Add: Decrease in Assets							
Accounts Receivable	0	0	8,508,560	2,176,198	0	0	10,684,758
Inventory	13,783,876	14,581,078	12,762,506	12,796,425	0	0	53,923,885
Prepaid Expenses	193,699	0	332,600	0	0	0	526,299
Property, Plant & Equipment	6,371,716	0	0	182,863	0	0	6,554,579
Other Current Assets	173,866	454,309	0	73,581	0	0	701,756
Other Assets	0	284,746	0	105,046	0	0	389,792
Increase in Liabilities:							
Post Petition Liabilities	1,543,125	9,506,867	1,030,355	456,844	0	0	12,537,190
Pre Petition Liabilities	0	0	0	0	0	0	0
TOTAL SOURCES OF CASH	15,910,219	23,111,091	17,445,171	6,875,279	0	0	63,341,759
USE OF CASH							
Subtract: Increase in Assets							
Accounts Receivable	5,368,423	540,072	0	0	0	0	5,908,495
Inventory	0	0	0	0	0	0	0
Prepaid Expenses	0	189,685	0	413,301	0	0	602,986
Property, Plant & Equipment	0	49,288	37,185	0	0	0	86,473
Other Current Assets	0	0	103,533	0	0	0	103,533
Other Assets	54,033	0	387,241	0	0	0	441,274
Decrease in Liabilities:							
Post Petition Liabilities	0	0	0	0	0	0	0
Pre Petition Liabilities	3,512,741	28,412,379	17,429,817	7,237,031	0	0	56,591,967
TOTAL USE OF CASH	8,935,197	29,191,424	17,957,776	7,650,332	0	0	63,734,728
NET CASH INCREASE (DECREASE)	6,975,022	(6,080,333)	(512,605)	(775,053)	0	0	(392,969)

CASE NAME: Allens, INC. and ALL VEG, LLC
 CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

SCHEDULE OF FIXED ASSETS

SCHEDULE B

	MONTH 10/31/13	MONTH 11/30/13	MONTH 12/31/13	MONTH 01/31/14	MONTH 02/28/14	MONTH 03/31/14
FIXED ASSETS:						
Buildings	88,873,099	88,873,099	88,873,099	88,489,789		
Land	16,786,985	16,786,985	16,786,985	16,786,985		
Improvements						
Office Furniture	9,258,641	9,258,641	9,258,641	9,258,641		
Office Equipment						
Computer Equipment						
Shop Machinery						
Shop Equipment						
Automobiles [16]	144,028,114	144,042,902	143,756,514	143,797,676		
Vans [17]	5,981,509	6,016,009	6,339,582	6,389,572		
Trucks						
Trailers						
Heavy Equipment						
Other Vehicles						
Major Tools						
Boat & Airplane						
Warehouse Equipment						
Other						
TOTAL FIXED ASSETS	264,928,348	264,977,636	265,014,821	264,722,663	0	0

CASE NAME: Allens, INC. and ALL VEG, LLC
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SCHEDULE OF POST PETITION DEBT

SCHEDULE C

	MONTH 10/31/13	MONTH 11/30/13	MONTH 12/31/13	MONTH 01/31/14	MONTH 02/28/14	MONTH 03/31/14
TRADE ACCOUNTS PAYABLE	1,543,125	1,133,094	2,336,586	1,526,315		
TAXES PAYABLE:						
Federal Payroll Taxes [18]	762	2,773	968	137,010		
State Payroll Taxes [18]	57,385	142,367	146,632	223,630		
State Sales Taxes	0	0	0	0		
Local Payroll Taxes [18]	47	99	110	80		
Real Estate & Pers. Prop. Taxes	13,457	131,311	(67,668)	0		
Other						
TOTAL TAXES PAYABLE	71,652	276,549	80,042	360,720	0	0
OTHER LIABILITIES:						
Post Petition Secured Debt	0	0				
Accrued Interest Payable	84,749	933,331	1,821,525	2,721,561		
Other Accrued Liabilities [19]	1,037,171	9,900,589	9,035,765	9,122,166		
TOTAL OTHER LIABILITIES	1,121,920	10,833,920	10,857,290	11,843,727	0	0
TOTAL POST PETITION DEBT	2,736,696	12,243,563	13,273,918	13,730,762	0	0

CASE NAME: Allens, INC. and ALL VEG, LLC
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FOOTNOTES

- 1 Cash is the book cash of the Company. This includes actual bank balances minus outstanding checks.
- 2 The A/R Aging in Schedule A does not include shipments that have not been invoiced, A/R reserve and Miscellaneous Receivables.
- 3 Inventory includes raw materials, finished good inventory, packaging inventory, seed & field materials and spare parts. 10/28/13 inventory reflects activity per the Company's borrowing base report.
- 4 Prepaids includes Loan Closing Fees
- 5 Comprised of miscellaneous receivables
- 6 Reflects Senior secured first lien debt, Second lien secured debt and includes accrued and unpaid interest
- 7 Unsecured Debt includes Accounts Payable, Book Overdrafts and Accrued Expenses.
- 8 Other Pre-Petition Liability includes Deferred Tax Liability
- 9 Retained Earnings includes Treasury Stock.
- 10 Cost of Goods Sold includes raw material, packaging, labor, freight, and other direct and indirect production costs. Adjusted to include discontinued operations and exclude depreciation and corporate salary allocation.
- 11 Selling & Marketing includes Delivery costs of Finished Goods to Customers
- 12 Includes Executive Salaries only - some portions of Executive salaries are allocated to COGS and capitalized into inventory
- 13 Office & Other Salaries includes all Non-Executive Employee Costs - some portions of Corporate Office salaries are allocated to COGS and capitalized into inventory
- 14 Other Operating Expenses include: Intangibles Amortization, intangibles, provision for income taxes, insurance, repairs & maintenance, A/P write offs.

	<u>Month Ending:</u> <u>10/31/2013</u>	<u>Month Ending:</u> <u>11/30/2013</u>	<u>Month Ending:</u> <u>12/31/2013</u>	<u>Month Ending:</u> <u>1/31/2014</u>
Intangibles Amortization	117,253	117,253	117,253	117,253
Provision for Income Taxes	6,755	-	84,227	(385)
Insurance	74,780	110,530	44,686	74,837
Repairs & Maintenance	5,897	37,793	42,272	42,943
Other	174,791	39,735	103,442	210,108
Restructuring Professionals	1,141,634	272,910	612,304	772,982
Freight Transfers			408,984	312,256
Severance - WARN ^a			598,869	
Pollution Control ^b				539,825
Bankruptcy A/P Write-offs	-	4,040	4,040	14,569
Total Other Operating Expenses	<u>1,521,111</u>	<u>582,262</u>	<u>2,016,077</u>	<u>2,084,388</u>

^a - The Company reclassified certain severance related to the closure of the Van Buren and other facilities that was previously coded to regular salary expenses.

^b - The Company classified certain pollution control services at its Siloam Springs, AR plant as non-recurring due to excessive costs incurred related to removal and processing due to weather

- 15 Interest Expense is net of interest income. Based on costs incurred not paid
- 16 Includes both Machinery and Equipment
- 17 Includes all Transportation Equipment
- 18 Payroll taxes for post-petition were estimated at 4/7th of the balances at 10/31/13.
- 19 All Other Accrued Liabilities as of 11/30/13 are assumed to be post petition except for static accruals such as litigation, medical/IBNR, workers comp, vacation and the DTL.

CASE NAME: Allens, INC. and ALL VEG, LLC
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(revised Jan 2008)
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SUMMARY OF SIGNIFICANT ITEMS

Month of January 2014

1. Insurance Coverage (SEE SCHEDULE D.1)

	Carrier/ agent Name	Amount of Coverage	Policy Expiration Date	Premium Paid thru Date
Workers' Compensation				
General Liability				
Excess Liability				
Fire & Extended Coverage				
Vehicle Liability				
Vehicle Collision				
Theft				
Other(specify)				

2. Statement of Payments of Secured Creditors (SEE SCHEDULE D.2)

(list all payments made to secured creditors during the month & the purpose for such payment, i.e. Court ordered adequate protection cash collateral payments)

Payee	Description	Amount Paid this Month	Total Paid Post petition

3. Tax Payments Made This Month (Not Accruals) (attach copies of tax receipts or checks)

(SEE SCHEDULE D.3)	Date Paid	Amount Paid	Post Petition Taxes Unpaid(agree to Sch. C)
Federal Payroll W/H Taxes			<i>See Schedule C</i>
Federal Payroll W/H Taxes			<i>See Schedule C</i>
Federal Payroll W/H Taxes			<i>See Schedule C</i>
Federal Payroll W/H Taxes			<i>See Schedule C</i>
Fed. Unemployment Taxes			<i>See Schedule C</i>
State Payroll W/H Taxes			<i>See Schedule C</i>
State Unemployment Taxes			<i>See Schedule C</i>
State Sales & Use Taxes			<i>See Schedule C</i>
Property Taxes			<i>See Schedule C</i>
Other			<i>See Schedule C</i>

CASE NAME: Allens, INC. and ALL VEG, LLC
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SUMMARY OF SIGNIFICANT ITEMS
 Month of January 2014

4. Compensation Payments Made This Month (Not Accruals)(SEE SCHEDULE D.4)
 (List all payments made to owners of proprietorships; partners of partnerships; officers, directors and shareholders of corporations)

Name	Amount	Date of Court Order Authorizing Payment

5. Payments Made This Month To Professionals (Not Accruals)(SEE SCHEDULE 5)

Professional	Amount	Date of Court Order Authorizing Payment
Attorney(s)		
Accountant(s)		
Management Co.(s)		
Other (specify)		

6. Record of Disbursement and Payment of Quarterly Fees

Period Ending	*Total Disbursements	Quarterly Totals	Quarterly Fee **	Date Paid	Amount Paid	Check Number
January	19,535,794.38					
February						
March	\$	\$19,535,794.38	20,000		\$	
April						
May						
June	\$	\$0.00	325		\$	
July						
August						
September	\$	\$0.00	325		\$	
October	276,362.92					
November	19,479,646.42					
December	20,111,564.00	\$39,867,573.34	30,000		\$	

* Each month list the total money spent for all purposes. At the end of the quarter, add the monthly totals. This is the amount used to compute the quarterly fee due the U.S. Trustee, from the table below.

**Effective 01-01-08 [\$0- to \$14,999.99 = \$325.00].....[\$15,000 to \$74,999.99 = \$650.00].....[\$75,000 to \$149,999.99 = \$975.00].....[\$150,000 to \$224,999.99 = \$1,625.00].....[\$225,000 to \$299,999.99 = \$1,950.00].....[\$300,000 to \$999,999.99 = \$4,875.00].....[\$1,000,000 to \$1,999,999.99 = \$6,500.00].....[\$2,000,000 to \$2,999,999.99 = \$9,750.00].....[\$3,000,000 to \$4,999,999.99 = \$10,400.00].....[\$5,000,000 to \$14,999,999.99 = \$13,000.00].....[\$15,000,000 to \$29,999,999.99 = \$20,000.00]
 [\$30,000,000 or more = \$30,000.00]

CASE NAME: Allens, INC. and ALL VEG, LLC
CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

SCHEDULE D.1 - INSURANCE COVERAGE

Carrier	Line of Coverage	Policy Year Premium	Amount of Coverage	Deductible	Payment Frequency	Expiration Date	Premium Paid thru date
Self-Insured	Work Comp	\$ -			As Incurred	Various	3/01/2014
Zurich (Bank Direct)	Work Comp	1,302,524			15% / 10	3/1/2014	11/31/2013
Zurich (Bank Direct)	Auto	339,013	\$ 2,000,000	\$ 1,000	15% / 10	3/1/2014	11/31/2013
Zurich (Bank Direct)	General Liability	124,900	\$ 2,000,000		15% / 10	3/1/2014	11/31/2013
Zurich (Bank Direct)	Cargo	17,843			15% / 10	3/1/2014	11/31/2013
ACE	Bonds*	22,787			100%	Various	11/31/2013
Zurich	Foreign Liability, GL, WC, Auto	2,881			100%	3/1/2014	11/31/2013
Travelers	Fiduciary/ERISA Crime	23,454	\$ 10,000,000		100%	1/1/2014	11/31/2013
Zurich	Property & Risk Engineering	494,916		\$ 500,000	10 equal	3/1/2014	11/31/2013
Zurich	Property Surcharges	1,214			Annual	3/1/2014	11/31/2013
Philadelphia	Flood	111,292			100%	Various	11/31/2013
Various (IPFS Corp.)	Umbrellas	320,326	\$100,000,000		Monthly	3/1/2014	11/31/2013
Regions	Risk Management	53,363			Monthly	3/1/2014	11/31/2013
AJG	Risk Management	110,000			Quarterly	3/1/2014	11/31/2013
Zurich	D&O	39,043	\$ 5,000,000		Annual	3/1/2014	11/31/2013
Starr Indemnity	D&O plus EPL	82,520	\$ 5,000,000	\$ 50,000	Annual	8/13/2014	8/13/2014
Wesco	Excess D&O	60,000	\$ 5,000,000		Annual	8/13/2014	8/13/2014

CASE NAME: Allens, INC. and ALL VEG, LLC
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SCHEDULE D.2 - STATEMENT OF PAYMENTS OF SECURED CREDITORS

PERIOD: 10/28/2013 - 10/31/2013

Payee	Description	Amount	Payment Date
BANK OF AMERICA	9/26-10/27 LIBOR INT	24,542	10/28/2013
BANK OF AMERICA	CLOSING FEES	250,000	10/31/2013

PERIOD: NOVEMBER 2013

Payee	Description	Amount	Payment Date
BANK OF AMERICA	OCT 13 LC FEES	7,169	11/01/2013
BANK OF AMERICA	OCT 13 LIBOR INT	191,514	11/01/2013
BANK OF AMERICA	OCT 13 PRIME INT	23,073	11/01/2013
BANK OF AMERICA	OCT 13 SERVICING FEE	200	11/01/2013
BANK OF AMERICA	OCT 13 TERM LOAN INT	7,621	11/01/2013
BANK OF AMERICA	OCT 13 UNUSED LINE	6,896	11/01/2013
BANK OF AMERICA	OCT LC FRONTING FEE	199	11/01/2013
BANK OF AMERICA	01049372 CT LIEN	20	11/14/2013
BANK OF AMERICA	BAML FEES 691557	7	11/14/2013
BANK OF AMERICA	BAML ANALYSIS FEE	8,293	11/15/2013
BANK OF AMERICA	CLOSING FEE 11/20/13	250,000	11/20/2013
BANK OF AMERICA	FIELD EXAM 11/20/13	25,364	11/20/2013

PERIOD: DECEMBER 2013

Payee	Description	Amount	Payment Date
BANK OF AMERICA	NOV 13 LC FEES	8,479	12/2/2013
BANK OF AMERICA	NOV 13 LIBOR INT	460,743	12/2/2013
BANK OF AMERICA	NOV 13 PRIME INT	30,571	12/2/2013
BANK OF AMERICA	NOV 13 SERVICING FEE	200	12/2/2013
BANK OF AMERICA	NOV 13 TERM LOAN INT	7,626	12/2/2013
BANK OF AMERICA	NOV 13 UNUSED LINE	1,796	12/2/2013
BANK OF AMERICA	NOV LC FRONTING FEE	193	12/2/2013
BANK OF AMERICA	BAML ANALYSIS FEE	7,485	12/16/2013
BANK OF AMERICA	HILCO VALUATION SERVICES LLC	45,000	12/20/2013
BANK OF AMERICA	HILCO VALUATION SERVICES LLC	6,528	12/20/2013

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Payee	Description	Amount	Payment Date
BANK OF AMERICA	DEC 13 LC FEES	8,762	1/2/2014
BANK OF AMERICA	DEC 13 LIBOR INT	353,799	1/2/2014
BANK OF AMERICA	DEC 13 PRIME INT	56,866	1/2/2014
BANK OF AMERICA	DEC 13 SERVICING FEE	200	1/2/2014
BANK OF AMERICA	DEC 13 TERM LOAN INT	25,579	1/2/2014
BANK OF AMERICA	DEC 13 UNUSED LINE	6,309	1/2/2014
BANK OF AMERICA	DEC LC FRONTING FEE	199	1/2/2014
BANK OF AMERICA	BAML ANALYSIS FEE	6,885	1/15/2014
BANK OF AMERICA	CT LIEN SOLUTIONS INV 0108341E	234	1/27/2014

CASE NAME: Allens, INC. and ALL VEG, LLC
CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

SCHEDULE D.3 - TAX PAYMENTS

PERIOD: 10/28/2013 - 10/31/2013

Tax Type	State	Amount	Payment Date
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[NONE]

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Tax Type	State	Amount	Payment Date
Sales/Use Tax	North Carolina	565.34	11/29/2013
Sales/Use Tax	North Carolina	1,694.36	11/29/2013
Sales/Use Tax	Arkansas	47,966.00	11/21/2013
Sales/Use Tax	Georgia	105.87	11/21/2013
Sales/Use Tax	North Carolina	969.58	11/27/2013
Federal Taxes	Federal Taxes	139,066	11/4/2013
Federal Taxes	Federal Taxes	138,400	11/12/2013
Federal Taxes	Federal Taxes	137,369	11/18/2013
Federal Taxes	Federal Taxes	148,173	11/25/2013
Federal Taxes	Federal Taxes	145,382	11/29/2013
State Payroll Taxes	Georgia	2,165	11/4/2013
State Payroll Taxes	Georgia	2,298	11/12/2013
State Payroll Taxes	Georgia	2,294	11/18/2013
State Payroll Taxes	Georgia	2,317	11/25/2013
State Payroll Taxes	Georgia	2,244	11/29/2013
State Payroll Taxes	North Carolina	6,088	11/4/2013
State Payroll Taxes	North Carolina	6,026	11/12/2013
State Payroll Taxes	North Carolina	6,734	11/18/2013
State Payroll Taxes	North Carolina	6,826	11/25/2013
State Payroll Taxes	North Carolina	7,256	11/29/2013
State Payroll Taxes	New York	126	11/4/2013
State Payroll Taxes	New York	126	11/12/2013
State Payroll Taxes	New York	126	11/18/2013
State Payroll Taxes	New York	126	11/25/2013
State Payroll Taxes	New York	126	11/29/2013
State Payroll Taxes	Arkansas	71,345	11/4/2013
State Payroll Taxes	Connecticut	419	11/4/2013
State Payroll Taxes	Indiana	369	11/4/2013
State Payroll Taxes	South Carolina	372	11/4/2013
State Payroll Taxes	Wisconsin	5,725	11/4/2013
State Payroll Taxes	Wisconsin	4,508	11/18/2013
State Payroll Taxes	Wisconsin	1,032	11/4/2013

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Tax Type	State	Amount	Payment Date
Sales/Use Tax	Arkansas	30,184	12/23/2013
Sales/Use Tax	Georgia	141	12/23/2013
Sales/Use Tax	North Carolina	936	No Clear Date in Sy
Sales/Use Tax	Wisconsin	952	12/23/2013
Federal Taxes	Federal Taxes	133,472	12/9/2013
Federal Taxes	Federal Taxes	137,046	12/16/2013
Federal Taxes	Federal Taxes	149,337	12/23/2013
Federal Taxes	Federal Taxes	176,792	12/30/2013
State Payroll Taxes	Georgia	2,261	12/9/2013
State Payroll Taxes	Georgia	2,057	12/16/2013
State Payroll Taxes	Georgia	2,060	12/23/2013
State Payroll Taxes	Georgia	2,074	12/30/2013
State Payroll Taxes	North Carolina	5,878	12/9/2013
State Payroll Taxes	North Carolina	7,384	12/16/2013
State Payroll Taxes	North Carolina	8,008	12/23/2013
State Payroll Taxes	North Carolina	8,174	12/30/2013
State Payroll Taxes	New York	126	12/9/2013
State Payroll Taxes	New York	31,576	12/16/2013
State Payroll Taxes	New York	126	12/23/2013
State Payroll Taxes	New York	126	12/30/2013
State Payroll Taxes	Arkansas	84,278	12/9/2013
State Payroll Taxes	Connecticut	566	12/9/2013
State Payroll Taxes	Indiana	441	12/9/2013
State Payroll Taxes	Wisconsin	3,220	12/9/2013
State Payroll Taxes	Wisconsin	3,177	12/23/2013

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Tax Type	State	Amount	Payment Date
Sales/Use Tax	Arkansas	35,904	1/22/2014
Sales/Use Tax	Georgia	594	1/22/2014
Sales/Use Tax	North Carolina	1,960	2/3/2014
Federal Taxes	Federal Taxes	149,486	1/6/2014
Federal Taxes	Federal Taxes	124,777	1/13/2014
Federal Taxes	Federal Taxes	134,077	1/21/2014
Federal Taxes	Federal Taxes	128,802	1/27/2014
State Payroll Taxes	Georgia	4,929	1/6/2014
State Payroll Taxes	Georgia	353	1/13/2014
State Payroll Taxes	Georgia	350	1/21/2014
State Payroll Taxes	Georgia	358	1/27/2014
State Payroll Taxes	North Carolina	4,527	1/6/2014
State Payroll Taxes	North Carolina	4,803	1/13/2014
State Payroll Taxes	North Carolina	6,191	1/21/2014
State Payroll Taxes	North Carolina	5,030	1/27/2014
State Payroll Taxes	New York	125	1/6/2014
State Payroll Taxes	New York	125	1/13/2014
State Payroll Taxes	New York	125	1/21/2014
State Payroll Taxes	New York	125	1/27/2014
State Payroll Taxes	Arkansas	68,910	1/13/2014
State Payroll Taxes	Indiana	485	1/13/2014
State Payroll Taxes	Wisconsin	6,384	1/13/2014
State Payroll Taxes	Wisconsin	4,363	1/21/2014
Property Taxes	Wisconsin	35,273	1/23/2014
Property Taxes	Wisconsin	4,788	1/23/2014
Property Taxes	Wisconsin	60	1/27/2014
Property Taxes	Wisconsin	4,382	1/27/2014
Property Taxes	Wisconsin	60	1/27/2014
Property Taxes	Wisconsin	60	1/27/2014
Property Taxes	Wisconsin	60	1/27/2014
Property Taxes	Louisiana	18,570	2/05/2014
Property Taxes	North Carolina	58,706	1/16/2014

CASE NAME: Allens, INC. and ALL VEG, LLC
CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

SCHEDULE D.4 - COMPENSATION PAYMENTS MADE THIS MONTH (OFFICERS, DIRECTORS & SHAREHOLDERS)

Note: Amounts below represents gross payroll disbursements

PERIOD: 10/28/2013 - 10/31/2013

<u>Payee</u>	<u>Amount</u>	<u>Payment Date</u>	<u>Date of Court Order</u> <u>Authorizing Payment</u>
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[NONE]

PERIOD: NOVEMBER 2013

<u>Payee</u>	<u>Amount</u>	<u>Payment Date</u>	<u>Date of Court Order</u> <u>Authorizing Payment</u>
Roderick L Allen	4,752	11/1/2013	11/1/2013
Roderick L Allen	4,752	11/8/2013	11/1/2013
Roderick L Allen	4,752	11/15/2013	11/1/2013
Roderick L Allen	4,752	11/22/2013	11/1/2013
Roderick L Allen	4,752	11/27/2013	11/1/2013
Joshua Allen	10,537	11/1/2013	11/1/2013
Joshua Allen	10,537	11/8/2013	11/1/2013
Joshua Allen	10,537	11/15/2013	11/1/2013
Joshua Allen	10,537	11/22/2013	11/1/2013
Joshua Allen	10,511	11/27/2013	11/1/2013
Nicholas Allen	10,532	11/1/2013	11/1/2013
Nicholas Allen	10,532	11/8/2013	11/1/2013
Nicholas Allen	10,532	11/15/2013	11/1/2013
Nicholas Allen	10,532	11/22/2013	11/1/2013
Nicholas Allen	10,511	11/27/2013	11/1/2013

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<u>Payee</u>	<u>Amount</u>	<u>Payment Date</u>	<u>Date of Court Order</u> <u>Authorizing Payment</u>
Roderick L Allen	4,749	12/6/2013	11/1/2013
Roderick L Allen	4,749	12/13/2013	11/1/2013
Roderick L Allen	4,749	12/20/2013	11/1/2013
Roderick L Allen	4,749	12/27/2013	11/1/2013
Joshua Allen	10,511	12/6/2013	11/1/2013
Joshua Allen	10,511	12/13/2013	11/1/2013
Joshua Allen	10,511	12/20/2013	11/1/2013
Joshua Allen	10,511	12/27/2013	11/1/2013
Nicholas Allen	10,511	12/6/2013	11/1/2013
Nicholas Allen	10,511	12/13/2013	11/1/2013
Nicholas Allen	10,511	12/20/2013	11/1/2013
Nicholas Allen	10,511	12/27/2013	11/1/2013
Tim Boates	25,000	12/5/2013	11/1/2013
Richard E. Newstead	25,000	12/11/2013	11/1/2013

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<u>Payee</u>	<u>Amount</u>	<u>Payment Date</u>	<u>Date of Court Order</u> <u>Authorizing Payment</u>
Roderick L Allen	4,769	1/3/2013	11/1/2013
Roderick L Allen	4,769	1/10/2013	11/1/2013
Roderick L Allen	4,769	1/17/2013	11/1/2013
Roderick L Allen	4,769	1/24/2013	11/1/2013
Roderick L Allen	4,769	1/31/2013	11/1/2013
Joshua Allen	10,555	1/3/2013	11/1/2013
Joshua Allen	10,555	1/10/2013	11/1/2013
Joshua Allen	10,555	1/17/2013	11/1/2013
Joshua Allen	10,555	1/24/2013	11/1/2013
Joshua Allen	10,555	1/31/2013	11/1/2013
Nicholas Allen	10,555	1/3/2013	11/1/2013
Nicholas Allen	10,555	1/10/2013	11/1/2013
Nicholas Allen	10,555	1/17/2013	11/1/2013
Nicholas Allen	10,555	1/24/2013	11/1/2013
Nicholas Allen	10,555	1/31/2013	11/1/2013

CASE NAME: Allens, INC. and ALL VEG, LLC
CASE NUMBER: 13-73597 (BTB) and 13-73598 (BTB)

SCHEDULE D.5 - PAYMENTS MADE TO PROFESSIONALS

PERIOD: 10/28/2013 - 10/31/2013

Professional Type	Company	Amount	Payment Date
[NONE]			

PERIOD: NOVEMBER 2013

Professional Type	Company	Amount	Payment Date
FIRST LIEN ADVISOR FEES	CARL MARKS	20,102	11/07/2013
FIRST LIEN ADVISOR FEES	CARL MARKS	26,338	11/14/2013
FIRST LIEN ADVISOR FEES	CARL MARKS	26,440	11/29/2013
FIRST LIEN ADVISOR FEES	CARL MARKS	25,000	11/29/2013

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Professional Type	Company	Amount	Payment Date
FIRST LIEN LEGAL FEES	JONES DAY	403,039	12/11/2013
BANKRUPTCY MEDIA RELATIONS	J FRANK ASSOCIATES LLC	4,870	12/19/2013
FIRST LIEN ADVISOR FEES	CARL MARKS	26,804	12/20/2013
COMPANY'S LEGAL COUNSEL	GREENBERG TRAURIG LLP	271,888	12/24/2013
COMPANY'S RESTRUCTURING CONSULTANTS	ALVAREZ & MARSAL PRVT EQUITY	789,137	12/26/2013
COMPANY'S LEGAL COUNSEL	MITCHELL,WILLIAMS,SELIG,GATES	81,980	12/26/2013

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Professional Type	Company	Amount	Payment Date
FIRST LIEN ADVISOR FEES	CARL MARKS	25,000	1/7/2014
FIRST LIEN ADVISOR FEES	CARL MARKS	26,342	1/13/2014
FIRST LIEN ADVISOR FEES	CARL MARKS	25,014	1/15/2014
FIRST LIEN LEGAL FEES	JONES DAY	230,441	1/22/2014
FIRST LIEN ADVISOR FEES	CARL MARKS	78,896	1/27/2014
FIRST LIEN ADVISOR FEES	CARL MARKS	25,000	1/31/2014
COMPANY'S RESTRUCTURING CONSULTANTS	ALVAREZ & MARSAL PRVT EQUITY	512,550	1/23/2014
COMPANY'S LEGAL COUNSEL	GREENBERG TRAURIG LLP	301,340	1/28/2014
AUDIT FIRM - INVENTORY COUNT FOR BANKRUPTCY AUCTION	FREED MAXICK ABL SERVICES LLC	65,000	1/10/2014
AUDIT FIRM - INVENTORY COUNT FOR BANKRUPTCY AUCTION	FREED MAXICK ABL SERVICES LLC	45,000	1/16/2014
AUDIT FIRM - INVENTORY COUNT FOR BANKRUPTCY AUCTION	FREED MAXICK ABL SERVICES LLC	54,660	1/22/2014
COMPANY'S LEGAL COUNSEL	MITCHELL,WILLIAMS,SELIG,GATES	41,967	1/28/2014
BANKRUPTCY MEDIA RELATIONS	EPIQ SYSTEMS AQUISITION INC	17,415	1/23/2014
BANKRUPTCY MEDIA RELATIONS	EPIQ SYSTEMS AQUISITION INC	92,993	1/30/2014
BANKRUPTCY MEDIA RELATIONS	EPIQ SYSTEMS AQUISITION INC	55,961	1/23/2014
COMPANY'S LEGAL COUNSEL	ROBINSON BRADSHAW AND HINSON	10,471	1/10/2014
UNSECURED CREDITORS COUNSEL	COOLEY LLP	142,953	1/28/2014
UNSECURED CREDITORS COUNSEL	EICHENBAUM LILES PA	6,474	1/23/2014
FIRST LIEN LEGAL FEES	PAUL HASTINGS LLP	330	1/28/2014
FIRST LIEN LEGAL FEES	PAUL HASTINGS LLP	14,798	1/28/2014