

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re Allonhill, LLC  
Debtor

Case No. 14-10663 (KG)

**INITIAL MONTHLY OPERATING REPORT**

File report and attachments with Court and submit copy to United States Trustee within 15 days after order for relief.

Certificates of insurance must name United States Trustee as a party to be notified in the event of policy cancellation. Bank accounts and checks must bear the name of the debtor, the case number, and the designation "Debtor in Possession." Examples of acceptable evidence of Debtor in Possession Bank accounts include voided checks, copy of bank deposit agreement/certificate of authority, signature card, and/or corporate checking resolution.

<b>REQUIRED DOCUMENTS</b>	<b>Document Attached</b>	<b>Explanation Attached</b>
<b>12-Month Cash Flow Projection (Form IR-1)</b>	<b>X</b>	
<b>Certificates of Insurance</b>		
General Liability/Auto/Umbrella/Workers' Compensation		
Property		
Stock Throughput		
Other: Directors & Officers Equipment Breakdown		
<b>Evidence of Debtor in Possession Bank Accounts</b>		
Disbursement		
Depository		
Outgoing Wires/ACH		
Money Market Account pursuant to Local Rule 4001-3. Refer to <a href="http://www.deb.uscourts.gov/">http://www.deb.uscourts.gov/</a>		
Other: Line of Credit Sweep		
<b>Retainers Paid (Form IR-2)</b>	<b>X</b>	

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

M. Sue Allon  
Signature of Authorized Individual<sup>1</sup>

4-24-14  
Date

M. Sue Allon  
Printed Name of Authorized Individual

Manager  
Title of Authorized Individual

<sup>1</sup> Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

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**SCHEDULE OF RETAINERS PAID TO PROFESSIONALS**  
(This schedule is to include each Professional paid a retainer<sup>1</sup>)

<b>Payee</b>	<b>Check Date, Number</b>	<b>Name of Payor</b>	<b>Amount</b>	<b>Amount Applied to Date</b>	<b>Balance</b>
Bayard, P.A.	3.20.2014, Wire	Allonhill, LLC	\$150,000.00	\$85,218.30	\$55,000.00
Hogan Lovells US, LLP	3.20.2014, Wire	Allonhill, LLC	\$250,000.00	\$250,000.00	\$0.00
UpShot Services, LLC	3.20.2014, Wire	Allonhill, LLC	\$5,000.00	\$1,207.00	\$3,793.00

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<sup>1</sup> Identify all Evergreen Retainers

**List of Debtor's Bank Accounts**

<b><u>Bank</u></b>	<b><u>Description</u></b>	<b><u>Account Numbers (last four digits)</u></b>
UMB Bank NA 1670 Broadway Denver, CO 80202	Operating Account	XXXXXXXX4717
UMB Bank NA 1670 Broadway Denver, CO 80202	Savings Account	XXXXXXXX6257

In re Allonhill, LLC

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**CASH FLOW PROJECTIONS FOR THE 12 MONTH PERIOD: April 2014 through March 2015**

This schedule must be filed with the Court and a copy submitted to the United States Trustee within 15 days after the order of relief. Amended cash flow projections should be submitted as necessary

	Month April	Month May	Month June	Month July	Month August	Month September	Month October	Month November	Month December	Month January	Month February	Month March	Total
Cash Beginning of Month	\$3,286,920.24	\$2,956,934.91	\$2,881,939.57	\$5,472,939.57	\$5,402,164.57	\$5,352,264.57	\$5,302,364.57	\$5,250,514.57	\$5,200,614.57	\$5,150,714.57	\$5,098,864.57	\$5,048,964.57	
<b>Receipts</b>													
Cash Sales	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Accounts Receivable	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Loans and Advances	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Sale of Assets	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Other													
UMB Money Market Account Interest	\$75.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$75.00
UMB Savings Account Interest	\$0.00	\$25.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$525.00
BSOF Series A Investment Account Interest	\$15,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$30,000.00
BSOF Series A Investment Redemption	\$0.00	\$0.00	\$2,660,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$2,660,000.00
Wells Fargo Escrow Account Interest	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$50.00	\$600.00
Release of Exclusive Resorts LOC	\$0.00	\$94,929.66	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$94,929.66
<b>Total Receipts</b>	<b>\$15,125.00</b>	<b>\$110,004.66</b>	<b>\$2,660,100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$100.00</b>	<b>\$2,786,129.66</b>
<b>Disbursements</b>													
Net Payroll	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Payroll Taxes	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Sales, Use and Other Taxes	\$4,140.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$4,140.00
Inventory Purchases	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Secured/Rental/Leases	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Insurance	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Administrative & Selling	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Other													
Braddock Financial Corporation Services	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$11,000.00	\$132,000.00
CNT Services	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$500.00	\$6,000.00
EKS&H Services	\$0.00	\$0.00	\$19,100.00	\$16,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$35,100.00
<b>Professional Fees</b>													
Hogan Lovells	\$200,000.00	\$100,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$25,000.00	\$550,000.00
Bayard	\$125,000.00	\$70,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$10,000.00	\$295,000.00
UpShot Services	\$4,145.33	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$3,500.00	\$42,645.33
US Trustee Fees	\$325.00	\$0.00	\$0.00	\$4,875.00	\$0.00	\$0.00	\$1,950.00	\$0.00	\$0.00	\$1,950.00	\$0.00	\$0.00	\$9,100.00
Court Costs	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
<b>Total Disbursements</b>	<b>\$345,110.33</b>	<b>\$185,000.00</b>	<b>\$69,100.00</b>	<b>\$70,875.00</b>	<b>\$50,000.00</b>	<b>\$50,000.00</b>	<b>\$51,950.00</b>	<b>\$50,000.00</b>	<b>\$50,000.00</b>	<b>\$51,950.00</b>	<b>\$50,000.00</b>	<b>\$50,000.00</b>	<b>\$1,073,985.33</b>
<b>Net Cash Flow</b>	<b>-\$329,985.33</b>	<b>-\$74,995.34</b>	<b>\$2,591,000.00</b>	<b>-\$70,775.00</b>	<b>-\$49,900.00</b>	<b>-\$49,900.00</b>	<b>-\$51,850.00</b>	<b>-\$49,900.00</b>	<b>-\$49,900.00</b>	<b>-\$51,850.00</b>	<b>-\$49,900.00</b>	<b>-\$49,900.00</b>	
(Receipts Less Disbursements)													
Cash End of Month	\$2,956,934.91	\$2,881,939.57	\$5,472,939.57	\$5,402,164.57	\$5,352,264.57	\$5,302,364.57	\$5,250,514.57	\$5,200,614.57	\$5,150,714.57	\$5,098,864.57	\$5,048,964.57	\$4,999,064.57	

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Cash Flow Projections

Monthly Receipts:

- UMB Money Market Account Interest \$75.00
- BSOF Series A Investment Account Interest (until June 1) \$15,000.00
- Wells Fargo Escrow Account Interest \$50.00
- XL Specialty Insurance Reimbursement \$[\_\_\_]

May 2014:

- Projected release of Letter of Credit in favor of Exclusive Resorts \$94,929.66

June 2014:

- Projected redemption of BSOF funds Approximately \$2,660,000.00