

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

---

In re: Chapter 11  
Betsy Johnson LLC Case No. 12-11732 (JMP)  
Debtor

---

**Monthly Operating Report for the Period  
From September 1, 2013 to September 30, 2013**

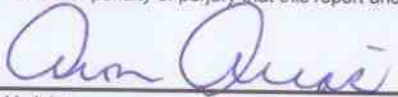
Debtors' Address: 700 Penhorne Ave.  
Secaucus, NJ 07094  
Telephone: (201) 770-1702

Debtors' Attorneys: James F. Wallack  
Douglas B. Rosner  
Gregory O. Kaden  
Vanessa V. Peck  
Goulston & Storrs, P.C.  
400 Atlantic Avenue  
Boston, MA 02110-3333  
Telephone: (617) 482-1776

Frank A. Oswald  
Togut, Segal & Segal LLP  
One Penn Plaza, Suite 3335  
New York, NY 10119  
Telephone: (212) 594-5000

This Monthly Operating Report ("MOR") has been prepared solely for the purpose of complying with the monthly reporting requirements applicable in these Chapter 11 cases and is in a format that the Debtors believe is acceptable to the United States Trustee. The financial information contained herein is limited in scope and covers a limited time period. Moreover, such information is preliminary and unaudited, and is not prepared in accordance with accounting principles generally accepted in the United States ("GAAP").

I declare under penalty of perjury that this report and the attached documents are true and correct to the best of my knowledge and belief.



Aron M. Arias  
Chief Financial Officer  
Betsy Johnson LLC

Monday, October 21, 2013

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

-----X  
In re : Chapter 11  
BETSEY JOHNSON LLC, : Case No. 12-11732 (JMP)  
Debtor.<sup>1</sup> :  
-----X

GLOBAL NOTES TO MONTHLY OPERATING REPORT

1. Description of the Debtor and Its Case,

On April 26, 2012 (the "Petition Date"), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor is operating its business and managing its properties as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

On May 3, 2012, the United States Trustee for the Southern District of New York appointed a statutory committee of unsecured creditors pursuant to section 1102(a)(1) of the Bankruptcy Code.

As of the Petition Date, the Debtor operated out of various leased facilities in New York and New Jersey as follows: a) 498 Seventh Avenue, New York, NY, consisting of a showroom, design and corporate offices, b) 700 Penhorn Avenue, Secaucus, NJ, consisting of administrative offices and a warehouse. In addition, the Debtor operates 63 corporate retail stores and outlets in the United States, and also sells its products in department and specialty stores worldwide, including Macy's and Lord & Taylor, and online at [www.betseyjohnson.com](http://www.betseyjohnson.com). As of the date of these Global Notes, the Debtor has closed all of its stores, its New York showroom as well as the corporate head office / warehouse. The Debtor now operates out of the CFOs home office.

On May 10, 2012, the Bankruptcy Court authorized the Debtor, in partnership with a joint venture consisting of Hilco Merchant Resources, LLC and Gordon Brothers Retail Partners, LLC, to conduct store closing sales at all of the Debtor's U.S. retail store locations (the "Store Closing Sales"). Store Closing Sales commenced on May 11, 2012 and concluded on July 22, 2012. At present, the Debtor is continuing the orderly wind-down of its estate. Effective September 1, 2012 all employees have been terminated and there is one officer remaining. Certain former employees continue to assist on a part time contractual basis.

---

<sup>1</sup> The last four digits of the Debtor federal tax identification number is 8779.

As of the Petition Date, Betsey Johnson was the 100% shareholder of each of Betsey Johnson Canada Ltd. ("BJ Canada") and Betsey Johnson UK Ltd. ("BJ UK"). BJ Canada operated 5 retail stores located in various provinces in Canada. BJ UK operated a single retail store located in London, England. On May 15, 2012, BJ Canada filed a Notice of Intention to Make a Proposal in the Quebec Superior Court, Commercial Division and obtained approval of that court to liquidate the inventory and assets in all of its Canadian retail stores. The liquidation of the Canadian retail stores was completed by June 30, 2012 and a proposal to BJ Canada's creditors was accepted on August 16, 2012 and approved by the Quebec Superior Court on September 18, 2012. Substantially all of the remaining funds are expected to be transferred by BJ Canada in December. As of February 12, 2013, the proposal has been fully performed. BJ UK has not commenced any formal restructuring proceedings, but has conducted a liquidation sale which concluded on June 16, 2012. BJ UK believes it has settled its remaining obligations and returned all excess funds to the Debtor in settlement of its intercompany debt. The Debtor expects to complete the formal wind-down of BJ UK by year-end. As of May 31, 2013, all Intercompany accounts have been settled, with the final \$56,000 dividend received by the U.S. Company in May 2013 from the Canadian Trustee.

2. **GAAP**

The financial statements and supplemental information contained herein are preliminary, unaudited and may not comply with generally accepted accounting principles in the United States ("GAAP") in all material respects. In addition, the financial statements and supplemental information contained herein represent the condensed information for all Debtor entities only and exclude all non-Debtor affiliates. The financial statements and supplemental information contained herein are subject to review and adjustment.

The unaudited financial statements have been derived from the books and records of the Debtor. This information, however, has not been subject to certain procedures that would typically be applied to financial information in accordance with GAAP, and upon application of such procedures (such as tests for asset impairment), the Debtor believes that the financial information could be subject to changes, and these changes could be material. The information furnished in this report includes primarily normal recurring adjustments but does not include all adjustments that would typically be made for financial statements in accordance with GAAP. Further, certain additional adjustments have been made to reflect the current situation of the Debtor such as writing down assets to realizable values where the information is known.

3. **General Methodology**

The Debtor prepared this Monthly Operating Report ("MOR") relying primarily upon the information set forth in their books and records. Consequently, certain transactions that are not identified in the normal course of business in the Debtor's books and records may not be included in this MOR. Nevertheless, in preparing this MOR, the Debtor made reasonable efforts to supplement the information set forth in their books and records with additional information concerning transactions that may not have been identified therein.

4. **Retail Calendar**

In 2012, the Debtors books and records were prepared in accordance with the retail calendar method whereby the year-end date is the Saturday closest to the calendar year-end. As such and as most retailers have adopted, the Debtor reported on a 4, 5, 4 basis. It was unduly burdensome, a waste of limited resources and of no value to convert the Debtor's established accounting procedures to report on a calendar basis. Starting in January 2013, since all Retail Store Operations have ceased, the company moved to a calendar month-end reporting. Therefore, the month end for September is September 30, 2013, and this MOR covers the period of September 1st to September 30th, 2013.

5. **Net Book Value of Assets**

It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtor to obtain current market valuations of all its assets. To the extent the Debtor has information on the net realizable value of its assets due to marketing efforts, the Debtor has written down assets to reflect such value. The Debtor reserves the right to amend or adjust the value of each asset or liability set forth herein.

6. **Cash Receipts and Disbursements**

The Debtor has maintained up to 74 bank accounts in connection with its cash management system. Of the accounts, 10 are used by the Debtor at the "corporate" level with the rest representing individual store accounts. The sole purpose of the store accounts is to collect and remit funds to the corporate accounts. Since no disbursements are made from the store accounts, only intercompany transfers, they do not impact the determination of the U.S. Trustee fee. As such, total store inflows are included as an interbank transfer into the corporate concentration account in the Cash Receipts and Disbursements Schedule (MOR-1) and presented only the corporate accounts. As of the date of these Global Notes, the Debtor has closed all non-essential bank accounts.

7. **Prepetition vs. Postpetition Liabilities**

The Debtor allocated liabilities between the pre-petition and post-petition periods based on the information available and research conducted in connection with the preparation of this MOR. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. The liability information, except as otherwise noted, is listed as of the close of business as of September 30th, 2013. Accordingly, the Debtor reserves all rights to amend, supplement or otherwise modify this MOR as necessary and appropriate.

In addition, the liabilities listed in this MOR do not reflect any analysis conducted by the Debtor regarding potential claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtor reserves any and all of their rights to dispute or challenge the validity of any claims asserted under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any transaction, document or instrument related to any creditor's claim.

In December 2012, a settlement payment was made to Steve Madden Ltd. in the amount of \$1,522,000 in accordance with the court-approved agreement between Betsey Johnson, LLC and Steven Madden Ltd. to share in the proceeds from the Collateral sold during the store liquidation process.

8. **Insiders**

For the MOR, the Debtor uses the term "insiders" as that term is defined in section 101(31) of the Bankruptcy Code.

Persons listed as "insiders" have been included for informational purposes only. The Debtor does not take any position with respect to: (a) such person's influence over the control of the Debtor; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an "insider" under applicable law, including the federal securities laws, or with respect to any theories of liability or for any other purpose.

9. **Reservation of Rights**

Given the complexity in preparing this MOR, caused by the carve-out of the stub period, inadvertent errors, omissions or the over-inclusion of contracts or leases may have occurred. Accordingly, the Debtor hereby reserves all of its rights to dispute the validity, status, enforceability or the executory nature of any claim amounts, representation or other statement in this MOR and reserve the right to amend or supplement the MOR, if necessary.

Nothing contained in this MOR shall constitute a waiver of the Debtor's rights or an admission with respect to these chapter 11 cases, including with respect to any issues involving the Debtor's ownership interests, substantive consolidation, equitable subordination, defenses and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re Betsey Johnson LLC  
Debtor

Case No. 12-11732 (JMP)  
Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

Federal Tax I.D. # 26-0618779

**CORPORATE MONTHLY OPERATING REPORT**

File with the Court and submit a copy to the United States Trustee within 20 days after the end of the month and submit a copy of the report to any official committee appointed in the case.  
(Reports for Rochester and Buffalo Divisions of Western District of New York are due 15 days after the end of the month, as are the reports for Southern District of New York.)

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached
Schedule of Cash Receipts and Disbursements	<u>MOR-1</u>	X	
Bank Reconciliation (or copies of debtor's bank reconciliations)	<u>MOR-1 (CON'T)</u>	X	
Copies of bank statements		X	
Cash disbursements journals		X	
Statement of Operations	<u>MOR-2</u>	X	
Balance Sheet	<u>MOR-3</u>	X	
Status of Post-petition Taxes	<u>MOR-4</u>	X	
Copies of IRS Form 6123 or payment receipt		n/a	
Copies of tax returns filed during reporting period		n/a	
Summary of Unpaid Post-petition Debts	<u>MOR-4</u>	X	
Listing of Aged Accounts Payable		X	
Accounts Receivable Reconciliation and Aging	<u>MOR-5</u>	X	
Taxes Reconciliation and Aging	<u>MOR-5</u>	X	
Payments to Insiders and Professional	<u>MOR-6</u>	X	
Post Petition Status of Secured Notes, Leases Payable	<u>MOR-6</u>	X	
Debtor Questionnaire	<u>MOR-7</u>	X	

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

Signature of Debtor 

Date 21-Oct-13

Signature of Authorized Individual\* 

Date 21-Oct-13

Printed Name of Authorized Individual: Aron M. Arias

Date 21-Oct-13

\*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.

In re Betsy Johnson LLC  
Debtor

Case No. 12-11732 (JMP)  
Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**

Amounts reported should be from the debtor's books and not the bank statement. The beginning cash should be the ending cash from the prior month or, if this is the first report, the amount should be the balance on the date the petition was filed. The amounts reported in the "CURRENT MONTH - ACTUAL" column must equal the sum of the four bank account columns. Attach copies of the bank statements and the cash disbursements journal. The total disbursements listed in the disbursements journal must equal the total disbursements reported on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CON'T)]

	FN xxx1763 CDA Accounts Payable	FN xxx6173 Payroll	FN xxx6181 Concentration	FN xxx6157 American Express	FN xxx6140 Mastercard	FN xxx1755 Funding Operating DIP
<b>BEGINNING BOOK BALANCE</b>	\$ (5,293.95)	\$ (1,710.84)	\$ -	\$ -	\$ -	\$ 841,149.49
<b>Inflows</b>						
Insurance Refund						
Other Operating Expense Refunds						13,619.06
<b>Total</b>						13,619.06
<b>Inter-Bank Transfers</b>						
CDA AP from Funding Acct	2,295.24					(2,295.24)
<b>Total</b>	2,295.24					(2,295.24)
<b>TOTAL INFLOW</b>	<b>2,295.24</b>					<b>11,323.82</b>
<b>Outflow</b>						
Payroll / Net Payroll						(16,450.00)
Employee Benefits	580.07					-
Other Tax Payments	958.00					-
Legal And Prof Fees						(38,628.32)
Operating Expenses	1,850.78					(3,420.70)
Bank Fees	(390.14)					(67.26)
<b>TOTAL OUTFLOWS</b>	<b>2,998.71</b>					<b>(58,566.28)</b>
<b>ENDING BALANCE (BOOK CASH)</b>	<b>\$ 0.00</b>	<b>\$ (1,710.84)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 793,907.03</b>
<b>Balance as per Bank</b>	Agreed	Agreed	Agreed	Agreed	Agreed	Agreed
<b>Diff</b>	<b>0.00</b>	<b>(1,710.84)</b>				<b>793,907.03</b>
<b>* COMPENSATION TO SOLE PROPRIETORS FOR SERVICES RENDERED TO BANKRUPTCY ESTATE</b>						<b>0.00</b>

In re Betsy Johnson LLC

Case No. 12-11732 (JMP)

Debtor

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

Amounts reported should be from the debtor's books and not the bank statement. The beginning cash should be the ending cash from the prior month or, if this is the first report, the amount should be the balance on the date the petition was filed. The amounts reported in the "CURRENT MONTH - ACTUAL" column must equal the sum of the four bank account columns. Attach copies of the bank statements and the cash disbursements journal. The total disbursements listed in the disbursements journal must equal the total disbursements reported on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CON'T)]

	FN xxx6132 Funding Account	Revolver	Revolver DIP	BOA Concentration xxx6126	TO DATE
<b>BEGINNING BOOK BALANCE</b>	\$ -	\$ -	\$ -	\$ 3,845.57	\$ 837,990.27
<b>Inflows</b>					
Insurance Refund				-	13,619.06
Other Operating Expense Refunds				70.00	70.00
<b>Total</b>				70.00	13,689.06
<b>Inter-Bank Transfers</b>					
CDA AP from Funding Acct					-
<b>Total</b>					-
<b>TOTAL INFLOW</b>				70.00	13,689.06
<b>Outflow</b>					
Payroll / Net Payroll					(16,450.00)
Employee Benefits					580.07
Other Tax Payments					958.00
Legal And Prof Fees					(38,628.32)
Operating Expenses					(1,569.92)
Bank Fees				(79.81)	(537.21)
<b>TOTAL OUTFLOWS</b>				(79.81)	(55,647.38)
<b>ENDING BALANCE (BOOK CASH)</b>	\$ -	\$ -	\$ -	\$ 3,835.76	\$ 796,031.95

Note 1

Balance as per Bank

Agreed      Agreed      Agreed      Agreed      3,835.76

Diff

\* COMPENSATION TO SOLE PROPRIETORS FOR SERVICES RENDERED TO BANKRUPTCY ESTATE

**THE FOLLOWING SECTION MUST BE COMPLETED**

DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)

				Total
<b>TOTAL DISBURSEMENTS</b>	\$ 55,647.38			\$ 55,647.38
LESS: TRANSFERS TO OTHER DEBTOR IN POSSESSION ACCOUNTS	-	-	-	-
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)	-	-	-	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES</b>	\$ 55,647.38	\$ -	\$ -	\$ 55,647.38

**Note 1:** The difference between the ending balance on MOR-1 and the cash balance on the balance sheet is due to the fact that only corporate accounts are presented on this schedule as outlined in the global notes. Refer to the Cash Receipts and Disbursements to Balance Sheet Reconciliation for the additional account balances.



In re Betsey Johnson LLC

Debtor

Case No. 12-11732 (JMP)

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**BANK RECONCILIATIONS**

**Continuation Sheet for MOR-1**

A bank reconciliation must be included for each bank account. The debtor's bank reconciliation may be substituted for this page.  
(Bank account numbers may be redacted to last four numbers.)

	FN xxx1763 CDA Accounts Payable	FN xxx6173 Payroll	FN xxx6181 Concentration	FN xxx6157 American Express	FN xxx6140 Mastercard
<b>BALANCE PER BOOKS</b>	\$ 0.00	\$ (1,710.84)	\$ -	\$ -	\$ -
<b>BANK BALANCE</b>	-	-	-	-	-
(+) DEPOSITS IN TRANSIT ( <i>ATTACH LIST</i> )					
(-) OUTSTANDING CHECKS ( <i>ATTACH LIST</i> ):	-	(1,710.84)			
OTHER ( <i>ATTACH EXPLANATION</i> )					
<b>ADJUSTED BANK BALANCE *</b>	\$ -	\$ (1,710.84)	\$ -	\$ -	\$ -

\*\*Adjusted Bank Balance\* must equal "Balance per Books"

DEPOSITS IN TRANSIT	Date	Amount	Date	Amount
	None	None	None	None
CHECKS OUTSTANDING	Ck. #	Amount	Ck. #	Amount
	See Attached Listing	See Attached Listing	None	None

OTHER

---



---



---



---

In re Betsey Johnson LLC

Debtor

Case No. 12-11732 (JMP)

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**BANK RECONCILIATIONS**

**Continuation Sheet for MOR-1**

A bank reconciliation must be included for each bank account. The debtor's bank reconciliation may be substituted for this page.  
(Bank account numbers may be redacted to last four numbers.)

	FN xxx1755 Funding Operating DIP	FN xxx6132 Funding Account	Revolver	Revolver DIP	BOA Concentration xxx6126
<b>BALANCE PER BOOKS</b>	\$ 793,907.03	\$ -	\$ -	\$ -	\$ 3,835.76
<b>BANK BALANCE</b>	\$ 793,907.03	\$ -	\$ -	\$ -	\$ 3,835.76
(+) DEPOSITS IN TRANSIT (ATTACH LIST)					
(-) OUTSTANDING CHECKS (ATTACH LIST):					
OTHER (ATTACH EXPLANATION)					
<b>ADJUSTED BANK BALANCE *</b>	\$ 793,907.03	\$ -	\$ -	\$ -	\$ 3,835.76

\*\*Adjusted Bank Balance\* must equal "Balance per Books"

DEPOSITS IN TRANSIT	Date	Amount	Date	Amount
	None	None	None	None
CHECKS OUTSTANDING	Ck. #	Amount	Ck. #	Amount
	None	None	None	None

OTHER

---



---



---



---



BETSEY JOHNSON LLC  
DEBTOR IN POSSESSION  
700 PENHORN AVE  
SECAUCUS NJ 07094-2158

057 Statement Date: 09/30/13

Account Number: [REDACTED] 1763

\*\*\*\*\* BUSINESS CHECKING ACCOUNT [REDACTED] 1763 \*\*\*\*\*

All Transactions by Date

Date	Description	Withdrawal	Deposit	Balance
08/30	Balance Forward			.00
09/13	TFR FROM CK# XXXXXX1755		25.30	25.30
09/13	Check Num 90345	25.30-		.00
09/16	ANALYSIS SERVICE CHARGE	390.14-		390.14-
09/16	TFR FROM CK# XXXXXX1755		2,269.94	1,879.80
09/16	Check Num 90344	1,879.80-		.00

Checks in Order

Date	Number	Amount	Date	Number	Amount	Date	Number	Amount
09/16	90344	1,879.80	09/13	90345	25.30			

Account Summary

Beginning Balance	+ Deposits	+ Interest Paid	- Withdrawals	- Service Charge	= Ending Balance
.00	2,295.24	.00	1,905.10	390.14	.00

Statement from 08/31/13 Thru 09/30/13

\*\*\*\*\*Summary of Deposit Accounts \*\*\*\*\*

AP	ACCOUNT	BALANCE	INT-RATE%	YTD-INT	YTD-PENALTY
-10 61	[REDACTED] 1763		.00		



BETSEY JOHNSON LLC  
DEBTOR IN POSSESSION  
700 PENHORN AVE  
SECAUCUS NJ 07094-2158

057 Statement Date: 09/30/13

Account Number: [REDACTED] 1755

\*\*\*\*\* BUSINESS CHECKING ACCOUNT [REDACTED] 1755 \*\*\*\*\*

All Transactions by Date

Date	Description	Withdrawal	Deposit	Balance
08/30	Balance Forward ----->			841,149.49
09/04	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	8,550.00-		832,599.49
09/05	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	3,420.70-		829,178.79
09/13	TFR TO CK# XXXXXX1763	25.30-		829,153.49
09/16	ANALYSIS SERVICE CHARGE	67.26-		829,086.23
09/16	TFR TO CK# XXXXXX1763	2,269.94-		826,816.29
09/18	Wire BNF: Goulston & Storrs O ating Account	6,392.40-		820,423.89
09/18	Wire BNF: TOGUT SEGAL SEGAL L	1,519.89-		818,904.00
09/18	Wire BNF: RICHTER CONSULTING	460.00-		818,444.00
09/18	Wire BNF: CAPSTONE ADVISORY G P LLC	97.15-		818,346.85
09/18	Wire BNF: DONLIN RECANO COMPA INC	4,073.56-		814,273.29
09/19	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	9,981.70-		804,291.59
09/19	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	2,909.80-		801,381.79
09/19	Wire ORG: EQUITY RISK PARTNERS I NC		13,619.06	815,000.85
09/20	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	13,193.82-		801,807.03
09/20	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	400.00-		801,407.03
09/25	BETSEYJOHNSON755 PAYMENTS ID :BATCH OFFSET NAME :OFFST BETSEYJOHNSON755	7,500.00-		793,907.03

BETSEY JOHNSON LLC  
DEBTOR IN POSSESSION  
700 PENHORN AVE  
SECAUCUS NJ 07094-2158

057 Statement Date: 09/30/13  
Account Number: [REDACTED] 1755

\*\*\*\*\* BUSINESS CHECKING ACCOUNT [REDACTED] 1755 \*\*\*\*\*

Account Summary

Beginning Balance	+	Deposits	+	Interest Paid	-	Withdrawals	-	Service Charge	=	Ending Balance
841,149.49		13,619.06		.00		60,794.26		67.26		793,907.03

Statement from 08/31/13 Thru 09/30/13

\*\*\*\*\*Summary of Deposit Accounts \*\*\*\*\*

AP	ACCOUNT	BALANCE	INT-RATE%	YTD-INT	YTD-PENALTY
-10 61	[REDACTED] 1755	793,907.03			



P.O. Box 15284  
Wilmington, DE 19850

Customer service information

- ☎ Customer service: 1.888.400.9009
- 🌐 bankofamerica.com
- 📍 Bank of America, N.A.  
P.O. Box 25118  
Tampa, FL 33622-5118

BETSEY JOHNSON LLC  
295 PRINCETON-HIGHTSTOWN ROAD  
BOX 11-364  
WEST WINDSOR, NJ 08550

### Your Full Analysis Business Checking

for September 1, 2013 to September 30, 2013

Account number [REDACTED] 6126

#### Account summary

Beginning balance on September 1, 2013	\$3,845.57
Deposits and other credits	70.00
Withdrawals and other debits	-0.00
Checks	-0.00
Service fees	-79.81
Ending balance on September 30, 2013	\$3,835.76

# of deposits/credits: 1  
 # of withdrawals/debits: 1  
 # of days in cycle: 30  
 Average ledger balance: \$3,870.99

#### Deposits and other credits

Date	Transaction description	Customer reference	Bank reference	Amount
------	-------------------------	--------------------	----------------	--------

*continued on the next page*

## Find great cash back deals all around you.



Bank of America, N.A. Member FDIC

Online or on your mobile device, BankAmeriDeals<sup>SM</sup> makes it easy to get cash back at stores, restaurants, online merchants and services. Just choose the cash back deals, pay with your eligible debit or credit card and the cash back gets put into your Bank of America<sup>SM</sup> account.

To get started, visit [www.bankofamerica.com/deals](http://www.bankofamerica.com/deals) or tap the "Deals" icon in Mobile Banking.



Scan this QR code with your smartphone and start picking your deals now.



Your checking account

BETSEY JOHNSON LLC | Account # [REDACTED] 3126 | September 01, 2013 to September 30, 2013

### Deposits and other credits - continued

Date	Transaction description	Customer reference	Bank reference	Amount
09/03/13	Deposit		813004042328148	70.00
Total deposits and other credits				\$70.00

### Service fees

Date	Transaction description	Amount
09/16/13	08/13 ACCT ANALYSIS FEE	-79.81
Total service fees		-\$79.81

Note your Ending Balance already reflects the subtraction of Service Fees.

### Daily ledger balances

Date	Balance (\$)	Date	Balance (\$)	Date	Balance (\$)
09/01	3,845.57	09/03	3,915.57	09/16	3,835.76

## Paperless statements. Very smart.

Switching to paperless documents helps make secure record keeping easier. You can find, view, download and print any time—all in one place. You get email notifications when your statements are ready. Plus, it can help reduce the risk of mail fraud and identity theft.

To go paperless, enroll in Online Banking at [www.bankofamerica.com/onlinebanking](http://www.bankofamerica.com/onlinebanking), find the green leaf icon on your account documents and click "go paperless."

<b>Betsey Johnson LLC</b>	
<b>Cash Receipts and Disbursements to Balance Sheet Reconciliation</b>	
<b>30-Sep-13</b>	
<b>Account</b>	<b>Balance</b>
Total Non-Corporate Accounts	\$ -
Total Per Cash Receipts and Disbursements (MOR-1)	796,032
<b>Total Per Balance Sheet (MOR - 3)</b>	<b>796,032</b>



Betsey Johnson FIRST NIAGARA CDA Post-Petition Account Outstanding Checks 9/30/2013			
Date	Check #	Payee	Amount
			\$ -

<b>Betsey Johnson Payroll Outstanding Checks 9/30/2013</b>				
<b>Date</b>	<b>Check #</b>	<b>Payee</b>	<b>Amount</b>	
5/25/2012	10285	Payroll	\$	81.40
6/8/2012	10489	Payroll		170.56
6/8/2012	10531	Payroll		42.79
6/15/2012	10563	Payroll		82.10
6/15/2012	10578	Payroll		66.77
6/15/2012	10632	Payroll		118.70
7/6/2012	10852	Payroll		40.33
7/6/2012	10853	Payroll		48.56
7/6/2012	10855	Payroll		58.93
7/6/2012	10858	Payroll		163.47
7/6/2012	10871	Payroll		122.85
7/6/2012	10922	Payroll		285.18
7/20/2012	11006	Payroll		77.27
7/20/2012	11013	Payroll		7.43
7/20/2012	11015	Payroll		244.20
7/20/2012	11031	Payroll		99.77
7/27/2012	11049	Payroll		0.53
			<b>\$</b>	<b>1,710.84</b>

Betsy Johnson Disbursement Journal Sept. 1, 2013 to Sept. 30, 2013							
Date	Check #	VOIDS	Vendor	Amount	Consulting	Prof Fees	Operating
9/4/2013	WT		ARON ARIAS W/E - 8/11, 8/18 & 8/25/2013	8,550.00	8,550.00		
9/5/2013	WT		DATAGRAM - 3RD PARTY NETWORK MANAGEMENT	3,420.70			3,420.70
9/18/2013	WT		GOULSTON AND STORRS - JULY 2013 BILLING	6,392.40		6,392.40	
9/18/2013	WT		TOGUT SEGAL SEGAL LLP - JULY 2013 BILLING	1,519.89		1,519.89	
9/18/2013	WT		RICHTER CONSULTING INC - JULY 2013 BILLING	460.00		460.00	
9/18/2013	WT		CAPSTONE ADVISORY GROUP - JULY 2013 BILLING	97.15		97.15	
9/18/2013	WT		DONLIN RECANO COMPANY INC - AUGUST 2013 BILLING	4,073.56		4,073.56	
9/19/2013	WT		HAHN & HESSEN LLP - MAY 2013 BILLING	9,981.70		9,981.70	
9/19/2013	WT		MARCUM LLP - JULY 2013 BILLING	2,909.80		2,909.80	
9/20/2013	WT		HAHN & HESSEN LLP - JUNE 2013 BILLING	13,193.82		13,193.82	
9/20/2013	WT		JONATHAN FRIEDMAN	400.00	400.00		400.00
9/25/2013	WT		ARON ARIAS W/E - 9/1, 9/8 & 9/15/2013	7,500.00	7,500.00		7,500.00
9/11/2013	90345		VERIZON - TRNTON NJ	25.30			25.30
9/30/2013	60026	VOID	CAITLIN KENNEY	(60.83)			(60.83)
9/30/2013	60032	VOID	DEEDRA BOND	(139.66)			(139.66)
9/30/2013	60033	VOID	LYNDSAY GRACIN	(54.99)			(54.99)
9/30/2013	60038	VOID	MILICA VELICKOVICH	(79.43)			(79.43)
9/30/2013	60041	VOID	SARAH SUMMERS	(21.53)			(21.53)
9/30/2013	60046	VOID	BRIANA VILLA	(9.97)			(9.97)
9/30/2013	60059	VOID	AJA HILL	(71.60)			(71.60)
9/30/2013	60064	VOID	JANELY BENCOMO	(125.00)			(125.00)
9/30/2013	60072	VOID	JESSICA CLAEYSSEN	(106.28)			(106.28)
9/30/2013	60080	VOID	FARIAS, INC	(39.61)			(39.61)
9/30/2013	80464	VOID	MARGOT E HASWELL	(769.92)			(769.92)
9/30/2013	80616	VOID	KIMBERLY E. MAYBERRY	(337.20)			(337.20)
9/30/2013	90025	VOID	NSTAR ELECTRIC	(60.06)			(60.06)
9/30/2013	90065	VOID	JOLEE ACOSTA	(47.27)			(47.27)
9/30/2013	90070	VOID	ASHLEY ANGELO	(12.64)			(12.64)
9/30/2013	90072	VOID	ABIGAIL ARNETT	(16.40)			(16.40)
9/30/2013	90080	VOID	SHANNON BOUTHILLETTE	(79.22)			(79.22)
9/30/2013	90083	VOID	KATELYN BREHONY	(28.54)			(28.54)
9/30/2013	90092	VOID	TARALYNN CONGEMI	(12.64)			(12.64)
9/30/2013	90093	VOID	ANTHONY COOPER	(62.37)			(62.37)
9/30/2013	90098	VOID	LEARIE D. DAWKINS	(15.40)			(15.40)
9/30/2013	90114	VOID	MARY HAMILTON	(31.14)			(31.14)
9/30/2013	90123	VOID	TACEY JONES	(19.20)			(19.20)
9/30/2013	90125	VOID	EDWARD KIM	(100.92)			(100.92)
9/30/2013	90129	VOID	BRINKLEY LEMARIE	(14.38)			(14.38)
9/30/2013	90137	VOID	MICHAEL MOLINA	(12.64)			(12.64)
9/30/2013	90142	VOID	SAMUEL OLMEDO	(12.64)			(12.64)
9/30/2013	90150	VOID	TAYLOR RICHEY	(20.13)			(20.13)
9/30/2013	90162	VOID	IRAM SUBA	(47.27)			(47.27)
9/30/2013	90165	VOID	ROBERT TILLERY	(47.27)			(47.27)
9/30/2013	90320	VOID	VERMONT DEPARTMENT OF TAXES	(250.00)			(250.00)
9/30/2013	90322	VOID	AZ Secretary of State Ken Benn	(13.00)			(13.00)
9/30/2013	90324	VOID	ILLINOIS DEPT OF REVENUE	(100.00)			(100.00)
9/30/2013	90325	VOID	COMMONWEALTH OF MASSACHUSETTS	(500.00)			(500.00)
9/30/2013	90326	VOID	MINNESOTA SECRETARY OF STATE	(35.00)			(35.00)
9/30/2013	90328	VOID	MISSOURI DEPT. OF REVENUE TAXA	(25.00)			(25.00)
9/30/2013	90329	VOID	TENNESSEE SECRETARY OF STATE	(20.00)			(20.00)
9/30/2013	90331	VOID	SECRETARY OF STATE OF TEXAS	(15.00)			(15.00)
9/16/2013	FEES		BANK FEES - FIRST NIAGARA FUNDING ACCOUNT	67.26			67.26
9/16/2013	FEES		BANK FEES - FIRST NIAGARA CDA ACCOUNT	390.14			390.14
9/16/2013	FEES		BANK FEES - BANK OF AMERICA CONCENTRATION	79.81			79.81
				<b>\$ 55,647.38</b>	<b>\$ 16,450.00</b>	<b>\$ 38,628.32</b>	<b>\$ 8,469.06</b>

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Sept. 1, 2013 to

Debtor

Reporting Period: Sept. 30, 2013

**STATEMENT OF OPERATIONS (Income Statement)**

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

REVENUES	Sept 1, 2013 to 2015	Sept 30, 2015	CUMULATIVE - FILING TO DATE
Net Sales			\$ 14,104,131
<b>COST OF GOODS SOLD</b>			
Cost of Goods Sold			7,665,239
Gross Profit			<b>6,438,891</b>
<b>OPERATING EXPENSES</b>			
Payroll			1,195,707
Commissions and Bonus			479,629
Benefits			217,139
Occupancy Expense			1,708,993
Website Fee			212,702
Freight Out (Web-GSI - Net Freight Income)			(21,380)
Other Expense		(729)	627,947
<b>Total Store Operating Expenses</b>		<b>(729)</b>	<b>4,420,737</b>
Payroll / Contract Employees		10,900	827,445
Commissions and Bonus			257,053
Benefits (Cobra Reimbursements)		(580)	80,589
Occupancy Expense			206,371
Freight Out			34,135
Outsource & Production Black Label			4,535
Other Expense/(Income) - (Note 1 for breakdown)		(10,813)	385,740
<b>Total Corporate Expenses</b>		<b>(493)</b>	<b>1,795,869</b>
<b>Total Operating Expenses</b>		<b>(1,222)</b>	<b>6,216,606</b>
<b>OTHER INCOME AND EXPENSES</b>			
Senior Management Bonus			(99,231)
Depreciation & Amortization			300,591
Cash Interest Expense			5,735
Interest Expense-Earnout			330
Other Extraordinary Loss/(Gain)			10,535,812
Net Agency Fee Expense			1,998,811
Non-Cash Interest- SM Loan			-
Management Fees			(24,999)
Debtor Counsel (Goulston/Togut)		15,645	1,361,313
Debtor Financial Advisors (Richter)		-	651,049
Debtor Accountants (Marcum LLP)		2,963	272,982
Committee Professionals (Hahn & Hessen/Capstone)		(7,332)	746,287
Debtor Claims Agent (Donlin)		3,474	389,248
U.S. Trustee			39,975
Leasing Agent			14,063
Bank Lender Fees			152,703
Sales Tax Assessment			77,000
<b>Total Non-Operating Expense</b>		<b>14,750</b>	<b>16,421,668</b>
Income Taxes			15,844
<b>Net Profit (Loss)</b>		<b>\$ (13,528)</b>	<b>\$ (16,215,226)</b>

\*"Insider" is defined in 11 U.S.C. Section 101(31).

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Sept. 1, 2013 to

Debtor

Reporting Period: Sept. 30, 2013

**NOTE 1: BREAKDOWN OF OTHER EXPENSE/(INCOME)**

**OTHER OPERATIONAL EXPENSES**

Datagram Offsite Network Hosting	3,421
Bank Fees (Note - April NSF Fees of \$407 still to be reversed by FN)	537
Telephone (local company service for Sept)	25

**OTHER INCOME**

Insurance Audit Net Refunds	(13,619)
Void Manual Payroll Checks not Cashed.	(1,177)
<b>NET OTHER EXPENSES/(INCOME)</b>	<b>(10,813)</b>

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Debtor

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**BALANCE SHEET**

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from post-petition obligations.

<i>ASSETS</i>	<i>BOOK VALUE AT END OF CURRENT REPORTING</i>	<i>BOOK VALUE AT END OF PRIOR REPORTING MONTH</i>	<i>BOOK VALUE ON PETITION DATE OR SCHEDULED - Note 1</i>
<i>CURRENT ASSETS</i>			
Cash	\$ 796,032	\$ 837,990	\$ 113,469
Accounts Receivables, Less Allowance	-	-	1,231,952
Other Receivables - See schedule (Note 5)	-	-	-
Intercompany	-	-	8,727,614
Inventory	-	-	8,022,274
Prepays - Note 2	188,334	188,334	611,963
<b>TOTAL CURRENT ASSETS</b>	<b>984,366</b>	<b>1,026,325</b>	<b>18,707,272</b>
<i>NON-CURRENT ASSETS</i>			
Property & Equipment	-	-	6,340,350
Other Assets - See schedule	1,159	1,159	261,875
<b>TOTAL NON-CURRENT ASSETS</b>	<b>1,159</b>	<b>1,159</b>	<b>6,602,226</b>
<b>TOTAL ASSETS</b>	<b>\$ 985,525</b>	<b>\$ 1,027,484</b>	<b>\$ 25,309,498</b>

<i>LIABILITIES AND OWNER EQUITY</i>	<i>BOOK VALUE AT END OF CURRENT REPORTING</i>	<i>BOOK VALUE AT END OF PRIOR REPORTING MONTH</i>	<i>BOOK VALUE ON PETITION DATE</i>
<i>LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)</i>			
Accounts Payable	\$ 387,863	\$ 408,834	-
Loan Payable - Current	897	897	-
Revolver	-	-	2,109,339
Accrued Liabilities - Note 3	36,000	43,500	-
<b>TOTAL POST-PETITION LIABILITIES</b>	<b>424,760</b>	<b>453,231</b>	<b>2,109,339</b>
<i>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</i>			
Accounts Payable	6,123,505	6,123,505	7,658,643
Term Loan - Madden	1,876,746	1,876,746	3,398,745
Accrued Liabilities	988,910	988,870	-
<b>TOTAL PRE-PETITION LIABILITIES</b>	<b>8,989,161</b>	<b>8,989,121</b>	<b>11,057,388</b>
<b>TOTAL LIABILITIES</b>	<b>9,413,921</b>	<b>9,442,352</b>	<b>13,166,727</b>
<i>OWNERS' EQUITY</i>			
Owners' Equity	3,200,000	3,200,000	-
Retained Earnings - Pre-Petition	4,586,830	4,586,830	-
Retained Earnings - Post-petition	(16,215,226)	(16,201,698)	-
<b>NET OWNERS' EQUITY</b>	<b>(8,428,396)</b>	<b>(8,414,868)</b>	<b>-</b>
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	<b>\$ 985,525</b>	<b>\$ 1,027,484</b>	<b>\$ 13,166,727</b>

\*"Insider" is defined in 11 U.S.C. Section 101(31).

**Note 1:** The Debtor has only included comparable amounts as reflected on the schedules.

**Note 2:** Includes a \$97K carve-out in escrow with Goulston & Storrs, P.C. as well as \$91k of retainers.

**Note 3:** Decrease due to decrease in \$7,500 accrual for Hahn & Hessen professional fees for July to Sept. 2013.

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Debtor

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**BALANCE SHEET - continuation section**

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE AT END OF PRIOR REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>Other Receivables</b>			
Joint Venture Liquidation Receivable (Payment received in Oct.)	\$ -	\$ -	
Credit Card	-	-	
Expenses			
Medical	-	-	
Web			
	\$ -	\$ -	
<b>Other Assets</b>			
Rent Security Deposits	\$ -	\$ -	
Tax Recovery	1,159	1,159	
Utility Deposit	-	-	
	\$ 1,159	\$ 1,159	

In re Betsey Johnson LLC  
Debtor

Case No. 12-11732 (JMP)

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**STATUS OF POST-PETITION TAXES**

The beginning tax liability should be the ending liability from the prior month or, if this is the first report, the amount should be zero.

Attach photocopies of IRS Form 6123 or payment receipt to verify payment or deposit of federal payroll taxes.

Attach photocopies of any tax returns filed during the reporting period.

Federal	Beginning Tax	Amount Withheld and/or Accrued	Amount Paid	Date Paid	Check # or EFT	Ending Tax
Withholding						\$ -
FICA-Employee						-
FICA-Employer						-
Unemployment						-
Income						-
Other:						-
Total Federal Taxes	-	-	-	-	-	-
<b>State and Local</b>						
Withholding						-
Sales	-	-	-			-
Excise						-
Unemployment						-
Real Property						-
Personal Property						-
Other:						-
Total State and Local	-	-	-	-	-	-
<b>Total Taxes</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

**SUMMARY OF UNPAID POST-PETITION DEBTS**

Attach aged listing of accounts payable.

	Number of Days Past Due					Total
	Current	1-30	31-60	61-90	Over 91	
Accounts Payable (Note 1 & 2)	\$ 22,500	\$ 21,923	\$ 7,790	\$ 5,376	\$ 330,273	\$ 387,863
Wages Payable	-	-	-	-	-	-
Taxes Payable	-	-	-	-	-	-
Rent/Leases-Building						-
Rent/Leases-Equipment						-
Secured Debt/Adequate Protection Payments						-
Professional Fees (Accruals)	36,000	-	-	-	-	36,000
Amounts Due to Insiders						-
Other: ADP Manual Checks and Stale Dated Checks	-	-	-	-	-	-
<b>Total Post-petition Debts</b>	\$ 58,500	\$ 21,923	\$ 7,790	\$ 5,376	\$ 330,273	\$ 423,863

Explain how and when the Debtor intends to pay any past due post-petition debts.  
To be paid from existing cash collateral.

**Note 1:** Of the total AP balance, \$324K relates professional fees (\$33k payable and \$291k holdbacks).

**Note 2:** The Debtor, and counsel are in the final stages of evaluating all Administrative Claims submitted to determine the status of the Open Non-Professional Fee Post-Petition Payables.



Betsy Johnson LLC Post - Petition AP Aging by Due Date 30-Sep-13										
Vendor	Invoice #	Invoice Date	Due Date	Total	Current	1 to 30 Days	31 to 60 Days	61 to 90 Days	Over 91 days	
100 West 72nd Street Associates LLC	1-COL-072312	7/23/2012	8/2/2012	4,509					4,509	
19 EAST 80TH ST. ASSOCIATION	16-MAD-072112	7/21/2012	7/21/2012	4,465					4,465	
19 EAST 80TH ST. ASSOCIATION	16-MAD-061012A	12/28/2012	12/28/2012	6,234					6,234	
ARON M. ARIAS	20130924	9/22/2013	9/22/2013	3,000		3,000				
AT&T	62812-240	6/28/2012	7/20/2012	39					39	
ATLANTIC PIER ASSOCIATES LLC	58-ADMINCLAIM	12/28/2012	12/28/2012	7,099					7,099	
AZ Secretary of State Ken Bennett	AZ WITHDRAWAL	4/15/2013	4/15/2013	13					13	
BELL WETHER PROPERTIES OF MASSACHUSETTES LP	73-JUNE ADJUSTMENT	12/28/2012	12/28/2012	73					73	
CANON BUSINESS SOLUTIONS	4006711598	2/18/2012	2/28/2012	864					864	
CANON BUSINESS SOLUTIONS	4007127482	5/10/2012	5/20/2012	770					770	
CANON FINANCIAL SERVICES INC	11944218	6/21/2012	7/10/2012	944					944	
CANON FINANCIAL SERVICES INC	11944252	6/21/2012	7/10/2012	648					648	
CAPSTONE ADVISORY GROUP	JUNE2012-HBACK	6/30/2012	6/30/2012	2,523					2,523	
CAPSTONE ADVISORY GROUP	JUNE2012-OPER EXP	6/30/2012	6/30/2012	189					189	
CAPSTONE ADVISORY GROUP	JUL2012-CARVE	7/31/2012	7/31/2012	95					95	
CAPSTONE ADVISORY GROUP	JUL2012-HBACK	7/31/2012	7/31/2012	6,000					6,000	
CAPSTONE ADVISORY GROUP	HBACK-093012	9/30/2012	9/30/2012	6,000					6,000	
CAPSTONE ADVISORY GROUP	OCT2012HOLDBK	10/27/2012	10/27/2012	6,000					6,000	
CAPSTONE ADVISORY GROUP	DEC - HOLDBACK	3/19/2013	3/19/2013	1,012					1,012	
CAPSTONE ADVISORY GROUP	FEB - HOLDBACK	3/19/2013	3/19/2013	817					817	
CAPSTONE ADVISORY GROUP	JAN - HOLDBACK	3/19/2013	3/19/2013	252					252	
CAPSTONE ADVISORY GROUP	CAP-MAR13-HOLDBACK	4/17/2013	4/17/2013	24					24	
CAPSTONE ADVISORY GROUP	CAP-APRIL13-HOLDBACK	5/20/2013	5/20/2013	179					179	
CAPSTONE ADVISORY GROUP	CAP-MAY2013-HOLDBACK	6/21/2013	6/21/2013	265					265	
CAPSTONE ADVISORY GROUP	JUNE 13 - HOLDBACK	7/28/2013	7/28/2013	538					538	
CAPSTONE ADVISORY GROUP	JULY 2013 - HOLDBK	8/14/2013	8/14/2013	24			24			
CAPSTONE ADVISORY GROUP	CAPSTONEAUG13OPER	9/30/2013	9/30/2013	67	67					
CAPSTONE ADVISORY GROUP	CAPSTONEAUGHOLDBK	9/30/2013	9/30/2013	17	17					
CAPSTONE ADVISORY GROUP	CAPSTONESEPT13OPER	9/30/2013	9/30/2013	67	67					
CAPSTONE ADVISORY GROUP	CAPSTONESEPT13-HLDBK	9/30/2013	9/30/2013	17	17					
CENTRAL VERMONT PUBLIC SERVICE CORP	51712-281	5/17/2012	6/16/2012	84					84	
CITY OF SAN ANTONIO	90564610	5/15/2012	5/15/2012	130					130	
COMMONWEALTH OF MASSACHUSETTS	2012 MA ANNUAL RPT	4/15/2013	4/25/2013	500					500	
DONLIN RECANO	DONLIN SEPT13	10/8/2013	10/8/2013	3,474	3,474					
FORBES/COHEN FLORIDA PROP. LP	43-ADMINCLAIMINSUR	12/28/2012	12/28/2012	145					145	
GOULSTON & STORRS	MAY2012-HBACK	5/31/2012	5/31/2012	1,590					1,590	
GOULSTON & STORRS	JUNE2012-HBACK	6/30/2012	6/30/2012	17,169					17,169	
GOULSTON & STORRS	JUL2012-HBACK	7/31/2012	7/31/2012	13,850					13,850	
GOULSTON & STORRS	HBACK-093012	9/30/2012	9/30/2012	8,365					8,365	
GOULSTON & STORRS	OCT 2012 - HOLDBK	10/27/2012	10/27/2012	5,971					5,971	
GOULSTON & STORRS	NOV12-HOLDBACK	12/20/2012	12/20/2012	8,690					8,690	
GOULSTON & STORRS	DEC - HOLDBACK	1/18/2013	1/18/2013	3,172					3,172	
GOULSTON & STORRS	GOULSTON-MAR-HOLDBK	4/22/2013	4/22/2013	4,528					4,528	
GOULSTON & STORRS	GOULSTON-APR13-HLDBK	5/20/2013	5/20/2013	7,501					7,501	
GOULSTON & STORRS	GS-MAY2013-HOLDBACK	6/19/2013	6/19/2013	3,331					3,331	
GOULSTON & STORRS	JUNE '13 HOLDBACK	7/18/2013	7/18/2013	2,025				2,025		
GOULSTON & STORRS	JULY 13 HOLDBACK	8/20/2013	8/20/2013	1,585			1,585			
GOULSTON & STORRS	GOULSTON-AUG13-HOLDB	9/17/2013	9/17/2013	1,739		1,739				
GOULSTON & STORRS	GOULSTON-AUG13-OPER	9/17/2013	9/17/2013	7,203		7,203				
GOULSTON & STORRS	SEPT13-OPER	10/17/2013	10/17/2013	11,358	11,358					
GOULSTON & STORRS	SEPT 13 - HOLDBACK	10/17/2013	10/17/2013	2,818	2,818					
GXS	290840	6/30/2012	7/10/2012	173					173	
GXS	295837	6/30/2012	7/10/2012	196					196	
GXS	296849	6/30/2012	7/10/2012	76					76	
HAHN & HESSEN LLP	050312-053112-HBACK	5/31/2012	5/31/2012	2,322					2,322	
HAHN & HESSEN LLP	JUN2012-HBACK	6/30/2012	6/30/2012	10,637					10,637	
HAHN & HESSEN LLP	JUL2012-HBACK	7/31/2012	7/31/2012	8,660					8,660	
HAHN & HESSEN LLP	OCT2012HOLDBACK	10/27/2012	10/27/2012	2,650					2,650	
HAHN & HESSEN LLP	HOLDBACK-DEC2012	2/21/2013	2/21/2013	4,265					4,265	
HAHN & HESSEN LLP	HOLDBACK-NOV2012	2/21/2013	2/21/2013	5,323					5,323	
HAHN & HESSEN LLP	HH-APR2013-HOLDBACK	6/21/2013	6/21/2013	989					989	
HAHN & HESSEN LLP	HH-FEB2013-HOLDBACK	6/21/2013	6/21/2013	2,253					2,253	
HAHN & HESSEN LLP	HH-MAR2013-HOLDBACK	6/21/2013	6/21/2013	2,338					2,338	
HAHN & HESSEN LLP	MAY13-154369-HOLDBK	8/8/2013	8/8/2013	2,442			2,442			
HAHN & HESSEN LLP	JUNE13-154586-HOLDBK	8/9/2013	8/9/2013	3,252			3,252			
ILLINOIS DEPT OF REVENUE	ILL WDRAWAL	4/15/2013	4/25/2013	100					100	
MARCUM GROUP LLP	10419669-HBACK	7/4/2012	7/4/2012	2,082					2,082	

Vendor	Invoice #	Invoice Date	Due Date	Total	Current	1 to 30 Days	31 to 60 Days	61 to 90 Days	Over 91 days
MARCUM GROUP LLP	10419942-HBACK	7/4/2012	7/4/2012	459					459
MARCUM GROUP LLP	10420153-HBACK	7/31/2012	7/31/2012	2,144					2,144
MARCUM GROUP LLP	10420301-HBACK	7/31/2012	7/31/2012	886					886
MARCUM GROUP LLP	10420303-HBACK	7/31/2012	7/31/2012	114					114
MARCUM GROUP LLP	10422135-HBACK	8/31/2012	8/31/2012	1,600					1,600
MARCUM GROUP LLP	10422707-HBACK	8/31/2012	8/31/2012	642					642
MARCUM GROUP LLP	10422770-HBACK	8/31/2012	8/31/2012	2,137					2,137
MARCUM GROUP LLP	10424799-HBACK	9/30/2012	9/30/2012	915					915
MARCUM GROUP LLP	10424805-HBACK	9/30/2012	9/30/2012	54					54
MARCUM GROUP LLP	10424808-HBACK	9/30/2012	9/30/2012	148					148
MARCUM GROUP LLP	10424870-HBACK	9/30/2012	9/30/2012	1,183					1,183
MARCUM GROUP LLP	HBACK-10424741	9/30/2012	9/30/2012	184					184
MARCUM GROUP LLP	OCT12401KHOLDBK	11/1/2012	11/1/2012	1,718					1,718
MARCUM GROUP LLP	10432136-HOLDBACK	11/30/2012	11/30/2012	31					31
MARCUM GROUP LLP	10432138-HOLDBACK	11/30/2012	11/30/2012	631					631
MARCUM GROUP LLP	10432160-HOLDBACK	12/1/2012	12/1/2012	267					267
MARCUM GROUP LLP	10432173 - HOLDBACK	12/15/2012	12/15/2012	743					743
MARCUM GROUP LLP	10432250-HOLDBACK	12/15/2012	12/15/2012	651					651
MARCUM GROUP LLP	10435024-HOLDBACK	1/15/2013	1/15/2013	1,377					1,377
MARCUM GROUP LLP	10436419-HOLDBACK	1/31/2013	1/31/2013	44					44
MARCUM GROUP LLP	10437607-HOLDBACK	2/15/2013	2/15/2013	364					364
MARCUM GROUP LLP	10437609-HOLDBACK	2/15/2013	2/15/2013	552					552
MARCUM GROUP LLP	10437664-HOLDBACK	2/15/2013	2/15/2013	1,240					1,240
MARCUM GROUP LLP	NYC-UBT-MAR-HOLDBACK	4/17/2013	4/17/2013	1,747					1,747
MARCUM GROUP LLP	TAXES 2012-MAR-HLDBK	4/17/2013	4/17/2013	2,300					2,300
MARCUM GROUP LLP	10450340-HOLDBACK	4/30/2013	4/30/2013	281					281
MARCUM GROUP LLP	10452014-HOLDBACK	5/31/2013	5/31/2013	566					566
MARCUM GROUP LLP	10455506-HOLDBACK	6/30/2013	6/30/2013	826					826
MARCUM GROUP LLP	10458472-HOLDBACK	7/31/2013	7/31/2013	493				493	
MARCUM GROUP LLP	10458568-HOLDBACK	7/31/2013	7/31/2013	234				234	
MARCUM GROUP LLP	10461387-HOLDBK	9/17/2013	9/17/2013	1,443		1,443			
MARCUM GROUP LLP	10461387-OPER	9/17/2013	9/17/2013	5,774		5,774			
MARCUM GROUP LLP	10461391-HOLDBACK	9/17/2013	9/17/2013	697		697			
MARCUM GROUP LLP	10461391-OPER	9/17/2013	9/17/2013	2,798		2,798			
MARCUM GROUP LLP	10465541	9/30/2013	9/30/2013	2,370	2,370				
MARCUM GROUP LLP	10465541-A	9/30/2013	9/30/2013	593	593				
MCI/verizon	408803055	5/25/2012	6/4/2012	74					74
MIAMI-DADE WATER & SEWER	53012-298	5/30/2012	6/20/2012	105					105
MINNESOTA SECRETARY OF STATE	MINN WDRAWAL	4/15/2013	4/15/2013	35					35
MISSOURI DEPARTMENT OF REV	MICHIGAN WDRAWAL	4/15/2013	4/15/2013	25					25
RICHTER CONSULTING, INC	MAY2012-HBACK	5/31/2012	5/31/2012	6,552					6,552
RICHTER CONSULTING, INC	JUN2012-HBACK	6/30/2012	6/30/2012	24,068					24,068
RICHTER CONSULTING, INC	JUL2012-HBACK	7/31/2012	7/31/2012	11,217					11,217
RICHTER CONSULTING, INC	HBACK-093012	9/30/2012	9/30/2012	7,607					7,607
RICHTER CONSULTING, INC	OCT2012HOLDBK	10/27/2012	10/27/2012	4,901					4,901
RICHTER CONSULTING, INC	NOV12-HOLDBACK	12/18/2012	12/18/2012	2,017					2,017
RICHTER CONSULTING, INC	DEC - HOLDBACK	1/18/2013	1/18/2013	1,591					1,591
RICHTER CONSULTING, INC	HOLDBACK-FEB2013	3/18/2013	3/18/2013	95					95
RICHTER CONSULTING, INC	RC200-MAR-HOLDBACK	4/19/2013	4/19/2013	173					173
RICHTER CONSULTING, INC	RICHTER-APR13-HOLDBK	5/13/2013	5/13/2013	886					886
RICHTER CONSULTING, INC	RC-MAY2013-HOLDBACK	6/18/2013	6/18/2013	1,631					1,631
RICHTER CONSULTING, INC	RICHTER-JUN13-HLDBK	7/10/2013	7/10/2013	391				391	
RICHTER CONSULTING, INC	JULY 13 HOLDBACK	8/20/2013	8/20/2013	115			115		
RICHTER CONSULTING, INC	RICHTER-AUG13-HOLDBK	9/17/2013	9/17/2013	58		58			
RICHTER CONSULTING, INC	RICHTER-AUG13-OPER	9/17/2013	9/17/2013	230		230			
SAWGRASS MILLS	94-SGM-80112-%RENT	12/28/2012	12/28/2012	2,346					2,346
SECRETARY OF STATE OF TEXAS	TX WDRAWAL	4/15/2013	4/25/2013	15					15
SP 1143 SECOND LLC	3-60TH-061012	6/10/2012	6/10/2012	2,000					2,000
SP 1143 SECOND LLC	3-60TH-071912	7/19/2012	7/19/2012	968					968
SPG CENTER LLC	63-SPG-6114749	12/28/2012	12/28/2012	2,711					2,711
TENNESSEE SECRETARY OF STATE	TENN WDRAWAL	4/15/2013	4/25/2013	20					20
TOGUT, SEGAL & SEGAL LLP	060112-063012-HBACK	6/30/2012	6/30/2012	20,740					20,740
TOGUT, SEGAL & SEGAL LLP	JUL2012-HBACK	7/31/2012	7/31/2012	13,352					13,352
TOGUT, SEGAL & SEGAL LLP	HBACK-093012	9/30/2012	9/30/2012	2,735					2,735
TOGUT, SEGAL & SEGAL LLP	OCT2012-HOLDBK	10/27/2012	10/27/2012	1,718					1,718
TOGUT, SEGAL & SEGAL LLP	12182012-HOLDBACK	12/18/2012	12/18/2012	2,374					2,374
TOGUT, SEGAL & SEGAL LLP	DEC - HOLDBACK	12/28/2012	12/28/2012	1,868					1,868
TOGUT, SEGAL & SEGAL LLP	JAN - HOLDBACK	2/15/2013	2/15/2013	359					359
TOGUT, SEGAL & SEGAL LLP	HOLDBACK-FEB2013	3/19/2013	3/19/2013	337					337
TOGUT, SEGAL & SEGAL LLP	TOGUT-MAR-HOLDBACK	4/17/2013	4/17/2013	1,360					1,360
TOGUT, SEGAL & SEGAL LLP	TOGUT-APR13-HOLDBK	5/15/2013	5/15/2013	547					547
TOGUT, SEGAL & SEGAL LLP	TOGUT-MAY13-HOLDBACK	6/13/2013	6/13/2013	918					918
TOGUT, SEGAL & SEGAL LLP	JUNE 13 HOLDBACK	7/17/2013	7/17/2013	1,695				1,695	
TOGUT, SEGAL & SEGAL LLP	JULY 13 HOLDBACK	8/18/2013	8/18/2013	372			372		

Vendor	Invoice #	Invoice Date	Due Date	Total	Current	1 to 30 Days	31 to 60 Days	61 to 90 Days	Over 91 days
TOGUT, SEGAL & SEGAL LLP	TOGUT-AUG13-HOLDBK	9/17/2013	9/17/2013	379		379			
TOGUT, SEGAL & SEGAL LLP	TOGUT-AUG13-OPER	9/17/2013	9/17/2013	1,528		1,528			
TOGUT, SEGAL & SEGAL LLP	TOGUT-SEPT 13 - OPER	9/30/2013	9/30/2013	1,179	1,179				
TOGUT, SEGAL & SEGAL LLP	TOGUT-SEPT13-HOLDBAC	9/30/2013	9/30/2013	291	291				
US TRUSTEE	OVERPAYMENTQ213	7/31/2013	7/31/2013	(2,925)		(2,925)			
VERIZON WIRELESS 586737517-00001	2744686977	5/16/2012	6/11/2012	676					676
VERIZON WIRELESS 586737517-00001	2758895450	6/16/2012	7/11/2012	1,990					1,990
VERIZON WIRELESS 586737517-00001	062612-071612	7/16/2012	7/16/2012	8,599					8,599
VERIZON WIRELESS 586737517-00001	071712-081612	8/16/2012	8/16/2012	6,162					6,162
VERIZON WIRELESS 586737517-00001	081712-091612	9/16/2012	9/16/2012	7,500					7,500
VERMONT DEPARTMENT OF TAXES	VERMONTTAX	9/30/2013	9/30/2013	250	250				
WESTCOAST ESTATES	76-ADMINRENTADJ	12/28/2012	12/28/2012	101					101
<b>(Note 1 and Note 2)</b>				<b>387,863</b>	<b>22,500</b>	<b>21,923</b>	<b>7,790</b>	<b>5,376</b>	<b>330,273</b>

Note 1: Of the total AP balance, \$324K relates professional fees (\$33k payable and \$291k holdbacks).

Note 2: The Debtor, and counsel are in the final stages of evaluating all Administrative Claims submitted to determine the status of the Open Non-Professional Fee Post-Petition Payables.

In re Betsey Johnson LLC  
Debtor

Case No. 12-11732 (JMP)  
Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

Accounts Receivable Reconciliation	Amount
Total Accounts Receivable at the beginning of the reporting period	\$ -
Plus: Amounts billed during the period, net of returns and adjustments	-
Less: Amounts collected during the period	-
Total Accounts Receivable at the end of the reporting period	\$ -

Accounts Receivable Aging	0-30 Days	31-60 Days	61-90 Days	91+ Days	Total
0 - 30 days old	\$ -				\$ -
31 - 60 days old		-			-
61 - 90 days old			-		-
91+ days old				-	-
Total Accounts Receivable	-	-	-	-	-
Less: Bad Debts (Amount considered uncollectible)					-
Net Accounts Receivable	\$ -	\$ -	\$ -	\$ -	\$ -

**TAXES RECONCILIATION AND AGING**

Taxes Payable	0-30 Days	31-60 Days	61-90 Days	91+ Days	Total
0 - 30 days old	\$ -				\$ -
31 - 60 days old		-			-
61 - 90 days old			-		-
91+ days old				-	-
Total Taxes Payable	-	-	-	-	-
Total Accounts Payable - Note 1 & 2	\$ 22,500	\$ 21,923	\$ 7,790	\$ 335,650	\$ 387,863

**Note 1:** Of the total AP balance, \$324K relates professional fees (\$33k payable and \$291k holdbacks).

**Note 2:** The Debtor, and counsel are in the final stages of evaluating all Administrative Claims submitted to determine the status of the Open Non-Professional Fee Post-Petition Payables.

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Debtor

Reporting Period: Sept. 1, 2013 to Sept. 30, 2013

**PAYMENTS TO INSIDERS AND PROFESSIONALS**

Of the total disbursements shown on the Cash Receipts and Disbursements Report (MOR-1) list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U.S. Bankruptcy Code) and to professionals. For payments to insiders, identify the type of compensation paid (e.g. Salary, Bonus, Commissions, Insurance, Housing Allowance, Travel, Car Allowance, Etc.). Attach additional sheets if necessary.

INSIDERS			
NAME	TYPE OF PAYMENT	AMOUNT PAID	TOTAL PAID TO DATE
Jonathan Friedman	Gross Salary	-	\$ 115,455
Jonathan Friedman	Vacation Pay	-	\$ 12,500
Jonathan Friedman	KEIP	-	\$ 200,000
Jonathan Friedman	Travel Expenses	-	\$ 6,354
Aron Arias	Gross Salary	16,050	\$ 165,396
Aron Arias	Travel & Office Exp.	-	\$ 4,387
		-	\$ -
		-	\$ -
		-	\$ -
		-	\$ -
		-	\$ -
TOTAL PAYMENTS TO INSIDERS		\$ 16,050	\$ 504,092

PROFESSIONALS					
NAME	DATE OF COURT ORDER AUTHORIZING PAYMENT	AMOUNT APPROVED	AMOUNT PAID IN SEPT '13 (Note 1)	TOTAL PAID TO DATE SEPT'13	TOTAL INCURRED & UNPAID SEPT '13
Richter Consulting, Inc.		\$ -	\$ 460	\$ 588,048	\$ 61,530
Togut, Segal & Segal LLP		-	\$ 1,520	\$ 425,384	\$ 51,749
Goulston & Storrs, P.C.		-	\$ 6,392	\$ 783,283	\$ 101,182
Capstone Advisory Group, LLC		-	\$ 97	\$ 213,339	\$ 24,085
Hahn & Hessen		-	\$ 23,176	\$ 427,731	\$ 77,632
Donlin Recano & Company, Inc.		-	\$ 4,074	\$ 397,939	\$ 3,474
Marcum LLP		-	\$ 2,910	\$ 231,173	\$ 40,285
U.S. Trustee		-	\$ -	\$ 42,900	\$ (2,925)
Committee Members		-	\$ -	\$ 3,495	\$ -
TOTAL PAYMENTS TO PROFESSIONALS		\$ -	\$ 38,628	\$ 3,113,291	\$ 357,012

\* INCLUDE ALL FEES INCURRED, BOTH APPROVED AND UNAPPROVED.

**Note 1:** In the week of May 11, 2012, the Debtor established a carve-out of \$950,000 which is being used to fund professional fees. The Debtors are authorized to fund approved payments to professionals in accordance with the Order establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals.

**Note 2:** To date \$2,260K was paid from the Company's accounts and \$853K was paid from the segregated client account at Goulston & Storrs P.C. (Total \$3,113K)

**POST-PETITION STATUS OF SECURED NOTES, LEASES PAYABLE AND ADEQUATE PROTECTION PAYMENTS**

NAME OF CREDITOR	SCHEDULED MONTHLY PAYMENT DUE	AMOUNT PAID DURING MONTH	TOTAL UNPAID POST-PETITION
TOTAL PAYMENTS			Not Applicable

In re Betsey Johnson LLC

Case No. 12-11732 (JMP)

Sept. 1, 2013 to

Debtor

Reporting Period: Sept. 30, 2013

**DEBTOR QUESTIONNAIRE**

<b>Must be completed each month. If the answer to any of the questions is "Yes", provide a detailed explanation of each item. Attach additional sheets if necessary.</b>		<b>Yes</b>	<b>No</b>
1	Have any assets been sold or transferred outside the normal course of business this reporting period?		X
2	Have any funds been disbursed from any account other than a debtor in possession account this reporting period?		X
3	Is the Debtor delinquent in the timely filing of any post-petition tax returns?		X
4	Are workers compensation, general liability or other necessary insurance coverages expired or cancelled, or has the debtor received notice of expiration or cancellation of such policies?	X	
5	Is the Debtor delinquent in paying any insurance premium payment?		X
6	Have any payments been made on pre-petition liabilities this reporting period?		X
7	Are any post petition receivables (accounts, notes or loans) due from related parties?		X
8	Are any post petition payroll taxes past due?		X
9	Are any post petition State or Federal income taxes past due?		X
10	Are any post petition real estate taxes past due?		X
11	Are any other post petition taxes past due?	X	
12	Have any pre-petition taxes been paid during this reporting period?		X
13	Are any amounts owed to post petition creditors delinquent?		X
14	Are any wage payments past due?		X
15	Have any post petition loans been received by the Debtor from any party?		X
16	Is the Debtor delinquent in paying any U.S. Trustee fees?		X
17	Is the Debtor delinquent with any court ordered payments to attorneys or other professionals?		X
18	Have the owners or shareholders received any compensation outside of the normal course of business?		X

**Notes**

4- Effective August 31, 2012 the Debtor terminated its workers compensation policy as all employees were terminated.  
 11 - The Debtor is in the process of evaluating the amount of Personal Property Taxes that are due for 2012 (Pre/Post-Petition)  
 Note 13: The Debtor, and counsel are in the final stages of evaluating all Administrative Claims submitted to determine the status of the Open Non-Professional Fee Post-Petition Payables.