Docket #0646 Date Filed: 1/22/2014

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: Adoc Holdings, Inc., et al., (1)

Case No. 13-11153 (CCS)
Reporting Period: October 2013

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.

Submit a copy of the report to any official committee appointed in the case.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit / Supplement Attached
Schedule of Cash Receipts and Disbursements	MOR-1	Yes	No	No
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a	Yes	No	No
Schedule of Professional Fees Paid	MOR-1b	Yes	No	No
Copies of bank statements		Yes	No	No
Cash disbursements journals		Yes	No	No
Statement of Operations	MOR-2	Yes	No	No
Balance Sheet	MOR-3	Yes	No	No
Status of Postpetition Taxes	MOR-4	Yes	No	No
Copies of IRS Form 6123 or payment receipt		No	No	No
Copies of tax returns filed during reporting period		No	No	No
Summary of Unpaid Postpetition Debts	MOR-4	Yes	No	No
Listing of Aged Accounts Payable	MOR-4	Yes	No	No
Accounts Receivable Reconciliation and Aging	MOR-5	Yes	No	No
Debtor Questionnaire	MOR-5	Yes	No	No

Notes:
(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

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

Signature of Joint Debtor — Date

/ s / John P. Madden — 1/21/2014
Signature of Authorized Individual* — Date

John P. Madden — Chief Restructuring Officer
Printed Name of Authorized Individual — Title of Authorized Individual

*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.

1311153140122000000000001

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

Amounts reported should be per the debtor's books, 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. The amounts reported in the "PROJECTED" columns should be taken from the SMALL BUSINESS INITIAL REPORT (FORM IR-1). 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)]

	Consolidated	Adoc Holdings, Inc.	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc.	Adoc Energy LLC	Energy CS LLC	Miles Electric Vehicles Limited	Lio Energy Systems Holdings LLC
	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013
Cash Flows From Operating Activities								
Net Income / (Loss)	($754,943)	$ --	($754,852)	$ --	$ --	$ --	($90)	$ --
Adj. Required To Reconcile Net Loss To Net Cash Used In Operating Activities:								
Net Tax Benefit From Acquisition	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Inventory Write-Down	--	--	--	--	--	--	--	--
Share Of Loss Of Equity-Method Investee	--	--	--	--	--	--	--	--
Interest Expense Related To Preferred Warrants	--	--	--	--	--	--	--	--
Interest Expense Related To Convertible Promissory Notes	--	--	--	--	--	--	--	--
Depreciation And Amortization	--	--	--	--	--	--	--	--
Stock-Based Compensation	--	--	--	--	--	--	--	--
Loss On Disposal Of Fixed Assets	--	--	--	--	--	--	--	--
Change In Fair Value Of Preferred Stock Warrants	--	--	--	--	--	--	--	--
Changes In Working Capital And Other Operating Items	700,222	--	700,222	--	--	--	--	--
Changes In Other Assets and Long-Term Liabilities	--	--	--	--	--	--	--	--
Net Cash Used In Operating Activities	**($54,720)**	**$ --**	**($54,630)**	**$ --**	**$ --**	**$ --**	**($90)**	**$ --**
Cash Flows From Investing Activities								
Purchase / (Sale) Of Tooling, Property And Equipment	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Acquisitions	--	--	--	--	--	--	--	--
Investment In Equity-Method Investee	--	--	--	--	--	--	--	--
Restricted Cash	--	--	--	--	--	--	--	--
Net Cash Used In Investing Activities	**$ --**	**$ --**	**$ --**	**$ --**	**$ --**	**$ --**	**$ --**	**$ --**
Cash Flows From Financing Activities								
Prepetition Bridge Loan Proceeds	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Prepetition Bridge Loan Repayment	--	--	--	--	--	--	--	--
DIP Loan Proceeds	--	--	--	--	--	--	--	--
DIP Loan Repayment	--	--	--	--	--	--	--	--
363 Sale Cash Proceeds	--	--	--	--	--	--	--	--
Intercompany Cash Clearing Account	--	(54,630)	54,630	--	--	--	--	--
Series B Convertible Preferred Stock Proceeds, Net Of Issuance Costs	--	--	--	--	--	--	--	--
Series C Convertible Preferred Stock Proceeds, Net Of Issuance Costs	--	--	--	--	--	--	--	--
Series D Convertible Preferred Stock Proceeds, Net Of Issuance Costs	--	--	--	--	--	--	--	--
Proceeds From Issuance Of Convertible Promissory Notes	--	--	--	--	--	--	--	--
Repayment Of Notes Payable	--	--	--	--	--	--	--	--
Net Cash Provided By Financing Activities	**$ --**	**($54,630)**	**$54,630**	**$ --**	**$ --**	**$ --**	**$ --**	**$ --**
Net Change In Cash	($54,720)	($54,630)	$ --	$ --	$ --	$ --	($90)	$ --
Cash At Beginning Of Period	497,906	497,288	--	--	--	--	618	--
Cash At End Of Period	$443,186	$442,658	$ --	$ --	$ --	$ --	$527	$ --

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

THE FOLLOWING SECTION MUST BE COMPLETED

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

	Consolidated (2)	Adoc Holdings, Inc. (3)	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc. (3)	Adoc Energy LLC (3)	Energy CS LLC (3)	Miles Electric Vehicles Limited (4)	Lio Energy Systems Holdings LLC (3)
	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013
Total Disbursements (1)	$54,720	$ --	$54,630	$ --	$ --	$ --	$90	$ --
Less: Transfers To Other Debtor In Possession Accounts	--	--	--	--	--	--	--	--
Plus: Estate Disbursements Made By Outside Sources (I.E. From Escrow Accounts)	--	--	--	--	--	--	--	--
Total Disbursements For Calculating U.S. Trustee Quarterly Fees	$54,720	$ --	$54,630	$ --	$ --	$ --	$90	$ --

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

(2) The consolidated entity utilizes a centralized treasury function in which disbursements are paid from a Adoc Automotive, Inc..-owned bank account. See Cash Management motion for further details on the Debtors treasury and cash management functions.
(3) Debtor entity does not have disbursements to report during the period.
(4) Disbursement amounts include bank service fees.

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

BANK RECONCILIATION
Consolidated Cash Balances

Account Number (Last 4 Digits)	Entity	Case Number	Description	4/30/2013	5/31/2013	6/30/2013	7/31/2013	8/31/2013	9/30/2013	10/31/2013
******1952	Adoc Holdings, Inc.	13-11153	Clearing Account	$100.01	$100.01	$100.01	$100.01	$100.01	$100.01	$100.01
******2077	Adoc Automotive, Inc.	13-11154	Main Operating Account	78,443.62	312,309.79	1,557,419.06	577,738.37	9,370.73	8,002.49	(2,539.65)
******9908	Adoc Automotive, Inc.	13-11154	ADP Payroll Account	--	--	--	--	--	--	--
******1282	Adoc Holdings, Inc.	13-11153	Chapter 11 Operating Account	--	--	1,700,000.00	1,700,000.00	1,259,375.06	470,995.62	446,556.36
******8443	Miles Electric Vehicles Limited	13-11511	Holding Account	--	--	888.91	798.48	708.06	617.60	527.14
******8555	Miles Electric Vehicles Limited	13-11511	JV Sale Account*** Closed 9/11/13	--	--	64.01	64.01	64.01	--	--
******2938	Lio Energy Systems Holdings LLC	13-11512	JV Sale Account*** Closed 9/11/13	--	--	795.80	873.73	795.79	--	--
N/A	Adoc Automotive (CA)	13-11155	N/A	--	--	--	--	--	--	--
N/A	Adoc Energy LLC	13-11156	N/A	--	--	--	--	--	--	--
N/A	EnergyCS LLC	13-11157	N/A	--	--	--	--	--	--	--
			Petty Cash	--	--	--	--	--	--	--
			Total Cash Balance	$78,543.63	$312,409.80	$3,259,267.79	$2,279,574.60	$1,270,413.66	$479,715.72	$444,643.86
			Less: Outstanding Checks	--	(86,486.17)	(67,669.44)	(16,779.91)	(81,475.38)	16,025.78	(1,985.47)
			Adjusted Bank Balance	$78,543.63	$225,923.63	$3,191,598.35	$2,262,794.69	$1,188,938.28	$495,741.50	$442,658.39

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

Choice IV Commercial Checking

Account number: [redacted]**2077** ■ October 1, 2013 - October 31, 2013 ■ Page 1 of 2

WELLS FARGO

CODA AUTOMOTIVE
C/O JOHN P MADDEN
EMERALD CAPITAL ADVISORS
300 E 56TH ST APT 26F
NEW YORK NY 10022-4142

W0

Questions?

Available by phone 24 hours a day, 7 days a week:
1-800-CALL-WELLS (1-800-225-5935)

Online: wellsfargo.com

Write: Wells Fargo Bank, N.A. (114)
P.O. Box 6995
Portland, OR 97228-6995

Account summary

Choice IV Commercial Checking

Account number	*Beginning balance*	*Total credits*	*Total debits*	*Ending balance*
[redacted]2077	$8,002.49	$0.00	-$10,542.14	-$2,539.65

Debits

Electronic debits/bank debits

Effective date	*Posted date*	*Amount*	*Transaction detail*
	10/08	546.17	ZBA Funding Account Transfer to [redacted]9908
	10/09	25.00	Overdraft Fee for Item $546.17 10/08 ZBA Funding Account Transfer
	10/11	1,633.15	Client Analysis Srvc Chrg 131010 Svc Chge [redacted]2077
	10/16	68.67	ZBA Funding Account Transfer to [redacted]9908
	10/17	25.00	Overdraft Fee for Item $68.67 10/16 ZBA Funding Account Transfer
	10/22	196.30	ZBA Funding Account Transfer to [redacted]9908
	10/23	25.00	Overdraft Fee for Item $196.30 10/22 ZBA Funding Account Transfer
	10/25	10.00	ZBA Funding Account Transfer to [redacted]9908
	10/28	25.00	Overdraft Fee for Item $10.00 10/25 ZBA Funding Account Transfer
		$2,554.29	**Total electronic debits/bank debits**

Checks paid

Number	*Amount*	*Date*	
1001	7,987.85	10/07	
		$7,987.85	**Total checks paid**
		$10,542.14	**Total debits**

Daily ledger balance summary

Date	*Balance*	*Date*	*Balance*	*Date*	*Balance*
09/30	8,002.49	10/08	-531.53	10/11	-2,189.68
10/07	14.64	10/09	-556.53	10/16	-2,258.35

WELLS FARGO

Daily ledger balance summary *(continued)*

Date	*Balance*	*Date*	*Balance*	*Date*	*Balance*
10/17	-2,283.35	10/23	-2,504.65	10/28	-2,539.65
10/22	-2,479.65	10/25	-2,514.65		

Average daily ledger balance **-$110.64**

IMPORTANT ACCOUNT INFORMATION

Wells Fargo has not been counting all wire transfer activity for the services listed below. Beginning January 1, 2014, we will count all your wire transfer activity and this activity will appear on the monthly statement for your account.

Description
Wire-Outgoing Intl USD-CEO: $25 each
Corp Swift Domestic Wire: $9 each
Wire Intl Letter/Fax Non Repetitive: $42 each
Wire Intl Letter/Fax Repetitive: $37 each
Corp Swift International Wire: $26 each
Wire In Swift MT103-Beneficiary: $8.50 each
Wire Out Intl-Voice Non Repetitive: $45 each
Wire Out Intl-Voice Repetitive: $40 each
Wire Out International-Branch: $45 each
Wire Out Intl-Auto Standing: $20 each
Payment Manager Wire Out Intl USD: $26 each
Wire In Swift MT103-Originator: $12 each

If you have any questions, please contact your local banker or call the phone number listed at the top of your statement.

©2010 Wells Fargo Bank, N.A.
All rights reserved. Member FDIC.

Choice IV Commercial Checking

Account number: [redacted]**9908** ■ October 1, 2013 - October 31, 2013 ■ Page 1 of 2

WELLS FARGO

CODA AUTOMOTIVE
PAYROLL ACCOUNT
JOHN MADDEN C/O EMERALD CAPITAL ADVISORS
300 E. 56TH ST.
SUITE 26F
NEW YORK NY 10022

Questions?

Available by phone 24 hours a day, 7 days a week:
1-800-CALL-WELLS (1-800-225-5935)

Online: wellsfargo.com

Write: Wells Fargo Bank, N.A. (114)
P.O. Box 6995
Portland, OR 97228-6995

Account summary

Choice IV Commercial Checking

Account number	*Beginning balance*	*Total credits*	*Total debits*	*Ending balance*
[redacted]9908	$0.00	$821.14	-$821.14	$0.00

Credits

Electronic deposits/bank credits

Effective date	*Posted date*	*Amount*	*Transaction detail*
	10/08	546.17	ZBA Balance Account Transfer From [redacted]2077
	10/16	68.67	ZBA Balance Account Transfer From [redacted]2077
	10/22	196.30	ZBA Balance Account Transfer From [redacted]2077
	10/25	10.00	ZBA Balance Account Transfer From [redacted]2077
		$821.14	**Total electronic deposits/bank credits**
		$821.14	**Total credits**

Debits

Electronic debits/bank debits

Effective date	*Posted date*	*Amount*	*Transaction detail*
	10/08	546.17	Sentinel Benefit Flex Depos 131007 Coda Automotive Flexib
	10/16	68.67	Bancorpsv Bancorpsv 131016 99994 Eb-Sentinel Financial-99994-Settle Purchase
	10/22	192.30	Sentinel Benefit Flex Depos 131021 Coda Automotive Flexib
	10/22	4.00	Bancorpsv Bancorpsv 131022 99994 Eb-Sentinel Financial-99994-Settle Purchase
	10/25	10.00	ADP Payroll Fees ADP - Fees 131025 103Eo 3267225 Coda Automotive
		$821.14	**Total electronic debits/bank debits**
		$821.14	**Total debits**

Daily ledger balance summary

Date	Balance	Date	Balance	Date	Balance
09/30	0.00	10/16	0.00	10/25	0.00
10/08	0.00	10/22	0.00		

Average daily ledger balance **$0.00**

IMPORTANT ACCOUNT INFORMATION

Wells Fargo has not been counting all wire transfer activity for the services listed below. Beginning January 1, 2014, we will count all your wire transfer activity and this activity will appear on the monthly statement for your account.

Description
Wire-Outgoing Intl USD-CEO: $25 each
Corp Swift Domestic Wire: $9 each
Wire Intl Letter/Fax Non Repetitive: $42 each
Wire Intl Letter/Fax Repetitive: $37 each
Corp Swift International Wire: $26 each
Wire In Swift MT103-Beneficiary: $8.50 each
Wire Out Intl-Voice Non Repetitive: $45 each
Wire Out Intl-Voice Repetitive: $40 each
Wire Out International-Branch: $45 each
Wire Out Intl-Auto Standing: $20 each
Payment Manager Wire Out Intl USD: $26 each
Wire In Swift MT103-Originator: $12 each

If you have any questions, please contact your local banker or call the phone number listed at the top of your statement.

©2010 Wells Fargo Bank, N.A.
All rights reserved. Member FDIC.

EAST WEST BANK *Your Financial Bridge®*

9300 Flair Drive Suite 106
El Monte CA 91731

Direct inquiries to:
888 895-5650

ACCOUNT STATEMENT
Page 1 of 1
STARTING DATE: October 01, 2013
ENDING DATE: October 31, 2013
Total days in statement period: 31
[redacted]1282
(0)

ADOC HOLDINGS, INC.
C/O JOHN PATRICK MADDEN
CASE # 13-11153
OPERATING ACCOUNT
300 E 56TH ST SUITE 26F
NEW YORK NY 10022

Give the perfect gift in the upcoming holiday season. The East West Bank Gift Card can be used at millions of locations where Visa® cards are accepted. Purchase your Card at your nearest East West Bank branch.

Commercial Analysis Checking

Account number	[redacted]1282	Beginning balance		$470,995.62
Low balance	$446,556.36	Total additions	(1)	30,190.55
Average balance	$469,296.59	Total subtractions	(3)	54,629.81
		Ending balance		$446,556.36

CREDITS

Number	Date	Transaction Description		Additions
	10-03	Wire Trans-IN	CODA ENERGY HOLDIN GS LLC	30,190.55

DEBITS

Date	Transaction Description		Subtractions
10-15	Outgoing Wire	Morgan Stanley Smi th Barney LLC	10,000.00
10-15	Outgoing Wire	Emerald Capital Ad visors	44,544.68
10-21	Maintenance Fee	ANALYSIS ACTIVITY FOR 09/13	85.13

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
09-30	470,995.62	10-15	446,641.49		
10-03	501,186.17	10-21	446,556.36		

OVERDRAFT/RETURN ITEM FEES

	Total for this period	Total year-to-date
Total Overdraft Fees	$0.00	$0.00
Total Returned Item Fees	$0.00	$0.00

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

SCHEDULE OF PROFESSIONAL FEES AND EXPENSES

This schedule is to include all retained professional payments from case inception to current month.

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date	
				Number	Date	Fees	Expenses	Fees	Expenses
Emerald Capital Advisors	October 2013		Adoc Automotive, Inc.	Wire	10/15/13	$40,000.00	$4,544.68	$240,000.00	$83,864.96
Houlihan Lokey Capital, Inc. (2) (3)	October 2013		Fortress Investment Group	Other	N/A	--	--	457,000.00	17,354.69
Kurtzman Carson Consultants	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	84,831.73	64,131.77
White & Case LLP	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	464,456.60	8,451.13
Fox Rothschild LLP	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	314,155.20	25,796.42
Morris Nichols Arsht Tunnell LLP	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	57,397.32	2,865.05
Brown Rudnick LLP	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	369,484.56	4,652.69
Deloitte	October 2013		Adoc Automotive, Inc.	Wire	N/A	--	--	--	--

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

(2) Houlihan Lokey Capital, Inc.'s $375,000 payment was made of behalf of the Debtors by Fortress Investment Group.

(3) Represents Houlihan Lokey's sales transaction fee for the period including December 2012 - June 2013.

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 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.

	Consolidated	Adoc Holdings, Inc.	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc.	Adoc Energy LLC	Energy CS LLC	Miles Electric Vehicles Limited	Lio Energy Systems Holdings LLC
	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013	Month Ended 10/31/2013
Revenue								
Vehicle Sales	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Part Sales	--	--	--	--	--	--	--	--
ZEV Credits	--	--	--	--	--	--	--	--
Other Miscellaneous Sales	--	--	--	--	--	--	--	--
Total Revenue	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Cost Of Sales	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Gross Profit (Loss)	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Operating Expenses								
Research And Development	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Sales And Marketing	--	--	--	--	--	--	--	--
General And Administrative	754,943	--	754,852	--	--	--	90	--
Total Operating Expense	$754,943	$ --	$754,852	$ --	$ --	$ --	$90	$ --
Loss From Operations	($754,943)	$ --	($754,852)	$ --	$ --	$ --	($90)	$ --
Other Income / (Expenses)								
DIP Financing Costs	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Other Income / (Expenses)	--	--	--	--	--	--	--	--
Total Other Expenses, Net	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Loss From Continuing Operations Before Income Taxes	($754,943)	$ --	($754,852)	$ --	$ --	$ --	($90)	$ --
Income Tax Benefit	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Share Of Loss Of Equity-Method Investee	--	--	--	--	--	--	--	--
Loss From Continuing Operations	($754,943)	$ --	($754,852)	$ --	$ --	$ --	($90)	$ --
Loss From Discontinued Operations	--	--	--	--	--	--	--	--
Net Income / (Loss)	($754,943)	$ --	($754,852)	$ --	$ --	$ --	($90)	$ --

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

In re: Adoc Holdings, Inc., et al., (1)
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

BALANCE SHEET

The Balance Sheet is to be completed on an accrual basis only. Prepetition liabilities must be classified separately from postpetition obligations.

	Consolidated	Adoc Holdings, Inc.	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc.	Adoc Energy LLC	Energy CS LLC	Miles Electric Vehicles Limited	Lio Energy Systems Holdings LLC
	10/31/2013	10/31/2013	10/31/2013	10/31/2013	10/31/2013	10/31/2013	10/31/2013	10/31/2013
Cash	$443,186	$442,658	$ --	$ --	$ --	$ --	$527	$ --
Receivables From Related Parties	1,887,677	--	1,887,677	--	--	--	--	--
Inventory	--	--	--	--	--	--	--	--
Prepaid Expense And Other Current Assets	2,116,000	--	2,116,000	--	--	--	--	--
Total Current Assets	$4,446,863	$442,658	$4,003,677	$ --	$ --	$ --	$527	$ --
Tooling, Property And Equipment, Net	$15,162,334	$ --	$15,162,334	$ --	$ --	$ --	$ --	$ --
Investing In Equity-Method Investee	1,000,000	--	--	--	--	--	1,000,000	--
Intangible Assets, Net	--	--	--	--	--	--	--	--
Goodwill	--	--	--	--	--	--	--	--
Restricted Cash	170,000	--	170,000	--	--	--	--	--
Other Assets	430,837	--	430,837	--	--	--	--	--
Total Assets	**$21,210,033**	**$442,658**	**$19,766,847**	**$ --**	**$ --**	**$ --**	**$1,000,527**	**$ --**
Accounts Payable	$22,793,052	$ --	$22,793,052	$ --	$ --	$ --	$ --	$ --
Accrued Expenses And Other Current Liabilities	14,507,000	--	14,507,000	--	--	--	--	--
Term Loan	14,133,000	14,133,000	--	--	--	--	--	--
Prepetition Bridge Loan	--	--	--	--	--	--	--	--
Postpetition DIP Facility	--	--	--	--	--	--	--	--
Convertible Promissory Notes	44,446,000	44,446,000	--	--	--	--	--	--
Total Current Liabilities	$95,879,052	$58,579,000	$37,300,052	$ --	$ --	$ --	$ --	$ --
Other Long-Term Liabilities	$15,241,000	$ --	$15,241,000	$ --	$ --	$ --	$ --	$ --
Preferred Stock Warrant Liability	6,943,000	--	6,943,000	--	--	--	--	--
Total Non-Current Liabilities	$22,184,000	$ --	$22,184,000	$ --	$ --	$ --	$ --	$ --
Total Liabilities	**118,063,052**	**58,579,000**	**59,484,052**	**--**	**--**	**--**	**--**	**--**
Convertible Preferred Stock - Series A	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
Convertible Preferred Stock - Series B	--	--	--	--	--	--	--	--
Convertible Preferred Stock - Series C	--	--	--	--	--	--	--	--
Convertible Preferred Stock - Series D	--	--	--	--	--	--	--	--
Convertible Preferred Stock - Series E	--	--	--	--	--	--	--	--
Convertible Preferred Stock - Series F	38,551,000	38,551,000	--	--	--	--	--	--
Total Convertible Preferred Stock	$38,551,000	$38,551,000	$ --	$ --	$ --	$ --	$ --	$ --
Common Stock	$61,000	$61,000	$ --	$ --	$ --	$ --	$ --	$ --
Intercompany Clearing Account	796.0	(396,277,342)	396,278,201	--	--	--	(64)	--
Additional Paid-In Capital	298,395,000	298,395,000	--	--	--	--	--	--
Accumulated Other Comprehensive Income	1,134,000	1,134,000	--	--	--	--	--	--
Accumulative Surplus / (Deficit)	(434,994,815)	--	(435,995,406)	--	--	--	1,000,591	--
Total Stockholder's Equity / (Deficit)	($135,404,019)	($96,687,342)	($39,717,204)	$ --	$ --	$ --	$1,000,527	$ --
Total Liabilities, Conv. Pref. Stock And Stockholder's Equity	**$21,210,033**	**$442,658**	**$19,766,847**	**$ --**	**$ --**	**$ --**	**$1,000,527**	**$ --**

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

In re: Adoc Holdings, Inc., *et al.*, [1]
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

STATUS OF POST-PETITION TAXES [2]

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	$ --	$ --	$ --	$ --	$ --	$ --
State and Local						
Withholding	$ --	$ --	$ --	$ --	$ --	$ --
Sales	--	--	--	--	--	--
Excise	--	--	--	--	--	--
Unemployment	--	--	--	--	--	--
Real Property	--	--	--	--	--	--
Personal Property	--	--	--	--	--	--
Other:_____	--	--	--	--	--	--
Total State and Local	$ --	$ --	$ --	$ --	$ --	$ --
Total Taxes	$ --	$ --	$ --	$ --	$ --	$ --

SUMMARY OF UNPAID POST-PETITION DEBTS

Attach aged listing of accounts payable.

	Number of Days Past Due					
	Current	0-30	31-60	61-90	Over 91	Total
Accounts Payable	$ --	$ --	$ --	$ --	$ --	$ --
Wages Payable	--	--	--	--	--	--
Taxes Payable	--	--	--	--	--	--
Rent/Leases-Building	--	--	--	--	--	--
Rent/Leases-Equipment	--	--	--	--	--	--
Secured Debt/Adequate Protection Payments	--	--	--	--	--	--
Professional Fees (3)	100,000.0	600,222.3	--	--	--	700,222.33
Amounts Due to Insiders	--	--	--	--	--	--
Other:_____	--	--	--	--	--	--
Other:_____	--	--	--	--	--	--
Total Postpetition Debts	$100,000.0	$600,222.3	$ --	$ --	$ --	$700,222.33

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.

(2) The Debtors employ ADP to process and pay all employee wages, including withholding all employee Federal, State, and Local taxes. As of 7/31/2103, the Debtors were current on all ADP payments, and therefore do not have a tax liability.

(3) As per the Vacating Compensation Order (Docket 590) filed November 19, 2013, the Debtors have ceased paying all interim professional fees. For the month ended Oct. 31, 2013 the Debtors had accrued unpaid professional fees of approximately $700,222.33

In re: Adoc Holdings, Inc., *et al.*, [(1)]
Debtor

Case No. 13-11153 (CCS)
Reporting Period: October 2013

ACCOUNTS RECEIVABLE RECONCILIATION AND AGING

Accounts Receivable Reconciliation	Consolidated	Adoc Holdings, Inc.	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc.	Adoc Energy LLC	Energy CS LLC	Miles Electric Vehicles Limited	Lio Energy Systems Holdings LLC
Total Accounts Receivable at the beginning of the reporting period	$1,887,677.0	$ --	$1,887,677.0	$ --	$ --	$ --	$ --	$ --
Plus: Amounts billed during the period	--	--	--	--	--	--	--	--
Less: Amounts collected during the period	--	--	--	--	--	--	--	--
Total Accounts Receivable at the end of the reporting period	$1,887,677.0	$ --	$1,887,677.0	$ --	$ --	$ --	$ --	$ --

Accounts Receivable Aging	Consolidated	Adoc Holdings, Inc.	Adoc Automotive, Inc.	Adoc Automotive (CA) Inc.	Adoc Energy LLC	Energy CS LLC	Miles Electric Vehicles Limited	Lio Energy Systems Holdings LLC
0 - 30 days old	$ --	$ --	$ --	$ --	$ --	$ --	$ --	$ --
31 - 60 days old	--	--	--	--	--	--	--	--
61 - 90 days old	--	--	--	--	--	--	--	--
91+ days old	1,887,677.0	--	1,887,677.0	--	--	--	--	--
Total Accounts Receivable	1,887,677.0	--	1,887,677.0	--	--	--	--	--
Amount considered uncollectible (Bad Debt)	--	--	--	--	--	--	--	--
Accounts Receivable (Net)	$1,887,677.0	$ --	$1,887,677.0	$ --	$ --	$ --	$ --	$ --

DEBTOR QUESTIONNAIRE

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		X
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.		X

Notes:

(1) Debtors include Adoc Holdings, Inc., Adoc Automotive, Inc., Adoc Automotive (CA), Adoc Energy LLC, and EnergyCS LLC, Miles Electric Vehicles Limited, and Lio Energy Systems Holdings LLC.