| Docket #0538 | Date Filed: | 11/6/2014 |
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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re Flat Out Crazy, LLC DIP

Debtor

| Case No.                 | 13-22094                    |
|--------------------------|-----------------------------|
| <b>Reporting Period:</b> | Oct 2, 2014 to Oct 29, 2014 |

Federal Tax I.D. # 27-0440160

### 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 | Explanation |
|--|---------------|----------|-------------|
|  |               | Attached | Attached    |
| Schedule of Cash Receipts and Disbursements                      | <u>MOR-1</u>  | Y        |             |
| Bank Reconciliation (or copies of debtor's bank reconciliations) | MOR-1 (CON'T) | Y        |             |
| Copies of bank statements  |               |          |             |
| Cash disbursements journals                                      |               |          |             |
| Statement of Operations  | <u>MOR-2</u>  | Y        |             |
| Balance Sheet  | MOR-3         | Y        |             |
| Status of Post-petition Taxes                                    | MOR-4         | Y        |             |
| Copies of IRS Form 6123 or payment receipt                       |               |          |             |
| Copies of tax returns filed during reporting period              |               |          |             |
| Summary of Unpaid Post-petition Debts                            | MOR-4         | Y        |             |
| Listing of Aged Accounts Payable                                 |               |          |             |
| Accounts Receivable Reconciliation and Aging                     | MOR-5         | Y        |             |
| Taxes Reconciliation and Aging                                   | MOR-5         | Y        |             |
| Payments to Insiders and Professional                            | MOR-6         | Y        |             |
| Post Petition Status of Secured Notes, Leases Payable            | MOR-6         |          |             |
| Debtor Questionnaire   | <u>MOR-7</u>  | Y        |             |

Prepared by: Robert Pape

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

Signature of Authorized Individual\*

Printed Name 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.



Date

Date

Date

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In re Flat Out Crazy, LLC DIP Debtor Case No. 13-22094

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 'CURENT' ACTUAL' column must equal the sund 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 petroted on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CON'T)]

|  | 1                   |                                    |                                |                                  |                                 |                                   |                                    | BANK AC                                | COUNTS                                    |                               |                                    |                                    |                           |                            |                            |  |
|--|---------------------|------------------------------------|--------------------------------|----------------------------------|---------------------------------|-----------------------------------|------------------------------------|--|---|-------------------------------|------------------------------------|------------------------------------|---------------------------|----------------------------|----------------------------|--|
|  | Flat Out Crazy, LLC | Stir Crazy Caft<br>West Nyack, LLC | Stir Crazy<br>Restaurants, LLC | Stir Crazy Café<br>Oakbrook, LLC | Stir Crazy<br>Woodfield,<br>LLC | Stir Crazy<br>Creve Coeur,<br>LLC | Stir Crazy Café<br>Northbrook, LLC | Stir Crazy Café<br>Great Lakes,<br>LLC | Stir Crazy Café<br>Legacy Village,<br>LLC | Stir Crazy<br>Operations, LLC | Stir Crazy Café<br>Boca Raton, LLC | Stir Crazy<br>Café Cantera,<br>LLC | SCR<br>Operations,<br>LLC | SCR<br>Hospitality,<br>LLC | SCR<br>Concessions,<br>LLC | CURRENT MONTH<br>ACTUAL (TOTAL OF<br>ALL ACCOUNTS) |
|  | 13-22094            | 13-22093                           | 13-22095                       | 13-22096                         |                                 |                                   | 13-22099                           |  |   | 13-22102                      | 13-22103                           |                                    |                           |                            |                            |  |
| ACCOUNT NUMBER (LAST 4)  | Concentration-8898  |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| CASH BEGINNING OF MONTH  | 51,750              |                                    | -                              |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | 51,750   |
| RECEIPTS   | 51,750              |                                    | -                              | -                                |                                 |                                   | -                                  | -                                      | -   | -                             |                                    |                                    |                           |                            |                            | 51,750   |
| CREDIT CARD SALES  |                     |                                    | -                              |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| STORE CASH SALES   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| REBATES, COSTCO SALES, E-CERTIFICATES  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| DIP Loan(Hillstreet)   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| ESCROW DEPOSITS  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| OTHER (Liquor License Rochester Hills, MI Sold)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| OTHER (Liquor License Ann Arbor, MI Sold)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| OTHER (Liquor License Castleton, IN Sold)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| OTHER (Liquor License Castleton, IN Sold)<br>OTHER (Liquor License Great Lakes, MI Sold) |                     | 1                                  |                                |                                  |                                 |                                   |                                    |  |   |                               | 1                                  |                                    |                           |                            | 1                          | -  |
| OTHER (Liquor License Macy's Union Square, CA)   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            | 1                          | -  |
| OTHER (Liquor License Greenwood, IN)   | 40.500              | 1                                  |                                |                                  |                                 |                                   |                                    |  |   |                               | 1                                  |                                    |                           |                            | 1                          | 40.500   |
| OTHER (Liquor License Greenwood, IN)<br>OTHER (Visa/Mastercard Claim))                   | 40,500              | 1                                  |                                |                                  |                                 |                                   | l                                  |  |   |                               | t                                  |                                    |                           |                            |                            | 40,500   |
| OTHER (Visa/Mastercard Claim))<br>OTHER (Gas Utility Deposit Refunded)                   |                     | 1                                  |                                |                                  |                                 |                                   |                                    |  |   |                               | 1                                  |                                    |                           |                            | 1                          | -  |
| OTHER (Gas Utility Deposit Refunded)<br>OTHER (Texas Tax Refund)                         |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
|  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| OTHER (True up of Bank Acct to Outstanding Cks)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| OTHER (Receipt of Insurance Receivable)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| OTHER (Cash Vault Credit & Vendor Credit Refund)   | 157                 |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | 157  |
| TRANSFERS (FROM DIP ACCTS)   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| TOTAL RECEIPTS   | 40,657              |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | 40,657   |
| DISBURSEMENTS  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            |  |
| NET PAYROLL  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| PAYROLL TAXES  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| PAYROLL 401K   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| SALES, USE, & OTHER TAXES  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| TAXES AND LICENSES   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| VENDOR TRADE PAYMENT   | 1,849               |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | 1,849  |
| FOOD PURCHASES   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| SECURED/ RENTAL/ LEASES  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| INSURANCE PROPERTY & LIABILITY   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| INSURANCE-MEDICAL, DENTAL  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| PAYMENTS TO COD ACCOUNTS(Bk Tsfs)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| PAYROLL FEES   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| VENDOR DEPOSITS AND WIRED PMTS   |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| OTHER (ATTACH LIST)  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           |                            |                            | -  |
| TRANSFERS (TO DIP ACCTS)   |                     | İ                                  |                                |                                  |                                 |                                   | i                                  |  |   |                               | İ                                  |                                    |                           | Ī                          | İ                          | -  |
| TRANSFERS (TO Concentration ACCT)  |                     | 1                                  |                                |                                  |                                 |                                   | 1                                  |  |   |                               | 1                                  |                                    |                           | 1                          | Î                          | 1  |
| CONTROLLER-1099  | 3,950               | 1                                  |                                |                                  |                                 |                                   | 1                                  |  |   |                               | 1                                  |                                    |                           | 1                          | Î                          | 3,950  |
| U.S. TRUSTEE OUARTERLY FEES  | 5,525               | i                                  |                                |                                  |                                 |                                   | 1                                  |  |   |                               | 1                                  |                                    |                           | i                          | 1                          | 5,525  |
| COURT COSTS  | -                   | i                                  |                                |                                  |                                 |                                   | 1                                  |  |   |                               | 1                                  |                                    |                           | i                          | 1                          | -  |
| TOTAL DISBURSEMENTS  | 11.324              | i                                  |                                |                                  |                                 |                                   | i d                                |  |   |                               | i                                  |                                    |                           | i                          | İ                          | 11.324   |
|  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               |                                    |                                    |                           | 1                          |                            |  |
| NET CASH FLOW  | 29,333              | I                                  |                                |                                  |                                 |                                   | I                                  |  |   |                               | I                                  |                                    |                           |                            |                            | 29,333   |
| (RECEIPTS LESS DISBURSEMENTS)  | 27,000              |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               | 1                                  |                                    |                           |                            | I                          | 29,000   |
|  |                     |                                    |                                |                                  |                                 |                                   |                                    |  |   |                               | 1                                  |                                    |                           |                            |                            |  |
| CASH – END OF MONTH  | 81.083              |                                    |                                | _                                | -                               | -                                 | -                                  |  | -   | -                             |                                    |                                    |                           |                            |                            | 81.083   |

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

THE FOLLOWING SECTION MUST BE COMPLETED DISBURSEMENTS FOR CALCULATING US. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)

| DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL C |                |  |  |  |  |  |
|---|----------------|--|--|--|--|--|
| TOTAL DISBURSEMENTS   |                |  |  |  |  |  |
| LESS: TRANSFERS TO OTHER DEBTOR IN POSSESSION   | Not Applicable |  |  |  |  |  |
| ACCOUNTS  |                |  |  |  |  |  |
| PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE  |                |  |  |  |  |  |
| SOURCES (i.e. from escrow accounts)   |                |  |  |  |  |  |
| TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE  | 11,324         |  |  |  |  |  |
| QUARTERLY FEES  |                |  |  |  |  |  |

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In re Flat Out Crazy, LLC DIP Debtor 
 Case No.
 13-22094

 Reporting Period:
 Oct 2, 2014 to Oct 29, 2014

#### 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.)

|                 | Concentration- | AP Disbursement- | Payroll- | Insurance Claims- | Local Depositories- | COD Account- | Total of FOC | Escrow-Note | Total of All |
|-----------------|----------------|------------------|----------|-------------------|---------------------|--------------|--------------|-------------|--------------|
|                 | 8898           | 8955             | 0084     | 0092              | 8075 & 7665 &       | 0076 & 1127  | Accounts     |             | Accounts     |
|                 | #              | #                | #        |                   |                     |              | Unrestricted | Restricted  |              |
| BALANCE PER     | 81,083         | -                | -        |                   | -                   | -            | 81,083       | -           | 81,083       |
| BOOKS           |                |                  |          |                   |                     |              |              |             |              |
| BANK BALANCE    | 86,608         |                  |          |                   |                     | -            | 86,608       |             | 86,608       |
| (+) DEPOSITS IN | 00,000         |                  |          |                   | -                   | -            | -            | -           | -            |
| TRANSIT (ATTACH |                |                  |          |                   |                     |              |              |             |              |
| LIST)           |                |                  |          |                   |                     |              |              |             |              |
| (-) OUTSTANDING | (5,525)        | -                | -        |                   |                     | -            | (5,525)      | -           | (5,525)      |
| CHECKS (ATTACH  |                |                  |          |                   |                     |              |              |             |              |
| LIST):          |                |                  |          |                   |                     |              |              |             |              |
| OTHER (ATTACH   |                | -                | -        |                   |                     | -            | -            | -           | -            |
| EXPLANATION)    | L              |                  |          |                   |                     |              |              |             |              |
| ADJUSTED BANK   | 81,083         | -                | -        |                   | -                   | -            | 81,083       | -           | 81,083       |
| BALANCE *       |                |                  |          |                   |                     |              | ,            |             |              |

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

| DEPOSITS IN TRANSIT | Date  | Amount | Date  |  |  | Amount |
|---------------------|-------|--------|-------|--|--|--------|
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
| CHECKS OUTSTANDING  | Ck. # | Amount | Ck. # |  |  | Amount |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
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|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |
|                     |       |        |       |  |  |        |

OTHER

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In re Flat Out Crazy, LLC DIP

Debtor

#### Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

#### 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  | MONTH      | CUMULATIVE -FILING                    |
|---|------------|---------------------------------------|
| Gross Revenues  |            | TO DATE<br>12 456 101                 |
| Less: Returns and Allowances  | -          | 13,456,101<br>971,317                 |
| Net Revenue   |            | 12,484,784                            |
| COST OF GOODS SOLD  | -          | 12,404,704                            |
| Beginning Inventory   | -          |                                       |
| Add: Purchases  | -          | -                                     |
| Add: Cost of Labor  | =          | 3,490,080                             |
| Add: Other Costs ( <i>attach schedule</i> )   | =          | 3,931,480                             |
| Less: Ending Inventory  | -          | 3,951,460                             |
| Cost of Goods Sold  | =          | 7,421,560                             |
| Gross Profit  | -          |                                       |
| OPERATING EXPENSES  | -          | 5,063,224                             |
|   |            |                                       |
| Advertising<br>Auto and Truck Expense   | -          | -                                     |
| Bad Debts   |            |                                       |
|   | -          | -                                     |
| Contributions   | -          | 133,408                               |
| Employee Benefits Programs  | -          | 155,408                               |
| Officer/Insider Compensation*   | -          | -                                     |
| Insurance<br>Management Fees/Bonuses (Store Management Bonus)                           | -          | 56,400                                |
|   | -          | 39,407                                |
| Office Expense<br>Pension & Profit-Sharing Plans  | -          | 12,685                                |
|   |            | 139,421                               |
| Repairs and Maintenance<br>Rent and Lease Expense (CAM, and Equipment Rentals)          | -          | · · · · · · · · · · · · · · · · · · · |
| Salaries/Commissions/Fees   | -          | 1,362,432                             |
|   |            | - 294 790                             |
| Supplies<br>Targa Darroll   | -          | 384,780                               |
| Taxes - Payroll   | -          | 537,832                               |
| Taxes - Real Estate   | -          | -                                     |
| Taxes - Other   | -          | -                                     |
| Travel and Entertainment<br>Utilities   | -          | -                                     |
|   | -          | 361,868                               |
| Other (attach schedule)   | -          | 777,275                               |
| Total Operating Expenses Before Depreciation  | -          | 3,805,508                             |
| Depreciation/Depletion/Amortization<br>Net Profit (Loss) Before Other Income & Expenses |            | 752,254                               |
| OTHER INCOME AND EXPENSES   | -          | 505,462                               |
| OTHER INCOME AND EXPENSES   |            |                                       |
| OTHER G & A Expenses(attach schedule)   | 5,799      | 1,606,342                             |
| Other Income (attach schedule)  | 157        | 29,615                                |
| Interest Expense  | -          | 394,291                               |
| Other Expense (attach schedule)   | =          | 12,287,350                            |
| Net Profit (Loss) Before Reorganization Items   | (5,642)    | (13,752,906)                          |
| REORGANIZATION ITEMS  | (3,042)    | (15,752,900)                          |
| Professional Fees   |            |                                       |
| U. S. Trustee Quarterly Fees (From G & A Summary Below)                                 | 5,525      | - 66,950                              |
| Interest Earned on Accumulated Cash from Chapter 11 (see continuation                   | 3,325      | 00,950                                |
| -   | -          | -                                     |
| sheet)<br>Gain (Loss) from Sale of Equipment  | -          | ł                                     |
| Other Reorganization Expenses (attach schedule)   | -          | -                                     |
| Total Reorganization Expenses (attach schedule)   | 5,525      | - 66,950                              |
|   | 3,325      | 00,950                                |
| Income Taxes Net Profit (Loss)  | - (11.177) | (12 010 050)                          |
| INEL PTOILL (LOSS)  | (11,167)   | (13,819,856)                          |

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

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In re Flat Out Crazy, LLC DIP

Debtor

**BREAKDOWN OF "OTHER" CATEGORY** 

CGS OTHER COSTS

| COD OTHER CODID  |   |           |
|------------------|---|-----------|
| Food Purchases   | - | 3,611,192 |
| Liquor Purchases | - | 320,288   |
|                  |   |           |
|                  |   |           |
| Total            | - | 3,931,480 |

#### OTHER

| OTHER  |   |         |
|--|---|---------|
| Contract Services(Armored Car, Cleaning, HVAC Service) | - | 184,156 |
| Workmans Compensation                                  | - | 72,276  |
| Credit Card Fees                                       | - | 242,340 |
| Equipment Rentals                                      | - | 54,468  |
| Linens   | - | 77,937  |
| Taxes & Licenses                                       | - | 55,957  |
| Miscellaneous Costs                                    | - | 90,141  |
| Total Other  | - | 777,275 |

#### OTHER G & A EXPENSES

| G & A Salaries   |       | 421,119    |
|--|-------|------------|
| Officer/Insider Compensation*  | -     | 196,708    |
| G & A Taxes - Payroll  | -     | 52,967     |
| G & A Travel & Entertainment   |       | 127,396    |
| G & A Employee Benefits  | -     | 26,974     |
| G & A Insurance  |       | 18,328     |
| G & A Office Expense   |       | 111,382    |
| G & A Payroll, IT, Other Outside Services(US Trustee Fees shown above) | 3,950 | 478,208    |
| G & A Other  | 1,849 | 173,260    |
| G & A Rounding   |       |            |
| Total Operational G & A Expense  | 5,799 | 1,606,342  |
| OTHER INCOME   |       |            |
| OTHER (True up of Bank Acct to Outstanding Cks)                        | -     | 13,418     |
| OTHER (Gas Utility Deposit Refunded)                                   |       | 14,872     |
| OTHER (Cash Vault Credit & Vendor Credit Refund)                       | 157   | 925        |
| OTHER (Texas Tax Refund)   |       | 400        |
| Total Other Income   | 157   | 29,615     |
| OTHER EXPENSES   |       |            |
| Closed Store Expenses  |       | (51,900)   |
| Closing Down Costs and Sale of Business Transactions                   |       | 12,339,250 |
| Total Other Expenses   | -     | 12,287,350 |
| OTHER REORGANIZATION EXPENSES  |       |            |
|  |       |            |
|  |       |            |
|  |       |            |
|  |       |            |

### Reorganization Items - Interest Earned on Accumulated Cash from Chapter 11:

Interest earned on cash accumulated during the chapter 11 case, which would not have been earned but for the bankruptcy proceeding, should be reported as a reorganization item.

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### In re Flat Out Crazy, LLC DIP

Debtor

Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

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.

| ASSETS  | BOOK VALUE AT END OF                      | BOOK VALUE AT END OF                          | BOOK VALUE ON PETITION         |
|---|---|---|--------------------------------|
|   | CURRENT REPORTING<br>MONTH                | PRIOR REPORTING MONTH                         | DATE OR SCHEDULED              |
| CURRENT ASSETS  | MUNTH                                     |   |                                |
| Unrestricted Cash and Equivalents                             | 81,083                                    | 51,750  | 700,000                        |
| Restricted Cash and Cash Equivalents (see continuation sheet) | -   | -   | -                              |
| Other Receivable (Net) (attach schedule)                      | -   | -   | 345,000                        |
| Notes Receivable  |   |   |                                |
| Inventories   | -   | -   | -                              |
| Prepaid Expenses (attach schedule)                            | -   | -   | 486,000                        |
| Professional Retainers  |   |   |                                |
| Other Current Assets (attach schedule)                        |   |   |                                |
| TOTAL CURRENT ASSETS  | 81,083                                    | 51,750  | 1,531,000                      |
| PROPERTY & EQUIPMENT  |   |   | •                              |
| Real Property and Improvements                                |   |   |                                |
| Machinery and Equipment                                       |   |   |                                |
| Furniture, Fixtures and Office Equipment                      | -   | -   | 10,124,000                     |
| Leasehold Improvements  | -   | -   | 27,202,000                     |
| Vehicles  | -   | -   | -                              |
| Less: Accumulated Depreciation                                | -   | -   | (16,118,000)                   |
| TOTAL PROPERTY & EQUIPMENT                                    | -   | -   | 21,208,000                     |
| OTHER ASSETS  |   |   |                                |
| Amounts due from Insiders*                                    | -   | -   | -                              |
| Other Assets (attach schedule)                                | -   | 36,000  | 3,657,000                      |
| TOTAL OTHER ASSETS  |   |   |                                |
| TOTAL ASSETS  | 81,083                                    | 87,750  | 26,396,000                     |
| LIABILITIES AND OWNER EQUITY                                  | BOOK VALUE AT END OF<br>CURRENT REPORTING | BOOK VALUE AT END OF<br>PRIOR REPORTING MONTH | BOOK VALUE ON PETITION<br>DATE |
| LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)          | MONTH                                     |   |                                |
| Accounts Payable  | -   | -   | 6,680,000                      |
| Taxes Payable (refer to FORM MOR-4)                           | -   | -   | -                              |
| Accrued Payroll and Related                                   | -   | -   | 279,000                        |
| Short Term Debt   | -   | -   | 6,250,000                      |
| Interest in Kind  | -   | -   | 658,000                        |
| Other Accrued Expenses (attach schedule)                      | -   | -   | 3,166,000                      |
| Short Term Loan   | -   | -   | 3,065,000                      |
| Capital Leases  | -   | -   | 3,588,000                      |
| Secured Debt / Adequate Protection Payments                   | -   | -   | -                              |
| Escrow Account Liabilities                                    | -   | -   | -                              |
| Deferred Rent   | -   | -   | 8,391,000                      |
| Leasehold Interest  | -   | -   | 1,488,000                      |
| Warrants Liability  | -   | -   | 145,000                        |
| Other Liability   |   |   | 499,000                        |
| Amounts Due to Insiders*                                      |   |   |                                |
| Other Post-petition Liabilities (attach schedule)             |   |   |                                |
| TOTAL POST-PETITION LIABILITIES                               | -   | -   | 34,209,000                     |
| LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)              |   |   |                                |
| Secured Debt  |   |   |                                |
| Priority Debt   |   |   |                                |
| Unsecured Debt  |   |   |                                |
| TOTAL PRE-PETITION LIABILITIES                                | -   | -   | -                              |
| TOTAL LIABILITIES   | -   | -   | 34,209,000                     |
| OWNERS' EQUITY  |   |   |                                |
| FOC Series A Preferred Units                                  | -   | -   | 8,758,000                      |
| FOC Series B Preferred Units                                  | -   | -   | 4,296,000                      |
| FOC Series C Preferred Units                                  | -   | -   | 5,407,000                      |
| Owner's Equity Account  |   |   |                                |
| Retained Earnings - Pre-Petition                              |   |   | (26,274,000)                   |
| Retained Earnings - Post-petition(Before ST Debt Adj)         | 253,570                                   | 264,736                                       | -                              |
| Adjustments to Owner Equity (attach schedule)                 | (172,487)                                 | (176,987)                                     | -                              |
| Post-petition Contributions (attach schedule)                 | -   | -   | -                              |
|   |   |   |                                |

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| In re Flat Out Crazy, LLC DIP        | Case No.                                      | 13-22094 |             |  |
|--------------------------------------|---|----------|-------------|--|
| Debtor                               | Reporting Period: Oct 2, 2014 to Oct 29, 2014 |          |             |  |
| NET OWNERS' EQUITY                   | 81,083  | 87,750   | (7,813,000) |  |
| TOTAL LIABILITIES AND OWNERS' EQUITY | 81,083  | 87,750   | 26,396,000  |  |

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

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### In re Flat Out Crazy, LLC DIP

Debtor

### Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

BALANCE SHEET - continuation section

Write-Down (Up) of Other Accrued Expenses (Professional Fees)

| ASSETS   | BOOK VALUE AT END OF       | BOOK VALUE AT END OF     | BOOK VALUE ON |
|--|----------------------------|--------------------------|---------------|
| 100210   | CURRENT REPORTING<br>MONTH | PRIOR REPORTING<br>MONTH | PETITION DATE |
| Other Receivables (Net)  |                            |                          |               |
| Other Receivables-Coke Rebate, Costco, CAM Credit Acct 1210                | -                          | -                        | 141,766       |
| Larry Freed Note Rec. re: Keene Addington Settlement Acct 1235             | -                          | -                        | 127,178       |
| Employee Receivables Acct 1215   | -                          | -                        | 2,614         |
| Employee Receivables Greg Carey COO Acct 1215                              | -                          | -                        | 45,688        |
| Take-Out-Taxi Receivable Acct 1220   | -                          | -                        | 27,754        |
| Other Receivables (Net)  | -                          | -                        | 345,000       |
| D  |                            |                          |               |
| Prepaid Expenses Insurance Audit Liberty Mutual 2013                       |                            |                          |               |
| · · · · · · · · · · · · · · · · · · ·                                      | -                          | -                        | -             |
| Insurance Audit Liberty Mutual 2012  | -                          | -                        | -             |
| Prepaid Ins and D & O Ins Acct 1520  | -                          | -                        | 176,575       |
| Prepaid Costco Gift Cards and Standby Letter of Credit Acct 1510           | -                          | -                        | 192,264       |
| Prepid ContractsSage Maintnenace Acct 1515                                 | -                          | -                        | 3,732         |
| Prepaid Store Licences and Liquor Licenses Acct 1525                       | -                          | -                        | 113,429       |
| Prepaid Expenses   | -                          | -                        | 486,000       |
| Other Assets   |                            |                          |               |
| Other Assests  | -                          | -                        | 90,000        |
| Other Assests(Liq Lic: Rochester Hills, MI)                                |                            | -                        | 38,429        |
| Other Assests(Liq Lic: Ann Arbor, MI)                                      | -                          |                          | 44,550        |
| Other Assests(Liq Lic: Greenwood, IN)                                      | -                          | 36,000                   | 36,000        |
|  |                            |                          | 30,000        |
| Other Assests(Liq Lic: Castleton, IN)                                      | -                          | -                        | -             |
| Other Assests(Liq Lic: Macy's San Francisco, CA)                           | -                          | -                        | 11,021        |
| Def Financing Fees Acct 1940 & 1941  | -                          | -                        | 1,093,000     |
| Deposits Other Acct 1920   | -                          | -                        | 417,000       |
| Deposit Ecolab Acct 1920   | -                          | -                        | -             |
| Tradename Acct 1935 & 1937   | -                          | -                        | 1,927,000     |
| VISA Credit Card Settlement(Current offer \$40k, but probably worth \$80k) | -                          | -                        | -             |
| Other Assets   | -                          | 36,000                   | 3,657,000     |
|  |                            |                          |               |
|  |                            |                          |               |
| LIABILITIES AND OWNER EQUITY   | BOOK VALUE AT END OF       | BOOK VALUE AT END OF     | BOOK VALUE ON |
|  | CURRENT REPORTING<br>MONTH | PRIOR REPORTING<br>MONTH | PETITION DATE |
| Other Accrued Liabilities  | MUNTH                      | MONTH                    |               |
| Other Accrued LiabilitiesGrant Thornton Tax Acct 2310                      | 0                          | 0                        | 581510        |
| Accrued Health Insurance Acct 2322   | 0                          | 0                        | 5164          |
| Accrued CAM Acct 2325  | 0                          | 0                        | 159212        |
| Accrued Interest Acct 2350   | 0                          |                          | 63853         |
| Gift Cards Liability Acct 2360-2362  | 6                          | 0                        | 92900         |
| Sales Tax Payable Acct 2370  | 0                          | 0                        | 806092        |
| Other Accrued Liabilities  |                            | -                        | 3,166,000     |
| Outer Accruca Endomates  |                            |                          | 5,100,000     |
| Adjustments to Owner's Fauit-  |                            |                          |               |
| Adjustments to Owner's Equity Write-Down (Up) of Other Receivable (net)    | (000 000)                  | (220.220)                |               |
|  | (239,328)                  |                          |               |
| Write-Down (Up) of Prepaid Expenses  | (204,538)                  |                          |               |
| Write-Down (Up) of Other Assets  | 403                        | (4,097)                  |               |
| Write-Down of Accounts Payable   | 24,000                     | 24,000                   |               |
| White Denne of Assessed Dennell and Deleted                                | 248,000                    | 248,000                  | (             |
| Write-Down of Accruerd Payroll and Related                                 | 248,000                    | ,                        |               |

| Write-Down of Escrow Account Liabilities | 308,836   | 308,836   |  |
|--|-----------|-----------|--|
| Adjustments to Owner's Equity            | (172,487) | (176,987) |  |
|  |           |           |  |
|  |           |           |  |

| Post-Petition Contributions |  |  |
|-----------------------------|--|--|
|                             |  |  |
|                             |  |  |

(309,860)

(309,860)

0

0

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| In re Flat Out Crazy, LLC DIP<br>Debtor | <br>13-22094<br>Oct 2, 2014 to Oct 29, | 2014 |
|---|--|------|
|   |  |      |

Restricted Cash: Cash that is restricted for a specific use and not available to fund operations. Typically, restricted cash is segregated into a separate account, such as an escrow account.

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### In re Flat Out Crazy, LLC DIP

Debtor

Case No. 13-22094
Reporting Period: Oct 2, 2014 to Oct 29, 2014

#### 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.

|                       | Beginning | Withheld<br>and/or |                |                   | Check # or |            |
|-----------------------|-----------|--------------------|----------------|-------------------|------------|------------|
| Federal               | Tax       | Accrued            | Amount Paid    |                   | EFT        | Ending Tax |
| Withholding           | 0         | No Payrolls after  | er June 2013On | ly Temporary Help |            |            |
| FICA-Employee         | 0         |                    |                |                   |            |            |
| FICA-Employer         | 0         |                    |                |                   |            |            |
| Unemployment          | 0         |                    |                |                   |            |            |
| Income                | 0         |                    |                |                   |            |            |
| Other:                | 0         | -                  | -              |                   |            |            |
| Total Federal Taxes   | 0         | -                  | -              |                   |            |            |
| State and Local       |           |                    |                |                   |            |            |
| Withholding           | 0         |                    |                |                   |            |            |
| Sales                 | 0         |                    |                |                   |            |            |
| Excise                | 0         | -                  | -              |                   |            |            |
| Unemployment          | 0         | -                  | -              |                   |            |            |
| Real Property         | 0         | -                  | -              |                   |            |            |
| Personal Property     | 0         | -                  | -              |                   |            |            |
| Other:                | 0         |                    |                |                   |            |            |
| Total State and Local | 0         | -                  | -              |                   |            |            |
|                       |           |                    |                |                   |            |            |
| Total Taxes           | 0         | -                  | -              |                   |            |            |

#### 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                 | 0       | 0    | 0     | 0     | 0       | 0     |
| Wages Payable                    |         |      |       |       |         |       |
| Taxes Payable                    |         |      |       |       |         |       |
| Rent/Leases-Building             | 0       | 0    | 0     | 0     | 0       | 0     |
| Rent/Leases-Equipment            | 0       | 0    | 0     | 0     | 0       | 0     |
| Secured Debt/Adequate            |         |      |       |       |         |       |
| Protection Payments              |         |      |       |       |         |       |
| Professional Fees                | 0       | 0    | 0     | 0     | 0       | 0     |
| Amounts Due to Insiders          | 0       | 0    | 0     | 0     | 0       | 0     |
| Other:                           |         |      |       |       |         |       |
| Other:                           |         |      |       |       |         |       |
| <b>Total Post-petition Debts</b> | 0       | 0    | 0     | 0     | 0       | 0     |

Explain how and when the Debtor intends to pay any past due post-petition debts.

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In re Flat Out Crazy, LLC DIP

Debtor

Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

### 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                             |        |
| Less: Amounts collected during the period                          |        |
| Total Accounts Receivable at the end of the reporting period       |        |

Note: No Accounts Receivable as the restaurant business is cash or credit card only.

| 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 |           |            |            |          |       |

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In re Flat Out Crazy, LLC DIP Debtor

### Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

#### 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 |  |  |  |
| Steve DeLong(Interim CFO) | Travel Expense     | -           | 1,956              |  |  |  |
| William Van Epps(MGR)     | Travel Expense     | -           | 9,180              |  |  |  |
|                           |                    |             |                    |  |  |  |
|                           |                    |             |                    |  |  |  |
|                           |                    |             |                    |  |  |  |
|                           |                    |             |                    |  |  |  |
|                           |                    |             |                    |  |  |  |
|                           |                    |             |                    |  |  |  |
| TOTAL PA                  | YMENTS TO INSIDERS | -           | 11,136             |  |  |  |

| PROFESSIONALS                |                      |                 |             |                    |                          |  |  |
|------------------------------|----------------------|-----------------|-------------|--------------------|--------------------------|--|--|
| NAME                         | ORDER<br>AUTHORIZING | AMOUNT APPROVED | AMOUNT PAID | TOTAL PAID TO DATE | TOTAL INCURRED & UNPAID* |  |  |
| Getzler Henrich              | July 15, 2014        | 29,605          | 29,605      | 380,736            | 585,480                  |  |  |
| Squire Sanders               | July 15, 2014        | 53,877          | 53,877      | 439,288            | 1,525,897                |  |  |
| Kurtzman, Carson Consultants |                      | -               | -           | 245,359            | 388,832                  |  |  |
| CBIZ                         | July 15, 2014        | 2,023           | 2,023       | 27,583             | 34,047                   |  |  |
| Kelley Drye                  | July 15, 2014        | 14,495          | 14,495      | 212,393            | 451,681                  |  |  |
| UCC                          |                      | -               | -           | -                  | -                        |  |  |
| TOTAL PAYMEN                 | 100,000              | 100,000         | 1,305,359   | 2,985,937          |                          |  |  |

\* INCLUDE ALL FEES INCURRED, BOTH APPROVED AND UNAPPROVED

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

| NAME OF CREDITOR | MONTHLY PAYMENT<br>DUE | AMOUNT PAID<br>DURING MONTH | TOTAL UNPAID POST-<br>PETITION |
|------------------|------------------------|-----------------------------|--------------------------------|
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  |                        |                             |                                |
|                  | l                      |                             |                                |
|                  | TOTAL PAYMENTS         |                             |                                |

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In re Flat Out Crazy, LLC DIP

Debtor

Case No. 13-22094 Reporting Period: Oct 2, 2014 to Oct 29, 2014

### **DEBTOR QUESTIONNAIRE**

| "Yes", provide<br>sheets if necess |   | Yes          | No   |
|------------------------------------|---|--------------|------|
| <sup>1</sup> this reporting p      |   | Yes Note (A) |      |
| <u> </u>                           | been disbursed from any account other than a debtor in<br>unt this reporting period?  |              | No   |
|                                    | linquent in the timely filing of any post-petition tax returns?   |              | No   |
| 4 coverages expir                  | mpensation, general liability or other necessary insurance<br>ed or cancelled, or has the debtor received notice of expiration<br>of such policies? |              | No   |
| 5 Is the Debtor de                 | linquent in paying any insurance premium payment?   |              | No   |
|                                    | ents been made on pre-petition liabilities this reporting period?   |              | No   |
| Are any post pe<br>7 parties?      | tition receivables (accounts, notes or loans) due from related  |              | None |
| 8 Are any post pe                  | tition payroll taxes past due?  |              | No   |
|                                    | tition State or Federal income taxes past due?  |              | None |
|                                    | tition real estate taxes past due?  |              | No   |
| 11 Are any other p                 | ost petition taxes past due?  |              | No   |
|                                    | etition taxes been paid during this reporting period?   |              | No   |
| 13 Are any amount                  | ts owed to post petition creditors delinquent?  |              | No   |
| 14 Are any wage p                  | ayments past due?   |              | No   |
| <sup>15</sup> Have any post p      | betition loans been been received by the Debtor from any party?   |              | No   |
|                                    | linquent in paying any U.S. Trustee fees?   |              | No   |
| 17 Is the Debtor de professionals? | linquent with any court ordered payments to attorneys or other  |              | No   |
| Have the owner<br>normal course of | s or shareholders received any compensation outside of the fusiness?  |              | No   |

Note (A) Agreement to sell Liquor License--not finalized yet. Furniture sold for approximately \$15,000.

# The liquor license sale has gone through and funds received if \$40,500