

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ATLS Acquisition, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 13-10262 (PJW)

(Jointly Administered)

**GLOBAL NOTES REGARDING
DEBTORS' BANKRUPTCY SCHEDULES AND STATEMENTS**

General Notes

The Schedules of Assets and Liabilities (the “**Schedules**”) and Statements of Financial Affairs (the “**SOFA**” and, collectively with the Schedules, the “**Bankruptcy Materials**”) of ATLS Acquisition, LLC (“**ATLS**”) and its affiliated debtors in the above-captioned, jointly administered chapter 11 cases (collectively, the “**Debtors**” or “**Liberty**”) were prepared pursuant to 11 U.S.C. § 521 and Rule 1007 of the Federal Rules of Bankruptcy Procedure by management of the Debtors and are unaudited. While Debtors’ management has made reasonable efforts to ensure that the Bankruptcy Materials are accurate and complete, based upon information that was available to them at the time of preparation, subsequent information may result in material changes to the Bankruptcy Materials. Moreover, because the Bankruptcy Materials contain unaudited information which is subject to further review and potential adjustment, there can be no assurance that these Bankruptcy Materials are complete. The Debtors reserve all rights to amend the Bankruptcy Materials from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected on the Bankruptcy Materials as to amount, liability or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore, nothing contained in the Bankruptcy Materials shall constitute a waiver of rights with respect to the above-captioned Chapter 11 cases, including but not limited to any issues involving substantive consolidation, equitable subordination, or causes of action arising under the provisions of Chapter 5 of the Bankruptcy Code or any other relevant non-bankruptcy laws to recover assets or avoid transfers. These global notes regarding the Debtors’ Bankruptcy Materials (“**Global Notes**”) comprise an integral part of the Bankruptcy Materials and should be referred to and considered in connection with any review of the Bankruptcy Materials.

¹ The Debtors, along with the last four digits of each Debtor’s tax identification number, are: ATLS Acquisition LLC (9167); FGST Investments, Inc. (2110) (“**FGST**”); Polymedica Corporation (3368); National Diabetic Medical Supply, LLC (0748); Liberty Lane Development Company, Inc. (1974); Liberty Healthcare Group, Inc. (6555) (“**LHG**”); Liberty Medical Supply, Inc. (3983) (“**LMS**”); Liberty Healthcare Pharmacy of Nevada (9809); Liberty Lane Condominium Association, Inc. (7018); and Liberty Marketplace, Inc. (8500). The Debtors’ business address is 8881 Liberty Lane, Port St. Lucie, FL 34952.

On December 3, 2012, the senior management team at Liberty, which included Frank Harvey, Tim Tidd, Arlene Rodriguez, Robert Mark, and Sam Silek (the “**Liberty Management Team**”) acquired the Liberty business (the “**MBO Transaction**”) from Medco Health Solutions, Inc (“**Medco**”), a subsidiary of Express Scripts, Inc. (“**ESI**”).

ESI had acquired the Liberty business in April 2012 when Medco, Liberty’s parent at the time, was acquired by ESI. In furtherance of the MBO Transaction, certain of the Debtors entered into a transition services agreement (“**TSA**”). The TSA provided the Debtors very limited transitional accounting and finance services from Medco for a period of just one month. Since the MBO Transaction, the Liberty Management Team and its advisors have been working to establish an accounting and financial reporting systems and an opening balance sheet for December 3, 2012. Financial Statements by legal entity are still in progress and will not be completed by the time Bankruptcy Materials are required to be filed. As a result, the Debtors may be required to revise certain of the Bankruptcy Materials upon completion of non-consolidated financial statements for each one of the Debtors. Furthermore, as a result of the MBO Transaction, the Debtors do not have access to all the transactional data required for the SOFA. The Debtors are attempting to obtain the necessary information from their former parent and will amend and update the Bankruptcy Materials once it is obtained.

Basis of Presentation. The financial statements have not been audited since the MBO Transaction. Grant Thornton LLP will be providing an audit opinion on the opening balance sheet as well as the year-end financial statements. The Bankruptcy Materials reflect the unconsolidated assets and liabilities of each individual Debtor to the extent distinguishable. Since all of the sales activity is booked in LMS, unless assets, liabilities and disbursements are specifically identified as being attributed to another legal entity, such entries are reported on the SOFAs and Schedules for LMS. The Bankruptcy Materials do not purport to represent financial statements prepared in accordance with U.S. Generally Accepted Accounting Principles (“**GAAP**”).

Causes of Action. The Debtors, despite their efforts, may not have listed all of their causes of action against third parties as assets in the Bankruptcy Materials. The Debtors reserve all of their rights with respect to any causes of action they may have, and neither these Global Notes nor the Bankruptcy Materials shall be deemed a waiver of any such causes of action.

Claims Description. Any failure to designate a claim on the Debtors’ Bankruptcy Materials as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve the right to dispute any claim reflected on their Bankruptcy Materials on any grounds, including but not limited to, amount, liability or classification, or to otherwise subsequently amend the Bankruptcy Materials or to designate such claims as “disputed,” “contingent,” or “unliquidated.”

Claims Paid Pursuant to Court Orders. The United States Bankruptcy Court for the District of Delaware (the “**Court**”) authorized the Debtors to pay discrete prepetition claims, including but not limited to, insurance payments, certain taxes, employee related claims, customer claims, including patient and payor refunds, and critical vendor claims. Consequently, certain prepetition fixed, liquidated and undisputed unsecured claims have been paid following the Petition Date. Accordingly, only claims against the Debtors for prepetition amounts that have not been paid as of the time the Bankruptcy Materials were prepared have been included in the Bankruptcy Materials.

Confidentiality. In a limited number of instances names of individual and corporate creditors or other parties have been redacted and an alias listed (e.g. employee1, patient1, etc). Due to the confidential nature of certain amounts owing to certain individuals or the nature of the confidential business transaction with the Debtors, the Debtors have deemed it appropriate and necessary to avoid listing such names.

Dates. Unless otherwise indicated, all asset and liability information is listed as of February 15, 2013 (the “**Petition Date**”).

Excluded Assets and Liabilities. The Debtors have excluded certain categories of assets and liabilities from the Bankruptcy Materials including goodwill and deferred tax assets and liabilities.

General Reservation of Rights. The Debtors specifically reserve the right to amend, modify, supply, correct, change or alter any part of their Schedules and SOFAs as and to the extent necessary as they deem appropriate.

Insiders. In the circumstance where the Bankruptcy Materials require information regarding insiders and/or officers and directors, the Debtors have attempted to include therein each of the Debtors’ (a) directors and (b) employees that may be, or may have been during the relevant period, “officers,” as such term is defined by applicable law. The listing of a party as an insider is not intended to be, nor should it be, construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims, and defenses are hereby expressly reserved. Employees have been included in this disclosure for informational purposes only and should not be deemed to be “insiders” in terms of control of the Debtors, management responsibilities or functions, decision-making or corporate authority and/or as otherwise defined by applicable law, including without limitation, federal securities laws, or with respect to any theories of liability or for any other purpose. For confidentiality, the salaries’ of the officers and directors are not disclosed.

Leases. In the ordinary course of business, the Debtors may lease certain fixtures and equipment from certain third party lessors for use in the daily operation of their businesses. The underlying lease agreements are listed on Schedule G and any current amount due under such leases that were outstanding as of the Petition Date are listed on Schedule F. Nothing in the Schedules and Statements is or shall be construed as an admission as to the determination of the legal status of any lease (including whether any

lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect to such issues.

Litigation. Certain litigation reflected as claims against one of the Liberty entities may relate to any of the other Debtors. The Debtors have made reasonable efforts to accurately record these actions in the Bankruptcy Materials of the Debtors that are the party to the action.

Specific Notes. These Global Notes are in addition to the specific notes set forth below and in the individual Bankruptcy Materials. Disclosure of information in one Schedule, SOFA, exhibit, or continuation sheet even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, SOFA, exhibit or continuation sheet.

Totals. All totals that are included in the Bankruptcy Materials represent totals of all the known amounts included in the schedules.

Trade Accounts Receivable and Accounts Payable. Trade Accounts Receivable are presented net of: (1) allowance for doubtful accounts, (2) allowance for sales returns and (3) unposted cash. Accounts Receivable are presented without consideration for any liabilities related to mutual counterparty accounts payable, open or terminated contract liabilities, liquidated damages, setoff rights or collateral held by the Debtors, unless otherwise stated. Likewise, Accounts Payable do not include provisions for open or terminated contracts, liquidated damages, setoff rights or collateral that has been posed on behalf of the counterparty.

Valuation. It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, net book values as of the Petition Date are reflected on the Bankruptcy Materials. Since the Debtors are in the process of establishing an opening balance sheet, some valuations of assets have recently been completed as of December 3, 2012 and net book values have been rolled forward to February 15, 2013. Amounts ultimately realized will vary from net book value, and such variance may be material. In addition, the amounts shown for total liabilities exclude items identified as “unknown” or “undetermined” therefore, ultimate liabilities may differ materially from those stated in the Bankruptcy Materials.

Notes to the Schedules of Assets and Liabilities

Schedule A: Real Property. The value of the land and buildings included on Schedule A are reflected preliminary the Net book value at February 15, 2013, which is based on appraisals prepared as of December 3, 2012. The appraisals are still in progress and have not yet been finalized therefore amounts included on Schedule A are preliminary and subject to change. Appraisals for certain parcels of land have not yet been received, which has been noted on the applicable Schedule.

Schedule B.2: Checking, Savings and Other Financial Accounts. Bank account balances included on B.2 are reflective of the opening book balances as at February 15, 2013, which may differ slightly from the bank balances due to common reconciling items. The bank accounts have been listed on Schedule B.2 of the Debtor whose name is actually listed on the bank account. In some instances, the payments made from, and the book balances related to, a particular bank account are reflected on the books of a Debtor other than the one whose actual name is listed on the bank account.

Schedule B.9: Interests in Insurance Policies. A determination as to the surrender or refund value of each of the insurance policies has not been made and therefore the balance is listed as undetermined.

Schedule B.22: Licenses, Franchises, and Other General Intangibles. The items listed by Liberty in Schedule B.22 are either not carried as individual assets in the Debtors' books and records or have been fully depreciated, therefore, the Debtors have not estimated their value.

Schedule B.24: Customer Lists. The Debtors have compiled certain patient lists and related patient information. This information is confidential and therefore has not been included on Schedule B; the omission of such information should not be deemed a conclusion that such information has no value or does not exist.

Schedule D: Creditors Holding Secured Claims. The Debtors reserve the right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtors. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including, without limitation, any intercompany agreement) related to such creditor's claim. In certain instances, a Debtor may be a co-obligor, co-mortgagor or guarantor with respect to scheduled claims of other Debtors, and no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Except as specifically stated herein, real property lessors, utility companies and other parties which may hold security deposits have not been listed on Schedule D. Certain of the Debtors' agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financing agreements. No attempt has been made to identify such agreements for purposes of Schedule D.

Subsequent to the filing, the Debtors reached a settlement agreement with Alere Inc., the holder of a \$40 million secured promissory note ("**Alere Note**"). As a result, on April 26, 2013, the Alere Note was satisfied in full and there is no longer a balance outstanding.

However, the balance continues to be listed on Schedule D since it was outstanding at the date of filing.

Schedule E: Creditors Holding Unsecured Priority Claims. While commercially reasonable efforts have been made, determining the date upon which each claim in Schedule E was incurred or arose would be unduly burdensome and cost prohibitive, and therefore, the Debtors do not list a date for each claim listed on Schedule E.

Claims for prepetition taxes are noted as disputed since pursuant to the Medco purchase agreement, the Seller was responsible for all tax obligation accruing prior to December 3, 2012. The Debtors do not necessarily dispute the amount of the tax owing but dispute the responsibility for the obligation.

The Debtors reserve the right to assert that any claim listed on Schedule E does not constitute an unsecured priority claim under 11 U.S.C. § 507.

Schedule F: Creditors Holding Unsecured Non-Priority Claims. Schedule F does not include certain deferred charges, deferred liabilities or general reserves. Such amounts are general estimates of liabilities and do not represent specific claims as of the Petition Date; however, they may be reflected on the Debtors' books and records as required in accordance with GAAP.

The claims listed in Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. While reasonable efforts have been made to determine the date upon which each claim in Schedule F was incurred or arose, making all such determinations would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each claim listed on Schedule F.

In addition, certain claims listed on Schedule F may be entitled to priority under 11 U.S.C. § 503(b)(9). The Debtors have made their best efforts to include all trade creditors on Schedule F; however, the Debtors believe there are instances where vendors have yet to provide proper invoices for prepetition goods or services.

In certain instances, the Debtor that is the subject of the litigation is unclear or undetermined. However to the extent that litigation involving a particular Debtor has been identified, such information is contained in the Schedule for the Debtor.

In the ordinary course, the Debtors routinely make payments to patients and payors for refunds rebating to overpayments or coverage eligibility. The Debtors received authorization from the Court to continue this practice. As a result, these claims have been marked as contingent since it is the Debtors' intention to re-issue payment for many of these claims in the coming weeks. At the time of filing there were approximately 12,000 outstanding refund checks many of which were quite old and many of which had been issued by Medco or ESI. As of the time the Bankruptcy Materials were prepared the Patients and Payor refunds continue to be reconciled and have not all been reissued. To

the extent balances are known and payment has not yet been issued, the amount owing is listed on Schedule F. There are numerous claims with de minimis amounts owing and as such, any refund balance under \$2.00 has not been included. Since some of the outstanding checks were dated and issued by a former parents of the Debtors, the Debtors do not necessarily have the name and address for all parties owed refunds. As part of the reconciliation effort the Debtors are working to obtain the missing information. Therefore, the amounts without contact info have been listed as "Patient or Payor Refund Claims with no names or addresses".

Intercompany balances owing between the Debtors have not been included in Schedule F as the balances are not know at this time due to the lack of an accounting system.

Schedule G: Executory Contracts. While commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors, omissions or over-inclusions may have occurred. The Debtors reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary.

The contracts, agreements and leases listed on Schedule G may have expired or may have been modified, amended and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments and agreements which may not be listed therein.

In the ordinary course of business, the Debtors have entered into numerous agreements, both written and oral, regarding the provision of certain services on a month-to-month basis, including electricity, gas, water and telephone. The Debtors do not believe that such contracts constitute executory contracts and therefore, such agreements are not listed individually on Schedule G. Nevertheless, the Debtors reserve the right to assert that such agreements constitute executory contracts.

In some cases, the same supplier or provider may have multiple agreements listed in Schedule G. These agreements represent distinct agreements between the applicable Debtor and such supplier or provider, and will be listed as multiple contracts under the same counterparty.

Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth on Schedule G. In addition, the applicable Debtor may have entered into various other types of agreements in the ordinary course of their business, such as easements, right of way, subordination, nondisturbance and attornment agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents are also not set forth on Schedule G.

In addition, certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financings. The Debtors reserve all of their rights to dispute or challenge the characterization of the structure of any transaction, or any document or instrument (including, without limitation, any intercompany agreement) related to a creditor's claims. Finally certain of the executory agreements may not have been memorialized and could be subject to dispute.

Listing a contract or agreement on this schedule does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. Any and all of the Debtors' rights, claims, and causes of action with respect to the contracts and agreements listed on this schedule are hereby reserved and preserved. Similarly, the listing of a contract or lease on this schedule does not constitute admission that such document is not a secured financing.

Notes to Statement of Financial Affairs

SOFA 1: Income from Operations of Business. The adjusted gross revenue represents gross revenue less contractual liabilities. December 2012 through February 15, 2013 represents a preliminary estimate of income.

SOFA 3b: Payments to Creditors. The Debtors have not been able to obtain a complete set of disbursement journals prior to December 3, 2012 because ESI and Medco were making payments through their respective shared services treasury functions. Where available, the details have been provided. Should the Debtors obtain additional disbursement detail, they will file supplemental schedules.

As discussed above, the Debtors are in the process of establishing a new accounting system and determining the accounting treatment of certain transactions. Since the transactional activity is not currently being booked to a specific legal entity, the majority of all disbursements have been assumed to be made from LMS, the main operating company.

Between December 3, 2012 and January 9, 2013, pursuant to the TSA, ESI continued to make disbursements on behalf of Liberty for which Liberty later reimbursed ESI. The amount listed on 3b includes the amount paid to the ultimate beneficiary. These disbursements have been identified in 3b.

The disbursements listed in 3b do not include interbank transfers made between the Debtors' bank accounts.

SOFA 9: Payments Related to Debt Counseling or Bankruptcy. All payments relating to bankruptcy professionals have been made by ATLS on behalf of all of the Debtors.

SOFA 10a: Other Transfers. Pursuant to the Purchase Agreement between FGST and Medco, the Debtors agreed to transfer certain assets held in the name of the Debtors to Medco on December 3, 2012. These assets have been detailed on SOFA 10a.

SOFA 13: Setoffs. In the normal course of business Medicare and some other commercial payors will offset amounts owing to the Debtors against amounts owing from the Debtors to Medicare. Since it would be overly burdensome to list all of these transactions, these amounts have not been included in SOFA 13.

In addition, certain inventory vendors have advised the Debtors of their intention to seek authority to set off prepetition rebates owing to the Debtors against prepetition claims. In case where the Debtors have been advised of such intent it is noted on Schedule F. The Debtors acknowledge there may be further manufacturers who intend to set off but have not yet disclosed their intent to do so. The prepetition rebate receivables have been include in the accounts receivables have been include in the accounts receivable section on Schedule B16

SOFA 18: Nature, location and name of business. The dates listed as beginning and ending dates of the business refer to the formation dates of the entity which may be different than the dates in which the Debtors became owners of the subsidiaries listed therein.

SOFA 19a: Bookkeepers. The list of accounting staff includes Liberty accounting personnel but does not include Medco/ESI accounting staff which were also responsible for the books and records of Liberty as those names are not readily available.

SOFA 19b: Auditor. Prior to the MBO, Liberty did not receive a standalone audit opinion on its consolidated financial statements. The consolidated financial statements of both ESI and Medco were previously audited by PricewaterhouseCoopers, LLP (“PWC”). Since there was no standalone audit opinion on Liberty financial statements, PWC has not been included on SOFA 19b.

SOFA 19d: Financial Statement Issuance. Prior to the MBO, ESI and Medco may have provided copies of Liberty’s financial statements to third parties. Liberty does not have a list of those parties and therefore they have not been included on SOFA 19d.

United States Bankruptcy Court

District of Delaware

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0		
B - Personal Property	Yes	6	\$0		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		\$40,263,562 + Undetermined	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	9		\$0 + Undetermined	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	1		\$0	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtors(s)	No	0			
J - Current Expenditures of Individual Debtor(s)	No	0			
TOTAL		21	\$0	\$40,263,562	

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

☒ Check this box if debtor has no real property to report on this Schedule A.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
		<input type="checkbox"/>		
Total > (Report also on Summary of Schedules.)			\$0	\$0

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	<input checked="" type="checkbox"/>			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.	<input checked="" type="checkbox"/>			
3. Security deposits with public utilities, telephone companies, landlords, and others.	<input checked="" type="checkbox"/>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<input checked="" type="checkbox"/>			
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	<input checked="" type="checkbox"/>			

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
6. Wearing apparel.	<input checked="" type="checkbox"/>			
7. Furs and jewelry.	<input checked="" type="checkbox"/>			
8. Firearms and sports, photographic, and other hobby equipment.	<input checked="" type="checkbox"/>			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<input type="checkbox"/>	Surrender or refund value of insurance policies has not been assessed, insurance policies are listed in Schedule B9 for ATLS Acquisition, LLC.		
10. Annuities. Itemize and name each issuer.	<input checked="" type="checkbox"/>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<input checked="" type="checkbox"/>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<input checked="" type="checkbox"/>			

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<input checked="" type="checkbox"/>			
14. Interests in partnerships or joint ventures. Itemize.	<input checked="" type="checkbox"/>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<input checked="" type="checkbox"/>			
16. Accounts receivable.	<input checked="" type="checkbox"/>			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<input checked="" type="checkbox"/>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<input checked="" type="checkbox"/>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A – Real Property.	<input checked="" type="checkbox"/>			

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<input checked="" type="checkbox"/>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<input checked="" type="checkbox"/>			
22. Patents, copyrights, and other intellectual property. Give particulars.	<input checked="" type="checkbox"/>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<input checked="" type="checkbox"/>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<input checked="" type="checkbox"/>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<input checked="" type="checkbox"/>			
26. Boats, motors, and accessories.	<input checked="" type="checkbox"/>			

In re Liberty Healthcare Pharmacy of Nevada, LLC,
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(if known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
27. Aircraft and accessories.	<input checked="" type="checkbox"/>			
28. Office equipment, furnishings, and supplies.	<input checked="" type="checkbox"/>			
29. Machinery, fixtures, equipment, and supplies used in business.	<input checked="" type="checkbox"/>			
30. Inventory.	<input checked="" type="checkbox"/>			
31. Animals.	<input checked="" type="checkbox"/>			
32. Crops - growing or harvested. Give particulars.	<input checked="" type="checkbox"/>			
33. Farming equipment and implements.	<input checked="" type="checkbox"/>			
34. Farm supplies, chemicals, and feed.	<input checked="" type="checkbox"/>			

In re Liberty Healthcare Pharmacy of Nevada, LLC, Case No. 13-10269 (PJW)
 Debtor (if known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
35. Other personal property of any kind not already listed. Itemize.	<input checked="" type="checkbox"/>			
<p><u>0</u> continuation sheets attached Total</p> <p>(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)</p>				

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Secured Promissory Note + Accrued Interest (Guarantor)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$40,263,562	Undetermined
0 continuation sheets attached.							Total > \$40,263,562 (Report also on Summary of Schedules.)	+ Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,
Debtor

Case No. 13-10269 (PJW)
(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re Liberty Healthcare Pharmacy of Nevada, LLC,
Debtor

Case No. 13-10269 (PJW)
(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

7 continuation sheets attached

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
TAXES**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEB- TOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CON- TINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Alabama Department of Revenue Individual & Corporate Tax Division Gordon Persons Bldg. Rm 4340 Montgomery, AL 36104 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Alaska Department of Revenue 550 West 7th Ave Ste 1820 Anchorage, AK 99501 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Arizona Department of Revenue 1600 W. Monroe Phoenix, AZ 85007-2650 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Arkansas Department of Finance and Admin. Office Of State Revenue Admin. 1900 W Seventh St. Little Rock, AR 72201 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
California Board of Equalization 450 N Street Po Box 942879 Sacramento, CA 95814 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
California Franchise Tax Board 121 Spear St Ste 400 San Francisco, CA 94105-1584 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Colorado Department of Revenue 1375 Sherman St Denver, CO 80261 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Connecticut Department of Revenue Services 25 Sigourney St Hartford, CT 06106-5032 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Delaware Division of Revenue 20653 Dupont Blvd Ste 2 Georgetown, DE 19947 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
District Of Columbia 941 North Capital Hill St Ne 6th Fl Washington, DC 20002 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Florida Department of Revenue 104 Carlton Bldg 5050 W Tennessee St Tallahassee, FL 32399-0100 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Georgia Department of Revenue 1800 Century Center Blvd., N.E. Atlanta, GA 30345-3205 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Hawaii Department of Taxation P.O. Box 259 Honolulu, HI 96809-0259 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Idaho State Tax Commission 1118 "F" St Po Box 1014 Lewiston, ID 83501 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Illinois Department of Revenue 101 West Jefferson St. 2-249 Springfield, IL 62702 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Indiana Department of Revenue 100 N Senate Ave Indianapolis, IN 46204 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Undetermined	Undetermined	Undetermined
Iowa Department of Revenue Bankruptcy Po Box 10471 Des Moines, IA 50306-0471 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Kansas Department of Revenue 915 Sw Harrison St Topeka, KS 66625-4066 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Kentucky Revenue Cabinet 501 High Street Frankfort, KY 40601-2103 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Kentucky State Treasurer 181 Hammond Dr Hopkinsville, KY 42240 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Louisiana Department of Revenue 617 North third Street Baton Rouge, LA 70802 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Maine Revenue Services 24 State House Station Augusta, ME 04333 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Maryland Attorney General Attn: Attorney General 200 St. Paul Place Baltimore, MD 21202-2202 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Michigan Department Of Treasury 430 W Allegan Lansing, MI 48922 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Minnesota Department of Revenue 600 N Robert St. M/S 4130 Saint Paul, MN 55101 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Mississippi State Tax Commission 1577 Springridge Rd Raymond, MS 39154-9602 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Missouri Department of Revenue Harry S Truman State Office Bldg 301 W High St Jefferson City, MO 65101 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Montana Department of Revenue Sam W Mitchell Bldg 125 North Roberts, 3Rd Fl Helena, MT 59601 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Nebraska Department of Revenue 304 North 5th Street, Ste D Norfolk, NE 68701-4091 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Nevada Department of Taxation 1010 Ruby Vista Dr Ste 102 Elko, NV 89801 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
New Hampshire Department of Revenue Admin 109 Pleasant St Concord, NH 03301 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
New Jersey Department Of The Treasury Division Of Taxation 160 S Broad St Trenton, NJ 08625 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
New Mexico Taxation and Revenue 1100 South St Francis Drive Po Box 630 Santa Fe, NM 87504-0630 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
New York Department Of Finance Bankruptcy Section Po Box 5300 Albany, NY 12205-0300 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
North Carolina Department of Revenue 501 North Wilmington St Raleigh, NC 27604 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
North Dakota office of State Tax Commissioner 600 East Boulevard Ave Bismarck, ND 58505-0599 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Ohio Department of Taxation 4485 Northland Ridge Blvd Columbus, OH 43229 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Oklahoma Tax Commission 2501 Lincoln Blvd Oklahoma City, OK 73914 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Oregon Department of Revenue 955 Center St Ne Salem, OR 97301 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Pennsylvania Department Of State 5th Floor Strawberry Square Harrisburg, PA 17128-0605 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Rhode Island Division of Taxation One Capitol Hill Providence, RI 02908-5800 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
South Carolina Department of Revenue 301 Gervais Street Columbia, SC 29214-0100 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
South Dakota Department of Revenue 445 East Capitol Ave Pierre, SD 57501 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
State of Michigan P.O. Box 30670 Lansing, MI 48909 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Tennessee Department of Revenue 500 Deaderick St Andrew Jackson Bldg Nashville, TN 37242 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Texas State Comptroller P.O. Box 149354 Austin, TX 78714 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined

In re Liberty Healthcare Pharmacy of Nevada, LLC,Case No. 13-10269 (PJW)

Debtor

(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS TAXES

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Utah State Tax Commission 210 North 1950 West Salt Lake City, UT 84134 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Vermont Department of Taxes 133 State St Montpelier, VT 05633-1401 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Virginia Department of Taxation 3600 West Broad St Richmond, VA 23230-4915 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Washington State Department of Revenue P.O. Box 47476 Olympia, WA 98504-7476 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
West Virginia State Tax Department 1001 Lee St Charleston, WV 25301 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Wisconsin Department of Revenue 2135 Rimrock Rd Madison, WI 53713 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
Wyoming Department of Revenue Herschler Bldg 2Nd Fl West Cheyenne, WY 82002-0110 USA	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	Undetermined	Undetermined	Undetermined
<div style="text-align: right;">Totals ></div> <div style="text-align: center;">(Use only on last page of the completed Schedule E.)</div>							+ Undetermined	+ Undetermined	+ Undetermined

B6F (Official Form 6F) (12/07)

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. _____
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☒ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Subtotal >							\$0
Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules.)							\$0

0 continuation sheets attached.

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Express Scripts, Inc. 200 Technology Park Lake Mary, FL 32746 USA	Fee Schedule
National Employee Benefit Companies, Inc. d/b/a AMWINS RX 900 Northrop Road Suite E Wallingford, CT 06492 USA	Pharmacy Provider Agreement
PerformRx, LLC 200 Stevens Drive Philadelphia, PA 19113 USA	Participating Retail Pharmacy Agreement

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
ATLS Acquisition, LLC 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
FGST Investments, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
Liberty Healthcare Group, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
Liberty Lane Condominium Association, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
Liberty Lane Development Company, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA

In re Liberty Healthcare Pharmacy of Nevada, LLC,
DebtorCase No. 13-10269 (PJW)
(if known)**SCHEDULE H - CODEBTORS**

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Liberty Marketplace, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
Liberty Medical Supply, Inc. 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
National Diabetic Medical Supply, LLC 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA
PolyMedica Corporation 8881 Liberty Lane Port St. Lucie, FL 34952 USA	Alere Inc. 51 Sawyer Road Suite 200 Waltham, MA 02453 USA

In re Liberty Healthcare Group, Inc.,

Debtor

Case No. 13-10267 (PJW)

(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 4 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date _____

Signature: _____

Debtor

Date _____

Signature: _____

(Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any,
of Bankruptcy Petition Preparer

Social-Security No.
(Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X _____

Signature of Bankruptcy Petition Preparer

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I, the President & CEO [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the Corporation [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 4 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 5/6/2013

Signature: _____

Frank Harvey

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.