

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

In re: LUHC Wind Down Corp., et al.

Case No. 13-11391-KJC

Reporting Period: August 1, 2013 through August 31, 2013

**MONTHLY OPERATING REPORT**

File with Court and submit copy to United States Trustee within 20 days after end of month.

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

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Explanation Attached</b>	<b>Affidavit/Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1	Yes		
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a	Yes		
Schedule of Professional Fees Paid	MOR-1b	Yes		
Copies of bank statements			n/a	Bank reconciliation statement attached.
Cash disbursements journals		Yes		Included on schedule 1.
Statement of Operations	MOR-2	Yes		
Balance Sheet	MOR-3	Yes		
Status of Postpetition Taxes	MOR-4	Yes		
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period				
Summary of Unpaid Postpetition Debts	MOR-4	yes		
Listing of aged accounts payable	MOR-4	yes		
Accounts Receivable Reconciliation and Aging	MOR-5		n/a	sold 7/30/13
Debtor Questionnaire	MOR-5	Yes		

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

Signature of Debtor

Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date

/s/ Robert Frezza

10.25.2013

Signature of Authorized Individual\*

Date

Robert Frezza

Chief Restructuring Officer

Printed Name of Authorized Individual

Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

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**GENERAL NOTES AND DISCLAIMER**

The financial statements and supplemental information contained herein are unaudited, preliminary, and may not comply with generally accepted accounting principles (“GAAP”) in all material respects. In addition, the financial statements and supplemental information contained herein is provided to fulfill the requirements of the Office of the United States Trustee and have been derived from the books and records of the Debtors.

The results of operations contained herein are not necessarily indicative of results that are expected from any other period or for the full year and are not reflective of the results of operations, financial position, and cash flow of the Debtors in the future.

In re: LUHC Wind Down Corp., et al.

Debtor

Case No. 13-11391-KJCReporting Period: August 1, 2013 through August 31, 2013**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS****RECEIPTS:**

	<b>Uniform City</b>	<b>Healthcare Uniform</b>
Adj cash Proceeds on Sale of Assets to Scrubs	\$ -	20,166,743
Deposit Collections	-	10,960
Credit card receipts	-	128,231
Revolver Borrowings	-	-
Total Cash Receipts	<u>\$ -</u>	<u>\$ 20,305,934</u>

**DISBURSEMENTS:**

	<b>Uniform City</b>	<b>Healthcare Uniform</b>
Compensation & benefits	\$ 43,064	\$ 583,616
Merchandise purchases	85,064	10,484
Bank Pay off at closing		19,624,472
Revolver payments	-	311,263
Other	87,708	643,172
Total disbursements	<u>\$ 215,837</u>	<u>\$ 21,173,007</u>

[1] - Life Uniform Holding Corp. had no receipts or disbursements for the period.

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Debtor

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**BANK RECONCILIATIONS**  
Continuation Sheet for MOR-1

Bank name	Account Type	Legal Entity	Acct #	Status
Wells Fargo	Main Depository	Healthcare Uniform	6741	Open
Wells Fargo	Concentration Acct	Healthcare Uniform	2896	Open
Wells Fargo	ZBA - Payroll-Life	Healthcare Uniform	6455	Open
Wells Fargo	ZBA - A/P-Life	Healthcare Uniform	6442	Open
Wells Fargo	Life Web	Healthcare Uniform	6400	Open
Wells Fargo	FSA	Healthcare Uniform	5424	Open
Wells Fargo	HRA	Healthcare Uniform	6288	Open
Wells Fargo	Addnl Estate Contbtn	Healthcare Uniform	7089	Open
Wells Fargo	Wind Down	Healthcare Uniform	7097	Open
Wells Fargo	Utility Adequate Assurance	Healthcare Uniform	3706	Open
Wells Fargo	Wells CA payroll acct	Healthcare Uniform	1298	Open
Wells Fargo	Life Uniform Catalog	Healthcare Uniform	4516	Open
Wells Fargo	Merchant Settlement	Healthcare Uniform	7043	Open
Wells Fargo	Life Uniform Call Center	Healthcare Uniform	6426	Open
Wells Fargo	Uniform City Call Center	Uniform City	6439	Open
Wells Fargo	ZBA - Payroll-UC	Uniform City	3256	Open
Wells Fargo	ZBA - A/P-UC	Uniform City	3243	Open
Wells Fargo	UC Web	Uniform City	6413	Open
Ameriserv	Depository	Healthcare Uniform	7822	Closed
Bank Of America	Depository	Healthcare Uniform	5813	Closed
Bank Of America	Depository	Healthcare Uniform	0034	Closed
Bank Of America	Depository	Healthcare Uniform	3497	Closed
Bank Of America	Depository	Healthcare Uniform	3507	Closed
Bank Of America	Depository	Healthcare Uniform	5848	Closed
Bank Of America	Depository	Healthcare Uniform	3523	Closed
Bank Of America	Depository	Healthcare Uniform	3549	Closed
Bank Of America	Depository	Healthcare Uniform	5028	Closed
Bank Of America	Depository	Healthcare Uniform	5028	Closed
Bank Of America	Depository	Healthcare Uniform	3594	Closed
Bank Of America	Depository	Healthcare Uniform	3701	Closed
Bank Of America	Depository	Healthcare Uniform	3824	Closed
Bank Of America	Depository	Healthcare Uniform	5872	Closed
Bank Of America	Depository	Healthcare Uniform	3853	Closed
Bank Of America	Depository	Healthcare Uniform	4001	Closed
Bank Of America	Depository	Healthcare Uniform	4014	Closed
Bank Of America	Depository	Healthcare Uniform	2026	Closed
Bank Of America	Depository	Healthcare Uniform	3581	Closed
Bank Of America	Depository	Healthcare Uniform	3691	Closed
Bank Of America	Depository	Healthcare Uniform	3785	Closed
Bank Of America	Depository	Healthcare Uniform	3811	Closed
Bank Of America	Depository	Healthcare Uniform	3921	Closed
Bank Of America	Depository	Healthcare Uniform	4043	Closed
Bank Of America	Depository	Healthcare Uniform	4276	Closed
Bank Of America	Depository	Healthcare Uniform	0995	Closed
Bank Of America	Depository	Healthcare Uniform	1376	Closed
Bank Of America	Depository	Healthcare Uniform	6525	Closed
Bank Of America	Depository	Healthcare Uniform	3752	Closed
Bank Of America	Depository	Healthcare Uniform	5879	Closed
Bank Of America	Depository	Healthcare Uniform	5298	Closed
Bank Of America	Depository	Healthcare Uniform	3523	Closed
Bank Of America	Depository	Healthcare Uniform	6368	Closed
Bank Of America	Depository	Healthcare Uniform	0930	Closed
Bank Of America	Depository	Healthcare Uniform	1081	Closed
Bank Of America	Depository	Healthcare Uniform	2744	Closed
Bank Of America	Depository	Healthcare Uniform	2731	Closed
Bank Of America	Depository	Healthcare Uniform	3752	Closed
Bank Of America	Depository	Healthcare Uniform	5879	Closed
Bank Of America	Depository	Healthcare Uniform	3523	Closed
Bank Of America	Depository	Healthcare Uniform	5298	Closed
Bank Of America	Depository	Healthcare Uniform	6368	Closed
Bank Of America	Depository	Uniform City	8230	Closed
Bank Of America	Depository	Uniform City	0995	Closed
Bank Of America	Depository	Uniform City	8201	Closed
BMO Harris	Depository	Uniform City	1413	Closed
Chase	Depository	Healthcare Uniform	6828	Closed
Elmira Savings Bnk	Depository	Healthcare Uniform	5824	Closed
Fifth Third	Depository	Healthcare Uniform	2073	Closed

Fifth Third	Depository	Healthcare Uniform	8236	Closed
Fifth Third	Depository	Healthcare Uniform	7501	Closed
Fifth Third	Depository	Healthcare Uniform	6891	Closed
Fifth Third	Depository	Healthcare Uniform	7535	Closed
Fifth Third	Depository	Healthcare Uniform	7543	Closed
Fifth Third	Depository	Healthcare Uniform	7568	Closed
Fifth Third	Depository	Healthcare Uniform	6933	Closed
Fifth Third	Depository	Healthcare Uniform	6941	Closed
Fifth Third	Depository	Healthcare Uniform	8137	Closed
Fifth Third	Depository	Healthcare Uniform	8145	Closed
Fifth Third	Depository	Healthcare Uniform	8152	Closed
Fifth Third	Depository	Healthcare Uniform	8186	Closed
Fifth Third	Depository	Healthcare Uniform	6925	Closed
Fifth Third	Depository	Healthcare Uniform	7907	Closed
Fifth Third	Depository	Healthcare Uniform	8251	Closed
Fifth Third	Depository	Healthcare Uniform	8277	Closed
Fifth Third	Depository	Healthcare Uniform	6917	Closed
Fifth Third	Depository	Healthcare Uniform	7725	Closed
Fifth Third	Depository	Healthcare Uniform	7741	Closed
Fifth Third	Depository	Healthcare Uniform	7758	Closed
Fifth Third	Depository	Healthcare Uniform	6909	Closed
Fifth Third	Depository	Healthcare Uniform	7519	Closed
Fifth Third	Depository	Healthcare Uniform	7527	Closed
Fifth Third	Depository	Healthcare Uniform	7550	Closed
Fifth Third	Depository	Healthcare Uniform	7576	Closed
Fifth Third	Depository	Healthcare Uniform	7915	Closed
Fifth Third	Depository	Healthcare Uniform	7923	Closed
Fifth Third	Depository	Healthcare Uniform	8178	Closed
Fifth Third	Depository	Healthcare Uniform	8228	Closed
Fifth Third	Depository	Healthcare Uniform	8244	Closed
Fifth Third	Depository	Healthcare Uniform	8269	Closed
First National Bank	Depository	Healthcare Uniform	5930	Closed
Huntington Bank	Depository	Healthcare Uniform	0786	Closed
Huntington Bank	Depository	Healthcare Uniform	0799	Closed
Huntington Bank	Depository	Healthcare Uniform	6763	Closed
Huntington Bank	Depository	Healthcare Uniform	0809	Closed
Huntington Bank	Depository	Healthcare Uniform	0812	Closed
PNC Bank	Depository	Healthcare Uniform	5184	Closed
Regions	Depository	Healthcare Uniform	4602	Closed
Regions	Depository	Healthcare Uniform	3478	Closed
Wells Fargo	Depository	Healthcare Uniform	4673	Closed
Wells Fargo	Depository	Healthcare Uniform	9023	Closed
Wells Fargo	Depository	Healthcare Uniform	9031	Closed
Wells Fargo	Depository	Healthcare Uniform	9049	Closed
Wells Fargo	Depository	Healthcare Uniform	5504	Closed
Wells Fargo	Depository	Healthcare Uniform	8626	Closed
Wells Fargo	Depository	Healthcare Uniform	8634	Closed
Wells Fargo	Depository	Healthcare Uniform	9056	Closed
Wells Fargo	Depository	Healthcare Uniform	8832	Closed
Wells Fargo	Depository	Healthcare Uniform	8642	Closed
Wells Fargo	Depository	Healthcare Uniform	8840	Closed
Wells Fargo	Depository	Healthcare Uniform	8857	Closed
Wells Fargo	Depository	Healthcare Uniform	8584	Closed
Wells Fargo	Depository	Healthcare Uniform	9064	Closed
Wells Fargo	Depository	Healthcare Uniform	9072	Closed
Wells Fargo	Depository	Healthcare Uniform	8659	Closed
Wells Fargo	Depository	Healthcare Uniform	5629	Closed
Wells Fargo	Depository	Healthcare Uniform	9106	Closed
Wells Fargo	Depository	Healthcare Uniform	5637	Closed
Wells Fargo	Depository	Healthcare Uniform	9122	Closed
Wells Fargo	Depository	Healthcare Uniform	9130	Closed
Wells Fargo	Depository	Healthcare Uniform	9148	Closed
Wells Fargo	Depository	Healthcare Uniform	9155	Closed
Wells Fargo	Depository	Healthcare Uniform	8667	Closed
Wells Fargo	Depository	Healthcare Uniform	9171	Closed
Wells Fargo	Depository	Healthcare Uniform	9189	Closed
Wells Fargo	Depository	Healthcare Uniform	9197	Closed
Wells Fargo	Depository	Healthcare Uniform	8675	Closed
Wells Fargo	Depository	Healthcare Uniform	8683	Closed
Wells Fargo	Depository	Healthcare Uniform	9213	Closed
Wells Fargo	Depository	Healthcare Uniform	9221	Closed
Wells Fargo	Depository	Healthcare Uniform	8691	Closed
Wells Fargo	Depository	Healthcare Uniform	5579	Closed
Wells Fargo	Depository	Healthcare Uniform	8709	Closed

Wells Fargo	Depository	Healthcare Uniform	8865	Closed
Wells Fargo	Depository	Healthcare Uniform	8873	Closed
Wells Fargo	Depository	Healthcare Uniform	5587	Closed
Wells Fargo	Depository	Healthcare Uniform	9254	Closed
Wells Fargo	Depository	Healthcare Uniform	9262	Closed
Wells Fargo	Depository	Healthcare Uniform	5512	Closed
Wells Fargo	Depository	Healthcare Uniform	5520	Closed
Wells Fargo	Depository	Healthcare Uniform	5538	Closed
Wells Fargo	Depository	Healthcare Uniform	5546	Closed
Wells Fargo	Depository	Healthcare Uniform	5553	Closed
Wells Fargo	Depository	Healthcare Uniform	8899	Closed
Wells Fargo	Depository	Healthcare Uniform	8907	Closed
Wells Fargo	Depository	Healthcare Uniform	9270	Closed
Wells Fargo	Depository	Healthcare Uniform	8915	Closed
Wells Fargo	Depository	Healthcare Uniform	8923	Closed
Wells Fargo	Depository	Healthcare Uniform	8931	Closed
Wells Fargo	Depository	Healthcare Uniform	8733	Closed
Wells Fargo	Depository	Healthcare Uniform	8949	Closed
Wells Fargo	Depository	Healthcare Uniform	9941	Closed
Wells Fargo	Depository	Healthcare Uniform	9288	Closed
Wells Fargo	Depository	Healthcare Uniform	9296	Closed
Wells Fargo	Depository	Healthcare Uniform	4673	Closed
Wells Fargo	Depository	Healthcare Uniform	1298	Closed
Wells Fargo	Depository	Healthcare Uniform	5561	Closed
Wells Fargo	Depository	Healthcare Uniform	9080	Closed
Wells Fargo	Depository	Healthcare Uniform	9098	Closed
Wells Fargo	Depository	Healthcare Uniform	9114	Closed
Wells Fargo	Depository	Healthcare Uniform	9163	Closed
Wells Fargo	Depository	Healthcare Uniform	9247	Closed
Wells Fargo	Depository	Healthcare Uniform	9312	Closed
Wells Fargo	Depository	Healthcare Uniform	9320	Closed
Wells Fargo	Depository	Healthcare Uniform	9338	Closed
Wells Fargo	Depository	Healthcare Uniform	9395	Closed
Wells Fargo	Depository	Healthcare Uniform	9403	Closed
Wells Fargo	Depository	Healthcare Uniform	9429	Closed
Wells Fargo	Depository	Healthcare Uniform	9437	Closed
Wells Fargo	Depository	Healthcare Uniform	9304	Closed
Wells Fargo	Depository	Healthcare Uniform	9346	Closed
Wells Fargo	Depository	Healthcare Uniform	2226	Closed
Wells Fargo	Depository	Healthcare Uniform	9353	Closed
Wells Fargo	Depository	Healthcare Uniform	8790	Closed
Wells Fargo	Depository	Healthcare Uniform	9379	Closed
Wells Fargo	Depository	Healthcare Uniform	9387	Closed
Wells Fargo	Depository	Healthcare Uniform	8956	Closed
Wells Fargo	Depository	Healthcare Uniform	7475	Closed
Wells Fargo	Depository	Healthcare Uniform	9411	Closed
Wells Fargo	Depository	Healthcare Uniform	0298	Closed
Wells Fargo	Depository	Healthcare Uniform	5009	Closed
Wells Fargo	Depository	Healthcare Uniform	5025	Closed
Wells Fargo	Depository	Healthcare Uniform	6470	Closed
Wells Fargo	Depository	Healthcare Uniform	6488	Closed
Wells Fargo	Depository	Healthcare Uniform	8851	Closed
Wells Fargo	Depository	Uniform City	9445	Closed
Wells Fargo	Depository	Uniform City	9452	Closed
Wells Fargo	Depository	Uniform City	9460	Closed
Wells Fargo	Depository	Uniform City	9478	Closed
Wells Fargo	Depository	Uniform City	4703	Closed
Wells Fargo	Depository	Uniform City	9486	Closed
Wells Fargo	Depository	Uniform City	9494	Closed
Wells Fargo	Depository	Uniform City	9502	Closed
Wells Fargo	Depository	Uniform City	9510	Closed
Wells Fargo	Depository	Uniform City	9528	Closed
Wells Fargo	Depository	Uniform City	9536	Closed

**Bank Reconciliations**

The above captioned debtors (the “Debtors”) hereby submit this attestation regarding bank account reconciliations in lieu of providing copies of bank statements.

I attest that each of the Debtors’ bank accounts is reconciled to monthly bank statements.

\_\_\_\_\_

In re: LUHC Wind Down Corp., et al.  
Debtor

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SCHEDULE OF PROFESSIONAL FEES PAID

Beneficiary	Date	Amount
Epiq Bankruptcy Solutions	8/12/2013	\$ 43,540.02
Total: \$		43,540.02

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**STATEMENT OF OPERATIONS---CASH BASIS**  
(Income Statement)

Acct_Name	Consolidated	HUC	LUHC	UC
Professional Fees	43,540		43,540	
TOTAL EXPENSES	43,540		43,540	
Income Taxes @	0			
NET LOSS	43,540		43,540	



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**BALANCE SHEET - August 31, 2013**

Acct_Name	Total	HUC	LUHC	UC
TOTAL CASH	2,207,953		\$2,207,953	
TOTAL ASSETS	2,207,953		2,207,953	
TOTAL NOT SUBJECT TO COMPROMISE				
September Payments/Payable at August 31, 2013			(235,565)	
TOTAL LIABILITIES SUBJECT TO COMPROMISE	(\$65,169,290)	(\$40,776,754)	(\$3,785,758)	(\$20,606,778)
TOTAL SHAREHOLDER Deficit	67,377,243	40,776,754	6,229,276	20,606,778
TOTAL LIABILITIES & SHAREHOLDER EQUITY	2,207,953	0	2,207,953	0

**BALANCE SHEET - May 30, 2013 (FILING DATE)**

Level	Acct_Name	Total	HUC	LUHC	UCN
3140	TOTAL CASH	1,257,519	1,149,348	0	108,171
3260	TOTAL ACCOUNTS RECEIVABLE	1,884,147	-34,194	0	1,918,341
3340	TOTAL INVENTORY	12,434,523	9,511,991	0	2,922,532
3480	TOTAL PREPAIDS	1,094,375	832,947	0	261,428
3520	TOTAL CURRENT ASSETS	16,670,564	11,460,092	0	5,210,472
3690	TOTAL PLANT, PROPTERY & EQUIPMENT	2,901,997	2,023,403	0	878,594
3790	TOTAL INTANGIBLES	13,168,189	4,167,479	0	9,000,709
3860	TOTAL OTHER ASSETS	-1	-4,909,216	0	4,909,215
3880	TOTAL ASSETS	32,740,749	12,741,759	0	19,998,990
4900	COMMON STOCK	0	0	0	0
4910	Equity - Common Stock	-20,664	0	-20,664	0
4915	Equity - Preferred Stock	0	0	0	0
4920	Equity - Paid in Capital	-11,391,335	0	-11,391,335	0
4930	Warrant	-13,500	0	-13,500	0
4935	Retained Earnings-Not Used	0	0	0	0
4950	RETAINED EARNINGS	-11,425,499	-11,425,499	0	0
4960	R E PRIOR YEAR	42,582,870	38,970,949	444,968	3,166,953
4980	NET INCOME(LOSS) FOR PERIOD	2,852,898	3,612,765	0	-759,867
5000	TOTAL SHAREHOLDER EQUITY	-8,572,601	-7,812,734	0	-759,867
5020	EQUITY	-32,740,749	-12,741,759	0	-19,998,990
5020	EQUITY	0	0	0	0

In re: <u>LUHC Wind Down Corp., et al.</u>						<b>Case No. 13-11391-KJC</b>
Debtor			<b>Reporting Period: August 1, 2013 through August 31, 2013</b>			
<b>STATUS OF POSTPETITION TAXES</b>						
	<b>Beginning Tax Liability</b>	<b>Amount Withheld or Change in Estimate</b>	<b>Amount Paid</b>	<b>Date Paid</b>	<b>Check No. or EFT</b>	<b>Ending Tax Liability</b>
<b>Federal</b>						
Withholding *	126,087	74,504	(200,591)	Various		0
Unemployment	519	(519)		Various		0
Income	-	50,000				50,000
<b>State and Local</b>						
Withholding*	16,766	73,778	(90,543)	Various		0
Sales	272,501	(14,894)	(257,607)	Various		(0)
Excise	-					-
Unemployment	4,751	(4,751)		Various		(0)
Real Property	-					
* All withholdings, except unemployment, are grouped together for financial statement purposes.						
NOTE: All tax is presented on a consolidated basis. All sales and employment taxes presented as paid in August						
<b>SUMMARY OF UNPAID POSTPETITION DEBTS</b>						
<b>Healthcare Uniform</b>						
	<u>0-30</u>	<u>30-60</u>	<u>60+</u>			
A/P-Trade Post Petition		0				
Not applicable payments will going forward be on the cash basis recorded as expenses therefore there are no payables at August 31, 2013						

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**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

N/A

**DEBTOR QUESTIONNAIRE**

**Must be completed each month**

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

(1) The Federal Form 1120 C was due on 9-15-2013 and was filed in October 2013. There was no tax due. The Company is now up to date on income tax returns to be filed at the Federal and State level as of October 24, 2013.

2 - The Debtors have terminated some, and are in the process of terminating the remainder, of the ongoing insurance coverage relating to the assets transferred to Scrubs & Beyond pursuant to the asset purchase agreement approved by order of the Bankruptcy Court located at Docket No. 268, effective as of the July 30, 2013.