

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

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

Case No. **13-11391-KJC**

Reporting Period: October 1, 2013 through October 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.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
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	
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

11.20.2013

Signature of Authorized Individual*

Date

Robert Frezza
Printed Name of Authorized Individual

Chief Restructuring Officer
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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Case No. 13-11391-KJC

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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.

Case No. 13-11391-KJC

Debtor

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

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

RECEIPTS:

	UCNI Wind Down	HUCI Wind Down
Cash Sales	\$ -	-
Deposit Collections	-	
Credit card receipts	-	
Revolver Borrowings	-	-
Total Cash Receipts	<u>\$ -</u>	

DISBURSEMENTS:

	UCNI Wind Down	HUCI Wind Down
Compensation & benefits		
Merchandise purchases		
Revolver payments		-
Other		138,116
Total disbursements		<u>138,116</u>

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

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

Case No. 13-11391-KJC
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BANK RECONCILIATIONS
Continuation Sheet for MOR-1

Bank name	Acct#	Account Type	Legal Entity	Acct #	Status
Wells Fargo	2000021126741	Main Depository	HUCI Wind Down	6741	Open
Wells Fargo	2000021152896	Concentration Acct	HUCI Wind Down	2896	Open
Wells Fargo	2079940016455	ZBA - Payroll-Life	HUCI Wind Down	6455	Open
Wells Fargo	2079940016442	ZBA - A/P-Life	HUCI Wind Down	6442	Open
Wells Fargo	2000049216400	Life Web	HUCI Wind Down	6400	Open
Wells Fargo	2000045445424	FSA	HUCI Wind Down	5424	Open
Wells Fargo	2000051206288	HRA	HUCI Wind Down	6288	Open
Wells Fargo	4943827089	Addnl Estate Contbtn	HUCI Wind Down	7089	Open
Wells Fargo	4943827097	Wind Down	HUCI Wind Down	7097	Open
Wells Fargo	4986173706	Utility Adequate Assurance	HUCI Wind Down	3706	Open
Wells Fargo	4121031298	Wells CA payroll acct	HUCI Wind Down	1298	Open
Wells Fargo	2000029434516	Life Uniform Catalog	HUCI Wind Down	4516	Open
Wells Fargo	2000049217043	Merchant Settlement	HUCI Wind Down	7043	Open
Wells Fargo	2000049216426	Life Uniform Call Center	HUCI Wind Down	6426	Open
Wells Fargo	2000049216439	Uniform City Call Center	UCNI Wind Down	6439	Open
Wells Fargo	2079900543256	ZBA - Payroll-UC	UCNI Wind Down	3256	Open
Wells Fargo	2079900543243	ZBA - A/P-UC	UCNI Wind Down	3243	Open
Wells Fargo	2000049216413	UC Web	UCNI Wind Down	6413	Open

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.

/s/ Robert Frezza

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

Case No. 13-11391-KJC
Reporting Period: October 1, 2013 through October 31, 2013

SCHEDULE OF PROFESSIONAL FEES PAID

Beneficiary	Date	Amount
BRYAN CAVE LLP	10/22/2013	2736.31
BRYAN CAVE LLP	10/22/2013	4691.35
EPIQ SYSTEMS	10/22/2013	37053.36
EPIQ SYSTEMS	10/22/2013	8522.58
KLEHR, HARRISON, HARVEY, BRANZBURG, LLP	10/22/2013	10374
Total: \$		63,377.60

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

Case No. 13-11391-KJC

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

STATEMENT OF OPERATIONS---CASH BASIS

(Income Statement)

Acct_Name	Consolidated	HUC	LUHC	UC
Professional Fees	63,378		63,378	
US Trustee Fees and Other windown costs	\$74,738		74,738	
TOTAL EXPENSES	138,116		138,116	
Income Taxes @	0			
NET LOSS	138,116		138,116	

In re: LUHC Wind Down Corp., et al.
DebtorCase No. 13-11391-KJCReporting Period: October 1, 2013 through October 31, 2013

BALANCE SHEET - October 31, 2013

Acct_Name	Total	HUC	LUHC	UC
TOTAL CASH	1,834,273		\$1,834,273	
TOTAL ASSETS	1,834,273		1,834,273	
TOTAL NOT SUBJECT TO COMPROMISE				
TOTAL LIABILITIES SUBJECT TO COMPROMISE	(\$65,169,290)	(\$40,776,754)	(\$3,785,758)	(\$20,606,778)
TOTAL SHAREHOLDER Deficit	67,003,562	40,776,754	5,620,031	20,606,778
TOTAL LIABILITIES & SHAREHOLDER EQUITY	1,834,273	0	1,834,273	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
TOTAL LIABILITIES SUBJECT TO COMPROMISE		(\$65,169,290)	(\$40,776,754)	(\$3,785,758)	(\$20,606,778)
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	9,843,772	489,545	14,766,289	-2,559,165
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	32,428,542	28,034,995	3,785,758	607,788
5020	TOTAL LIABILITIES & SHAREHOLDER EQUITY	-32,740,748	-12,741,759	0	-19,998,990

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Debtor						Reporting Period: October 1, 2013 through October 31, 2013
STATUS OF POSTPETITION TAXES						
	Beginning Tax Liability	Amount Withheld or Change in Estimate	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
Federal						
Withholding *	0			Various		0
Unemployment	0			Various		0
Income	50,000	-25,000				25,000
State and Local						
Withholding*	0			Various		0
Sales	(0)			Various		(0)
Excise	-					-
Unemployment	(0)			Various		(0)
* 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 full as of 10/31/2013						
SUMMARY OF UNPAID POSTPETITION DEBTS						
Healthcare Uniform						
	<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					

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Case No. 13-11391-KJC
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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.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		X
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X(1)	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.		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.		X

(1) The Federal Form 1120 C 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.

(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.