

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

Case No. 13-11391-KJC

Reporting Period: November 1, 2013 through November 30, 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	Explanation	Affidavit/Supplement
		Attached	Attached	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.

/s/ Robert Frezza
Signature of Authorized Individual*

12.4.2013
Date

Robert Frezza
Printed Name of Authorized Individual

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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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
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SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

RECEIPTS:

Cash Sales	-
Deposit Collections	87,274
Credit card receipts	
Revolver Borrowings	-
Total Cash Receipts	87,274

DISBURSEMENTS:

Compensation & benefits	
Merchandise purchases	
Revolver payments	-
Other	764
Total disbursements	<u>764</u>

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

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

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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	LUHC Wind Down corp.	6741	Open
Wells Fargo	2000021152895	Concentration Acct	LUHC Wind Down corp.	2898	Open
Wells Fargo	2079940016455	ZBA - Payroll-Life	LUHC Wind Down corp.	6455	Open
Wells Fargo	2079940016442	ZBA - A/P-Life	LUHC Wind Down corp.	6442	Open
Wells Fargo	2000049216400	Life Web	LUHC Wind Down corp.	6400	Closed
Wells Fargo	2000045445424	FSA	LUHC Wind Down corp.	5424	Open
Wells Fargo	2000051206288	HRA	LUHC Wind Down corp.	6288	Open
Wells Fargo	4943827089	Adicnl Estate Contbn	LUHC Wind Down corp.	7089	Open
Wells Fargo	4943827097	Wind Down	LUHC Wind Down corp.	7097	Open
Wells Fargo	4986173706	Uility Adequate Assurance	LUHC Wind Down corp.	3706	Closed
Wells Fargo	4121031298	Wells CA payroll acct	LUHC Wind Down corp.	1298	Closed
Wells Fargo	2000029434516	Life Uniform Catalog	LUHC Wind Down corp.	4516	Closed
Wells Fargo	2000049217043	Merchant Settlement	LUHC Wind Down corp.	7043	Closed
Wells Fargo	2000049216426	Life Uniform Call Center	LUHC Wind Down corp.	6426	Closed
Wells Fargo	2000049216439	Uniform Cily Cali Center	LUHC Wind Down corp.	6439	Closed
Wells Fargo	2079900543256	ZBA - Payroll-UC	LUHC Wind Down corp.	3256	Open
Wells Fargo	2079900543243	ZBA - A/P-UC	LUHC Wind Down corp.	3243	Open
Wells Fargo	2000049216413	UC Web	LUHC Wind Down corp.	6413	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.

/s/ Robert Frezza
Robert Frezza, CRO
LUHC Wind Down corp.

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SCHEDULE OF PROFESSIONAL FEES PAID

Beneficiary	Date	Amount
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Total: \$.

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STATEMENT OF OPERATIONS--CASH BASIS
(Income Statement)

Acc. Name	Consolidated	HUC	LUHC	UC
Other expenses	764		764	
US Trustee Fees and Other windown costs				
TOTAL EXPENSES	764		764	
Income Taxes @	0			
NET LOSS	764		764	

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BALANCE SHEET - November 30, 2013

BALANCE SHEET - May 30, 2013 (FILING DATE)

TOTAL CASH	1,920,783	\$1,620,783
TOTAL ASSETS	1,920,783	1,920,783
TOTAL NOT SUBJECT TO COMPROMISE		
TOTAL LIABILITIES SUBJECT TO COMPROMISE	(665,169,290)	(640,776,754)
TOTAL LIABILITIES & SHAREHOLDER EQUITY	67,090,073	40,776,754
	1,920,783	0
		1,920,783
		0

3400 TOTAL CASH	1,920,783	1,149,248	0	108,171
3460 TOTAL ACCOUNTS RECEIVABLE	1,884,147	-24,194	0	1,918,341
3540 TOTAL INVENTORY	12,684,523	9,511,991	0	2,222,532
3480 TOTAL PREPAIDS	1,094,575	833,947	0	261,428
3320 TOTAL CURRENT ASSETS	16,678,028	11,469,092	0	5,210,472
3690 TOTAL PLANT, PROPERTY & 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	(665,169,290)	(640,776,754)	(63,785,758)	(624,606,778)
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	-11,423,499	-11,423,499	0	0
4960 R.E. PRIOR YEAR	42,382,870	38,970,949	444,968	3,166,933
4980 NET INCOME(LOSS) FOR PERIOD	2,822,898	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

In re: <u>LUHC Wind Down Corp., et al.</u>					Case No. 13-11391-KJC	
Debtor		Reporting Period: November 1, 2013 through November 30, 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	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						
	<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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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 Buyer 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.