UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

In re Noble Logistics, Inc., et al.

Case No. 14-10442 (CSS) Reporting Period: August, 2014

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.

		Document	Explanation	Affidavit/Supplement
REQUIRED DOCUMENTS	Form No.	Attached	Attached	Attached
Schedule of Cash Receipts and Disbursements	MOR-I	X		
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a	X		
Schedule of Professional Fees Paid	MOR-1b	X	None paid.	
Copies of bank statements				
Cash disbursements journals				
Statement of Operations	MOR-2	X		
Balance Sheet	MOR-3	X		
Status of Postpetition Taxes	MOR-4	X		
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period		X		//
Summary of Unpaid Postpetition Debts	MOR-4	X		
Listing of aged accounts payable	MOR-4	X		
Accounts Receivable Reconciliation and Aging	MOR-5	X		
Debtor Questionnaire	MOR-5	X		

Date
Date
9-22-14 Date
Authorized Officer

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents

^{*}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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Noble Logistics et al Schedule of Cash Receipts and Disbursements 31-Aug

		Accounts ayroll Ot	her	Current Month Actual Projecte	Cumulative Filing to Date ed Actual Projected
Beginning Cash Balance	\$ (997,445) \$	(0) \$	=	\$ (997,445)	\$ (162,436)
Receipts				_	14,016,233
Accounts Receivable	-			_	16,150,000
Loans and Advances	s , t				12,191,131
Transfers (From DIP Accounts)	-	-	-	•	(2,101,101
Total Receipts	Ë	-	-		42,357,365 -
Disbursements					40,004,490
Independent Contractors	_			-	12,801,189
Net Payroll	=	æ		-	1,477,727
Payroll Taxes	-			-	480,405
Sales, Use & Other Taxes	-			-	20,424
Secured/Rental/Leases	-			₩	316,484
Insurance	*			-	409,312
Utilities	-		-	-	156,879
Customer Claims	-			<u> </u>	346,656
Administrative	1,589		-	1,589	371,980
Interest	=			-	486,580
Revolver Payments	(-)			<u>ä</u>	14,016,233
Professional Fees				#	79,314
US Trustee Fees		-		-	39,650
Transfers (To DIP Accounts)	·-	-	-	-	12,191,131
Total Disbursements	1,589	-	-	1,589	- 43,193,963 -
Net Cash Flow	(1,589)			(1,589)	- (836,598) -
Ending Cash Balance	\$ (999,034) \$	(0) \$	2	\$ (999,034) \$	- \$ (999,034) \$ -

Total Disbursements	\$ 1,589
Less Transfers to DIP Accounts	_
Less Transiers to DIP Accounts	
Total Disbursements for	
calculating U.S. Trustee quarterly fees	\$ 1,589

Noble Logistics Schedule of Cash Receipts and Disbursements 31-Aug

		Accounts Pavroll Other	Current Month Actual Project	Cumulative Filing to Dated Actual Project	
	Operating	Payroll Other	Actual Project	leu Actual Project	Cu
Beginning Cash Balance	\$ (997,445) \$	(0) \$ -	\$ (997,445)	\$ 97,380	
Receipts					
Accounts Receivable			-	14,016,233	
Loans and Advances			æ	16,150,000	
ransfers (From DIP Accounts)	.		- *	279,218	
Total Receipts	-	-1 -	-	- 30,445,452	-
Disbursements					
Independent Contractors			-	1,268,233	
Net Payroll			Œ	1,462,313	
Payroll Taxes			₩.	480,405	
Sales, Use & Other Taxes			Έ	20,424	
Secured/Rental/Leases			-	316,484	
Insurance			9-9	409,312	
Utilities			11₹4	156,879 346,656	
Customer Claims			4.500	371,980	
Administrative	1,589		1,589	486,580	
Interest				14,016,233	
Revolver Payments			-	79,314	
Professional Fees			- -	13,325	
US Trustee Fees Transfers (To DIP Accounts)	-	-	- -	12,113,728	
Total Disbursements	1,589		1,589	- 31,541,866	-
Net Cash Flow	(1,589)		(1,589)	- (1,096,414)	•
Ending Cash Balance	\$ (999,034) \$	(0) \$ -	\$ (999,034) \$	- \$ (999,034) \$	-

Total Disbursements	\$ 1,589
Less Transfers to DIP Accounts	<u> </u>
Total Disbursements for calculating U.S. Trustee	
quarterly fees	\$ 1,589

Aspen Contracting California Schedule of Cash Receipts and Disbursements 31-Aug

2		Village Co.	CONTROL OF THE PARTY OF THE PAR	ccoun				t Month		Cumulative Filing to led Actual Project		
	Operati	ing	Pa	yroll	Other	A	ctual	Projec	ted		Actual	Projected
Beginning Cash Balance	\$	-	\$	-	\$ -	\$	-		ž	\$	(13,876)	
Receipts												
Accounts Receivable							-					
Loans and Advances							-				1,970,000	
Transfers (From DIP Accounts)							-				1,070,000	
Total Receipts		-		-	-		·,		-		1,970,000	<u>-</u>
Disbursements											- 2 1/8	
Independent Contractors							-				1,948,498	
Net Payroll							-					
Payroll Taxes							-					
Sales, Use & Other Taxes							-					
Secured/Rental/Leases							-					
Insurance							-					
Utilities							-					
Customer Claims							-					
Administrative							-					
Interest							_					
Revolver Payments							-					
Professional Fees							-					
US Trustee Fees							-				4,875	
Transfers (To DIP Accounts)							-				2,751	
Total Disbursements		-		-	-		-	•	-		1,956,124	-
Net Cash Flow	.					reit	-		*		13,876	
Not Cash i low												
Ending Cash Balance	\$		\$	-	\$ 	\$	_	\$	-	\$	0	\$ -

T-t-I Dishuwaamanta	:=:	
Total Disbursements \$		
Less Transfers to DIP Accounts	-	_ ,
Total Disbursements for		
calculating U.S. Trustee quarterly fees \$	÷	

Aspen Contracting Gulf Coast Schedule of Cash Receipts and Disbursements 31-Aug

			Accounts	Other		Curren tual	t Month Projected	Cumulative Fili	ng to Date Projected
	Operatir	ig Pa	iyroll	Other	AC	tuai	Projected	Actual	Tojected
Beginning Cash Balance	\$ -	\$	- \$	-	\$	ā		\$ (193,449)	
Receipts Accounts Receivable Loans and Advances Transfers (From DIP Accounts)						-		6,128,000	
Total Receipts	-		-	-		=	-	6,128,000	-
Disbursements								¥	
Independent Contractors						-	24.5	5,858,046	
Net Payroll						-			
Payroll Taxes						-			
Sales, Use & Other Taxes						-			
Secured/Rental/Leases						-			
Insurance						-			
Utilities						-			
Customer Claims									
Administrative						_			
Interest									
Revolver Payments						_			
Professional Fees						_			
US Trustee Fees								9,750	
						_		66,755	
Transfers (To DIP Accounts)									
Total Disbursements	-		-	-			-	5,934,551	-
Net Cash Flow	08:16		•	-		-	14 L - 3	193,449	• 1
Ending Cash Balance	\$ -	\$	- 9	-	\$		\$ -	\$ (0) \$	2 - 1 - X + 1

•	
Total Disbursements	\$ -
Less Transfers to DIP Accounts	y
Total Disbursements for calculating U.S. Trustee	
quarterly fees	\$ -

Aspen Contracting Midwest Schedule of Cash Receipts and Disbursements 31-Aug

			Bank	Accou	nts			Currer	nt Month		Cı	ımulative l	Filing to Date	е
	Ope	rating		Payroll		Other	A	ctual	Projec	cted		Actual	Projected	ı
Beginning Cash Balance	\$	-	\$. 	\$	-	\$	-			\$	(7,337)		
Receipts														
Accounts Receivable								-						
Loans and Advances								-						
Transfers (From DIP Accounts)								-				406,000		
Total Receipts		æ		_		-		-		.		406,000	-	
Disbursements														
Independent Contractors								-				394,809	æ	
Net Payroll								-						
Payroll Taxes								-						
Sales, Use & Other Taxes								2 						
Secured/Rental/Leases								-						
Insurance								· -						
Utilities								-						
Customer Claims								-						
Administrative								-						
Interest								-						
Revolver Payments								s = :						
Professional Fees								-				07-		
US Trustee Fees								-				975		
Transfers (To DIP Accounts)								-				2,879		
Total Disbursements		, s		=		-		-		-		398,663	-	
Net Cash Flow	775							i i		•		7,337		
Ending Cash Balance	\$	-	\$	×	\$	-	\$	-	\$	i je	\$	0	\$ -	

Total Disbursements	\$ -
Less Transfers to DIP Accounts	-
Total Disbursements for	
calculating U.S. Trustee quarterly fees	\$ -

Aspen Contracting Northeast Schedule of Cash Receipts and Disbursements 31-Aug

	Ор	l erating	Account Payroll	Other	A	Curren ctual	t Month Projected	Cumulative F Actual	Filing to Date Projected
Beginning Cash Balance	\$	-	\$ r e s	\$ -	\$	¥		\$ (24,330)	
Receipts Accounts Receivable Loans and Advances						-			
Transfers (From DIP Accounts)			 			-		2,125,000	
Total Receipts		-	ē − .	æ		÷	-	2,125,000	-
Disbursements Independent Contractors Net Payroll Payroll Taxes Sales, Use & Other Taxes Secured/Rental/Leases Insurance Utilities Customer Claims Administrative Interest Revolver Payments Professional Fees US Trustee Fees Transfers (To DIP Accounts)								2,093,329 4,875 2,466	
Total Disbursements		=	 _	 -		-	-	2,100,670	-
Net Cash Flow			· ·	.			13 3F V	24,330	
Ending Cash Balance	\$		\$ I F	\$ ¥	\$	-	\$ -	\$ 0	\$ -

Total Disbursements	\$ -
Less Transfers to DIP Accounts	= ¥
	•
Total Disbursements for calculating U.S. Trustee	
quarterly fees	\$ -

Aspen Contracting Southeast Schedule of Cash Receipts and Disbursements 31-Aug

				Accour	its				it Month			ng to Date
	Op	erating	j F	Payroll		Other	Ac	tual	Projected	Actua	31	Projected
Beginning Cash Balance	\$	· _	\$	-	\$	-	\$	_		\$	(780)	
Receipts Accounts Receivable Loans and Advances Transfers (From DIP Accounts)								-		160	,000	
Total Receipts		/ = /		-		¥		:=	-	160	,000	
Disbursements Independent Contractors Net Payroll Payroll Taxes Sales, Use & Other Taxes Secured/Rental/Leases Insurance Utilities Customer Claims Administrative Interest								-		157	,582	
Revolver Payments Professional Fees US Trustee Fees Transfers (To DIP Accounts)								-			650 989	
Total Disbursements		-		-		 Æ		-	-	159	,220	-
Net Cash Flow		H 1		70.	ją.!	7. F	i, ,,				780	
Ending Cash Balance	\$		\$		\$	-	\$	- 1	\$ -	\$	0 \$	

Total Disbursements	\$ -
Less Transfers to DIP Accounts	-
Total Disbursements for calculating U.S. Trustee	
quarterly fees	\$ -

Aspen Contracting West Schedule of Cash Receipts and Disbursements 31-Aug

	Opera		ccount ayroll	Other		Currer ctual	nt Month Project	ed	Cumulative Actual	Filing to Dat Projected	
Beginning Cash Balance	\$	-:	\$ -	\$ -	\$	-		;	(21,070)		
Receipts											
Accounts Receivable						-					
Loans and Advances Transfers (From DIP Accounts)		-				-			1,107,913		
Total Receipts			 -	-		-	-	-	1,107,913	_	•
Disbursements											
Independent Contractors						-			1,080,692		
Net Payroll						-					
Payroll Taxes						-					
Sales, Use & Other Taxes						~					
Secured/Rental/Leases						_					
Insurance						-					
Utilities						-					
Customer Claims						-					
Administrative						=					
Interest						-					
Revolver Payments						-				×	
Professional Fees						-			4.075		
US Trustee Fees						-			4,875		
Transfers (To DIP Accounts)		-				=			1,276		
Total Disbursements		Ħ	-	-		-	-	•	1,086,843	-	
Net Cash Flow		-	-		- 16 - - 1			34,11	21,070		
Ending Cash Balance	\$	-	\$ -	\$ -	\$	*	\$ -		6 0	\$ -	

	the first section of the first
otal Disbursements	\$ -
s Transfers to DIP Accounts	-
otal Disbursements for Ilculating U.S. Trustee	
uarterly fees	\$ -

Conifer Services Schedule of Cash Receipts and Disbursements 31-Aug

			Bank /	Accour	its			Currer	nt Month	Cu	mulative Fi	ling to Date
	Оре	erating		ayroll		Other	A	ctual	Projected		Actual	Projected
Beginning Cash Balance	\$	<u>.</u>	\$	-	\$	-	\$	·=·		\$	1,025	
Receipts Accounts Receivable Loans and Advances Fransfers (From DIP Accounts)								-			15,000	
Total Receipts		_		-		-		-	-		15,000	-
Independent Contractors Net Payroll Payroll Taxes Sales, Use & Other Taxes Secured/Rental/Leases Insurance Utilities Customer Claims Administrative Interest Revolver Payments Professional Fees US Trustee Fees Transfers (To DIP Accounts)											15,413 325 287	
Total Disbursements		-		-		Ε.		_	-		16,025	=
Net Cash Flow			: T	-		11-		•	•		(1,025)	
Ending Cash Balance	\$	-	\$	-	\$	-	\$	-	\$ -	\$	- :	5 -

Total Disbursements	\$ -
Less Transfers to DIP Accounts	-
	-
Total Disbursements for	
calculating U.S. Trustee quarterly fees	\$ -

NLI Manager Schedule of Cash Receipts and Disbursements 31-Aug

NLI Manager is inactive and has no operations.

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Noble Logistics, Inc.
Bank Reconciliation Summary
Aug-14

Bank of America # Bank of America ## Bank of America ## Bank of America ## Bank of America ## Chase ## Wells Fargo ##	Noble Logistics, Inc General Disbursement Account Noble Logistics, Inc - Payroll Noble Logistics, Inc Utility Deposit Account Noble Logistics, Inc COD Account Noble Logistics, Inc Depository Account Noble Logistics Inc Noble Logistics Inc	4002 7579 4050 1751 3715 3700 7382	\$	-
Bank of America ##	Aspen Contracting California, LLC	7566		~
Bank of America ##	Aspen Contracting Gulf Coast, LLC	7537		-
Bank of America ##	Aspen Contracting Midwest	7540		-
Bank of America ##	Aspen Contracting NE, LLC	7511		-
Bank of America ##	Aspen Contracting, SE LLC	1396		-
Bank of America ##	Aspen Contracting West, LLC	7553		_
Bank of America ##	Conifer Services CA, LLC	7595	٠	-
	Paid by NDLI*		(999	,033.88)

^{8/31/14} Cash Balance (999,033.88)

^{*} The requirement to pay certain debts of Noble and subsidiaries was transferred to NDLI upon the acquisition

[#] Account closed in August 2014

^{##} Accounts closed in July 2014

In re Noble Logistics, Inc., et al. Case No. 14-10442 (CSS)

Reporting Period: August, 2014

MOR-1a

Vincent Hannigan, an authorized officer of the Debtors, hereby attests as follows:

The Debtors have reconciled their books to the bank statements of each of their bank accounts. Appended hereto is a list of each of the Debtors' bank accounts with the month-end account balance.

Vincent Hannigan Authorized Officer

Noble Logistics, Inc. and its debtor affiliates

Noble Logistics et al Schedule of Professional Fees and Expenses Paid 31-Aug

Year to Date	Expenses Fees Expenses		1	x	1	x c	· ·
Amount Paid	Fees	€		*		(1)	€
Check	Number	ક્					9
	Approved Payor					4	
	Payee Period Covered	49					Total Paid \$

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Noble Logistics Consolidated
Statement of Operations
31-Aug

	Consolid	lated		Noble Logistics		Conifer Services	P	Aspen Contra Californi	icting	Aspen Cor Gulf C		ontracting dwest		ntracting theast	Aspen Contracting Southeast	Asper	Contractin West
Revenue	\$	÷	s		- \$			s		\$	-	\$:# -	\$	æ	\$ -	\$	-
Cost of Goods Sold																	
Independent Contractors		-				1.			-			-		-	-		
Indirect Payroll		-							-		-	-	.00	-			-
Other Indirect Costs		-					26		-			-		-	-		-
Total Cost of Goods Sold		12							æ								
Gross Profit		-							-			-		-	-		
perating Expenses Salaries/Commissions																	
Insider Compensation		-				-					-	-					
Payroll Taxes		-							-		-	-		-	<i>≘</i>)		
Employee Benefits		-				-			-		-			-	-		
Rent and Lease Expense		-			•	-			-		-	-		-	-		
Insurance						-	8		-		-	-		-	-		
Utilities		-		-		-			-		-	-		-	-		
						-			-			7.		-	*		
Travel & Entertainment		-		-		-			3-3		-	-		-			
Bad Debt Expense		•				3			•		-	-		, .	=		
Office		-		-		-			-		-	1-1		-	-		
Repairs and Maintenance		-				-			-			•		-	-		
Taxes - Other				-		-					-	-			-		
Legal & Accounting		-		-		-			-		-	-		~	-		
Computer Expense		-		-		-					150			-	-		
Bank Fees		-		-		-			~		-	-		-	-		
Courier & Delivery		-							-		-	-		-	50 40		
- Fotal Operating Expenses Before												 					
Depreciation		-				-						+		+	9		
Depreciation	_	100							-			¥			<u> </u>		
et Profit (Loss) Before Other																	
come & Expenses		•							-		-	-		5.)	=		
Interest Expense									8.		-	 					
et Profit (Loss) Before eorganization Items		-				-			-					-			
eorganization Items																	
Professional Fees		-		-		-			-		-	-		-	•		-
US Trustee Quarterly Fees		-				-			-		-	-			-		-
Total Reorganization Expenses												 					
		600															
Income Taxes		-				-			-		-	-		-	-		

Noble Logistics Consolidated Balance Sheet 31-Aug

	Consolidated	Noble Logistics	Conifer Aspe Services	en Contracting Asper California	en Contracting Aspen (Gulf Coast M	n Contracting Aspen C Midwest Nor	en Contracting Aspe	Aspen Contracting Aspen Contra	Contracting West
Assets									
Current Assets Cash	(999,034) \$	(999,034) \$	69	9	Ø.	<i>s</i>	69	<i>s</i>	
Accounts Receivable Prenaid Expenses	1. 1	, ,					1-1		
Professional Retainers		,	,	·	ì		·	4	·
Total Current Assets	(999,034)	(999,034)	j	,		r	,	•	I.
Non-Current Assets Fixed Assets		r	r			a.			4 1
Acc. Depreciation-Fixed Assets Net Fixed Assets						1			
Goodwill & Intangibles	17,302,123	17,302,123	E :	, ar	3 ()	i.	2 /		1 1
Goodwill Amortization Net Goodwill	(1,046,962) 16,255,160	(1,046,962) 16,255,160				1 1			
Loan Origination Cost	i i		7 1	т.	1, 1	, ,			
Loan Cost Amortization Net Loan Origination Cost				are		ì			i
Deposits	c		1	41					
Total Non-Current Assets	16,255,160	16,255,160			,			,	
Total Assets	15,256,126	15,256,126	•	30	T		,		
Liabilities									
Current Liabilities				1		,		g.	
Contractors Payable	, ,			32,609	(40,367)	(468)	33,303	(13,909)	(11,168)
Accrued Liabilities Accrued Payroll		2,267,100	17,286	(1,361,444)	(876,195)	(87)	(616)	(5,286)	(40,759)
Capital Lease Obligations Revolving Debt Facility	r 1								
Intercompany	- (0)	(30,727,479)	36,083	1,340,488	29,257,458	4,686	(22,494)	44,425	66,833
Total Current Liabilities	(0)	(28,460,379)	53,369	11,653	28,340,896	4,131	10,194	25,230	14,906
Non-Current Liabilities Long Term Debt net of current									
Total Non-Current Liabilities		,		ï			,		
Total Post-Petition Liabilities	(0)	(28,460,379)	53,369	11,653	28,340,896	4,131	10,194	25,230	14,906
Liabilities Subject to Compromise Secured Debt Unsecured Debt	1,913,714	1,869,964			43,750	k ü		ж. т	b i
Total Pre-Petition Liabilities	1,913,714	1,869,964			43,750		,		
Total Liabilities	1,913,714	(26,590,415)	53,369	11,653	28,384,646	4,131	10,194	25,230	14,906
Owner Equity	10 475 301	12 475 301	9	,			î	,	í
Minority Interest Detained Engines - Dre-Dettion	1,638,431	1,638,431	(52 172)	(12 486)	(28 464 821)	. (6.333)	(12.058)	(25,840)	(15,614)
Retained Earnings - Post-Petition Transfer to NDLI	(1,597,162)	(1,595,965)	(1,197)	833	80,176	2,201	1,864	610	708
Total Owner Equity	13,342,412	41,846,542	(53,369)	(11,653)	(28,384,646)	(4,131)	(10,194)	(25,230)	(14,906)
Total Liabilities & Owner Equity	\$ 15,256,127	\$ 15,256,127 \$		\$ (0)	υ			·	

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Noble Logistics Consolidated Summary of Unpaid Post-Petition Debts 31-Aug

		Current		0-30	6744.5	31-60	61-90			Over 90	Total
A/P	\$	-	\$		-	\$ -	\$	-	\$		\$
Contractors Payable		-			-	-		-		=	
Accrued Payables		-			-	-		-			
Payroll Wages & Taxes		-			-	-				-	
Amounts Due Insiders		-			-	. =		-			
Total Current Liabilities	<u> </u>	_	\$		_	\$ _	\$	_	s	_	\$

Noble Logistics, Inc. A/P Aging Summary As of August 31, 2014

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
Bean, Kinney & Korman	0.00	0.00	0.00	0.00	8,180.00	8,180.00
McLane, Graf, Raulerson & Middleton PA	0.00	0.00	0.00	0.00	2,410.45	2,410.45
Pine Creek Partners LLC	0.00	0.00	0.00	0.00	700,052.86	700,052.86
Pine Creek Partners LLC	0.00	0.00	0.00	0.00	43,750.00	43,750.00
West Virginia sales tax	0.00	0.00	0.00	0.00	6,326.60	6,326.60
TOTAL	0.00	0.00	0.00	0.00	760,719.91	760,719.91

Noble Logistics Consolidated Accounts Receivable Reconciliation and Aging 31-Aug

Accounts Receivable R	econciliation	
Beginning A/R	\$	-
Amounts billed Transfer of AR to Acquiring Company		
Ending A/R	\$	-
Accounts Receivab		
0 - 30 days old 31 - 60 days old 61 - 90 days old 91+ days old	\$	- - -
Total Accounts Receivable		-
Allowance for Bad Debt		-
Net Accounts Receivable	\$	-

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In re Noble Logistics, Inc., *et al.*, Case No. 14-10442 (CSS) Monthly Operating Report - August 2014

DEBTOR QUESTIONNAIRE

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business		X
this reporting period? If yes, provide an explanation below.		,
2. Have any funds been disbursed from any account other than a debtor in possession		X
account this reporting period? If yes, provide an explanation below.		·
3. Have all postpetition tax returns been timely filed? If no, provide an explanation	X	
below.		1
4. Are workers compensation, general liability and other necessary insurance	X	
coverages in effect? If no, provide an explanation below.		
5. Has any bank account been opened during the reporting period? If yes, provide		X
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.		