

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.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
Schedule of Cash Receipts and Disbursements	MOR-1	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		


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



Signature of Authorized Individual*

9-22-14

Date

Vincent Hannigan

Printed Name of Authorized Individual

Authorized 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.

Noble Logistics et al
Schedule of Cash Receipts and Disbursements
31-Aug

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ (997,445)	\$ (0)	\$ -	\$ (997,445)		\$ (162,436)	
Receipts							
Accounts Receivable	-			-		14,016,233	
Loans and Advances	-			-		16,150,000	
Transfers (From DIP Accounts)	-	-	-	-		12,191,131	
Total Receipts	-	-	-	-	-	42,357,365	-
Disbursements							
Independent Contractors	-			-		12,801,189	
Net Payroll	-	-		-		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	-			-		346,656	
Administrative	1,589		-	1,589		371,980	
Interest	-			-		486,580	
Revolver Payments	-			-		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)	\$ -	\$ (999,034)	\$ -	\$ (999,034)	\$ -

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

Noble Logistics
Schedule of Cash Receipts and Disbursements
31-Aug

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ (997,445)	\$ (0)	\$ -	\$ (997,445)		\$ 97,380	
Receipts							
Accounts Receivable				-		14,016,233	
Loans and Advances				-		16,150,000	
Transfers (From DIP Accounts)	-			-		279,218	
Total Receipts	-	-	-	-	-	30,445,452	-
Disbursements							
Independent Contractors				-		1,268,233	
Net Payroll				-		1,462,313	
Payroll Taxes				-		480,405	
Sales, Use & Other Taxes				-		20,424	
Secured/Rental/Leases				-		316,484	
Insurance				-		409,312	
Utilities				-		156,879	
Customer Claims				-		346,656	
Administrative	1,589			1,589		371,980	
Interest				-		486,580	
Revolver Payments				-		14,016,233	
Professional Fees				-		79,314	
US Trustee Fees				-		13,325	
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	-
Total Disbursements for calculating U.S. Trustee quarterly fees	\$ 1,589

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

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ (13,876)	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		1,970,000	
Total Receipts	-	-	-	-	-	1,970,000	-
Disbursements							
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	-	-	-	-	-	13,876	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0	\$ -

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**

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ (193,449)	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		6,128,000	
Total Receipts	-	-	-	-	-	6,128,000	-
Disbursements							
Independent Contractors				-		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	
Transfers (To DIP Accounts)				-		66,755	
Total Disbursements	-	-	-	-	-	5,934,551	-
Net Cash Flow	-	-	-	-	-	193,449	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (0)	\$ -

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

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

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ (7,337)	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		406,000	
Total Receipts	-	-	-	-	-	406,000	-
Disbursements							
Independent Contractors				-		394,809	
Net Payroll				-			
Payroll Taxes				-			
Sales, Use & Other Taxes				-			
Secured/Rental/Leases				-			
Insurance				-			
Utilities				-			
Customer Claims				-			
Administrative				-			
Interest				-			
Revolver Payments				-			
Professional Fees				-			
US Trustee Fees				-		975	
Transfers (To DIP Accounts)				-		2,879	
Total Disbursements	-	-	-	-	-	398,663	-
Net Cash Flow	-	-	-	-	-	7,337	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 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**

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ (24,330)	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		2,125,000	
Total Receipts	-	-	-	-	-	2,125,000	-
Disbursements							
Independent Contractors				-		2,093,329	
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)				-		2,466	
Total Disbursements	-	-	-	-	-	2,100,670	-
Net Cash Flow	-	-	-	-	-	24,330	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 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**

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ (780)	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		160,000	
Total Receipts	-	-	-	-	-	160,000	-
Disbursements							
Independent Contractors				-		157,582	
Net Payroll				-			
Payroll Taxes				-			
Sales, Use & Other Taxes				-			
Secured/Rental/Leases				-			
Insurance				-			
Utilities				-			
Customer Claims				-			
Administrative				-			
Interest				-			
Revolver Payments				-			
Professional Fees				-			
US Trustee Fees				-		650	
Transfers (To DIP Accounts)				-		989	
Total Disbursements	-	-	-	-	-	159,220	-
Net Cash Flow	-	-	-	-	-	780	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 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**

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	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				-			
US Trustee Fees				-		4,875	
Transfers (To DIP Accounts)	-			-		1,276	
Total Disbursements	-	-	-	-	-	1,086,843	-
Net Cash Flow	-	-	-	-	-	21,070	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 0	\$ -

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

Conifer Services
Schedule of Cash Receipts and Disbursements
31-Aug

	Bank Accounts			Current Month		Cumulative Filing to Date	
	Operating	Payroll	Other	Actual	Projected	Actual	Projected
Beginning Cash Balance	\$ -	\$ -	\$ -	\$ -		\$ 1,025	
Receipts							
Accounts Receivable				-			
Loans and Advances				-			
Transfers (From DIP Accounts)				-		15,000	
Total Receipts	-	-	-	-	-	15,000	-
Disbursements							
Independent Contractors				-			
Net Payroll				-		15,413	
Payroll Taxes				-			
Sales, Use & Other Taxes				-			
Secured/Rental/Leases				-			
Insurance				-			
Utilities				-			
Customer Claims				-			
Administrative				-			
Interest				-			
Revolver Payments				-			
Professional Fees				-			
US Trustee Fees				-		325	
Transfers (To DIP Accounts)				-		287	
Total Disbursements	-	-	-	-	-	16,025	-
Net Cash Flow	-	-	-	-	-	(1,025)	-
Ending Cash Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

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.

Noble Logistics, Inc.
 Bank Reconciliation Summary
 Aug-14

Bank of America #	Noble Logistics, Inc General Disbursement Account	4002	\$	-
Bank of America ##	Noble Logistics, Inc - Payroll	7579		-
Bank of America ##	Noble Logistics, Inc Utility Deposit Account	4050		-
Bank of America ##	Noble Logistics, Inc COD Account	1751		-
Bank of America ##	Noble Logistics, Inc Depository Account	3715		-
Chase ##	Noble Logistics Inc	3700		-
Wells Fargo ##	Noble Logistics Inc	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		-
	Paid by NDLI*			(999,033.88)
				<hr/>
			8/31/14 Cash Balance	<u>(999,033.88)</u>

* 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

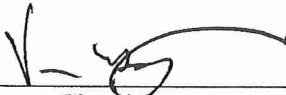
In re Noble Logistics, Inc., et al.
Case No. 14-10442 (CSS)

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

Payee	Period Covered	Amount Approved	Payor	Check		Date	Amount Paid		Year to Date	
				Number			Fees	Expenses	Fees	Expenses
		\$ -					\$ -	\$ -		\$ -
		\$ -					\$ -	\$ -		\$ -
		\$ -					\$ -	\$ -		\$ -
		\$ -					\$ -	\$ -		\$ -
Total Paid		\$ -					\$ -	\$ -		\$ -

Noble Logistics Consolidated
Balance Sheet
31-Aug

	Consolidated	Noble Logistics	Comifer Services	Aspen Contracting California	Aspen Contracting Gulf Coast	Aspen Contracting Midwest	Aspen Contracting Northeast	Aspen Contracting Southeast	Aspen Contracting West
Assets									
Current Assets									
Cash	\$ (999,034)	\$ (999,034)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts Receivable	-	-	-	-	-	-	-	-	-
Prepaid Expenses	-	-	-	-	-	-	-	-	-
Professional Retainers	-	-	-	-	-	-	-	-	-
Total Current Assets	(999,034)	(999,034)	-	-	-	-	-	-	-
Non-Current Assets									
Fixed Assets									
Acc. Depreciation-Fixed Assets	-	-	-	-	-	-	-	-	-
Net Fixed Assets	-	-	-	-	-	-	-	-	-
Goodwill & Intangibles	17,302,123	17,302,123	-	-	-	-	-	-	-
Goodwill Amortization	(1,046,962)	(1,046,962)	-	-	-	-	-	-	-
Net Goodwill	16,255,160	16,255,160	-	-	-	-	-	-	-
Loan Origination Cost	-	-	-	-	-	-	-	-	-
Loan Cost Amortization	-	-	-	-	-	-	-	-	-
Net Loan Origination Cost	-	-	-	-	-	-	-	-	-
Deposits	-	-	-	-	-	-	-	-	-
Total Non-Current Assets	16,255,160	16,255,160	-	-	-	-	-	-	-
Total Assets	15,256,126	15,256,126	-	-	-	-	-	-	-
Liabilities									
Current Liabilities									
A/P	-	-	-	32,609	(40,367)	(468)	33,303	(13,909)	(11,168)
Contractors Payable	-	-	-	-	(876,195)	(87)	(616)	(5,286)	(40,759)
Accrued Liabilities	0	2,267,100	17,286	(1,361,444)	-	-	-	-	-
Capital Lease Obligations	-	-	-	-	-	-	-	-	-
Revolving Debt Facility	-	(30,727,479)	36,083	1,340,488	29,257,458	4,686	(22,494)	44,425	66,833
Intercompany	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)
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	-	-	-	-	-	-	-	-	-
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	1,913,714	1,869,964	-	-	-	-	-	-	-
Unsecured Debt	-	-	-	-	43,750	-	-	-	-
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									
Members' Equity	12,475,301	12,475,301	-	-	-	-	-	-	-
Minority Interest	1,638,431	1,638,431	-	-	-	-	-	-	-
Retained Earnings - Pre-Petition	(15,878,202)	12,711,122	(52,172)	(12,486)	(28,464,821)	(6,333)	(12,058)	(25,840)	(15,614)
Retained Earnings - Post-Petition	(1,597,162)	(1,595,965)	(1,197)	-	-	-	-	-	-
Transfer to NDLI	16,704,044	16,617,652	-	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)	\$ -	\$ -	\$ -	\$ -	\$ -

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

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>> 90</u>	<u>TOTAL</u>
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	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>760,719.91</u>	<u>760,719.91</u>

**Noble Logistics Consolidated
Accounts Receivable Reconciliation and Aging
31-Aug**

Accounts Receivable Reconciliation		
Beginning A/R	\$	-
Amounts billed		-
Transfer of AR to Acquiring Company		-
		-
Ending A/R	\$	-
Accounts Receivable Aging		
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	\$	-

**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 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	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
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