

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF Delaware**

In re SS Body Armor I, Inc., et al

Case No. 10-11255, 10-11257, 10-11258, 10-11259  
Reporting Period: August 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	X		
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a			X
Schedule of Professional Fees Paid	MOR-1b	X		
Copies of bank statements				X
Cash disbursements journals				X
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				X
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

November 19, 2013

\_\_\_\_\_  
Signature of Authorized Individual\*

\_\_\_\_\_  
Date

T. Scott Avila

CRO

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.

**SS Body Armor I, Inc.**  
**Consolidated Cash Receipts and Disbursements**  
**For the month ended August 31, 2013**

	<u>Consolidated</u>			
	<u>Total</u>			
<b><u>Cash Receipts</u></b>				
Cash Sales	\$ -			
Accounts Receivable	-			
Sale Proceeds from 363 Auction	-			
Amounts for Cure Payments (funded by Buyer)	-			
Other Cash Receipts	-			
Interest Income	-			
Transfers from DIP Account	-			
<b>Total Receipts</b>	<b>\$ -</b>			
<b>Case Number</b>		<b>10-11255</b>	<b>10-11257</b>	<b>10-11259</b>
	<b><u>Consolidated</u></b>	<b><u>SS Body</u></b>	<b><u>SS Body</u></b>	<b><u>SS Body</u></b>
	<b><u>Total</u></b>	<b><u>Armor I, Inc.</u></b>	<b><u>Armor II, Inc.</u></b>	<b><u>Armor III, Inc.</u></b>
<b><u>Operating Disbursements</u></b>				
Materials	\$ -	\$ -	\$ -	\$ -
Subcontractors	-	-	-	-
Payroll Taxes	-	-	-	-
Insurance	-	-	-	-
Rent & Lease Payments	-	-	-	-
Supplies	-	-	-	-
Utilities	-	-	-	-
Freight	-	-	-	-
Repair & Maintenance	-	-	-	-
Testing Fees	-	-	-	-
Professional Fees- Ordinary Course	-	-	-	-
Other (See detail - Schedule of Other)	-	-	-	-
<b>Subtotal</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b><u>Non-Operating Disbursements</u></b>				
DIP Interest & Fees	-	-	-	-
DIP Lender Counsel Fees	-	-	-	-
DIP Paydown	-	-	-	-
Bank & Credit Card Fees	470	-	470	-
Board Fees & Expenses	-	-	-	-
Professional Fee Carve-Out Funding	-	-	-	-
<b>Subtotal</b>	<b>470</b>	<b>-</b>	<b>470</b>	<b>-</b>
<b><u>Bankruptcy-Related Items</u></b>				
Debtor Professional Fees	-	-	-	-
Critical Vendor Payments	-	-	-	-
EC Professional Fees	-	-	-	-
UCC Professional Fees	-	-	-	-
US Trustee	1,625	1,625	-	-
Purchase Price Adjustment (Refund to Buyer)	-	-	-	-
Stalking Horse Break-up Fee & Expense Reimbursement	-	-	-	-
Sellers' Share for Potential Transfer Taxes	-	-	-	-
Cure Payments	-	-	-	-
<b>Subtotal</b>	<b>1,625</b>	<b>1,625</b>	<b>-</b>	<b>-</b>
<b>Total Disbursements</b>	<b>\$ 2,095</b>	<b>\$ 1,625</b>	<b>\$ 470</b>	<b>\$ -</b>
<b>Net Cash Flow for the Month of May 2013</b>	<b>\$ (2,095)</b>			
<b>Beginning Cash Balance as of 6-30-13</b>	<b>\$ 554,335</b>			
<b>Change in Cash during July 2013</b>	<b>\$ (2,095)</b>			
<b>Ending Cash Balance as of 7-31-13</b>	<b>\$ 552,240</b>			
<b>Mor 1a</b>	<b>\$ 552,240</b>			

**SS Body Armor I, Inc.**

**Consolidated Cash Receipts and Disbursements - Schedule of Other in the MTD Tab**

**For the month ended August 31, 2013**

<b>Case Number</b>	<b><u>Payment</u></b>	<b>10-11255</b>	<b>10-11257</b>	<b>10-11259</b>
<b><u>Category</u></b>	<b><u>Amount</u></b>	<b><u>SS Body</u></b>	<b><u>SS Body</u></b>	<b><u>SS Body</u></b>
		<b><u>Armor I, Inc.</u></b>	<b><u>Armor II, Inc.</u></b>	<b><u>Armor III, Inc.</u></b>
None	-	-	-	-
	\$ -	\$ -	\$ -	\$ -

**SS Body Armor I, Inc.**  
**Schedule of Bank Accounts and Balances**  
**For the month ended August 31, 2013**

**Note: All bank accounts have been reconciled for the period presented.**

<u>Company</u>	<u>Case Number</u>	<u>Name of Bank</u>	<u>Account Name</u>	<u>Bank Account #</u>	<u>Book Balance</u>
SS Body Armor II, Inc.		Regions Bank	Commercial Money Market	xxxxxx2208	584,017
SS Body Armor II, Inc.		Regions Bank	Commercial Money Market	xxxxxx2216	0
SS Body Armor II, Inc.	10-11257	Regions Bank	Lock Box	xxxxxx7360	0
SS Body Armor III, Inc.	10-11259	Regions Bank	Lock Box	xxxxxx7379	0
SS Body Armor I, Inc.	10-11255	Regions Bank	Collection Account	xxxxxx7344	0
SS Body Armor I, Inc.	10-11255	Regions Bank	Operating Account	xxxxxx7352	0
SS Body Armor I, Inc.	10-11255	Regions Bank	Disbursement Account	xxxxxx7536	-23,830
SS Body Armor I, Inc.	10-11555	Regions Bank	Payroll Account	xxxxxx7544	-7,947
			Total		<u>\$ 552,240</u>

**SS Body Armor I, Inc.**  
**Schedule of Professional Fees Paid**  
**For the month ended August 31, 2013**  
**Mor - 1b**

<u>Payee</u>	<u>Period</u>	<u>Amount Approved</u>
None		\$ -
<b>Total Debtor Professional Fees</b>		<b>\$ -</b>

<u>Payee</u>	<u>Period</u>	<u>Amount Approved</u>
None		\$ -
<b>Total EC Professional Fees</b>		<b>\$ -</b>

<u>Payee</u>	<u>Period</u>	<u>Amount Approved</u>
None		\$ -
<b>Total UCC Professional Fees</b>		<b>\$ -</b>

## CONSOLIDATING STATEMENT OF OPERATIONS

POINT BLANK SOLUTIONS, INC

For the Month Ended August 31, 2013

	<i>PBSI Case # 10-11255</i>	<i>PBBA Case # 10-11257</i>	<i>PACA- Case #10-11259</i>	<i>ELIMINATION</i>	<i>TOTAL</i>
Gross Sales					
Outside Sales	\$ -	\$ -	\$ -	\$ -	\$ -
Less: Discounts, Returns, and Allowances	-	-	-	-	-
Net Sales	-	-	-	-	-
Cost of Goods Sold	-	-	-	-	-
Gross Profit	-	-	-	-	-
Selling and Marketing	-	-	-	-	-
Research and Development	-	-	-	-	-
General and Administrative	-	-	-	-	-
Total Operating Expenses	-	-	-	-	-
Operating Income Before Non-Recurring Expenses	-	-	-	-	-
Non-Recurring Expenses					
Reorganization Expenses	183,893	-	-	-	183,893
Non-Recurring Professional Fees	-	-	-	-	-
Discontinued Operations	-	-	-	-	-
Legal Settlements and Investigations	-	-	-	-	-
Total Non-Recurring Expenses	183,893	-	-	-	183,893
Operating Income After Non-Recurring Expenses	(183,893)	-	-	-	(183,893)
Other Income and (Expense)					
Interest (Expense & Fees)	-	-	-	-	-
Other Income / (Expense)	-	(5,532)	-	-	(5,532)
(Loss) / Gain on Sale of Assets	-	-	-	-	-
Total Other Income ( Expense )	-	(5,532)	-	-	(5,532)
Pre-Tax Income ( Loss )	(183,893)	(5,532)	-	-	(189,425)
Net Income ( Loss )	\$ (117,595)	\$ (5,532)	\$ -	\$ -	\$ (123,126)

## CONSOLIDATING BALANCE SHEET

POINT BLANK SOLUTIONS, INC  
For the Month Ended August 31, 2013

	PBST Case # 10-11255	PBBA Case # 10-11257	PACA Case #10-11259	ELIMINATION	TOTAL
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash	\$ 89	\$ 552,240	\$ -	\$ -	\$ 552,329
Restricted Cash	-	12,500	-	-	12,500
Accounts Receivable - Trade	-	-	-	-	-
Allowance for Doubtful Accounts - Trade	-	-	-	-	-
Accounts Receivable, Net	-	-	-	-	-
Other Receivables	2,957,935	-	-	-	2,957,935
Other Receivables, Net	2,957,935	-	-	-	2,957,935
Inventories	-	-	-	-	-
Inventory Reserves	-	-	-	-	-
Inventories, Net	-	-	-	-	-
Prepaid Expenses and Other Current Assets	1,020,666	331,058	-	-	1,351,725
Investments in Subs	10,199,791	-	-	(10,199,791)	-
Due To /From Subsidiaries	(171,244,976)	147,172,761	24,072,215	-	(0)
Deferred Tax Asset - Current	11,171,096	-	-	-	11,171,096
Deferred Tax Current Valuation	(11,171,096)	-	-	-	(11,171,096)
Deferred Tax Asset Current, Net	-	-	-	-	-
<b>Total Current Assets</b>	<b>(157,066,494)</b>	<b>148,068,560</b>	<b>24,072,215</b>	<b>(10,199,791)</b>	<b>4,874,489</b>
Plant, Property, and Equipment, net	-	-	-	-	-
<b>Other Assets</b>					
Deferred Financing Costs	-	-	-	-	-
Deferred Tax Asset - Non Current	9,586,614	-	-	-	9,586,614
Deferred Tax Non Current Valuation	(9,586,614)	-	-	-	(9,586,614)
Deferred Tax Non Current, Net	-	-	-	-	-
Deposits and Other Assets	-	211,000	-	-	211,000
<b>Total Other Assets</b>	<b>-</b>	<b>211,000</b>	<b>-</b>	<b>-</b>	<b>211,000</b>
<b>TOTAL ASSETS</b>	<b>\$ (157,066,494)</b>	<b>\$ 148,279,560</b>	<b>\$ 24,072,215</b>	<b>\$ (10,199,791)</b>	<b>\$ 5,085,489</b>

**CONSOLIDATING BALANCE SHEET**POINT BLANK SOLUTIONS, INC.  
For the Month Ended August 31, 2013

	PBSI Case # 10-11255	PBBA Case # 10-11257	PACA Case #10-11259	ELIMINATION	TOTAL
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>					
<b>Liabilities Not Subject to Compromise</b>					
Accounts Payable	\$ 7,919,141	\$ -	\$ -	\$ -	\$ 7,919,141
Cash Reserved for Professional Fees	-	-	-	-	-
Accrued Expenses	1,021,767	357,857	65	-	1,379,689
DIP Financing Loan	-	-	-	-	-
Notes Payable	-	-	-	-	-
Deferred Revenue	-	-	-	-	-
Income Taxes Payable	(16,232,381)	-	-	-	(16,232,381)
<b>Total Liabilities Not Subject to Compromise</b>	<b>(7,291,473)</b>	<b>357,857</b>	<b>65</b>	<b>-</b>	<b>(6,933,551)</b>
<b>Liabilities Subject to Compromise</b>					
Accounts Payable	7,904,301	17,111,163	888,094	-	25,903,558
Accrued Expenses	2,755,842	2,795,946	2,516	-	5,554,304
Capital Leases	-	-	-	-	-
Vest Replacement Obligation	395,205	-	-	-	395,205
Reserve Class Action	4,171,974	-	-	-	4,171,974
Employment Tax Withholding Obligation	5,563,670	-	-	-	5,563,670
<b>Total Liabilities Subject to Compromise</b>	<b>20,790,992</b>	<b>19,907,109</b>	<b>890,610</b>	<b>-</b>	<b>41,588,711</b>
<b>TOTAL LIABILITIES</b>	<b>13,499,519</b>	<b>20,264,965</b>	<b>890,675</b>	<b>-</b>	<b>34,655,160</b>
<b>Commitments and Contingencies</b>					
Minority and Non-controlling Interests in Subsidiaries	-	463,833	-	-	463,833
Contingently Redeemable Common Stock	19,325,998	-	-	-	19,325,998
<b>Stockholders' Equity:</b>					
Common Stock	48,782	55	1,227	(1,332)	48,732
Additional Paid In Capital	95,131,317	6,568,445	631,082	(7,199,477)	95,131,367
Accumulated Deficit	(285,072,111)	120,982,261	22,549,231	(2,998,982)	(144,539,601)
<b>Total Stockholders Equity</b>	<b>(189,892,012)</b>	<b>127,550,761</b>	<b>23,181,540</b>	<b>(10,199,791)</b>	<b>(49,359,502)</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ (157,066,494)</b>	<b>\$ 148,279,560</b>	<b>\$ 24,072,215</b>	<b>\$ (10,199,791)</b>	<b>\$ 5,085,489</b>



**SS Body Armor I, Inc.**  
**Summary of Post-petition Taxes**  
**For the month ended August 31, 2013**  
**Mor 4**

Representation: The Company to the best of its knowledge has paid its taxes due as of 8-31-13 for the bankruptcy reporting period due 9-20-13. <sup>(1)</sup>

**Footnote:**

(1) The Debtor has paid its Delaware Franchise taxes on time; however, the taxing authority is waiting on the corporate tax return, which will be filed later this year, until agreeing to the Franchise tax payment amount.

SS Body Armor I, Inc.  
**Summary of Unpaid Post-Petition Debts - Consolidated**  
For the month ended August 31, 2013  
Mor 4

<u>Unpaid Post-Petition Accounts Payable</u>	Consolidated					<u>Total</u>
	<u>Current</u>	<u>0-31 Days</u>	<u>31-60 Days</u>	<u>61-90 Days</u>	<u>Over 90 Days</u>	
<b>Operating</b>						
Materials	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Subcontractors	-	-	-	-	-	-
Payroll	-	-	-	-	-	-
Insurance	-	-	-	-	(786)	(786)
Rent & Lease Payments	-	-	-	-	-	-
Supplies	-	-	-	-	-	-
Utilities	-	-	-	-	-	-
Freight	-	-	-	-	-	-
Repair & Maintenance	-	-	-	-	0	0
Testing Fees	-	-	-	-	-	-
Professional Fees- Ordinary Course	-	7,531	1,553	1,973	976,558	987,616
Other	-	-	-	-	7,575	7,575
<b>Subtotal</b>	-	7,531	1,553	1,973	983,348	994,405
<b>Non-Operating</b>						
DIP Interest & Fees	-	-	-	-	-	-
DIP Lender Counsel Fees	-	-	-	-	-	-
Board Fees	-	-	-	-	-	-
CapEx	-	-	-	-	-	-
<b>Subtotal</b>	-	-	-	-	-	-
<b>Bankruptcy-Related Items</b>						
Debtor Professional Fees	1,268	1,902	-	57,019	3,922,724	3,982,913
EC Professional Fees	-	-	-	5,002	1,456,001	1,461,003
Critical Vendor Payments	-	-	-	-	-	-
UCC Professional Fees	-	-	-	-	1,480,818	1,480,818
US Trustee	-	-	-	-	-	-
Utility Deposits	-	-	-	-	-	-
<b>Subtotal</b>	1,268	1,902	-	62,021	6,859,544	6,924,735
<b>Total Post-Petition Debts</b>	<b>\$ 1,268</b>	<b>\$ 9,433</b>	<b>\$ 1,553</b>	<b>\$ 63,994</b>	<b>\$ 7,842,892</b>	<b>\$ 7,919,140</b>

SS Body Armor I, Inc.  
 Accounts Receivable Reconciliation and Aging & Debtors Questionnaire  
 For the month ended August 31, 2013  
 Mor 5

Case Number	10-11255 SS Body Armor I, Inc.	10-11257 SS Body Armor II, Inc.	10-11259 SS Body Armor III, Inc.
<b>Accounts Receivable Reconciliation</b>			
Total Accounts Receivables at the beginning of the period:	\$ 7,935	\$ -	\$ -
+Amounts billed during the period	-	-	-
- Amounts collected or adjusted during the period	-	-	-
<b>Total Accounts Receivable at the end of the reporting period</b>	<b>\$ 7,935 (a)</b>	<b>\$ - (a)</b>	<b>\$ - (a)</b>
<b>Account Receivable Aging:</b>			
0-30 Days	\$ -	\$ -	\$ -
31-60 days old	-	-	-
61-90 days old	-	-	-
91+ days old	7,935	-	-
<b>Total Accounts Receivable</b>	<b>7,935</b>	<b>-</b>	<b>-</b>
Amounts considered uncollectible (Bad debt)	-	-	-
<b>Accounts Receivable, net</b>	<b>\$ 7,935</b>	<b>\$ -</b>	<b>\$ -</b>
<b>(a): Per Balance Sheet</b>			
Accounts Receivable Trade	\$ -	\$ -	\$ -
Other Receivables	7,935	-	-
Deferred Revenue	-	-	-
<b>Total Accounts Receivable</b>	<b>\$ 7,935 (a)</b>	<b>\$ - (a)</b>	<b>\$ - (a)</b>

**Debtor Questionnaire**

	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 post petition 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? In no, provide an explanation below.	X	
Note: Operational type insurance is no longer in place given the operations were sold in October 2011.		
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

SS Body Armor I, Inc. *et al.* f/k/a Point Blank Solutions Inc.

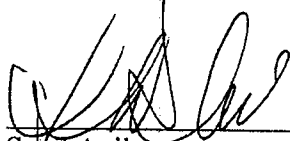
November 19, 2013

Office of the United States Trustee

Subject: Attestation Regarding Bank Account Reconciliations – Aug'13

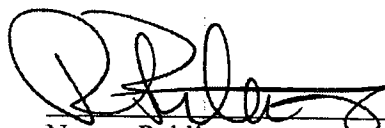
The debtor, Point Blank Solutions, Inc. and its subsidiaries, hereby submits this attestation regarding bank account reconciliations in lieu of providing copies of bank statements and copies of all account reconciliations.

The debtor has, on a timely basis, performed all bank reconciliations in the ordinary course of business. Copies of bank statements and reconciliations are available for inspection upon request by the United States Trustee's Office.

  
\_\_\_\_\_  
Scott Avila  
Chief Restructuring Officer

Sworn to and Subscribed

before me on this 25 day of November, 2013.

  
\_\_\_\_\_  
Notary Public

My Commission Expires: May 15 2015  
See attached fully-executed &  
notarized jurat

Nationwide 800-413-5155  
Phone 954-630-0900  
Fax 954-630-9225

2102 SW 2<sup>nd</sup> Street • Pompano Beach, FL 33069 • [www.pointblanksolutionsinc.com](http://www.pointblanksolutionsinc.com)

# California Jurat Loose Certificate

State of California  
County of Los Angeles } ss.

Subscribed and sworn to (or affirmed) before me this 25 day of November, 2013

by Thomas Scott Avila

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.



Notary Public Signature

Seal



## Notes

Please provide information about the document that this form is attached to.  
\*\*\*This is not required under California State notary public law.\*\*\*

Multiple horizontal lines provided for handwritten notes.

SS Body Armor I, Inc. et al. f/k/a Point Blank Solutions Inc.

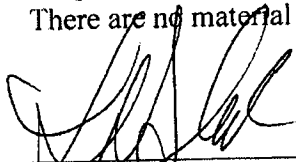
November 19, 2013

Office of the United States Trustee

Subject: Attestation Regarding Post-Petition Taxes – Aug' 13

The debtor, Point Blank Solutions, Inc. and its subsidiaries, hereby submits this attestation regarding post-petition taxes.

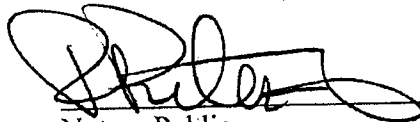
All post-petition taxes for the debtor, which are not subject to dispute or reconciliation, are current. There are no material tax disputes or reconciliations<sup>(1)</sup>.



\_\_\_\_\_  
Scott Avila  
Chief Restructuring Officer

Sworn to and Subscribed

before me on this 25 day of November, 2013.



\_\_\_\_\_  
Notary Public

My Commission Expires: May 15 2015

See attached fully executed & notarized jurat

(1) The Debtor has paid its Delaware Franchise taxes on time; however, the taxing authority is waiting on the corporate tax return, which will be filed later this year, until agreeing to the Franchise tax payment amount.

Nationwide 800-413-5155  
Phone 954-630-0900  
Fax 954-630-9225

2102 SW 2<sup>nd</sup> Street • Pompano Beach, FL 33069 • www.pointblanksolutionsinc.com

# California Jurat Loose Certificate

State of California }  
County of Los Angeles } ss.

Subscribed and sworn to (or affirmed) before me this 05 day of November, 2013

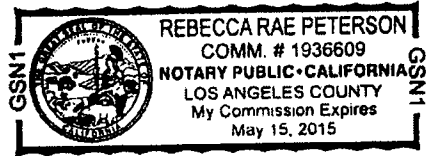
by Thomas Scott Avila

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.



Notary Public Signature

Seal



## Notes

Please provide information about the document that this form is attached to.  
\*\*\*This is not required under California State notary public law.\*\*\*

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