

## United States Bankruptcy Court

DISTRICT OF

In re ProTom International, Inc.

Debtor,

Case No.

15-32065

Chapter 11

### SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under Chapter 7, 11 or 13.

AMOUNTS SCHEDULED					
NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 0.00		
B - Personal Property	YES	15	\$ 1,728,894.99		
C - Property Claimed As Exempt	YES	1			
D - Creditor Holding Secured Claim	YES	1		\$ 6,485,829.80	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	9		\$ 266,889.98	
F - Creditors Holding Unsecured Nonpriority Claims	YES	12		\$ 15,530,928.30	
G - Executory Contracts and Unexpired Leases	YES	6			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO				\$
J - Current Expenditures of Individual Debtor(s)	NO				\$
Total Number of Sheets in ALL Schedules		46			
			Total Assets	\$ 1,728,894.99	
			Total Liabilities	\$ 22,283,648.08	

**United States Bankruptcy Court**  
**DISTRICT OF**

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married state whether husband, wife, or both own the property by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community". If the debtor holds no interest in real property, write "None" under Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G-Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of secured claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
NONE				

Total \$ 0.00

(Report also on Summary of Schedules)

In re ProTom International, Inc.

Debtor,

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11

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category.

If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." In providing the information requested in this schedule, do not include the name or address of a minor child. Simply state "a minor child."

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		PETTY CASH - FLOWER MOUND PETTY CASH - WAKEFIELD		\$ 698.00 40.96
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks; savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		REGIONS BANK (2864) REGIONS BANK (972) CITIBANK (7266)		25,386.26 - -
3. Security deposits with public utilities, telephone companies, landlords, and others.		EQUIPMENT DEPOSITS - ZAO PROTOM EQUIPMENT DEPOSITS - ACCSYS TECHNOLOGY, INC. LEASE SECURITY DEPOSITS		500,000.00 315,637.50 38,046.78
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities, itemize and name each issuer.	X			

In re ProTom International, Inc.

Debtor,

Case No. 15-32065

Chapter 11

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
11. Interests in an education IRA as defined in 26 U.S.C. 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. 521(c).	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts Receivable.		SEE EXHIBIT B-16		470,228.23
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		SEE EXHIBIT B-18		131,858.57
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and non-contingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.		SEE EXHIBIT B-22		UNKNOWN
23. Licenses, franchises, and other general intangibles. Give particulars.	X			

In re **ProTom International, Inc.** Debtor, Case No. **15-32065** Chapter **11**

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		SEE EXHIBIT B-28		12,928.38
29. Machinery, fixtures, equipment and supplies used in business.		SEE EXHIBIT B-29		234,070.31
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

0 continuation sheets attached

(include amounts from any continuation sheets attached. Report total also on Summary of Schedules)

Total

**\$ 1,728,894.99**

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-16**

**CASE NUMBER:** 15-32065

**ACCOUNTS RECEIVABLE**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
EMPLOYEE RECEIVABLES		4,998.00
ACCOUNTS RECEIVABLE - PROTOM INTERNATIONAL, LLC		18,127.39
SECURED PROMISSORY NOTE AND SECURITY AGREEMENT IN THE AMOUNT OF \$128,400 BETWEEN PHILIP A. INCARNATI 2010 IRREVOCABLE TRUST DATED OCTOBER 4, 2010 (BORROWER) AND PROTOM INTERNATIONAL, INC. (LENDER) DATED DECEMBER 23, 2010		146,207.85
SECURED PROMISSORY NOTE AND SECURITY AGREEMENT IN THE AMOUNT OF \$156,400 BETWEEN GREGORY R. LANE (BORROWER) AND PROTOM INTERNATIONAL, INC. (LENDER) DATED SEPTEMBER 9, 2011		176,152.68
LETTER AGREEMENT DATED JUNE 11, 2008 BETWEEN PROTOM INTERNATIONAL, INC. AND DMITRI SIVAN WITH RESPECT TO A \$8,250 FUNDING OBLIGATION SECURED BY 825,000 SHARES OF PROTOM'S COMMON STOCK		8,250.00
LETTER AGREEMENT DATED SEPTEMBER 7, 2010 BETWEEN PROTOM INTERNATIONAL, INC. AND H. CONNER COMPANY, INC. WITH RESPECT TO A \$6,692.37 FUNDING OBLIGATION SECURED BY 669,237 SHARES OF PROTOM'S COMMON STOCK		6,692.37
SECURED PROMISSORY NOTE AND SECURITY AGREEMENT IN THE AMOUNT OF \$96,400 BETWEEN ROBERT HERRON (BORROWER) AND PROTOM INTERNATIONAL, INC. (LENDER) DATED DECEMBER 23, 2010		109,799.94
		<b>\$ 470,228.23</b>

CASE NAME: ProTom International, Inc.

EXHIBIT B-18

CASE NUMBER: 15-32065

OTHER LIQUIDATED DEBTS OWED TO DEBTOR INCLUDING TAX REFUNDS

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
PREPAID EXPENSES:		
INSURANCE		64,996.89
ANNUAL SOFTWARE LICENSING & MAINTENANCE		25,663.42
MARKETING		29,190.83
CONSULTING		6,000.00
RENT		1,350.00
OTHER		4,657.43
<p>NOTE: THE DEBTOR HAS PAID THE ABOVE EXPENSES IN ADVANCE AND RECOGNIZES OR AMORTIZES THESE EXPENSES OVER THE PERIODS INCURRED. THE ABOVE AMOUNTS REFLECT THE DEBTOR'S AMORTIZED BOOK BALANCE THROUGH APRIL 2015.</p>		
		\$ 131,858.57

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-22**

**CASE NUMBER:** 15-32065

**PATENTS, COPYRIGHTS & OTHER  
INTELLECTUAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>TRADEMARK:</b> RADIANCE 330, REGISTRATION NO. 4,250,866</p> <p><b>DOMAIN NAME:</b> PROTOMINTERNATIONAL.COM</p> <p><b>RIGHTS RECEIVED UNDER IP LICENSE AGREEMENTS:</b> AMENDED AGREEMENT BETWEEN PROTOM INTERNATIONAL, LLC AND ZAO PROTOM</p> <p>AGREEMENT BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND PYRAMID TECHNICAL CONSULTANTS, INC.</p> <p><b>PATENTS (NOTE 1):</b> TREATMENT DELIVERY CONTROL SYSTEM AND METHOD OF OPERATION; ISSUED PATENT NUMBER: 8907309</p> <p>CHARGED PARTICLE TRANSLACTION SLIDE CONTROL APPARATUS AND METHOD OF USE THEROF; PATENT APPLICATION NUMBER: 62/111,964</p> <p><b>ISSUED PATENTS (NOTE 1):</b> CHARGED PARTICLE BEAM INJECTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8896239</p> <p>MULTI-AXIS CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS; PATENT NO.: 8901509</p> <p>CHARGED PARTICLE AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8841866</p> <p>MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS. PATENT NO.: 8766217</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -



CASE NAME: ProTom International, Inc.

EXHIBIT B-22

CASE NUMBER: 15-32065

PATENTS, COPYRIGHTS & OTHER INTELLECTUAL PROPERTY

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>ISSUED PATENTS</b> (NOTE 1):</p> <p>CHARGED PARTICLE CANCER THERAPY BEAM PATH CONTROL METHOD AND APPARATUS; PATENT NO.: 8957396</p> <p>MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS; PATENT NO.: 8791435</p> <p>CHARGED PARTICLE BEAM EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 7939809</p> <p>MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS COORDINATED WITH PATIENT RESPIRATION; PATENT NO.: 8129699</p> <p>CHARGED PARTICLE CANCER THERAPY X-RAY METHOD AND APPARATUS; PATENT NO.: 8045679</p> <p>ELONGATED LIFETIME X-RAY METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 7940894</p> <p>SEMI-VERTICAL POSITIONING METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8627822</p> <p>CHARGED PARTICLE BEAM ACCELERATION AND EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8067748</p> <p>CHARGED PARTICLE BEAM ACCELERATION AND EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8089054</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-22**

**CASE NUMBER:** 15-32065

**PATENTS, COPYRIGHTS & OTHER  
INTELLECTUAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>ISSUED PATENTS</b> (NOTE 1):</p> <p>CHARGED PARTICLE CANCER THERAPY SYSTEM MAGNET CONTROL METHOD AND APPARATUS; PATENT NO.: 8373145</p> <p>MAGNETIC FIELD CONTROL METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8188688</p> <p>INTENSITY CONTROL OF A CHARGED PARTICLE BEAM EXTRACTED FROM A SYNCHROTRON; PATENT NO.: 8368038</p> <p>CHARGED PARTICLE CANCER THERAPY AND PATIENT POSITIONING METHOD AND APPARATUS; PATENT NO.: 8378321</p> <p>CHARGED PARTICLE CANCER THERAPY PATIENT POSITIONING METHOD AND APPARATUS; PATENT NO.: 8288742</p> <p>CHARGED PARTICLE CANCER THERAPY AND PATIENT BREATH MONITORING METHOD AND APPARATUS; PATENT NO.: 8309941</p> <p>ION BEAM FOCUSING LENS METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8093564</p> <p>NEGATIVE ION SOURCE METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 7943913</p> <p>NEGATIVE ION BEAM SOURCE VACUUM METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8129694</p> <p>X-RAY TOMOGRAPHY METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8144832</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-22**

**CASE NUMBER:** 15-32065

**PATENTS, COPYRIGHTS & OTHER  
INTELLECTUAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>ISSUED PATENTS</b> (NOTE 1):</p> <p>TANDEM ACCELERATOR METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8198607</p> <p>PROTON BEAM POSITIONING VERIFICATION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8178859</p> <p>RF ACCELERATOR METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8373146</p> <p>PATIENT IMMOBILIZATION AND REPOSITIONING METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8373143</p> <p>MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS; PATENT NO.: 8436327</p> <p>SYNCHRONIZED X-RAY/BREATHING METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 7953205</p> <p>CHARGED PARTICLE CANCER THERAPY DOSE DISTRIBUTION METHOD AND APPARATUS; PATENT NO.: 8642978</p> <p>METHOD AND APPARATUS COORDINATING SYNCHROTRON ACCELERATION PERIODS WITH PATIENT RESPIRATION PERIODS; PATENT NO.: 8624528</p> <p>INTENSITY MODULATED THREE-DIMENSIONAL RADIATION SCANNING METHOD AND APPARATUS; PATENT NO.: 8569717</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-22**

**CASE NUMBER:** 15-32065

**PATENTS, COPYRIGHTS & OTHER  
INTELLECTUAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>ISSUED PATENTS</b> (NOTE 1):</p> <p>MULTI-AXIS/MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS; PATENT NO.: 8614429</p> <p>CHARGED PARTICLE CANCER THERAPY BEAM PATH CONTROL METHOD AND APPARATUS; PATENT NO.: 8710462</p> <p>MULTI-AXIS/MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS; PATENT NO.: 8598543</p> <p>CHARGED PARTICLE CANCER THERAPY PATIENT POSITIONING METHOD AND APPARATUS; PATENT NO.: 8688197</p> <p>X-RAY METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8487278</p> <p>CHARGED PARTICLE BEAM EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8384053</p> <p>CHARGED PARTICLE CANCER THERAPY IMAGING METHOD AND APPARATUS; PATENT NO.: 8519365</p> <p>ELONGATED LIFETIME X-RAY METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8229072</p> <p>SYNCHRONIZED X-RAY/BREATHING METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8374314</p> <p>SYNCHROTRON POWER CYCLING APPARATUS AND METHOD OF USE THEREOF; PATENT NO.: 8378311</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -

**CASE NAME:** ProTom International, Inc.

**EXHIBIT B-22**

**CASE NUMBER:** 15-32065

**PATENTS, COPYRIGHTS & OTHER  
INTELLECTUAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS ARE REFLECTED AS "UNKNOWN" AS THE DEBTOR HAS NOT PERFORMED A FORMAL APPRAISAL. THE DEBTOR'S RECORDS CONTAIN NO BOOK VALUE FOR THE FOLLOWING:</p> <p><b>ISSUED PATENTS</b> (NOTE 1):</p> <p>SYNCHROTRON POWER SUPPLY APPARATUS AND METHOD OF USE THEREOF; PATENT NO.: 8637833</p> <p>CHARGED PARTICLE EXTRACTION APPARATUS AND METHOD OF USE THEREOF; PATENT NO.: 8399866</p> <p>CHARGED PARTICLE CANCER THERAPY X-RAY METHOD AND APPARATUS; PATENT NO.: 8625739</p> <p>CHARGED PARTICLE BEAM ACCELERATION AND EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; PATENT NO.: 8415643</p> <p><b>PATENT APPLICATIONS:</b></p> <p>MULTI-FIELD CHARGED PARTICLE CANCER THERAPY METHOD AND APPARATUS COORDINATED WITH PATIENT RESPIRATION; APPLICATION NO.: 13/360,683</p> <p>CHARGED PARTICLE BEAM ACCELERATION AND EXTRACTION METHOD AND APPARATUS USED IN CONJUNCTION WITH A CHARGED PARTICLE CANCER THERAPY SYSTEM; APPLICATION NO.: 13/282,135</p> <p>PATIENT POSITIONING METHOD AND APPARATUS; APPLICATION NO.: 12/550,379</p> <p>PROTON TOMOGRAPHY APPARATUS AND METHOD OF OPERATION THEREFOR; APPLICATION NO.: 13/087,096</p>		UNKNOWN
<p><b>NOTE 1:</b> THE PATENTS THAT RELATE TO THE AMENDED AND RESTATED AGREEMENT DATED APRIL 22, 2008 BETWEEN ZAO PROTOM, VLADIMIR E. BALAKIN AND PROTOM INTERNATIONAL LLC GIVE THE DEBTOR THE EXCLUSIVE RIGHTS TO PURCHASE ZAO SYSTEMS AND USE THE ZAO TECHNOLOGY FOR PATIENT TREATMENT IN THE UNITED STATES.</p>		\$ -

CASE NAME: ProTom International, Inc.

EXHIBIT B-28

CASE NUMBER: 15-32065

OFFICE EQUIPMENT, FURNISHING AND SUPPLIES

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>OFFICE EQUIPMENT</b></p> <p><b>NOTE:</b> AMOUNT REFLECTS DEBTOR BOOK VALUE AND INCLUDES THE ITEMS LISTED BY FACILITY BELOW. A PORTION OF THE ITEMS LISTED DID NOT MEET THE REQUIREMENTS FOR THE DEBTOR'S INTERNAL CAPITALIZATION GUIDELINES AND AS A RESULT, COSTS WERE EXPENSED AS INCURRED AND NOT INCLUDED IN THE BOOK VALUE REFLECTED. THE DEBTOR ESTIMATES THAT THE TOTAL VALUE AT ALL LOCATIONS WOULD NOT EXCEED \$50,000.</p> <p><b>WAKEFIELD OFFICE LOCATION:</b></p> <ul style="list-style-type: none"> <li>1 SERVER</li> <li>3 PRINTERS</li> <li>1 LEASED COPIER/PRINTER</li> <li>PHONE SYSTEM W/ 21 PHONES &amp; 2 CONFERENCE PHONES</li> <li>12 LAPTOPS</li> <li>9 DESKTOPS W/ MONITORS, KEYBOARD &amp; MICE</li> <li>8 OFFICE DESKS W/ OVERHEAD CREDENZAS &amp; CHAIRS</li> <li>5 U-SHAPED DESKS W/ CHAIRS</li> <li>12 MODULAR/CUBICLES DESKS W/ CHAIRS</li> <li>SQUARE COFFEE TABLE</li> <li>CONFERENCE TABLE W/ 10 CHAIRS</li> <li>CONFERENCE TABLE W/ 4 CHAIRS</li> <li>CONFERENCE TABLE W/ 8 CHAIRS</li> <li>CONFERENCE TABLE W/ 3 CHAIRS</li> <li>2 PROJECTORS</li> <li>42" TOUCHSCREEN W/ MAC MINI</li> <li>2 DRAWER FILING CABINET</li> <li>10 GUEST CHAIRS</li> <li>10 WHITEBOARDS</li> <li>REFRIGERATOR</li> <li>MICROWAVE</li> </ul>		12,928.38
		\$ 12,928.38

CASE NAME: ProTom International, Inc.

EXHIBIT B-28

CASE NUMBER: 15-32065

OFFICE EQUIPMENT, FURNISHING AND SUPPLIES

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNT REFLECTS DEBTOR BOOK VALUE AND INCLUDES THE ITEMS LISTED BY FACILITY BELOW. A PORTION OF THE ITEMS LISTED DID NOT MEET THE REQUIREMENTS FOR THE DEBTOR'S INTERNAL CAPITALIZATION GUIDELINES AND AS A RESULT, COSTS WERE EXPENSED AS INCURRED AND NOT INCLUDED IN THE BOOK VALUE REFLECTED. THE DEBTOR ESTIMATES THAT THE TOTAL VALUE AT ALL LOCATIONS WOULD NOT EXCEED \$50,000.</p> <p><b>FLOWER MOUND OFFICE LOCATION:</b>                      4 SERVERS (1 IS FOR WAKEFIELD)                      3 PRINTERS                      1 LEASED COPIER/PRINTER                      PHONE SYSTEM W/ 14 PHONES &amp; 2 CONFERENCE PHONES                      7 LAPTOPS                      7 DESKTOPS W/ MONITORS, KEYBOARD &amp; MICE                      6 OFFICE DESKS W/ CREDENZAS &amp; CHAIRS                      4 CUBICLES W/ CHAIRS                      7 SMALL WOOD-TYPE DESKS                      CONFERENCE TABLE W/ 8 CHAIRS                      10 GUEST CHAIRS                      4 SIDE TABLES                      6 WHITEBOARDS                      1 PROJECTOR                      2 5-DRAWER LATERAL FILING CABINETS                      3 CAMERAS CURRENTLY AT A VENDOR (FORTE)                      REFRIGERATOR                      MICROWAVE</p>		UNKNOWN
		\$ -

CASE NAME: ProTom International, Inc.

EXHIBIT B-28

CASE NUMBER: 15-32065

OFFICE EQUIPMENT, FURNISHING AND SUPPLIES

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNT REFLECTS DEBTOR BOOK VALUE AND INCLUDES THE ITEMS LISTED BY FACILITY BELOW. A PORTION OF THE ITEMS LISTED DID NOT MEET THE REQUIREMENTS FOR THE DEBTOR'S INTERNAL CAPITALIZATION GUIDELINES AND AS A RESULT, COSTS WERE EXPENSED AS INCURRED AND NOT INCLUDED IN THE BOOK VALUE REFLECTED. THE DEBTOR ESTIMATES THAT THE TOTAL VALUE AT ALL LOCATIONS WOULD NOT EXCEED \$50,000.</p> <p><b>LOCATED AT MPTC, FLINT, MI</b></p> <ul style="list-style-type: none"> <li>7 LAPTOPS</li> <li>2 DESKTOPS</li> <li>2 PRINTERS</li> <li>1 SCANNER</li> </ul>		UNKNOWN
		\$ -



CASE NAME: ProTom International, Inc.

EXHIBIT B-29

CASE NUMBER: 15-32065

MACHINERY, FIXTURES, EQUIPMENT AND SUPPLIES USED IN BUSINESS

DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
<p><b>NOTE:</b> AMOUNTS REFLECT NET BOOK VALUE (ORIGINAL COST LESS ACCUMULATED DEPRECIATION)</p>		
MARKETING EQUIPMENT - BOOTH		92,224.51
COMPUTER EQUIPMENT - IT		8,976.76
SOFTWARE		26,966.25
PHYSICS EQUIPMENT		12,572.92
ENGINEERING - TOOLS & EQUIPMENT		85,323.94
QUALITY - INSPECTION TOOLS		8,005.93
		<p>\$ 234,070.31</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

### SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)

Check if debtor claims a homestead exemption that exceeds \$136,875.00

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFIC LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
<b>NONE</b>			

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. 112; Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITORS NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER (see Instructions Above)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. MICHAELSON CAPITAL SPECIAL FINANCE FUND, LP 400 MADISON AVE., STE. 2A NEW YORK, NY 10017			SUBSTANTIALLY ALL ASSETS Value \$ UNDETERMINED				\$ 6,485,829.80	UNDETERMINED
ACCOUNT NO.			Value \$					
ACCOUNT NO.			Value \$					
ACCOUNT NO.			Value \$					
Subtotal (Total of this page)							\$ 6,485,829.80	\$ 0.00
Total (Use only on last page)							\$ 6,485,829.80	\$ 0.00

0 continuation sheets attached

(Report total also on Summary of Schedules)

In re ProTom International, Inc.

Debtor, Case No.

15-32065**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of this petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. 112; Fed.R.Bankr.P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H","W","J", or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claims is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in he box labeled, "Subtotal" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in he box labeled, "Subtotal" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. If applicable, also report this total on the Means Test form.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the Appropriate box(es) below if claims in that category are listed on the attached sheets) **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 **Deposits by individuals**

Claims of individuals up to \$2,775\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs, duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

In re ProTom International, Inc. Debtor, Case No. 15-32065

**Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

**Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

**Administrative Allowance under 11U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

\*Amounts are subject to adjustment on April 1, 2016, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

7 Continuation sheets attached

In re ProTom International, Inc.

Debtor, Case No.

15-32065

Chapter 11

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

Employee Benefits

CREDITORS NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODEBITOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	TYPE OF PRIORITY		
							AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. TAMER BASHA 376 OCEAN AVENUE, #811 REVERE, MA 02151			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				\$ 480.75	\$ 480.75	\$ 0.00
ACCOUNT NO. JAMES P. BENNETT 3732 SHADY COVE DRIVE BIRMINGHAM, AL 35243			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				8,506.89	8,506.89	0.00
ACCOUNT NO. BLUE CROSS & BLUE SHIELD OF ALABAMA P.O. BOX 360037 BIRMINGHAM, AL 35236-0037			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				23,085.21	23,085.21	0.00
ACCOUNT NO. DAVID CARROLL 209 WINTRHOP STREET WINTHROP, MA 02152			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				3,437.36	1,718.68	1,718.68
ACCOUNT NO. NANCY CORBETT 32 WOODSIDE PARK WINTHROP, MA 02152-2048			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				3,946.00	3,946.00	0.00
ACCOUNT NO. LAURA DUBIEL 16 HOWARD AVENUE PEABODY, MA 01960			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				1,424.65	1,424.65	0.00

Subtotal  
(Total of this page)

\$ 40,880.86	\$ 39,162.18	\$ 1,718.68
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In re ProTom International, Inc.

Debtor, Case No.

15-32065

Chapter 11

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

Employee Benefits

CREDITORS NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions)	CODEBETOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	TYPE OF PRIORITY		
							AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									
MICHAEL ELAM 3107 SUGARBUSH LANE CARROLLTON, TX 75007			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				\$ 7,419.42	\$ 3,225.84	\$ 4,193.58
ACCOUNT NO.									
ROBERT HERRON 737 CEDAR LEAF CIRCLE LAKE DALLAS, TX 76065			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				5,955.00	5,396.72	558.28
ACCOUNT NO.									
ANIL MAVANUR 24 WHITE TAIL WAY LITTLETON, MA 01460			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				7,575.61	3,192.79	4,382.82
ACCOUNT NO.									
JOHN H. MCGOVERN 401 BOSTON STREET TOPSFIELD, MA 01983			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				793.43	793.43	0.00
ACCOUNT NO.									
SUSAN MICHAUD 480 HARWICH ROAD BREWSTER, MA 02631			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				14,161.00	5,643.63	8,517.37
ACCOUNT NO.									
HOVAKIM NAZARYAN 4251 E. MAPLE AVENUE GRAND BLANC, MI 48439			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				5,595.50	3,879.99	1,715.51

Sheet 2 of Continuation Sheets

Subtotal  
(Total of this page)

\$ 41,499.96	\$ 22,132.40	\$ 19,367.56
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In re ProTom International, Inc.

Debtor,

Case No.

15-32065

Chapter 11

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

Employee Benefits

TYPE OF PRIORITY

CREDITORS NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM	TYPE OF PRIORITY			AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
				CONTINGENT	UNLIQUIDATED	DISPUTED			
ACCOUNT NO.			Date Incurred						
VAHAGN NAZARYAN 4251 E. MAPLE AVENUE GRAND BLANC, MI 48439			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				\$ 14,853.27	\$ 7,054.53	\$ 7,798.74
ACCOUNT NO.			Date Incurred						
AURELIO NOVO 11 IONIAN CIRCLE LOWELL, MA 01854			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				5,583.17	4,514.90	1,068.27
ACCOUNT NO.			Date Incurred						
MICHAEL PHENNER 4 ORANGE STREET, APT. #7 NEWBURYPORT, MA 01950			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				2,075.18	2,075.18	0.00
ACCOUNT NO.			Date Incurred						
ROBERT QUADROS 32 FAIRMOUNT STREET SALEM, MA 01970			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				33.57	33.57	0.00
ACCOUNT NO.			Date Incurred						
DANIEL RAYMOND 10 MOCKINGBIRD HILL ROAD WINDHAM, NJ 03087			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				8,412.63	5,665.82	2,746.81
ACCOUNT NO.			Date Incurred						
LAURI REICHERT 2600 BUCKHORN COURT GRAPEVINE, TX 76051			VARIOUS  Nature of Claim: EMPLOYEE BENEFITS				11,219.57	4,232.72	6,986.85

Subtotal  
(Total of this page)

\$ 42,177.39	\$ 23,576.72	\$ 18,600.67
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In re ProTom International, Inc.

Debtor,

Case No.

15-32065

Chapter 11

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

Employee Benefits

TYPE OF PRIORITY

CREDITORS NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODEBTR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	TYPE OF PRIORITY		
							AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									
RICHARD ROSS 922 HEIGHTS AT CAPE ANN GLOUCESTER, MA 01945			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				\$ 3,377.64	\$ 2,961.43	\$ 416.21
ACCOUNT NO.									
CHERYL SMITH 3026 POTTERY TRAIL CORINTH, TX 72610			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				2,920.27	2,920.27	0.00
ACCOUNT NO.									
STEPHEN SPOTTS 1101 E. HICKORY HILL ROAD ARGYLE, TX 76226			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				29,411.22	11,816.35	17,594.87
ACCOUNT NO.									
MICHAEL J WELLS 3425 MEDLIN RANCH ROAD FT. WORTH, TX 76262			Date Incurred VARIOUS Nature of Claim: EMPLOYEE BENEFITS				540.84	540.84	0.00
ACCOUNT NO.									
ACCOUNT NO.									
ACCOUNT NO.									
Employee Benefits Total (Total of this type)							\$ 160,808.18	\$ 103,110.19	\$ 57,697.99

Subtotal  
(Total of this page)

\$ 36,249.97	\$ 18,238.89	\$ 18,011.08
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B6E (Official Form 6E) (04/13) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if Known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Income/Franch Tax**

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBETOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM		CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			Date Incurred:	Nature of Claim:						
ACCOUNT NO. INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATION P.O. BOX 7346 PHILADELPHIA, PA 19101-7346			Various	Income/Franch Tax				106,081.80	106,081.80	0.00
ACCOUNT NO. MASSACHUSETTS DEPARTMENT OF REVENUE P.O. BOX 7005 BOSTON, MA 02204			Various	Income/Franch Tax				Unknown	Unknown	Unknown
ACCOUNT NO. MICHIGAN DEPARTMENT OF TREASURY P.O. BOX 30803 LANSING, MI 48909			Various	Income/Franch Tax				Unknown	Unknown	Unknown
ACCOUNT NO. TEXAS COMPTROLLER OF PUBLIC ACCOUNTS P.O. BOX 149348 AUSTIN, TX 78714-9348			Various	Income/Franch Tax				Unknown	Unknown	Unknown
Income/Franch Tax Total (Total of this type)								\$ 106,081.80	\$ 106,081.80	\$ 0.00

B6E (Official Form 6E) (04/13) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if Known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Payroll Tax**

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM		CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
		Date Incurred:	Nature of Claim:						
ACCOUNT NO. STATE OF ALABAMA DEPARTMENT OF LABOR 649 MONROE STREET MONTGOMERY, AL 36131		Various	Payroll Tax				Unknown	Unknown	Unknown
ACCOUNT NO. INTERNAL REVENUE SERVICE CENTRALIZED INSOLVENCY OPERATION P.O. BOX 7346 PHILADELPHIA, PA 19101-7346		Various	Payroll Tax				Unknown	Unknown	Unknown
ACCOUNT NO. MASSACHUSETTS DEPARTMENT OF REVENUE P.O. BOX 7042 BOSTON, MA 02204		Various	Payroll Tax				Unknown	Unknown	Unknown
ACCOUNT NO. STATE OF MICHIGAN MICHIGAN DEPARTMENT OF TREASURY P.O. BOX 30324 LANSING, MI 48909-7824		Various	Payroll Tax				Unknown	Unknown	Unknown
ACCOUNT NO. N.C. DEPARTMENT OF COMMERCE DIVISION OF EMPLOYMENT SECURITY P.O. BOX 26504 RALEIGH, NC 27611-6504		Various	Payroll Tax				Unknown	Unknown	Unknown
ACCOUNT NO. OHIO DEPARTMENT OF TAXATION P.O. BOX 347 COLUMBUS, OH 43216-0347		Various	Payroll Tax				Unknown	Unknown	Unknown

B6E (Official Form 6E) (04/13) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if Known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
 (Continuation Sheet)

**Payroll Tax**

Type of Priority for Claims Listed on This SHEET

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. TEXAS WORKFORCE COMMISSION 101 E. 15TH STREET, #446 AUSTIN, TX 78701		Date Incurred: Various Nature of Claim: Payroll Tax				Unknown	Unknown	Unknown
Payroll Tax Total (Total of this type)						Unknown	Unknown	Unknown
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)						\$ 266,889.98		
Total > (Use only on last page of the completed Schedule E. If applicable, report also on The Statistical Summary of Certain Liabilities and Related Data.)							\$ 209,191.99	\$ 57697.99

B 6F (Official Form 6F) (12/07)

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A. B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 401 EDGEWATER LLC P.O. BOX 19479 JOHNSTON, RI 02919			Date Incurred: Various Nature of Claim: General Trade				24,730.34
ACCOUNT NO. ABSOPURE WATER COMPANY DEPT #935220 PO BOX 701760 PLYMOUTH, MI 48170			Date Incurred: Various Nature of Claim: General Trade				25.44
ACCOUNT NO. ACCELERATED, LLC 605 FULTON AVE. ROCKFORD, IL 61103-4183			Date Incurred: Various Nature of Claim: General Trade				49,260.96
ACCOUNT NO. ACCSYS TECHNOLOGY, INC. ATTN: ACCOUNTS PAYABLE 1177 QUARRY LANE PLEASANTON, CA 94566			Date Incurred: Various Nature of Claim: General Trade				362,197.73
ACCOUNT NO. ACCULAB MEASUREMENT STANDARDS, INC. 40B CHERRY HILL DRIVE DANVERS, MA 01923			Date Incurred: Various Nature of Claim: General Trade				933.25

11 continuation sheets attached

Subtotal >>

\$ 437,147.72

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. ADT SECURITY SERVICES, LLC PO BOX 371878 PITTSBURGH, PA 15250-7878			Date Incurred: Various Nature of Claim: General Trade				126.62
ACCOUNT NO. AGILENT TECHNOLOGIES, INC. 4187 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693			Date Incurred: Various Nature of Claim: General Trade				5,484.00
ACCOUNT NO. ALLIED ELECTRONICS, INC. ACCTS RECEIVABLE DEPT PO BOX 2325 FORT WORTH, TX 76113-2325			Date Incurred: Various Nature of Claim: General Trade				97.16
ACCOUNT NO. AMERICAN EXPRESS P.O. BOX 650448 DALLAS, TX 75265-0448			Date Incurred: Various Nature of Claim: General Trade				6,399.23
ACCOUNT NO. ANIXTER, INC. P.O. BOX 847428 DALLAS, TX 75284-7428			Date Incurred: Various Nature of Claim: General Trade				12,545.58
ACCOUNT NO. APPLIED POWER QUALITY SOLUTIONS, LLC P.O. BOX 14915 SCOTTSDALE, AZ 85267-4915			Date Incurred: Various Nature of Claim: General Trade				16,897.01
ACCOUNT NO. ASTRO P.O. BOX 417217 BOSTON, MA 02241-7217			Date Incurred: Various Nature of Claim: General Trade			X	17,850.00
ACCOUNT NO. ATLANTIC HEALTH SYSTEM, INC. ATTN: SHEILAH O'HALLORAN 475 SOUTH STREET PO BOX 1905 MORRISTOWN, NJ 07962-1905			Date Incurred: Various Nature of Claim: Customer Contract		X		0.00

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
PROFESSOR V.E. BALAKIN AKADEMICHESKIY THRUWAY #2 BUILDING 110, OFFICE #207 PROTVINO MOSCOW REGION 00014-2281 RUSSIA			Date Incurred: Various Nature of Claim: Other Contract		X		0.00
ACCOUNT NO.							
BALDWIN CRANE & EQUIP. CORP. 232 ANDOVER STREET WILMINGTON, MA 01887			Date Incurred: Various Nature of Claim: General Trade				3,243.68
ACCOUNT NO.							
BARD, RAO+ATHANAS CONSULTING ENGINEERS 10 GUEST STREET, FOURTH FLOOR BOSTON, MA 02135			Date Incurred: Various Nature of Claim: General Trade				2,766.40
ACCOUNT NO.							
BARTON MALOW COMPANY 26500 AMERICAN DRIVE SOUTHFIELD, MI 48034			Date Incurred: Various Nature of Claim: General Trade			X	105,349.28
ACCOUNT NO.							
BERKLEY NATIONAL INSURANCE COMPANY 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628			Date Incurred: Various Nature of Claim: Executory Contract		X		0.00
ACCOUNT NO.							
BUCKLEY SYSTEMS 6 BOWDEN RD MT WELLINGTON AUCKLA 01060 NEW ZEALAND			Date Incurred: Various Nature of Claim: General Trade				67,540.00
ACCOUNT NO.							
CISCO WEBEX, LLC 16720 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693			Date Incurred: Various Nature of Claim: General Trade				229.60
ACCOUNT NO.							
CITIBANK CITIBUSINESS 100 CITIBANK DRIVE SAN ANTONIO, TX 78245-9966			Date Incurred: Various Nature of Claim: General Trade				320.08

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. CLEAR VIEW BUILDING MAINTENANCE INC. P.O. BOX 90865 BURTON, MI 48509			Date Incurred: Various Nature of Claim: General Trade				483.60
ACCOUNT NO. CLEARCUBE TECHNOLOGY, INC. P.O. BOX 842223 DALLAS, TX 75284-2223			Date Incurred: Various Nature of Claim: General Trade				14,595.00
ACCOUNT NO. CR SIGNS 52 MAIN ST. NORTH READING, MA 01864			Date Incurred: Various Nature of Claim: General Trade				37.19
ACCOUNT NO. CUSTOM MOLDS TOOL & DIE CORP. P.O. BOX 3571 NORTH BRANCH, MI 48461			Date Incurred: Various Nature of Claim: General Trade				300.00
ACCOUNT NO. DANNER ASSOCIATES LLC 8 FOURTH AVE. SCITUATE, MA 02066			Date Incurred: Various Nature of Claim: General Trade				2,159.01
ACCOUNT NO. DIAL MACHINE, INC. P.O. BOX 5246 ROCKFORD, IL 61125			Date Incurred: Various Nature of Claim: General Trade				3,000.00
ACCOUNT NO. DIGI-KEY CORPORATION DIGI-KEY CORP. 1524257 P.O. BOX 250 THIEF RIVER FALLS, MN 56701-0250			Date Incurred: Various Nature of Claim: General Trade				453.93
ACCOUNT NO. DIRECTEC CORPORATION 908 LILY CREEK RD., SUITE 101 LOUISVILLE, KY 40243			Date Incurred: Various Nature of Claim: General Trade				8,294.21



B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. DISCOVERY BENEFITS, INC. PO BOX 9528 FARGO , ND 58108			Date Incurred: Various Nature of Claim: General Trade				68.25
ACCOUNT NO. DJ FABRICATORS, INC. 94 TURNPIKE RD. IPSWICH , MA 01938			Date Incurred: Various Nature of Claim: General Trade				3,125.00
ACCOUNT NO. EAST COAST METROLOGY, LLC 428A BOSTON STREET TOPSFIELD, MA 01983			Date Incurred: Various Nature of Claim: General Trade				38,850.00
ACCOUNT NO. ELAVON 2 CONCOURSE PARKWAY SUITE 800 ATLANTA, GA 30328			Date Incurred: Various Nature of Claim: General Trade				152,781.95
ACCOUNT NO. ELJEN TECHNOLOGY PO BOX 972965 DALLAS, TX 75397-2965			Date Incurred: Various Nature of Claim: General Trade				763.35
ACCOUNT NO. FASTENAL COMPANY PO BOX 978 WINONA , MN 55987-0978			Date Incurred: Various Nature of Claim: General Trade				1,126.12
ACCOUNT NO. FEDEX FREIGHT PO BOX 223125 PITTSBURGH , PA 15251-2125			Date Incurred: Various Nature of Claim: General Trade				483.69
ACCOUNT NO. JAY FLANZ, PH.D 75 CROSSBOW LANE NORTH ANDOVER, MA 01845			Date Incurred: Various Nature of Claim: General Trade				13,875.00

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. FLATNESS SPECIALISTS 448 RIVER RD. WALPOLE, NH 03608			Date Incurred: Various Nature of Claim: General Trade				300.00
ACCOUNT NO. FORTE AUTOMATION SYSTEMS, INC. 8155 BURDEN ROAD MACHESNEY PARK, IL 61115			Date Incurred: Various Nature of Claim: General Trade			X	713,881.26
ACCOUNT NO. G. FINKENBEINER, INC. 33 RUMFORD AVE. WALTHAM, MA 02453			Date Incurred: Various Nature of Claim: General Trade				42.00
ACCOUNT NO. GRANDE COMMUNICATIONS PO BOX 660401 DALLAS, TX 75266-0401			Date Incurred: Various Nature of Claim: General Trade				979.66
ACCOUNT NO. GROUP ONE SERVICES 250 DECKER DRIVE IRVING, TX 75062			Date Incurred: Various Nature of Claim: General Trade				43.85
ACCOUNT NO. HAZEN PATENT GROUP 1534 W. ISLANDIA DR. GILBERT, AZ 85233			Date Incurred: Various Nature of Claim: General Trade				5,451.67
ACCOUNT NO. KONICA MINOLTA PREMIER FINANCE PO BOX 740423 ATLANTA, GA 30374-0423			Date Incurred: Various Nature of Claim: General Trade				1,557.78
ACCOUNT NO. KUKA ROBOTICS CORPORATION 51870 SHELBY PARKWAY SHELBY TOWNSHIP, MI 48315-1787			Date Incurred: Various Nature of Claim: General Trade				1,114.46

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. LAURUS SYSTEMS, INC. 3460 ELLICOTT CENTER DR. SUITE 101 ELLICOTT CITY, MD 21043-4164			Date Incurred: Various Nature of Claim: General Trade				12,572.92
ACCOUNT NO. LIBERTY INSURANCE UNDERWRITERS, INC. 55 WATER STREET NEW YORK, NY 10041			Date Incurred: Various Nature of Claim: Executory Contract		X		0.00
ACCOUNT NO. MARSHALL ENGINEERING PO BOX 842 MIDDLETON, MA 01949			Date Incurred: Various Nature of Claim: General Trade				10,505.36
ACCOUNT NO. MASS ELECTRICAL APPARATUS PO BOX 246 LYNN, MA 01905			Date Incurred: Various Nature of Claim: General Trade				295.00
ACCOUNT NO. MASSACHUSETTS GENERAL HOSPITAL EXECUTIVE DIRECTOR OF RADIATION ONCOLOGY COX 3-335 100 BLOSSOM STREET BOSTON, MA 02114-2617			Date Incurred: Various Nature of Claim: Customer Contract	X	X	X	Unknown
ACCOUNT NO. MASSACHUSETTS INSTITUTE OF TECHNOLOGY CASHIER'S OFFICE NE49-3007 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139			Date Incurred: Various Nature of Claim: General Trade				90,595.79
ACCOUNT NO. MATERIALS ENGINEERING, INC. 47W605 I.C. TRAIL VIRGIL, IL 60151			Date Incurred: Various Nature of Claim: General Trade				3,500.00
ACCOUNT NO. MCLAREN HEALTH CARE CORPORATION G-3235 BEECHER ROAD SUITE B FLINT, MI 48532-3615			Date Incurred: Various Nature of Claim: Customer Contract	X	X	X	12,365,319.09

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. MCMaster-CARR P.O. BOX 7690 CHICAGO, IL 60680-7690			Date Incurred: Various Nature of Claim: General Trade				2,719.86
ACCOUNT NO. MEDPHOTON GMBH MULLNER HAUPSTRABE 48 5020 SALZBURG AUSTRIA			Date Incurred: Various Nature of Claim: General Trade	X	X		580,000.00
ACCOUNT NO. MICROMATTER 4004 WESBROOK MALL VANCOUVER, BC V6T 2A3 CANADA			Date Incurred: Various Nature of Claim: General Trade				910.00
ACCOUNT NO. MIDDLEBURY SECURITIES LLC 1043 SHEEP FARM RD. WEYBRIDGE, VT 05753			Date Incurred: Various Nature of Claim: General Trade				6,000.00
ACCOUNT NO. MOUSER ELECTRONICS, INC. PO BOX 99319 FT WORTH, TX 76199-0319			Date Incurred: Various Nature of Claim: General Trade				89.23
ACCOUNT NO. MSC INDUSTRIAL SUPPLY CO. DEPT CH 0075 PALATINE, IL 60055-0075			Date Incurred: Various Nature of Claim: General Trade				439.10
ACCOUNT NO. NEOBITS, INC. 505 W. OLIVE AVENUE, STE. 315 SUNNYVALE, CA 94086			Date Incurred: Various Nature of Claim: General Trade				140.63
ACCOUNT NO. NESTLE PURE LIFE DIRECT PO BOX 856192 LOUISVILLE, KY 40285-6192			Date Incurred: Various Nature of Claim: General Trade				116.88

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
ON CONFERENCE C/O T33087U PO BOX 33087 DETROIT, MI 48232			Date Incurred: Various Nature of Claim: General Trade				596.13
ACCOUNT NO.							
PARKER HANNIFIN CORP, FILT & SEP. DIV 7975 COLLECTION CENTER DR. CHICAGO, IL 60693			Date Incurred: Various Nature of Claim: General Trade				10,738.84
ACCOUNT NO.							
PARKER PROPERTIES 1100, LTD. C/A MILBERN RAY & CO. 4831 MERLOT AVE., #320 GRAPEVINE, TX 76051			Date Incurred: Various Nature of Claim: Other Contract		X		0.00
ACCOUNT NO.							
PERSONALIZED COMMUNICATIONS, INC. PO BOX 650002 DEPT. 8005 DALLAS, TX 75265-0002			Date Incurred: Various Nature of Claim: General Trade				120.47
ACCOUNT NO.							
LEONID PESOK 131 COOLIDGE AVE., APT 325 WATERTOWN, MA 02472			Date Incurred: Various Nature of Claim: General Trade				5,925.00
ACCOUNT NO.							
PLIC - SBD GRAND ISLAND PO BOX 10372 DES MOINES, IA 50306-0372			Date Incurred: Various Nature of Claim: General Trade				3,325.22
ACCOUNT NO.							
PROTOM INTERNATIONAL, LLC 1100 PARKER SQUARE, SUITE 230 FLOWER MOUND, TX 75028-7459			Date Incurred: Various Nature of Claim: Other Contract		X		0.00
ACCOUNT NO.							
PYRAMID TECHNICAL CONSULTANTS, INC. 1050 WALTHAM ST., SUITE 200 LEXINGTON, MA 02421			Date Incurred: Various Nature of Claim: General Trade			X	67,812.00

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. R & M TECHNICAL ENTERPRISES, INC. 4725 ARLENE PL PLEASANTON, CA 94566			Date Incurred: Various Nature of Claim: General Trade				1,546.88
ACCOUNT NO. RAB PROPERTIES, LLC P.O. BOX 3445 PALOS VERDES, CA 90274			Date Incurred: Various Nature of Claim: Other Contract		X		0.00
ACCOUNT NO. REGIONS BANK BIRMINGHAM 5TH AVENUE NORTH MAIN 1900 5TH AVENUE N BIRMINGHAM, AL 35203			Date Incurred: Various Nature of Claim: General Trade				786.35
ACCOUNT NO. CRAIG RODDEN 1200 DENISE COURT LEWISVILLE, TX 75067			Date Incurred: Various Nature of Claim: General Trade				200.00
ACCOUNT NO. SCOTTSDALE INDEMNITY COMPANY ONE NATIONWIDE PLAZA COLUMBUS, OH 43215			Date Incurred: Various Nature of Claim: Executory Contract		X		0.00
ACCOUNT NO. SHAWMUT DESIGN AND CONSTRUCTION 560 HARRISON AVE. BOSTON, MA 02118			Date Incurred: Various Nature of Claim: General Trade				178,247.00
ACCOUNT NO. STAK DESIGN 1540 LUNA ROAD CARROLLTON, TX 75006			Date Incurred: Various Nature of Claim: General Trade				55,528.14
ACCOUNT NO. STORM POWER COMPONENTS 240 INDUSTRIAL PARK LANE DECATUR, TN 37322			Date Incurred: Various Nature of Claim: General Trade				311.01

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.  THE THOMPSON & LIGHTNER COMPANY, INC. 480 NEPONSET STREET, UNIT 11A CANTON , MA 02021			Date Incurred: Various Nature of Claim: General Trade				1,264.70
ACCOUNT NO.  THOMSON REUTERS(SCIENTIFIC) LLC 36588 TREASURY CENTER CHICAGO , IL 60694-6500			Date Incurred: Various Nature of Claim: General Trade				1,656.44
ACCOUNT NO.  TRI-STATE MOTOR TRANSIT P.O. BOX 113 JOPLIN, MO 64801			Date Incurred: Various Nature of Claim: General Trade				4,181.25
ACCOUNT NO.  TSOI/KOBUS & ASSOCIATES, INC. ONE BRATTLE QUARE PO BOX 9114 CAMBRIDGE, MA 02238-9114			Date Incurred: Various Nature of Claim: General Trade				829.20
ACCOUNT NO.  VAT, INC. PO BOX 418554 BOSTON, MA 02241-8554			Date Incurred: Various Nature of Claim: General Trade				1,633.60
ACCOUNT NO.  VERIZON PO BOX 15124 ALBANY , NY 12212-5124			Date Incurred: Various Nature of Claim: General Trade				1,050.01
ACCOUNT NO.  VISION SERVICE PLAN P.O. BOX 742788 LOS ANGELES, CA 90074-2788			Date Incurred: Various Nature of Claim: General Trade				367.71
ACCOUNT NO.  W.W. GRAINGER, INC. DEPT 881414049 P.O. BOX 419267 KANSAS CITY , MO 64141-6267			Date Incurred: Various Nature of Claim: General Trade				2,206.89

B 6F (Official Form 6F) (12/07) - Cont.

In re ProTom International, INC.  
Debtor

Case No. 15-32065-bjh-11  
(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. WAKEFIELD MUNICIPAL GAS & LIGHT DEPT. PO BOX 190 WAKEFIELD, MA 01880			Date Incurred: Various Nature of Claim: General Trade				1,051.25
ACCOUNT NO. TOWN OF WAKEFIELD PO BOX 269 WAKEFIELD, MA 01880-0469			Date Incurred: Various Nature of Claim: General Trade				370.19
ACCOUNT NO. WESBELL ELECTRONICS, INC. PO BOX 1690 MERRIMACK, NH 03054			Date Incurred: Various Nature of Claim: General Trade				2,010.64
ACCOUNT NO. ZAO PROTOM AKADEMICHESKIY THRUWAY #2 BUILDING 110, OFFICE #207 PROTVINO MOSCOW REGION 00014-2281 RUSSIA			Date Incurred: Various Nature of Claim: General Trade	X	X		192,907.18

<p style="text-align: right;">Total &gt;&gt; (Use only on last page of the complete Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)</p>	<p>\$ 15,247,633.30</p>
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In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. Sec. 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<p><b>CUSTOMER CONTRACTS:</b></p> <p>THE GENERAL HOSPITAL CORPORATION D/B/A MASSACHUSETTS GENERAL HOSPITAL EXEC. DIR. OF RADIATION ONCOLOGY COX 3-335 100 BLOSSOM STREET BOSTON, MA 02114-2617</p> <p>THE GENERAL HOSPITAL CORPORATION D/B/A MASSACHUSETTS GENERAL HOSPITAL EXEC. DIR. OF RADIATION ONCOLOGY COX 3-335 100 BLOSSOM STREET BOSTON, MA 02114-2617</p> <p>THE GENERAL HOSPITAL CORPORATION D/B/A MASSACHUSETTS GENERAL HOSPITAL EXEC. DIR. OF RADIATION ONCOLOGY COX 3-335 100 BLOSSOM STREET BOSTON, MA 02114-2617</p> <p>MCLAREN HEALTH CARE CORPORATION G-3235 BEECHER ROAD, SUITE B FLINT, MI 48532-3615</p> <p>MCLAREN HEALTH CARE CORPORATION G-3235 BEECHER ROAD, SUITE B FLINT, MI 48532-3615</p> <p>ATLANTIC HEALTH SYSTEM, INC. ATTN: SHEILAH O'HALLORAN, GEN. COUNSEL 475 SOUTH STREET P.O. BOX 1905 MORRISTOWN, NJ 07962-1905</p> <p>ATLANTIC HEALTH SYSTEM, INC. ATTN: SHEILAH O'HALLORAN, GEN. COUNSEL 475 SOUTH STREET P.O. BOX 1905 MORRISTOWN, NJ 07962-1905</p>	<p>PURCHASE AGREEMENT, DATED MARCH 14, 2014, AND SUBSEQUENT CHANGE ORDERS DATED AUGUST 26, 2014 AND MARCH 19, 2015.</p> <p>BUSINESS ASSOCIATE AGREEMENT, DATED MARCH 14, 2014</p> <p>SERVICE AND MAINTENANCE AGREEMENT, DATED MARCH 14, 2014</p> <p>PURCHASE AGREEMENT, DATED MARCH 12, 2010, FOR PROTON THERAPY SYSTEM, AS AMENDED MARCH 15, 2011.</p> <p>POST-WARRANTY CO-OP SERVICE AND MAINTENANCE AGREEMENT, DATED MARCH 12, 2010</p> <p>PURCHASE AGREEMENT, DATED FEBRUARY 15, 2012, FOR PROTON THERAPY SYSTEM, AS AMENDED JULY 25, 2012, AUGUST 29, 2012, SEPTEMBER 28, 2012, DECEMBER 27, 2012 AND FEBRUARY 15, 2013 AND AS SUPPLEMENTED BY THE LETTER AGREEMENT DATED OCTOBER 28, 2014</p> <p>SERVICE AND MAINTENANCE AGREEMENT, DATED FEBRUARY 15, 2012, AS AMENDED DECEMBER 27, 2012.</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

<p>NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE ON CONTRACT</p>	<p>DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT</p>
<p><b>VENDOR CONTRACTS:</b>                      FORTE AUTOMATION SYSTEMS, INC.                      8155 BURDEN ROAD                      MACHENSNEY PARK, IL 61115</p> <p>FORTE AUTOMATION SYSTEMS, INC.                      8155 BURDEN ROAD                      MACHENSNEY PARK, IL 61115</p> <p>FORTE AUTOMATION SYSTEMS, INC.                      8155 BURDEN ROAD                      MACHENSNEY PARK, IL 61115</p> <p>MEDPHOTON GMBH                      MULLNER HAUPTSTRABE 48                      5020 SALZBURG, AUSTRIA</p> <p>FORTE AUTOMATION SYSTEMS, INC.                      8155 BURDEN ROAD                      MACHENSNEY PARK, IL 61115</p> <p>MEDPHOTON GMBH                      MULLNER HAUPTSTRABE 48                      5020 SALZBURG, AUSTRIA</p> <p>FORTE AUTOMATION SYSTEMS, INC.                      8155 BURDEN ROAD                      MACHENSNEY PARK, IL 61115</p>	<p>AGREEMENT BETWEEN CONTRACTOR AND SUBCONTRACTOR, DATED MAY 1, 2014, BETWEEN PROTOM INTERNATIONAL, INC. AND FORTE AUTOMATION SYSTEMS, INC. AND SUBSEQUENT CHANGE ORDERS DATED OCTOBER 17, 2014 AND FEBRUARY 16, 2015</p> <p>BUSINESS ASSOCIATES AGREEMENT, DATED MAY 1, 2014, BY AND BETWEEN PROTOM INTERNATIONAL., INC. AND FORTE AUTOMATION SYSTEMS, INC.</p> <p>CONFIDENTIALITY AGREEMENT, DATED JANUARY 24, 2014, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND FORTE AUTOMATION SYSTEMS, INC.</p> <p>AGREEMENT BETWEEN CONTRACTOR AND SUBCONTRACTOR, DATED SEPTEMBER 12, 2014, BETWEEN PROTOM INTERNATIONAL, INC. AND MEDPHOTON GMBH PROPOSAL, QUOTE, AGREEMENT, DATED MARCH 24, 2010, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND FORTE AUTOMATION SYSTEMS, INC.</p> <p>AGREEMENT BETWEEN CONTRACTOR AND SUBCONTRACTOR, DATED SEPTEMBER 12, 2014, BETWEEN PROTOM INTERNATIONAL, INC. AND MEDPHOTON GMBH PROPOSAL, QUOTE, AGREEMENT, DATED MARCH 24, 2010, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND FORTE AUTOMATION SYSTEMS, INC.</p> <p>BUSINESS ASSOCIATES AGREEMENT, DATED SEPTEMBER 12, 2014, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND MEDPHOTON GMBH</p> <p>AGREEMENT DATED JUNE 13, 2011, BY AND BETWEEN PROTOM INTERNATIONAL, INC., FORTE AUTOMATION SYSTEMS, INC., AND MCLAREN HEATH CARE CORPORATION.</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE ON CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<p><b>VENDOR CONTRACTS (CON'T):</b>  MCLAREN HEALTH CARE CORPORATION  G-3235 BEECHER ROAD, SUITE B  FLINT, MI 48532-3615</p> <p>FORTE AUTOMATION SYSTEMS, INC.  8155 BURDEN ROAD  MACHENSNEY PARK, IL 61115</p> <p>PYRAMID TECHNICAL CONSULTANTS, INC.  1050 WALTHAM ST., SUITE 200  LEXINGTON, MA 02421</p> <p>SHAWMUT WOODWORKING &amp; SUPPLY, INC.  D/B/A SHAWMUT DESIGN &amp; CONSTRUCTION  560 HARISON AVENUE  BOSTON, MA 02118</p> <p>ACCSYS TECHNOLOGY, INC.  1177 QUARRY LANE  PLEASANTON, CA 94566</p> <p>ACCSYS TECHNOLOGY, INC.  1177 QUARRY LANE  PLEASANTON, CA 94566</p> <p>BALDWIN CRANE &amp; EQUIPMENT CORP.  232 ANDOVER STREET  WILMINGTON, MA 01887</p>	<p>AGREEMENT DATED JUNE 13, 2011, BY AND BETWEEN PROTOM INTERNATIONAL, INC., FORTE AUTOMATION SYSTEMS, INC., AND MCLAREN HEALTH CARE CORPORATION.</p> <p>PROPOSAL, QUOTE, AGREEMENT, DATED AUGUST 4, 2011, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND FORTE AUTOMATION SYSTEMS INC</p> <p>DEVELOPMENT AND DESIGN AGREEMENT, DATED AS OF NOVEMBER 29, 2011, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND PYRAMID TECHNICAL CONSULTANTS, INC.</p> <p>AGREEMENT, DATED FEBRUARY 16, 2015, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND SHAWMUT WOODWORKING &amp; SUPPLY, INC. D/B/A SHAWMUT DESIGN AND CONSTRUCTION, AND SUBSEQUENT CHANGE REQUESTS DATED APRIL 3, 2015 AND APRIL 7, 2015</p> <p>EQUIPMENT PURCHASE AGREEMENT, DATED MAY 28, 2014, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND ACCSYS TECHNOLOGY, INC.</p> <p>CONFIDENTIALITY AND NONDISCLOSURE AGREEMENT, DATED MAY 28, 2014, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND ACCSYS TECHNOLOGY, INC.</p> <p>AGREEMENT, DATED APRIL 6, 2015, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND BALDWIN CRANE AND EQUIPMENT CORPORATION</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE ON CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<p><b>OTHER CONTRACTS:</b></p> <p>PROTOM INTERNATIONAL, LLC 1100 PARKER SQUARE, SUITE 230 FLOWER MOUND, TX 75028-7459</p> <p>ZAO PROTOM AKADEMICHESKIY THRUWAY 2 BUILDING 110, OFFICE #207 PROTVINO, MOSCOW REGION, 00014-2281 RUSSIA</p> <p>PROFESSOR V.E. BALAKIN AKADEMICHESKIY THRUWAY 2 BUILDING 110, OFFICE #207 PROTVINO, MOSCOW REGION, 00014-2281 RUSSIA</p> <p>MCLAREN HEALTH CARE CORPORATION G-3235 BEECHER ROAD, SUITE B FLINT, MI 48532-3615</p> <p>PROTOM INTERNATIONAL, LLC 1100 PARKER SQUARE, SUITE 230 FLOWER MOUND, TX 75028-7459</p> <p>PARKER PROPERTIES 1100, LTD. C/O MILBERN RAY &amp; CO., 4831 MERLOT AVE., #320 GRAPEVINE, TX 76051</p>	<p>AGREEMENT AND AMENDMENT, DATED MARCH 12, 2010, BY AND AMONG PROTOM INTERNATIONAL, INC., PROTOM INTERNATIONAL, LLC, ZAO PROTOM, A CLOSED JOINT-STOCK COMPANY ESTABLISHED UNDER THE LAWS OF THE RUSSIAN FEDERATION, PROFESSOR V.E. BALAKIN, AND MCLAREN HEALTH CARE CORPORATION</p> <p>AGREEMENT AND AMENDMENT, DATED MARCH 12, 2010, BY AND AMONG PROTOM INTERNATIONAL, INC., PROTOM INTERNATIONAL, LLC, ZAO PROTOM, A CLOSED JOINT-STOCK COMPANY ESTABLISHED UNDER THE LAWS OF THE RUSSIAN FEDERATION, PROFESSOR V.E. BALAKIN, AND MCLAREN HEALTH CARE CORPORATION</p> <p>AGREEMENT AND AMENDMENT, DATED MARCH 12, 2010, BY AND AMONG PROTOM INTERNATIONAL, INC., PROTOM INTERNATIONAL, LLC, ZAO PROTOM, A CLOSED JOINT-STOCK COMPANY ESTABLISHED UNDER THE LAWS OF THE RUSSIAN FEDERATION, PROFESSOR V.E. BALAKIN, AND MCLAREN HEALTH CARE CORPORATION</p> <p>AGREEMENT AND AMENDMENT, DATED MARCH 12, 2010, BY AND AMONG PROTOM INTERNATIONAL, INC., PROTOM INTERNATIONAL, LLC, ZAO PROTOM, A CLOSED JOINT-STOCK COMPANY ESTABLISHED UNDER THE LAWS OF THE RUSSIAN FEDERATION, PROFESSOR V.E. BALAKIN, AND MCLAREN HEALTH CARE CORPORATION</p> <p>AMENDED AND RESTATED RIGHTS AGREEMENT, DATED MARCH 15, 2011, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND PROTOM INTERNATIONAL, LLC</p> <p>LEASE AGREEMENT, DATED MAY 19, 2010, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND PARKER PROPERTIES 1100, LTD., SUBSEQUENTLY PURCHASED BY RAB PROPERTIES, LLC EFFECTIVE AS OF NOVEMBER 25, 2014</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE ON CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<p><b>OTHER CONTRACTS (CON'T):</b>                      RAB PROPERTIES, LLC                      P.O. BOX 3445                      PALOS VERDES, CA 90274</p> <p>401 EDGEWATER LLC                      P.O. BOX 19479                      JOHNSTON, RI 02919</p> <p>MASSACHUSETTS INSTITUTE OF TECHNOLOGY                      CASHIER'S OFFICE NE49-3007                      77 MASSACHUSETTS AVENUE                      CAMBRIDGE, MA 02139</p> <p>KONICA MINOLTA PREMIER FINANCE                      P.O. BOX 740423                      ATLANTA, GA 30374-0423</p>	<p>LEASE AGREEMENT, DATED MAY 19, 2010, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND PARKER PROPERTIES 1100, LTD., SUBSEQUENTLY PURCHASED BY RAB PROPERTIES, LLC EFFECTIVE AS OF NOVEMBER 25, 2014</p> <p>LEASE, DATED JUNE 3, 2014, BY AND BETWEEN 401 EDGEWATER LLC AND PROTOM INTERNATIONAL, INC.</p> <p>RESEARCH AGREEMENT, EFFECTIVE OCTOBER 1, 2014, BY AND BETWEEN MASSACHUSETTS INSTITUTE OF TECHNOLOGY AND PROTOM INTERNATIONAL, INC., AND AS SUPPLEMENTED BY THE LETTER AGREEMENT DATED FEBRUARY 20, 2015.</p> <p>PREMIER ADVANTAGE AGREEMENT, BY AND BETWEEN PROTOM INTERNATIONAL, INC. AND KONICA MINOLTA BUSINESS SOLUTIONS U.S.A., INC.</p>

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY, STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
<b>INSURANCE:</b> BERKLEY NATIONAL INSURANCE COMPANY BERKLEY LIFE SCIENCES (A BERKLEY CO.) 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628	COMMERCIAL LIABILITY UMBRELLA
BERKLEY NATIONAL INSURANCE COMPANY BERKLEY LIFE SCIENCES (A BERKLEY CO.) 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628	COMMERCIAL INLAND MARINE
BERKLEY NATIONAL INSURANCE COMPANY BERKLEY LIFE SCIENCES (A BERKLEY CO.) 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628	COMMERCIAL CRIME
BERKLEY NATIONAL INSURANCE COMPANY BERKLEY LIFE SCIENCES (A BERKLEY CO.) 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628	COMMERCIAL PROPERTY
BERKLEY NATIONAL INSURANCE COMPANY BERKLEY LIFE SCIENCES (A BERKLEY CO.) 200 PRINCETON SOUTH CORPORATE CENTER SUITE 250 EWING, NJ 08628	COMMERCIAL AUTO
LIBERTY INSURANCE UNDERWRITERS, INC. 55 WATER STREET NEW YORK NY 10041	D&O EXCESS POLICY
SCOTTSDALE INDEMNITY COMPANY ONE NATIONWIDE PLAZA COLUMBUS, OH 43215	D&O POLICY

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. 112; Fed.Bankr.P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

In re ProTom International, Inc. Debtor, Case No. 15-32065 Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of (Total Shown On Summary Page Plus 1) sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: Signature: Debtor

Date: Signature: (Joint Debtor, if any)

[If joint case, both spouses must sign]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers; (3) I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting my fee from the debtor, as required by that section.

Printed or Typed Name of Bankruptcy Petition Preparer Social Security Number

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

Signature of Bankruptcy Petition Preparer Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. S 156.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the corporation [corporation or partnership] named as debtor in

this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of (Total Shown On Summary Page Plus 1) sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: 5/26/15 Signature: Stephen L. Spotts

[Print or type name of individual signing on behalf of debtor]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

The business of the Debtor is complex. While every effort has been made to make these Schedules accurate and complete, unintentional errors or omissions may exist. In the event that errors or omissions are discovered, these Schedules will be supplemented or amended, as appropriate.