

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re The SCOOTER Store Holdings, Inc.

Case No.: 13-10904-PJW
Reporting Period: April 1, 2014 to April 30, 2014

MONTHLY OPERATING REPORT

File with Court and submit copy to United States Trustee within 20 days after end of month.

Submit copy of report to any official committee appointed in the case.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
Schedule of Cash Receipts and Disbursements	MOR-1	X		
Schedule of Cash Disbursements by Legal Entity	MOR-1a	X		
Bank Account Summary	MOR-1a	X		
Declaration Regarding the Cash Disbursements Schedule	MOR-1a (DEC)			X
Schedule of Professional Fees Paid	MOR-1b	X		
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1c (DEC)			X
Copies of Bank Statements				
Cash Disbursements Journal				
Consolidated Statement of Operations	MOR-2	X		
Consolidating Statement of Operations	MOR-2	Attachment A		
Consolidated Balance Sheet	MOR-3	X		
Consolidating Balance Sheet	MOR-3	Attachment B		
Status of Postpetition Taxes	MOR-4 (DEC)			X
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period				
Summary of Unpaid Postpetition Debts	MOR-4	X		
Listing of aged accounts payable	MOR-4a	X		
Accounts Receivable Reconciliation and Aging	MOR-5	X		
Debtor Questionnaire	MOR-5	X		
Listing of Debtor Entities	Appendix A	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

/s/ Philip J. Gund
Signature of Authorized Individual*

5/20/2014
Date

Philp J. Gund

Chief Restructuring Officer

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.

MOR - 1
The SCOOTER Store
Receipts & Disbursements Report

	JP Morgan 2583 (Oper Acct.)	JP Morgan #3792 (Comm Acct)	JP Morgan #7376 (Govt Acct.)	JP Morgan #8243 (Fin)	BoFA #0512 (Aviat)	JP Morgan #7817 (Utilities)	Wells Fargo #3211 (Mgt)	Wells Fargo #2338 (Inc)	Amergy Bank#8300	Wells Fargo #6069 (Hdg)	Wells Fargo #2512 (Hdg)	Total
Beginning Book Cash												
Opening Book Balance	\$ 348,748	\$ 10,000	\$ 10,551	\$ -	\$ 4,511	\$ 1,259,555	\$ 16,276	\$ -	\$ -	\$ -	\$ -	\$ 1,649,641
Receipts												
Government Receipts	\$ -	\$ -	\$ 11,537	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 11,537
Commercial / Private receipts	\$ -	\$ 7,939	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,939
Total Lockbox Receipts	\$ -	\$ 7,939	\$ 11,537	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19,476
Receipts Transferred From Lockbox	\$ 14,980	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 14,980
Miscellaneous Receipts	\$ 10,677	\$ -	\$ -	\$ -	\$ -	\$ 155	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,832
Total Receipts	\$ 25,657	\$ 7,939	\$ 11,537	\$ -	\$ -	\$ 155	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 45,288
Disbursements												
Inventory and Freight	(300)	-	-	-	-	-	-	-	-	-	-	(300)
Payroll & Benefits	(28,252)	-	-	-	-	-	-	-	-	-	-	(28,252)
Misc. Health	-	-	-	-	-	-	-	-	-	-	-	-
Vehicle Expense	-	-	-	-	-	-	-	-	-	-	-	-
Rent	-	-	-	-	-	-	-	-	-	-	-	-
Refunds - Prepetition (See FN 4)	-	-	-	-	-	-	-	-	-	-	-	-
Refunds - Postpetition	-	-	-	-	-	-	-	-	-	-	-	-
Utilities	-	-	-	-	-	-	-	-	-	-	-	-
Communication	-	-	-	-	-	-	-	-	-	-	-	-
Taxes	-	-	-	-	-	-	-	-	-	-	-	-
Insurance	-	-	-	-	-	-	-	-	-	-	-	-
Bank Charge	(2,464)	-	-	-	-	(50)	(5)	-	-	-	-	(2,519)
CMS ERP	-	-	-	-	-	-	-	-	-	-	-	-
Advertising	-	-	-	-	-	-	-	-	-	-	-	-
Other	(6,213)	-	-	-	-	-	-	-	-	-	-	(6,213)
Voided Checks	2,379	-	-	-	-	-	-	-	-	-	-	2,379
Total Operating Disbursements	(34,850)	-	-	-	-	(50)	(5)	-	-	-	-	(34,905)
Non-Operating Disbursements												
OC Professional Fees	-	-	-	-	-	-	-	-	-	-	-	-
Professional Fees	(199,134)	-	-	-	-	-	-	-	-	-	-	(199,134)
Critical Vendor Payments	-	-	-	-	-	-	-	-	-	-	-	-
Chapter 11 Filing Fees	(27,950)	-	-	-	-	-	-	-	-	-	-	(27,950)
Utility Adequate Assurance Payment	-	-	-	-	-	-	-	-	-	-	-	-
Cash Collateralize L/C's	-	-	-	-	-	-	-	-	-	-	-	-
KEBP / Severance	-	-	-	-	-	-	-	-	-	-	-	-
DIP interest and closing fees	-	-	-	-	-	-	-	-	-	-	-	-
Other Non-Operating	-	-	-	-	-	-	-	-	-	-	-	-
Total Non-Operating Disbursements	(227,084)	-	-	-	-	-	-	-	-	-	-	(227,084)
Operating Cash Flow	\$ (236,277)	\$ 7,939	\$ 11,537	\$ -	\$ -	\$ 105	\$ (5)	\$ -	\$ -	\$ -	\$ -	\$ (216,701)
Term Loan Paydown	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to Operating Account	-	(3,236)	(11,774)	-	-	-	-	-	-	-	-	(15,010)
Net Cash Flow	(236,277)	4,703	(237)	-	-	105	(5)	-	-	-	-	(231,711)
Closing Book Balance	\$ 112,471	\$ 14,703	\$ 10,314	\$ -	\$ 4,511	\$ 1,259,660	\$ 16,271	\$ -	\$ -	\$ -	\$ -	\$ 1,417,930
Outstanding Checks	271,247	-	-	-	-	-	-	-	-	-	-	271,247
Ending Cash Balance (Bank)	\$ 383,717	\$ 14,703	\$ 10,314	\$ -	\$ 4,511	\$ 1,259,660	\$ 16,271	\$ -	\$ -	\$ -	\$ -	\$ 1,689,177
Total Operating Disbursements	(34,850)	-	-	-	-	(50)	(5)	-	-	-	-	(34,905)
Term Loan Paydown	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to Operating Account	-	(3,236)	(11,774)	-	-	-	-	-	-	-	-	(15,010)
Non-Operating Disbursements	-	-	-	-	-	-	-	-	-	-	-	-
Less: Intercompany transfers	-	3,236	11,774	-	-	-	-	-	-	-	-	15,010
Total Disbursements Before Professional Fees	(34,850)	\$ 3,236	\$ 11,774	\$ -	\$ -	\$ (50)	\$ (5)	\$ -	\$ -	\$ -	\$ -	(34,905)
Professional Fees	(199,134)	-	-	-	-	-	-	-	-	-	-	(199,134)
Total Disbursements	(233,984)	\$ 3,236	\$ 11,774	\$ -	\$ -	\$ (50)	\$ (5)	\$ -	\$ -	\$ -	\$ -	(234,039)

Note:

- Bank of America account no. #8667 is a non-active account held by The SCOOTER Store Ltd. (13-10981) with a zero balance. The Debtor no longer receives bank statements for this account and is in the process of closing this account. This account is not listed in the above report.
- Wells Fargo account #2346 and #5710 have been closed and are not listed in the above report.
- As of the filing date of this MOR, the debtors have not received bank statements for Wells Fargo accounts #3211. Apart from bank fees and interest, no other activity occurred during the reporting period. The debtors have estimated bank fees for this period and will adjust in subsequent MOR for any variance.
- Pursuant to Debtors' Motion for an Order Authorizing the Debtors to Honor Certain Prepetition Customer Obligations and to Continue Prepetition Customer Programs and Practices in the Ordinary Course of Business [D.I. 9] and subsequent Order granting the motion [D.I. 38], Debtors paid prepetition obligations arising under its customer program in the ordinary course of business. The Order set forth an aggregate amount authorized to be paid not to exceed \$325,000. The chart below list the aggregate prepetition customer refunds paid in the current and each prior operating month. The Debtors will submit an amended customer program motion seeking to honor prepetition customer obligations paid or to be paid in excess of \$325,000.

Customer Refund Paid	
Month of Payment	Amount
April-13	75,561.50
May-13	252,474.44
June-13	106,920.51
July-13	46,355.67
August-13	2,416.95
September-13	6,610.60
October-13	-
TOTAL	490,339.67

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR - 1a
Schedule of Cash Disbursements by Legal Entity
For period April 1, 2014 to April 30, 2014

	JP Morgan #2583	JP Morgan #3792	JP Morgan #7376	JP Morgan #8243 (Fin)	BofA #0512 (Aviat)	JP Morgan #7817 (Utilities)	Wells Fargo #3211 (Mgt)	Wells Fargo #2338 (Inc)	Ameryg Bank #8300	Wells Fargo #6069 (Hdg)	Wells Fargo #2512 (Hdg)
Total Disbursement from MOR-1	34,850.16	-	-	-	-	50.00	5.00	-	-	-	-
Professional Fees from MOR-1	199,134.06	-	-	-	-	-	-	-	-	-	-

Case Name	Case Number	Bank Account #	Actual Disbursements	Disbursement Ratio by Entity (before Professional Fees) [1]	Pro-Rata Disbursements of case 13-10981	Pro-Rata of case 13-10981 Professional Fees ¹	Total Disbursements by Debtor
The SCOOTER Store Holdings, Inc.	13-10904-PJW	Wells Fargo #6069 Wells Fargo #2512	-	0.0000000%	-	-	-
The SCOOTER Store - Albuquerque, L.L.C.	13-10907-PJW		-	0.5419533%	189.14	1,079.21	1,268.36
The SCOOTER Store - Atlanta, L.L.C.	13-10908-PJW		-	0.6814747%	237.84	1,357.05	1,594.88
The SCOOTER Store - Baltimore, L.L.C.	13-10909-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Austin, LTD	13-10910-PJW		-	0.6262600%	218.57	1,247.10	1,465.66
The SCOOTER Store - Baton Rouge, L.L.C.	13-10911-PJW		-	0.5110214%	178.35	1,017.62	1,195.96
The SCOOTER Store - Birmingham, L.L.C.	13-10912-PJW		-	0.4240943%	148.01	844.52	992.53
The SCOOTER Store - Boca Raton, L.L.C.	13-10913-PJW		-	0.5849338%	204.14	1,164.80	1,368.95
The SCOOTER Store - Boston, L.L.C.	13-10914-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Charleston, L.L.C.	13-10915-PJW		-	0.5828778%	203.43	1,160.71	1,364.13
The SCOOTER Store - Charlotte, L.L.C.	13-10916-PJW		-	0.5375271%	187.60	1,070.40	1,258.00
The SCOOTER Store - Chicago, L.L.C.	13-10917-PJW		-	0.6906416%	241.04	1,375.30	1,616.34
The SCOOTER Store - Concord, L.L.C.	13-10918-PJW		-	0.6983656%	243.73	1,390.68	1,634.41
The SCOOTER Store - Dallas, LTD	13-10919-PJW		-	0.7830480%	273.29	1,559.32	1,832.60
The SCOOTER Store - Dayton, L.L.C.	13-10920-PJW		-	0.6039061%	210.76	1,202.58	1,413.35
The SCOOTER Store - Denver, L.L.C.	13-10921-PJW		-	0.5899982%	205.91	1,174.89	1,380.80
The SCOOTER Store - Des Moines, L.L.C.	13-10922-PJW		-	0.7303954%	254.91	1,454.47	1,709.38
The SCOOTER Store - Detroit, L.L.C.	13-10923-PJW		-	0.6165725%	215.18	1,227.81	1,442.99
The SCOOTER Store - Grand Rapids, L.L.C.	13-10924-PJW		-	0.4765409%	166.31	948.96	1,115.27
The SCOOTER Store - Green Bay, L.L.C.	13-10925-PJW		-	0.5209482%	181.81	1,037.39	1,219.20
The SCOOTER Store - Greenville, L.L.C.	13-10926-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Hartford, L.L.C.	13-10927-PJW		-	0.5261359%	183.62	1,047.72	1,231.34
The SCOOTER Store - Houston, LTD	13-10929-PJW		-	0.3085485%	107.68	614.43	722.11
The SCOOTER Store - Indianapolis, L.L.C.	13-10930-PJW		-	0.5855841%	204.37	1,166.10	1,370.47
The SCOOTER Store - Jackson, L.L.C.	13-10931-PJW		-	0.3967574%	138.47	790.08	928.55
The SCOOTER Store - Jacksonville, L.L.C.	13-10932-PJW		-	0.4678077%	163.27	931.56	1,094.83
The SCOOTER Store - Kansas City, L.L.C.	13-10933-PJW		-	0.7354664%	256.68	1,464.56	1,721.24
The SCOOTER Store - Knoxville, L.L.C.	13-10934-PJW		-	0.7145924%	249.39	1,423.00	1,672.39
The SCOOTER Store - Las Vegas, L.L.C.	13-10935-PJW		-	0.3937674%	137.43	784.13	921.55
The SCOOTER Store - Levittown, L.L.C.	13-10936-PJW		-	0.8227198%	287.13	1,638.32	1,925.45
The SCOOTER Store - Lincoln, L.L.C.	13-10937-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Little Rock, L.L.C.	13-10938-PJW		-	0.5675466%	198.07	1,130.18	1,328.25
The SCOOTER Store - Los Angeles, L.L.C.	13-10939-PJW		-	0.7753987%	270.62	1,544.08	1,814.70
The SCOOTER Store - Louisville, L.L.C.	13-10940-PJW		-	0.5598149%	195.38	1,114.78	1,310.16
The SCOOTER Store - Lubbock, LTD	13-10941-PJW		-	0.4613610%	161.02	918.73	1,079.74
The SCOOTER Store - Madison, L.L.C.	13-10942-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Minneapolis, L.L.C.	13-10944-PJW		-	0.6952927%	242.66	1,384.56	1,627.22
The SCOOTER Store - Mobile, L.L.C.	13-10945-PJW		-	0.7880497%	275.03	1,569.28	1,844.31
The SCOOTER Store - Nashville, L.L.C.	13-10946-PJW		-	0.4756676%	166.01	947.22	1,113.23
The SCOOTER Store - Oklahoma City, L.L.C.	13-10947-PJW		-	0.6158573%	214.94	1,226.38	1,441.32
The SCOOTER Store - Orlando, L.L.C.	13-10948-PJW		-	1.0748207%	375.11	2,140.33	2,515.45
The SCOOTER Store - Paterson, L.L.C.	13-10949-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Philadelphia, L.L.C.	13-10951-PJW		-	0.6085547%	212.39	1,211.84	1,424.23
The SCOOTER Store - Phoenix, L.L.C.	13-10952-PJW		-	0.5270752%	183.95	1,049.59	1,233.54
The SCOOTER Store - Pittsburgh, L.L.C.	13-10953-PJW		-	0.6320495%	220.59	1,258.63	1,479.21
The SCOOTER Store - Portland, L.L.C.	13-10954-PJW		-	0.8246735%	287.81	1,642.21	1,930.02
The SCOOTER Store - Raleigh Durham, L.L.C.	13-10955-PJW		-	0.5503991%	192.09	1,096.03	1,288.12
The SCOOTER Store - Richmond, L.L.C.	13-10956-PJW		-	0.8075021%	281.82	1,608.01	1,889.83
The SCOOTER Store - Rochester, L.L.C.	13-10957-PJW		-	0.5005691%	174.70	996.80	1,171.50
The SCOOTER Store - Sacramento, L.L.C.	13-10958-PJW		-	0.7138089%	249.12	1,421.44	1,670.56
The SCOOTER Store - Salt Lake City, L.L.C.	13-10959-PJW		-	0.4606025%	160.75	917.22	1,077.97
The SCOOTER Store - San Antonio, LTD	13-10960-PJW		-	0.6098467%	212.84	1,214.41	1,427.25
The SCOOTER Store - San Diego, L.L.C.	13-10961-PJW		-	0.5119531%	178.67	1,019.47	1,198.15
The SCOOTER Store - San Francisco, L.L.C.	13-10962-PJW		-	0.5651395%	197.23	1,125.39	1,322.62
The SCOOTER Store - Schenectady, L.L.C.	13-10963-PJW		-	0.4496748%	156.94	895.46	1,052.39
The SCOOTER Store - Seattle, L.L.C.	13-10964-PJW		-	0.5346497%	186.59	1,064.67	1,251.26
The SCOOTER Store - Shreveport, L.L.C.	13-10965-PJW		-	0.4516203%	157.62	899.33	1,056.95
The SCOOTER Store - Springfield, L.L.C.	13-10966-PJW		-	0.4348419%	151.76	865.92	1,017.68
The SCOOTER Store - St. Louis, L.L.C.	13-10967-PJW		-	0.5362947%	187.17	1,067.95	1,255.11
The SCOOTER Store - Toledo, L.L.C.	13-10968-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - Tulsa, L.L.C.	13-10969-PJW		-	0.0000000%	-	-	-
The SCOOTER Store - West Virginia, L.L.C.	13-10970-PJW		-	0.5104232%	178.14	1,016.43	1,194.56
The SCOOTER Store - Wichita, L.L.C.	13-10972-PJW		-	0.0716432%	25.00	142.67	167.67
The SCOOTER Store - Wilkes-Barre, L.L.C.	13-10973-PJW		-	0.3913972%	136.60	779.41	916.00
The SCOOTER Store - USA, Inc.	13-10975-PJW	Wells Fargo #2346	-	0.0000000%	-	-	-
The SCOOTER Store, Inc.	13-10974-PJW	Wells Fargo #2338	-	0.0000000%	-	-	-
The SCOOTER Store - Development, L.L.C.	13-10976-PJW		-	0.0000000%	-	-	-
The SCOOTER Store Financial Services, L.L.C.	13-10977-PJW	JP Morgan #8243	-	0.0000000%	-	-	-
The SCOOTER Store Aviation, L.L.C.	13-10978-PJW	Bank of America #0512	-	0.0000000%	-	-	-
TSS Management Company, Inc.	13-10979-PJW	Wells Fargo #3211	5.00	0.0000000%	-	-	5.00
TSS Investments, Inc.	13-10980-PJW	Wells Fargo #5710	-	0.0000000%	-	-	-
The Scooter Store, LTD.	13-10981-PJW	Ameryg Bank #8300 Bank of America #8667 JP Morgan #7376 JP Morgan #3792 JP Morgan #2583 JP Morgan #7817	234,034.22	68.1415333%	23,781.50	135,693.00	159,474.51
TOTAL			234,039.22	100.0000000%	34,900.16	199,134.06	234,039.22

MOR - 1a
Schedule of Cash Disbursements by Legal Entity
For period April 1, 2014 to April 30, 2014

Estimated Disbursement Methodology

1. Disbursements for the distribution center Debtors were estimated based on estimated direct costs for salaries and wages, rent and utilities and historical allocated indirect costs for vehicle expense, communications and insurance. Direct costs were based on lease agreements for each facility, actual staffing and historical spend for utilities. Estimates for indirect costs were based on historical cost allocations to these Debtors, adjusted for forecasted changes in the business spending to reflect scaled-down operations. A detailed liquidation cost model, which reflects forecasted spending set forth in the Debtor-in-Possession Financing Budget, was developed by distribution center Debtor to capture these cost estimates.
2. Total disbursements, which will be made out of one primary disbursement account, have been estimated based on the forecasted disbursements set forth in the Debtor-in-Possession Financing Budget, and all costs (excluding forecasted professional fees) not directly associated with the distribution center Debtors have been reflected as Scooter Store LTD disbursements.
3. The allocation percentages in the column marked (1) above have been calculated for each Debtor and will be used in each monthly operating report to allocate actual total disbursements from The Scooter Store, Ltd bank account (excluding professional fees) to the respective Debtors.
4. For each monthly operating report, the percentage of the allocated disbursements, including any actual disbursements identified to a Debtor not accounted by Scooter Store Ltd, will be used to allocate professional fees paid during the reporting period to each Debtor.
5. United States Trustee Fees will be calculated based on the total disbursements allocated to the Debtors. It should be noted that the Debtors do not push down cost allocations to the various Debtor entities on a monthly basis, and that the amounts set forth in the monthly operating report will be used solely for the purpose of calculating such fees.

MOR - 1A. SUMMARY SCHEDULE OF CASH

ENDING BALANCES FOR THE PERIOD:

Operating Account - JP Morgan #2583	\$383,717.30
Cash Receipt - JP Morgan #3792	\$14,703.00
Cash Receipt - JP Morgan #7376	\$10,314.00
TSS Financial Services - JP Morgan #8243	\$0.00
Employee Benefit Plan - BofA #8667	\$0.00
Utilities Account - JP Morgan #7817	\$1,259,660.41
TSS Investments, Inc. - Wells Fargo #5710	\$0.00
TSS Management Company, Inc. - Wells Fargo #3211	\$16,270.73
The SCOOTER Store Aviation, L.L.C.- BofA #0512	\$4,511.25
The SCOOTER Store, Inc. - Wells Fargo #2338	\$0.00
The SCOOTER Store - USA, Inc. - Wells Fargo #2346	\$0.00
The SCOOTER Store, LTD - Amergy Bank #8300	\$0.00
Letter of Credit - Wells Fargo #6069	\$0.00
Letter of Credit - Wells Fargo #2512	\$0.00

TOTAL CASH AVAILABLE:

\$1,689,176.69

Note: Bank balances may be different from cash balance in Balance Sheet due to timing of bank reconciliations.

MOR - 1a
Declaration Regarding the Cash Disbursement Schedule
For period April 1, 2014 to April 30, 2014

Philp J. Gund hereby declares under penalty of perjury:

1. I am Chief Restructuring Officer for The Scooter Store Holdings, Inc., *et. al.*, the above-captioned debtors and debtors in possession (collectively, the "Debtors").
2. The Debtors submit this Declaration regarding cash disbursements in lieu of providing copies of the cash disbursement schedule.
3. All statements in the Declaration are based on my personal knowledge, my review of the relevant documents, or my discussions with a contractor employed by the Company, a former employee of the Debtors. I am authorized to submit this Declaration on behalf of the Debtors (as listed in Appendix A).
4. The Debtors have, on a timely basis, disbursed approximately \$234,039.22 for post-petition and allowable pre-petition amounts for the period April 1, 2014 to April 30, 2014. Copies of the cash disbursement schedules are available for inspection upon request by the Office of the United States Trustee.

Dated: 5/20/2014

Philip J. Gund, Chief Restructuring Officer

/s/ Philip J. Gund

In re The SCOOTER Store Holdings, Inc.
Debtor

Case No. 13-10904-PJW
Reporting Period: April 1, 2014 to April 30, 2014

MOR - 1b
SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID
This schedule is to include all retained professional payments from case inception to current month.

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date	
				Number	Date	Fees	Expenses	Fees	Expenses
CBIZ OPERATIONS, INC	11/1/2013 - 12/31/2013	\$2,915.50	Debtor	325798	4/28/2014	\$2,332.40	\$0.00	\$102,221.96	\$0.00
CBIZ OPERATIONS, INC	Qtr 20% holdback Nov - Dec	\$583.10	Debtor	325810	4/28/2014	\$583.10	\$0.00	\$102,805.06	\$0.00
COOLEY, LLP	1/01/2014 - 2/28/2014	\$6,697.40	Debtor	325799	4/28/2014	\$5,346.80	\$13.90	\$380,839.40	\$380.37
COOLEY, LLP	Qtr 20% holdback Nov - Jan	\$3,227.30	Debtor	325808	4/28/2014	\$3,227.30	\$0.00	\$384,066.70	\$380.37
COUSINS CHIPMAN & BROWN, LLP	2/01/2014 - 2/28/2014	\$4,415.52	Debtor	325800	4/28/2014	\$3,012.80	\$649.52	\$71,164.40	\$5,276.98
COUSINS CHIPMAN & BROWN, LLP	Qtr 20% holdback Dec	\$1,526.30	Debtor	325809	4/28/2014	\$1,526.30	\$0.00	\$72,690.70	\$5,276.98
EPIQ SYSTEMS (Claims & Noticing)	2/01/2014 - 3/31/2014	\$17,252.97	Debtor	325801	4/28/2014	\$17,252.97	\$0.00	\$144,825.67	\$42,337.93
EPIQ SYSTEMS (Bankruptcy Administration)	1/01/2014 - 2/28/2014	\$4,023.20	Debtor	325801	4/28/2014	\$3,218.56	\$0.00	\$129,807.86	\$9,589.37
EPIQ SYSTEMS (Bankruptcy Administration)	Qtr 20% holdback Nov - Jan	\$1,659.16	Debtor	325807	4/28/2014	\$1,659.16	\$0.00	\$131,467.02	\$42,337.93
FULBRIGHT & JAWORSKI, LLP	11/01/2013 - 1/31/2014	\$3,111.10	Debtor	325802	4/28/2014	\$2,483.28	\$7.00	\$158,435.54	\$2,952.56
FULBRIGHT & JAWORSKI, LLP	Qtr 20% holdback Nov - Jan	\$620.82	Debtor	325806	4/28/2014	\$620.82	\$0.00	\$159,056.36	\$2,952.56
MORGAN LEWIS & BOCKIUS, LLP	1/01/2014 - 2/28/2014	\$74,436.00	Debtor	325803	4/28/2014	\$59,272.80	\$345.00	\$776,321.88	\$8,576.18
MORGAN LEWIS & BOCKIUS, LLP	Qtr 20% holdback Nov - Jan	\$30,114.60	Debtor	325805	4/28/2014	\$30,114.60	\$0.00	\$806,436.48	\$8,576.18
YOUNG CONAWAY STARGATT & TAYLOR, LLP	1/01/2014 - 2/28/2014	\$51,747.95	Debtor	325804	4/28/2014	\$40,634.40	\$954.95	\$738,561.50	\$13,794.44
YOUNG CONAWAY STARGATT & TAYLOR, LLP	Qtr 20% holdback Nov - Jan	\$25,878.40	Debtor	325811	4/28/2014	\$25,878.40	\$0.00	\$764,439.90	\$13,794.44

Note: Professional fees consist of payments to Epiq Systems for claims and noticing services which are paid in the ordinary course of business and are not subject to 20% hold-back.

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR - 1c

**Declaration Regarding the cash Disbursement Schedule
For period April 1, 2014 to April 30, 2014**

Philip J. Gund hereby declares under penalty of perjury:

1. I am Chief Restructuring Officer for The Scooter Store Holdings, Inc., *et. al.*, the above-captioned debtors and debtors in possession (collectively, the "Debtors"). I am familiar with the Debtors' day-to-day operations, business affairs and books and records.
2. All statements in the Declaration are based on my personal knowledge, my review of the relevant documents, or my discussions with a contractor employed by the Company, a former employee of the Debtors. I am authorized to submit this Declaration on behalf of the Debtors (as listed in Appendix A).
3. To the best of my knowledge, all of the Debtors' bank balances are reconciled in an accurate and timely manner.

Dated: 5/20/2014

Philip J. Gund, Chief Restructuring Officer

/s/ Philip J. Gund _____

THE SCOOTER STORE

CONSOLIDATED STATEMENT OF OPERATIONS

MONTH ENDED APRIL 30, 2014

(Unaudited)

	MONTH
	Apr-14
	Actual
Net sales	-
Cost of sales	-
Gross profit	-
Operating expenses:	
Salaries and related costs	9,000
Advertising	-
Bad debts	(28,663)
Professional fees	124,599
Vehicle	-
Depreciation and amortization	-
Repairs and maintenance	-
Communications	-
Rent	3,834
Other (See Continuation Sheet)	29,307
Reduction in workforce charges	
Claims repayment agreement	
Total operating expenses	138,077
Operating income	(138,077)
Other income (expense):	
Interest expense	(364,028)
Interest income	155
Other (See Continuation Sheet)	-
Income before income taxes	(501,950)
Income tax expense:	
State	
Net income (loss)	\$ (501,950)
Adjusted EBITDA	\$ (138,077)

Note: The Debtors prepare a Consolidating Statement of Operations on a quarterly basis. The Consolidating Statement of Operations (Attachment A) is for the quarter ended 3/31/2014.

In re The SCOOTER Store Holdings, Inc.
Debtor

Case No. 13-10904-PJW

STATEMENT OF OPERATIONS - continuation sheet

BREAKDOWN OF "OTHER" CATEGORY		Apr-14
Other Expenses		
Supplies & Equipment		-
Travel & Entertainment		-
Insurance - Property & Liability		-
Utilities		(1,320.00)
Postage & Shipping		302.00
Franchise & Property Tax		-
Licenses & Permits		-
Dues & Subscriptions		-
Moving & Relocation		-
Building Security		-
Customer Relations		-
Janitorial Services & Products		-
Penalties Expense		-
Other Operating Expense		30,325.00
Bank & Credit Card Charges		-
Sales Tax		-
Discounts Taken		-
Gain or Loss on Sale of Assets (See Notes)		-
Partnership Income-NB Off LTD		-
Other Income		-
	Total	29,307.00

THE SCOOTER STORE

CONSOLIDATED BALANCE SHEET

4/30/2014

(Unaudited)

	<u>Apr-14</u> <u>Actual</u>
Assets	
Currents Assets	
Cash and cash equivalents	\$ 404,564
Trade accounts receivable, net of allowance for doubtful accounts	-
Net investment in sales-type leases	-
Inventories	-
Prepays and other	22,189
Cash - restricted	<u>1,284,677</u>
Total current assets	<u>1,711,430</u>
Property and equipment, net of depreciation	-
Deposits	8,025
Deferred tax asset	305,385
Deferred advertising	
Capitalized Debt Costs	
Investment in Partnerships	
Cash - restricted	
Total other assets	<u>313,410</u>
	<u>\$ 2,024,840</u>
Liabilities and Stockholders' Equity	
Current Liabilities	
Book overdraft	\$ 271,247
Accounts payable	14,554
Accrued liabilities	632,619
Refunds due	
Note payable to shareholder	
Line of credit, net of discount	
Current portion of long-term debt	
Current portion of lease obligations	
Current portion of CMS claims repayment	
Deferred tax liability	6,892,227
Other current liabilities	
Total current liabilities	<u>7,810,647</u>
Senior term loan, net of discount	
Subordinated debt, net of discount	42,638,245
Long-term debt, less current portion	
Capital lease obligations, less current portion	
CMS claims repayment	18,332,833
Deferred grant and lease incentives	
Liabilities Subject to Compromise	51,515,311
Accrued interest on subordinated debt	
Warrant and Class A Share	
Total liabilities	<u>120,297,036</u>
Stockholders' Equity	
Common stock	10
Additional paid-in capital	26,932,413
Treasury Stock	(557,765)
Retained earnings (deficit)	<u>(144,646,854)</u>
Total stockholders' equity	<u>(118,272,196)</u>
	<u>\$ 2,024,840</u>

Note: The Debtors prepare a Consolidating Balance Sheet on a quarterly basis.
The following Consolidating Balance Sheet (Attachment B) is as of quarter ending 3/31/201.

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR - 4

**Declaration Regarding Status of Postpetition Taxes
For period April 1, 2014 to April 30, 2014**

Philip J. Gund hereby declares under penalty of perjury:

1. I am Chief Restructuring Officer for The Scooter Store Holdings, Inc., *et. al.*, the above-captioned debtors and debtors in possession (collectively, the "Debtors"). I am familiar with the Debtors' day-to-day operations, business affairs and books and records.
2. All statements in the Declaration are based on my personal knowledge, my review of the relevant documents, or my discussions with a contractor employed by the Company, a former employee of the Debtors. I am authorized to submit this Declaration on behalf of the Debtors (as listed in Appendix A).
3. To the best of my knowledge, all of the Debtors have filed all necessary federal, state and local tax returns and made all required post-petition tax payments in connection therewith on a timely basis or have promptly remedied any late filing or payments that may have occurred due to unintentional oversight.

Dated: 5/20/2014

Philip J. Gund, Chief Restructuring Officer

 /s/ Philip J. Gund _____

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR-4 CONT.
SUMMARY OF UNPAID POSTPETITION DEBTS

Attach aged listing of accounts payable.

	Number of Days Past Due					Total
	Current	1-30	31-60	61-90	Over 90	
Advertising	0.00	0.00	0.00	0.00	0.00	0.00
Employee Benefits & Reimbursements	0.00	0.00	0.00	0.00	0.00	0.00
Inventory & Freight	0.00	0.00	0.00	0.00	(47.00)	(47.00)
Overhead	0.00	0.00	0.00	0.00	(0.45)	(0.45)
Professional Fees	14,780.68	0.00	0.00	0.00	0.00	14,780.68
Refunds	0.00	0.00	0.00	0.00	0.00	0.00
Taxes	0.00	0.00	0.00	0.00	0.00	0.00
Utilities	0.00	0.00	0.00	0.00	(179.42)	(179.42)
Vehicles	0.00	0.00	0.00	0.00	0.00	0.00
Other	0.00	0.00	0.00	0.00	0.00	0.00
Total Postpetition Debts	14,780.68	0.00	0.00	0.00	(226.87)	14,553.81

Note: Accrued Professional fees are 20% holdback of professional's monthly fees.

MOR - 4 CONTINUATION SHEET
 AGED LISTING OF ACCOUNTS PAYABLE

Vendor ID:	Name:	Class ID:	Due	Current Period	31 - 45 Days	46 - 60 Days	61- 90 Days	91 & Over
P1584	BESTCARE, LLC	INVENTORY	(47.00)	-	-	-	-	(47.00)
P2518	COOLEY, LLP	LEGAL	611.90	611.90	-	-	-	-
P2531	COUSINS CHIPMAN & BROWN, LLP	LEGAL	753.20	753.20	-	-	-	-
P1761	CRYSTAL SPRINGS 14516524321786	WATER VDRS	(0.45)	-	-	-	-	(0.45)
P2437	EPIQ SYSTEMS	PROFESSION	346.68	346.68	-	-	-	-
P2436	MORGAN LEWIS & BOCKIUS, LLP	LEGAL	7,216.80	7,216.80	-	-	-	-
P1807	SOURCEGAS ARKANSAS, INC	UTILITIES	(0.62)	-	-	-	-	(0.62)
P2281	VERIZON	PHONES	(178.80)	-	-	-	-	(178.80)
P2246	YOUNG CONAWAY STARGATT & TAYLOR, LLP	LEGAL	5,852.10	5,852.10	-	-	-	-
			<u>14,553.81</u>	<u>14,780.68</u>	-	-	-	<u>(226.87)</u>

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR - 5
ACCOUNTS RECEIVABLE RECONCILIATION AND AGING

Accounts Receivable Reconciliation	Amount
Total Accounts Receivable at the beginning of the reporting period	21,029,204.89
+ Amounts billed during the period	-
- Amounts collected during the period	-
Total Accounts Receivable at the end of the reporting period	\$21,029,204.89
Accounts Receivable Aging	Amount
0 - 30 days old	-
31 - 60 days old	-
61 - 90 days old	-
91+ days old	\$21,029,204.89
Total Accounts Receivable	\$21,029,204.89
Unapplied Payments	(4,371,401.50)
Amount considered uncollectible (Bad Debt) and Reclass Credit Balances	(\$16,657,803.39)
Accounts Receivable (Net)	\$0.00

Note:

1. All Medicare related AR (primary, secondary, or tertiary) was written off and remaining AR is fully reserved.

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

MOR - 5 CONT.
Debtor Questionnaire

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		X
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened, provide the required documentation pursuant to the Delaware Local Rule 4001-3.		X

In re The SCOOTER Store Holdings, Inc.

Chapter 11

Debtor

Case No. 13-10904-PJW

Appendix A
Listing of Debtor Entities

Case Name	Case Number
The SCOOTER Store Holdings, Inc.	13-10904-PJW
The SCOOTER Store - Albuquerque, L.L.C.	13-10907-PJW
The SCOOTER Store - Atlanta, L.L.C.	13-10908-PJW
The SCOOTER Store - Austin, LTD.	13-10909-PJW
The SCOOTER Store - Baltimore, L.L.C.	13-10910-PJW
The SCOOTER Store - Baton Rouge, L.L.C.	13-10911-PJW
The SCOOTER Store - Birmingham, L.L.C.	13-10912-PJW
The SCOOTER Store - Boca Raton, L.L.C.	13-10913-PJW
The SCOOTER Store - Boston, L.L.C.	13-10914-PJW
The SCOOTER Store - Charleston, L.L.C.	13-10915-PJW
The SCOOTER Store - Charlotte, L.L.C.	13-10916-PJW
The SCOOTER Store - Chicago, L.L.C.	13-10917-PJW
The SCOOTER Store - Concord, L.L.C.	13-10918-PJW
The SCOOTER Store - Dallas, LTD	13-10919-PJW
The SCOOTER Store - Dayton, L.L.C.	13-10920-PJW
The SCOOTER Store - Denver, L.L.C.	13-10921-PJW
The SCOOTER Store - Des Moines, L.L.C.	13-10922-PJW
The SCOOTER Store - Detroit, L.L.C.	13-10923-PJW
The SCOOTER Store - Grand Rapids, L.L.C.	13-10924-PJW
The SCOOTER Store - Green Bay, L.L.C.	13-10925-PJW
The SCOOTER Store - Greenville, L.L.C.	13-10926-PJW
The SCOOTER Store - Hartford, L.L.C.	13-10927-PJW
The SCOOTER Store - Houston, LTD	13-10929-PJW
The SCOOTER Store - Indianapolis, L.L.C.	13-10930-PJW
The SCOOTER Store - Jackson, L.L.C.	13-10931-PJW
The SCOOTER Store - Jacksonville, L.L.C.	13-10932-PJW
The SCOOTER Store - Kansas City, L.L.C.	13-10933-PJW
The SCOOTER Store - Knoxville, L.L.C.	13-10934-PJW
The SCOOTER Store - Las Vegas, L.L.C.	13-10935-PJW
The SCOOTER Store - Levittown, L.L.C.	13-10936-PJW
The SCOOTER Store - Lincoln, L.L.C.	13-10937-PJW
The SCOOTER Store - Little Rock, L.L.C.	13-10938-PJW
The SCOOTER Store - Los Angeles, L.L.C.	13-10939-PJW
The SCOOTER Store - Louisville, L.L.C.	13-10940-PJW
The SCOOTER Store - Lubbock, LTD	13-10941-PJW
The SCOOTER Store - Madison, L.L.C.	13-10942-PJW
The SCOOTER Store - Minneapolis, L.L.C.	13-10944-PJW
The SCOOTER Store - Mobile, L.L.C.	13-10945-PJW
The SCOOTER Store - Nashville, L.L.C.	13-10946-PJW
The SCOOTER Store - Oklahoma City, L.L.C.	13-10947-PJW
The SCOOTER Store - Orlando, L.L.C.	13-10948-PJW
The SCOOTER Store - Paterson, L.L.C.	13-10949-PJW
The SCOOTER Store - Philadelphia, L.L.C.	13-10951-PJW
The SCOOTER Store - Phoenix, L.L.C.	13-10952-PJW
The SCOOTER Store - Pittsburgh, L.L.C.	13-10953-PJW
The SCOOTER Store - Portland, L.L.C.	13-10954-PJW
The SCOOTER Store - Raleigh Durham, L.L.C.	13-10955-PJW
The SCOOTER Store - Richmond, L.L.C.	13-10956-PJW
The SCOOTER Store - Rochester, L.L.C.	13-10957-PJW
The SCOOTER Store - Sacramento, L.L.C.	13-10958-PJW
The SCOOTER Store - Salt Lake City, L.L.C.	13-10959-PJW
The SCOOTER Store - San Antonio, LTD	13-10960-PJW
The SCOOTER Store - San Diego, L.L.C.	13-10961-PJW
The SCOOTER Store - San Francisco, L.L.C.	13-10962-PJW
The SCOOTER Store - Schenectady, L.L.C.	13-10963-PJW
The SCOOTER Store - Seattle, L.L.C.	13-10964-PJW
The SCOOTER Store - Shreveport, L.L.C.	13-10965-PJW
The SCOOTER Store - Springfield, L.L.C.	13-10966-PJW
The SCOOTER Store - St. Louis, L.L.C.	13-10967-PJW
The SCOOTER Store - Toledo, L.L.C.	13-10968-PJW
The SCOOTER Store - Tulsa, L.L.C.	13-10969-PJW
The SCOOTER Store - West Virginia, L.L.C.	13-10970-PJW
The SCOOTER Store - Wichita, L.L.C.	13-10972-PJW
The SCOOTER Store - Wilkes-Barre, L.L.C.	13-10973-PJW
The SCOOTER Store, Inc.	13-10974-PJW
The SCOOTER Store - USA, Inc.	13-10975-PJW
The SCOOTER Store - Development, L.L.C.	13-10976-PJW
The SCOOTER Store Financial Services, L.L.C.	13-10977-PJW
The SCOOTER Store Aviation, L.L.C.	13-10978-PJW
TSS Management Company, Inc.	13-10979-PJW
TSS Investments, Inc.	13-10980-PJW
The Scooter Store, LTD.	13-10981-PJW

ATTACHMENT A

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total	LTD CORP	TSS MGMT	TSS INVEST	AVIATION	FIN'L SERVICES	SS DEVELOPMEN	TSS Inc	TSS Inc Consolidated Before Elim
Sales														
Sales Tax Applied														
Net Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Operating Expenses														
Bank & Credit Card Fees							9,446.68							9,446.68
Contract Labor							83,300.00							83,300.00
Employee Benefits														(91.47)
Insurance - Property & Liability														(91.47)
Licenses & Permits	325.00	975.00	650.00	650.00	975.00	3,575.00	23,915.15	325.00	325.00	325.00	325.00	325.00	325.00	29,440.15
Postage & Shipping							620.00							620.00
Professional Fees							81,074.08							81,074.08
Property Taxes		(4,024.33)	(1,234.75)	102.31	28.75	(5,128.02)								(5,128.02)
Rent							4,569.24							4,569.24
Repairs & Maintenance							3,483.96							3,483.96
Utilities							(23,929.30)							(23,929.30)
Other Operating Expenses							2,341.45							2,341.45
Total Operating Expenses	325.00	(3,049.33)	(584.75)	752.31	1,003.75	(1,553.02)	184,729.79	325.00	325.00	325.00	325.00	325.00	325.00	185,126.77
Operating Income	(325.00)	3,049.33	584.75	(752.31)	(1,003.75)	1,553.02	(184,729.79)	(325.00)	(325.00)	(325.00)	(325.00)	(325.00)	(325.00)	(185,126.77)
Other Income														
Common Fund Interest Income - USA							1,757,689.16							1,757,689.16
Common Fund Interest Income - Inc.							242,741.26							242,741.26
Common Fund Interest Income - Holdings							153,025.48							153,025.48
Other Income (excludes 74501)							(8,969.04)							(8,969.04)
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	2,144,486.86	0.00	0.00	0.00	0.00	0.00	0.00	2,144,486.86
Other Expenses														
Bad Debt Expense		(4,554.37)	(9,997.30)	(1,484.72)	(6,569.03)	(22,605.42)								(22,605.42)
Common Fund Interest	4,411.18	113,001.86	165,053.04	(107,688.61)	65,561.22	240,338.69						2,402.57		242,741.26
Interest Expense							1,005,376.30							1,005,376.30
Total Other Expenses	4,411.18	108,447.49	155,055.74	(109,173.33)	58,992.19	217,733.27	1,005,376.30	0.00	0.00	0.00	0.00	2,402.57	0.00	1,225,512.14
Total Other Income and Expenses	(4,411.18)	(108,447.49)	(155,055.74)	109,173.33	(58,992.19)	(217,733.27)	1,139,110.56	0.00	0.00	0.00	0.00	(2,402.57)	0.00	918,974.72
Net Income Before Taxes	(4,736.18)	(105,398.16)	(154,470.99)	108,421.02	(59,995.94)	(216,180.25)	954,380.77	(325.00)	(325.00)	(325.00)	(325.00)	(2,727.57)	(325.00)	733,847.95
Net Income	(4,736.18)	(105,398.16)	(154,470.99)	108,421.02	(59,995.94)	(216,180.25)	954,380.77	(325.00)	(325.00)	(325.00)	(325.00)	(2,727.57)	(325.00)	733,847.95

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Eliminations	TSS Inc	Mobile, AL	Birmingham, AL	Phoenix, AZ	Little Rock, AR	San Francisco, CA	Los Angeles, CA	San Diego, CA	Sacramento, CA	Denver, CO	Hartford, CT	Jacksonville, FL	Orlando, FL
		Consolidated												
Sales														
Sales Tax Applied	\$0.00	\$0.00												
Net Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Operating Expenses														
Bank & Credit Card Fees	0.00	9,446.68												
Contract Labor	0.00	83,300.00												
Employee Benefits	0.00	0.00												
Insurance - Property & Liability	0.00	(91.47)												
Licenses & Permits	0.00	29,440.15	975.00	650.00	975.00	975.00	975.00	975.00	975.00	975.00	975.00	975.00	650.00	1,625.00
Postage & Shipping	0.00	620.00												
Professional Fees	0.00	81,074.08												
Property Taxes	0.00	(5,128.02)												3,318.25
Rent	0.00	4,569.24												(750.00)
Repairs & Maintenance	0.00	3,483.96												
Utilities	0.00	(23,929.30)								(842.29)	(93.71)			
Other Operating Expenses	0.00	2,341.45												
Total Operating Expenses	0.00	185,126.77	975.00	650.00	975.00	975.00	975.00	975.00	132.71	975.00	881.29	975.00	650.00	4,193.25
Operating Income	0.00	(185,126.77)	(975.00)	(650.00)	(975.00)	(975.00)	(975.00)	(975.00)	(132.71)	(975.00)	(881.29)	(975.00)	(650.00)	(4,193.25)
Other Income														
Common Fund Interest Income - U	0.00	1,757,689.16												
Common Fund Interest Income - Ir	242,741.26	0.00												
Common Fund Interest Income - H	0.00	153,025.48												
Other Income (excludes 74501)	0.00	(8,969.04)												
Total Other Income	242,741.26	1,901,745.60	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Expenses														
Bad Debt Expense	0.00	(22,605.42)	(2,948.53)	(2,405.71)	(2,859.96)	(5,782.82)	(1,589.86)	(4,045.37)	(1,018.29)	(3,522.43)	(1,689.00)	(2,392.95)	(3,007.24)	(10,158.59)
Common Fund Interest	242,741.26	0.00	148,176.78	(57,228.44)	155,798.90	(440,278.03)	304,851.58	721,051.02	309,960.21	(150,208.19)	12,457.74	12,608.62	243,212.82	623,071.94
Interest Expense	0.00	1,005,376.30												
Total Other Expenses	242,741.26	982,770.88	145,228.25	(59,634.15)	152,938.94	(446,060.85)	303,261.72	717,005.65	308,941.92	(153,730.62)	10,768.74	10,215.67	240,205.58	612,913.35
Total Other Income and Expenses	0.00	918,974.72	(145,228.25)	59,634.15	(152,938.94)	446,060.85	(303,261.72)	(717,005.65)	(308,941.92)	153,730.62	(10,768.74)	(10,215.67)	(240,205.58)	(612,913.35)
Net Income Before Taxes	0.00	733,847.95	(146,203.25)	58,984.15	(153,913.94)	445,085.85	(304,236.72)	(717,980.65)	(309,074.63)	152,755.62	(11,650.03)	(11,190.67)	(240,855.58)	(617,106.60)
Net Income	0.00	733,847.95	(146,203.25)	58,984.15	(153,913.94)	445,085.85	(304,236.72)	(717,980.65)	(309,074.63)	152,755.62	(11,650.03)	(11,190.67)	(240,855.58)	(617,106.60)

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Boca Raton, FL	Atlanta, GA	Springfield, IL	Chicago, IL	Indianapolis, IN	Des Moines, IA	Wichita, KS	Louisville, KY	Baton Rouge, LA	Shreveport, LA	Baltimore, MD	Boston, MA	Detroit, MI	Grand Rapid, MI
Sales														
Sales Tax Applied										(\$202.99)				
Net Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(202.99)	0.00	0.00	0.00	0.00
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(202.99)	0.00	0.00	0.00	0.00
Operating Expenses														
Bank & Credit Card Fees														
Contract Labor														
Employee Benefits														
Insurance - Property & Liability														
Licenses & Permits	975.00	975.00	650.00	975.00	975.00	975.00		975.00	975.00	650.00	975.00	325.00	975.00	975.00
Postage & Shipping														
Professional Fees														
Property Taxes	977.33													
Rent														
Repairs & Maintenance														
Utilities														
Other Operating Expenses														
Total Operating Expenses	1,952.33	975.00	650.00	975.00	975.00	975.00	0.00	975.00	975.00	650.00	975.00	325.00	975.00	975.00
Operating Income	(1,952.33)	(975.00)	(650.00)	(975.00)	(975.00)	(975.00)	0.00	(975.00)	(1,177.99)	(650.00)	(975.00)	(325.00)	(975.00)	(975.00)
Other Income														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Other Income (excludes 74501)														
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Expenses														
Bad Debt Expense	(2,525.77)	(6,042.12)	(903.47)	(3,158.86)	(3,534.02)	(2,690.42)		(5,180.87)	(1,235.72)	(2,747.58)	(5,553.03)		(5,485.97)	(3,475.22)
Common Fund Interest	637,956.54	(196,342.32)	(154,005.02)	46,200.26	(207,909.15)	(123,424.40)	(870.61)	(384,972.11)	220,131.64	33,060.25	(65,679.32)	74,259.23	(108,678.89)	(178,794.31)
Interest Expense														
Total Other Expenses	635,430.77	(202,384.44)	(154,908.49)	43,041.40	(211,443.17)	(126,114.82)	(870.61)	(390,152.98)	218,895.92	30,312.67	(71,232.35)	74,259.23	(114,164.86)	(182,269.53)
Total Other Income and Expenses	(635,430.77)	202,384.44	154,908.49	(43,041.40)	211,443.17	126,114.82	870.61	390,152.98	(218,895.92)	(30,312.67)	71,232.35	(74,259.23)	114,164.86	182,269.53
Net Income Before Taxes	(637,383.10)	201,409.44	154,258.49	(44,016.40)	210,468.17	125,139.82	870.61	389,177.98	(220,073.91)	(30,962.67)	70,257.35	(74,584.23)	113,189.86	181,294.53
Net Income	(637,383.10)	201,409.44	154,258.49	(44,016.40)	210,468.17	125,139.82	870.61	389,177.98	(220,073.91)	(30,962.67)	70,257.35	(74,584.23)	113,189.86	181,294.53

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Minneapolis, MN	Albuquerque, NM	Jackson, MS	St. Louis, MO	Kansas City, KS	Lincoln, NE	Las Vegas, NV	Concord, NH	Paterson, NJ	Levittown, NY	Schenectady, NY	Rochester, NY	Charlotte, NC	Raleigh, NC
Sales														
Sales Tax Applied														
Net Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Operating Expenses														
Bank & Credit Card Fees														
Contract Labor														
Employee Benefits								(28.00)						
Insurance - Property & Liability														
Licenses & Permits	975.00	975.00	650.00	975.00	1,300.00	325.00	650.00	975.00	325.00	975.00	650.00	975.00	975.00	975.00
Postage & Shipping														
Professional Fees		47.71												
Property Taxes														
Rent														
Repairs & Maintenance														
Utilities			68.28					(61.87)			(203.66)			
Other Operating Expenses														
Total Operating Expenses	975.00	1,022.71	718.28	975.00	1,300.00	325.00	650.00	885.13	325.00	975.00	446.34	975.00	975.00	975.00
Operating Income	(975.00)	(1,022.71)	(718.28)	(975.00)	(1,300.00)	(325.00)	(650.00)	(885.13)	(325.00)	(975.00)	(446.34)	(975.00)	(975.00)	(975.00)
Other Income														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Other Income (excludes 74501)														
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Expenses														
Bad Debt Expense	(6,751.34)	(1,337.88)	(830.41)	(2,454.88)	(4,549.80)		(2,795.22)	(1,402.54)		(6,257.85)	(2,924.17)	(3,063.61)	(4,590.44)	(3,361.31)
Common Fund Interest	4,900.63	3,640.43	34,513.96	(410,119.37)	(5,086.00)	(694.93)	206,044.11	(108,535.53)	51,430.73	489,197.94	(16,518.67)	219,530.30	1,207.68	(217,868.67)
Interest Expense														
Total Other Expenses	(1,850.71)	2,302.55	33,683.55	(412,574.25)	(9,635.80)	(694.93)	203,248.89	(109,938.07)	51,430.73	482,940.09	(19,442.84)	216,466.69	(3,382.76)	(221,229.98)
Total Other Income and Expenses	1,850.71	(2,302.55)	(33,683.55)	412,574.25	9,635.80	694.93	(203,248.89)	109,938.07	(51,430.73)	(482,940.09)	19,442.84	(216,466.69)	3,382.76	221,229.98
Net Income Before Taxes	875.71	(3,325.26)	(34,401.83)	411,599.25	8,335.80	369.93	(203,898.89)	109,052.94	(51,755.73)	(483,915.09)	18,996.50	(217,441.69)	2,407.76	220,254.98
Net Income	875.71	(3,325.26)	(34,401.83)	411,599.25	8,335.80	369.93	(203,898.89)	109,052.94	(51,755.73)	(483,915.09)	18,996.50	(217,441.69)	2,407.76	220,254.98

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Cleveland, OH	Dayton, OH	Oklahoma City, OK	Tulsa, OK	Portland, OR	Philadelphia, PA	Pittsburgh, PA	Wilkes-Barre, PA	Greenville, SC	Charleston, SC	Nashville, TN	Knoxville, TN	Salt Lake City, UT	Richmond, VA
Sales														
Sales Tax Applied														
Net Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Operating Expenses														
Bank & Credit Card Fees														
Contract Labor														
Employee Benefits														
Insurance - Property & Liability														
Licenses & Permits	325.00	975.00	975.00	325.00	975.00	975.00	975.00	650.00	325.00	975.00	650.00	975.00	650.00	975.00
Postage & Shipping														
Professional Fees														
Property Taxes														
Rent														
Repairs & Maintenance														
Utilities														
Other Operating Expenses														
Total Operating Expenses	325.00	975.00	975.00	325.00	975.00	975.00	975.00	650.00	325.00	975.00	650.00	975.00	650.00	975.00
Operating Income	(325.00)	(975.00)	(975.00)	(325.00)	(975.00)	(975.00)	(975.00)	(650.00)	(325.00)	(975.00)	(650.00)	(975.00)	(650.00)	(975.00)
Other Income														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Other Income (excludes 74501)														
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Expenses														
Bad Debt Expense		(5,120.41)	(3,149.47)		(2,766.89)	(5,494.83)	(7,675.35)	(2,218.31)		(5,230.33)	(6,730.80)	(2,810.19)	(1,566.31)	(3,025.97)
Common Fund Interest	(31,587.17)	(96,380.09)	(220,810.78)	(90,502.46)	192,602.71	283,268.92	178,533.04	(26,483.23)	27,254.40	211,056.90	(80,677.94)	(43,166.58)	113,958.88	(282,452.96)
Interest Expense														
Total Other Expenses	(31,587.17)	(101,500.50)	(223,960.25)	(90,502.46)	189,835.82	277,774.09	170,857.69	(28,701.54)	27,254.40	205,826.57	(87,408.74)	(45,976.77)	112,392.57	(285,478.93)
Total Other Income and Expenses	31,587.17	101,500.50	223,960.25	90,502.46	(189,835.82)	(277,774.09)	(170,857.69)	28,701.54	(27,254.40)	(205,826.57)	87,408.74	45,976.77	(112,392.57)	285,478.93
Net Income Before Taxes	31,262.17	100,525.50	222,985.25	90,177.46	(190,810.82)	(278,749.09)	(171,832.69)	28,051.54	(27,579.40)	(206,801.57)	86,758.74	45,001.77	(113,042.57)	284,503.93
Net Income	31,262.17	100,525.50	222,985.25	90,177.46	(190,810.82)	(278,749.09)	(171,832.69)	28,051.54	(27,579.40)	(206,801.57)	86,758.74	45,001.77	(113,042.57)	284,503.93

The SCOOTER Store, Inc
 Consolidated Income Statement
 For the Three Months Ending March 31, 2014

	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc. Only	USA, Inc. Consolidated Before Elim	USA, Inc. Eliminations	USA, Inc. Consolidated	TSS, Inc. Consolidated	TSS Holdings	Eliminations INC, USA & Holdings	TSSH Consolidated
Sales												
Sales Tax Applied						(\$202.99)		(\$202.99)	\$0.00		\$0.00	(\$202.99)
Net Sales	0.00	0.00	0.00	0.00	0.00	(202.99)	0.00	(202.99)	0.00	0.00	0.00	(202.99)
Gross Profit on Sales	0.00	0.00	0.00	0.00	0.00	(202.99)	0.00	(202.99)	0.00	0.00	0.00	(202.99)
Operating Expenses												
Bank & Credit Card Fees								0.00	9,446.68		0.00	9,446.68
Contract Labor								0.00	83,300.00		0.00	83,300.00
Employee Benefits						(28.00)		(28.00)	0.00		0.00	(28.00)
Insurance - Property & Liability								0.00	(91.47)		0.00	(91.47)
Licenses & Permits	975.00	975.00	325.00	975.00	325.00	49,075.00		49,075.00	29,440.15	325.00	0.00	78,840.15
Postage & Shipping								0.00	620.00		0.00	620.00
Professional Fees								0.00	81,074.08		0.00	81,074.08
Property Taxes						4,343.29		4,343.29	(5,128.02)		0.00	(784.73)
Rent						(750.00)		(750.00)	4,569.24		0.00	3,819.24
Repairs & Maintenance								0.00	3,483.96		0.00	3,483.96
Utilities		(292.10)				(1,425.35)		(1,425.35)	(23,929.30)		0.00	(25,354.65)
Other Operating Expenses								0.00	2,341.45		0.00	2,341.45
Total Operating Expenses	975.00	682.90	325.00	975.00	325.00	51,214.94	0.00	51,214.94	185,126.77	325.00	0.00	236,666.71
Operating Income	(975.00)	(682.90)	(325.00)	(975.00)	(325.00)	(51,417.93)	0.00	(51,417.93)	(185,126.77)	(325.00)	0.00	(236,869.70)
Other Income												
Common Fund Interest Income - U								0.00	1,757,689.16		1,757,689.16	0.00
Common Fund Interest Income - Ir								0.00	0.00		0.00	0.00
Common Fund Interest Income - H								0.00	153,025.48		153,025.48	0.00
Other Income (excludes 74501)								0.00	(8,969.04)		0.00	(8,969.04)
Total Other Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,901,745.60	0.00	1,910,714.64	(8,969.04)
Other Expenses												
Bad Debt Expense	(3,006.19)	(2,546.93)		(3,083.38)		(178,698.61)		(178,698.61)	(22,605.42)		0.00	(201,304.03)
Common Fund Interest	166,653.47	(236,878.53)	(10,048.38)	(92,218.35)	69,517.96	1,757,689.16		1,757,689.16	0.00	153,025.48	1,910,714.64	0.00
Interest Expense								0.00	1,005,376.30		0.00	1,005,376.30
Total Other Expenses	163,647.28	(239,425.46)	(10,048.38)	(95,301.73)	69,517.96	1,578,990.55	0.00	1,578,990.55	982,770.88	153,025.48	1,910,714.64	804,072.27
Total Other Income and Expenses	(163,647.28)	239,425.46	10,048.38	95,301.73	(69,517.96)	(1,578,990.55)	0.00	(1,578,990.55)	918,974.72	(153,025.48)	0.00	(813,041.31)
Net Income Before Taxes	(164,622.28)	238,742.56	9,723.38	94,326.73	(69,842.96)	(1,630,408.48)	0.00	(1,630,408.48)	733,847.95	(153,350.48)	0.00	(1,049,911.01)
Net Income	(164,622.28)	238,742.56	9,723.38	94,326.73	(69,842.96)	(1,630,408.48)	0.00	(1,630,408.48)	733,847.95	(153,350.48)	0.00	(1,049,911.01)

ATTACHMENT B

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total before Elim	LTD CORP before Elim	TSS MGMT	TSS INVEST	AVIATION	FINL SVCS	SS DEVELOPMEN	TSS Incl ONLY	TSS Inc Consolidated Before Elim	Eliminations	TSS Inc Consolidated	Mobile, AL	Birmingham, AL
Assets																		
Current Assets																		
Cash & Cash Equivalent							\$385,354.92							\$385,354.92	\$0.00	\$385,354.92		
Operating-Corporate								16,335.73						16,335.73	0.00	16,335.73		
Wells Fargo-TSS Mgmt. Co. Inc.										4,511.25				4,511.25	0.00	4,511.25		
Bank of America-TSS Aviation															0.00			
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	385,354.92	16,335.73	0.00	4,511.25	0.00	0.00	0.00	406,201.90	0.00	406,201.90	0.00	0.00
Accounts Receivable																		
Accounts Receivable-Trade	475,770.84	1,044,366.73	155,100.21	686,231.97	2,361,469.75	(4,342,738.32)								(1,981,268.57)	0.00	(1,981,268.57)	308,028.86	251,311.99
Allowance for Doubtful Accounts	(377,656.86)	(828,996.31)	(123,115.27)	(544,716.47)	(1,874,484.91)									(1,874,484.91)	0.00	(1,874,484.91)	(244,506.89)	(199,486.15)
Shareholder Advance- DH														0.00	0.00	0.00		
Shareholder Advance- OH														0.00	0.00	0.00		
Intercompany Receivable							14,188,239.44							14,188,239.44	130,855.44	14,057,384.00		
Other							1,439,465.68	(2,609.35)	(50,256.81)	(1,362.20)	11,582.97	(975.00)	786,278.80	2,192,124.09	6,133.85	2,175,990.24		
Due To/From			3,636,319.93				72,871,185.95							8,248,119.71	64,623,065.24			1,934,365.05
Total Accounts Receivable	0.00	98,113.98	215,370.42	3,668,304.87	141,515.50	486,984.84	84,156,152.75	(2,609.35)	(50,256.81)	(1,362.20)	11,582.97	(975.00)	786,278.80	85,385,796.00	8,385,109.00	77,000,687.00	63,521.97	1,986,190.89
Inventory																		
Prepaid & Other																		
Restricted Cash - Current							1,280,106.49							1,280,106.49	0.00	1,280,106.49		
Total Current Assets	0.00	98,113.98	215,370.42	3,668,304.87	141,515.50	486,984.84	85,821,614.16	13,726.38	(50,256.81)	3,149.05	11,582.97	(975.00)	786,278.80	87,072,104.39	8,385,109.00	78,686,995.39	63,521.97	1,986,190.89
Property, Plant, and Equipment																		
Computer Software & Hardware							191,656.06							191,656.06	0.00	191,656.06		
Accumulated Depreciation Other							(191,656.06)							(191,656.06)	0.00	(191,656.06)		
Other Assets																		
Miscellaneous Deposits							8,024.96							8,024.96	0.00	8,024.96		
Investment in TSS - Investments													(43,259,503.61)	(43,259,503.61)	(43,259,503.61)	0.00		
Investment in TSS - Mgmt													(381,595.91)	(381,595.91)	(381,595.91)	0.00		
Investment in TSS Mgmt Inc													5,601.18	5,601.18	5,601.18	0.00		
Investment in TSS - Invest Inc													554,497.35	554,497.35	554,497.35	0.00		
Investment in TSS Mgmt USA													36,848.70	36,848.70	0.00	36,848.70		
Investment in TSS Invest USA													3,648,066.82	3,648,066.82	0.00	3,648,066.82		
Investment in TSS - Aviation													(133,505.23)	(133,505.23)	(133,505.23)	0.00		
Investment in TSS Financial Services													11,907.97	11,907.97	11,907.97	0.00		
Investment of TSSH in INC													0.00	0.00	0.00	0.00		
Investment of TSSH in USA													0.00	0.00	0.00	0.00		
Investment in LLC													0.00	0.00	0.00	0.00		
Investment in LTD							(393,058.95)	(43,250,296.81)					(43,643,355.78)	(43,643,355.78)	0.00			
Investment TSS LTD Mgmt							5,601.18						5,601.18	5,601.18	5,601.18	0.00		
Investment in LTD-Invest Inc									554,497.35				554,497.35	554,497.35	0.00			
Investment in TSS LTD-Mgmt USA								36,848.70					36,848.70	0.00	36,848.70			
Investment in LTD-Invest USA										3,648,066.82			3,648,066.82	0.00	3,648,066.82			
Investment in TSS LTD-Mgmt													(79,463.49)	(79,463.49)	0.00	3,648,066.82		
Restricted Cash - Holding							(2,512,268.66)							(2,512,268.66)	0.00	(2,512,268.66)		
Deferred Tax Asset - Non-Current														0.00	0.00	0.00		
Valuation Allowance - Non-Current														0.00	0.00	0.00		
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	(2,504,243.70)	(350,609.07)	(39,047,732.64)	0.00	0.00	0.00	(39,597,146.22)	(81,499,731.63)	(86,365,318.97)	4,865,587.34	0.00	0.00
Total Assets	0.00	98,113.98	215,370.42	3,668,304.87	141,515.50	486,984.84	83,317,370.46	(336,882.69)	(39,097,989.45)	3,149.05	11,582.97	(975.00)	(38,810,867.42)	5,572,372.76	(77,980,209.97)	83,552,582.73	63,521.97	1,986,190.89

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total before Elim	LTD CORP before Elim	TSS MGMT	TSS INVEST	AVIATION	FIN'L SVCS	SS DEVELOPMEN	TSS Incl ONLY	TSS Inc Consolidated Before Elim	Eliminations	TSS Inc Consolidated	Mobile, AL	Birmingham, AL
Liabilities and Equity																		
Current Liabilities																		
Accounts Payable																		
A/P Trade							\$85,695.23							\$85,695.23	\$0.00	\$85,695.23		
Accrued Payroll							19,250.00							19,250.00	0.00	19,250.00		
Accrued A/P							360,000.00							360,000.00	0.00	360,000.00		
Intercompany Payable Due To/From	149,195.40	3,829,822.20	5,606,566.84		2,216,464.14	8,165,728.65		1,175.00		130,855.44			81,216.06	130,855.44	130,855.44	0.00	0.00	5,009,154.23
Total Accounts Payable	149,195.40	3,829,822.20	5,606,566.84	0.00	2,216,464.14	8,165,728.65	464,945.23	1,175.00	0.00	130,855.44	0.00	81,216.06	0.00	8,843,920.38	8,378,975.15	464,945.23	5,009,154.23	0.00
Taxes Payable																		
Property Taxes					41,680.40	41,680.40	49,279.76							90,960.16	0.00	90,960.16	232.98	95.88
Sales Tax and Other Fees Payable	813.00	1,758.00	636.00	322.15	942.00	4,471.15								4,471.15	0.00	4,471.15		
Total Taxes Payable	813.00	1,758.00	636.00	322.15	42,622.40	46,151.55	49,279.76	0.00	0.00	0.00	0.00	0.00	0.00	95,431.31	0.00	95,431.31	232.98	95.88
Interest Payable																		
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	6,133.85	0.00	0.00	0.00	6,133.85	6,133.85	0.00	0.00	0.00
Other Current Liabilities																		
Deferred Tax Liability - Current														0.00	0.00	0.00		
Valuation Allowance - Current														0.00	0.00	0.00		
Total Other Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Current Liabilities	150,008.40	3,831,580.20	5,607,202.84	322.15	2,259,086.54	8,211,880.20	514,224.99	1,175.00	0.00	136,989.29	0.00	81,216.06	0.00	8,945,485.54	8,385,109.00	560,376.54	5,009,387.21	95.88
Long-Term Debt And Other Liab.																		
N/P - Sun Capital							42,274,216.75							42,274,216.75	0.00	42,274,216.75		
N/P - CMS							18,332,832.53							18,332,832.53	0.00	18,332,832.53		
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	60,607,049.28	0.00	0.00	0.00	0.00	0.00	0.00	60,607,049.28	0.00	60,607,049.28	0.00	0.00
Liabilities Subject to Compromise																		
Total Liabilities	150,008.40	3,831,580.20	5,607,202.84	322.15	2,273,647.94	8,226,441.60	110,988,054.15	2,588.00	(40,725.00)	136,989.29	0.00	81,216.06	0.00	119,394,564.10	8,385,109.00	111,009,455.10	5,010,512.38	675.04
Stockholder's Equity																		
Common Stock, 1000 Shares, No Par														100,687.50	100,687.50	0.00	100,687.50	
Common Stock, Mgmt								100.00						100.00	100.00	0.00	100.00	
Common Stock, Investments									100.00					100.00	100.00	0.00	100.00	
Common Stock, Holdings														0.00	0.00	0.00	0.00	
Additional Paid-in-Capital Common							3,250,000.00							16,253,642.02	19,503,642.02	0.00	19,503,642.02	
Addition Paid-in-Capital-Investment									(53,507,835.43)					(53,507,835.43)	(53,507,835.43)	0.00	0.00	
Addition Paid-in-Capital-Mgmt								(486,239.27)						(486,239.27)	(486,239.27)	0.00	0.00	
Addition Paid-in-Capital TSS Financial Services											25,000.00			25,000.00	25,000.00	0.00	0.00	
Addition Paid-in-Capital Stock Options													1,359,169.22	1,359,169.22	0.00	1,359,169.22		
Addition Paid-in-Capital - TSS Development														75,000.00	75,000.00	0.00	0.00	
Addition Paid-in-Capital - Mgmt Inc							5,601.18							5,601.18	5,601.18	0.00	0.00	
Addition Paid-in-Capital - Invest Inc									554,497.35					554,497.35	554,497.35	0.00	0.00	
Addition Paid-in-Capital - CS Holdings														0.00	0.00	0.00	0.00	
Addition Paid-in-Capital - Mgmt USA								36,848.70						36,848.70	0.00	36,848.70		
Addition Paid-in-Capital - Invest USA									3,648,066.82					3,648,066.82	0.00	3,648,066.82		
Partnership Capital - Mgmt	(1,452.71)	(36,280.64)	(52,373.63)	35,595.62	(20,721.36)	(75,232.72)	(317,826.23)							(393,058.95)	(393,058.95)	0.00	0.00	
Partners Capital - Mgmt Inc							5,601.18							5,601.18	5,601.18	0.00	0.00	
Partners Capital - Invest Inc														554,497.35	554,497.35	0.00	0.00	
Partners Capital - Mgmt USA														36,848.70	0.00	36,848.70		
Partners Capital - Invest USA														3,648,066.82	0.00	3,648,066.82		
Partnership Capital - Investment	(143,819.41)	(3,591,787.46)	(5,184,987.84)	3,523,967.04	(2,051,414.96)	(7,448,042.63)	(35,802,254.16)							(43,250,296.79)	(43,250,296.79)	0.00	0.00	
Equity - LLC														0.00	0.00	0.00	(4,800,786.66)	1,926,533.23
Member Equity - Aviation										(133,505.23)				(133,505.23)	(133,505.23)	0.00	0.00	
Treasury Stock														(278,882.50)	(278,882.50)	0.00	(278,882.50)	
Retained Earnings														(56,245,160.72)	(56,245,160.72)	0.00	(56,245,160.72)	
Retained Earnings Inv&Mgmt								104,543.64	10,248,231.82		(13,092.03)	(154,463.49)	(56,245,160.72)	10,185,219.94	10,185,219.94	0.00	0.00	
Net Profit/(Loss)	(4,736.18)	(105,398.16)	(154,470.99)	108,421.02	(59,995.94)	(216,180.25)	954,380.77	(325.00)	(325.00)	(325.00)	(325.00)	(2,727.57)	(325.00)	733,847.95	0.00	733,847.95	(146,203.25)	58,984.15
Total Stockholder's Equity	(150,008.30)	(3,733,466.26)	(5,391,832.46)	3,667,983.68	(2,132,132.26)	(7,739,455.60)	(27,670,685.57)	(339,470.75)	(39,057,264.44)	(133,830.23)	11,582.97	(82,191.06)	(38,810,869.48)	(113,822,184.16)	(86,365,318.67)	(27,456,865.49)	(4,946,989.91)	1,985,517.38
Total Liabilities and Equity	0.10	98,113.94	215,370.38	3,668,305.83	141,515.68	486,986.00	83,317,368.58	(336,882.75)	(39,097,989.44)	3,159.06	11,582.97	(975.00)	(38,810,869.48)	5,572,379.94	(77,980,209.67)	83,552,589.61	63,522.47	1,986,192.42
	(0.10)	0.04	0.04	(0.96)	(0.18)	(1.16)	1.88	0.06	(0.01)	(10.01)	0.00	0.00	2.06	(7.18)	(0.30)	(6.88)	(0.50)	(1.53)

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Phoenix, AZ	Little Rock, AR	San Francisco, CA	Los Angeles, CA	San Diego, CA	Sacramento, CA	Denver, CO	Hartford, CT	Jacksonville, FL	Orlando, FL	Boca Raton, FL	Atlanta, GA	Springfield, IL	Chicago, IL	Indianpolis, IN	Des Moines, IA	Wichita, KS	Louisville, KY	
Assets																			
Current Assets																			
Cash & Cash Equivalent																			
Operating-Corporate																			
Wells Fargo-TSS Mgmt. Co. Inc.																			
Bank of America-TSS Aviation																			
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Accounts Receivable																			
Accounts Receivable-Trade	298,764.94	604,102.09	166,084.74	422,598.86	106,375.66	367,970.16	176,440.74	249,979.42	314,151.26	1,061,215.43	263,855.13	631,189.53	94,380.81	329,989.62	369,181.11	281,054.54			541,218.58
Allowance for Doubtful Accounts	(236,979.30)	(479,523.51)	(132,139.27)	(332,719.25)	(84,792.80)	(288,850.17)	(140,054.93)	(198,428.40)	(249,366.65)	(842,370.46)	(209,442.66)	(501,024.95)	(74,917.49)	(261,938.80)	(293,048.19)	(223,095.18)			(429,607.91)
Shareholder Advance- DH																			
Shareholder Advance- OH																			
Intercompany Receivable																			
Other																			
Due To/From		14,882,743.24				5,077,335.14						6,636,835.19	5,205,763.30		7,027,836.31	4,171,946.48	29,429.39		13,013,203.11
Total Accounts Receivable	61,785.64	15,007,321.82	33,945.47	89,879.61	21,582.86	5,156,455.13	36,385.81	51,551.02	64,784.61	218,844.97	54,412.47	6,766,999.77	5,225,226.62	68,050.82	7,103,969.23	4,229,905.84	29,429.39		13,124,813.78
Inventory																			
Prepaid & Other																			
Restricted Cash - Current																			
Total Current Assets	61,785.64	15,007,321.82	33,945.47	89,879.61	21,582.86	5,156,455.13	36,385.81	51,551.02	64,784.61	218,844.97	54,412.47	6,766,999.77	5,225,226.62	68,050.82	7,103,969.23	4,229,905.84	29,429.39		13,124,813.78
Property, Plant, and Equipment																			
Computer Software & Hardware																			
Accumulated Depreciation Other																			
Other Assets																			
Miscellaneous Deposits																			
Investment in TSS - Investments																			
Investment in TSS - Mgmt																			
Investment in TSS Mgmt Inc																			
Investment in TSS - Invest Inc																			
Investment in TSS Mgmt USA																			
Investment in TSS Invest USA																			
Investment in TSS - Aviation																			
Investment in TSS Financial Servii																			
Investment of TSSH in INC																			
Investment of TSSH in USA																			
Investment in LLC																			
Investment in LTD																			
Investment TSS LTD Mgmt																			
Investment in LTD-Invest Inc																			
Investment in TSS LTD-Mgmt US/																			
Investment in LTD-Invest USA																			
Investment in TSS LTD-Mgmt																			
Restricted Cash - Holding																			
Deferred Tax Asset - Non-Current																			
Valuation Allowance - Non-Current																			
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Assets	61,785.64	15,007,321.82	33,945.47	89,879.61	21,582.86	5,156,455.13	36,385.81	51,551.02	64,784.61	218,844.97	54,412.47	6,766,999.77	5,225,226.62	68,050.82	7,103,969.23	4,229,905.84	29,429.39		13,124,813.78

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Phoenix, AZ	Little Rock, AR	San Francisco, CA	Los Angeles, CA	San Diego, CA	Sacramento, CA	Denver, CO	Hartford, CT	Jacksonville, FL	Orlando, FL	Boca Raton, FL	Atlanta, GA	Springfield, IL	Chicago, IL	Indianapolis, IN	Des Moines, IA	Wichita, KS	Louisville, KY	
Liabilities and Equity																			
Current Liabilities																			
Accounts Payable																			
A/P Trade																			
Accrued Payroll																			
Accrued A/P																			
Intercompany Payable Due To/From	5,266,808.80		10,305,327.24	24,374,371.14	10,477,386.20		421,336.89	426,460.67	8,221,633.63	21,080,361.52	21,570,227.79			1,561,979.25					
Total Accounts Payable	5,266,808.80	0.00	10,305,327.24	24,374,371.14	10,477,386.20	0.00	421,336.89	426,460.67	8,221,633.63	21,080,361.52	21,570,227.79	0.00	0.00	1,561,979.25	0.00	0.00	0.00	0.00	0.00
Taxes Payable																			
Property Taxes	249.44	6,922.43		194.67	271.53	241.70	11,660.00	112.53		4,285.78		8,843.06			441.04				1,633.14
Sales Tax and Other Fees Payable																			
Total Taxes Payable	249.44	6,922.43	0.00	194.67	271.53	241.70	11,660.00	112.53	0.00	4,285.78	0.00	8,843.06	0.00	0.00	441.04	0.00	0.00	0.00	1,633.14
Interest Payable																			
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Current Liabilities																			
Deferred Tax Liability - Current																			
Valuation Allowance - Current																			
Total Other Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Current Liabilities	5,267,058.24	6,922.43	10,305,327.24	24,374,565.81	10,477,657.73	241.70	432,996.89	426,573.20	8,221,633.63	21,084,647.30	21,570,227.79	8,843.06	0.00	1,561,979.25	441.04	0.00	0.00	0.00	1,633.14
Long-Term Debt And Other Liab.																			
N/P - Sun Capital																			
N/P - CMS																			
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Liabilities Subject to Compromise	4,008.84	13,463.72	(96.50)	282.12	431.61	2.22	13,293.73	718.86	8,674.00	10,043.48		3,811.95			180.14				1,503.06
Total Liabilities	5,271,067.08	20,386.15	10,305,230.74	24,374,847.93	10,478,089.34	243.92	446,290.62	427,292.06	8,230,307.63	21,094,690.78	21,570,227.79	12,655.01	0.00	1,561,979.25	621.18	0.00	0.00	0.00	3,136.20
Stockholder's Equity																			
Common Stock, 1000 Shares, No																			
Common Stock, Mgmt																			
Common Stock, Investments																			
Common Stock, Holdings																			
Additional Paid-in-Capital Common																			
Addition Paid-in-Capital-Investmer																			
Addition Paid-in-Capital-Mgmt																			
Addition Paid-in-Capital TSS Finar																			
Addition Paid-in-Capital Stock Opt																			
Addition Paid-in-Capital - TSS Dev																			
Addition Paid-in-Capital - Mgmt Inc																			
Additon Paid-in-Capital - Invest Inc																			
Additon Paid-in-Capital - CS Holdi																			
Addition Paid-in-Capital - Mgmt US																			
Addition Paid-in-Capital - Invest U:																			
Partnership Capital - Mgmt																			
Partners Capital - Mgmt Inc																			
Partners Capital - Invest Inc																			
Partners Capital - Mgmt USA																			
Partners Capital - Invest USA																			
Partnership Capital - Investment																			
Equity - LLC	(5,055,366.48)	14,541,849.77	(9,967,050.53)	(23,566,987.20)	(10,147,431.84)	5,003,456.55	(398,255.78)	(364,551.39)	(7,924,665.11)	(20,258,741.20)	(20,878,436.52)	6,552,936.32	5,070,968.07	(1,449,913.09)	6,892,881.90	4,104,765.02	28,558.78	12,732,499.89	
Member Equity - Aviation																			
Treasury Stock																			
Retained Earnings																			
Retained Earnings Inv&Mgmt	(153,913.94)	445,085.85	(304,236.72)	(717,980.65)	(309,074.63)	152,755.62	(11,650.03)	(11,190.67)	(240,855.58)	(617,106.60)	(637,383.10)	201,409.44	154,258.49	(44,016.40)	210,468.17	125,139.82	870.61	389,177.98	
Net Profit/(Loss)	(5,209,280.42)	14,986,935.62	(10,271,287.25)	(24,284,967.85)	(10,456,506.47)	5,156,212.17	(409,905.81)	(375,742.06)	(8,165,520.69)	(20,875,847.80)	(21,515,819.62)	6,754,345.76	5,225,226.56	(1,493,929.49)	7,103,350.07	4,229,904.84	29,429.39	13,121,677.87	
Total Stockholder's Equity	(5,209,280.42)	14,986,935.62	(10,271,287.25)	(24,284,967.85)	(10,456,506.47)	5,156,212.17	(409,905.81)	(375,742.06)	(8,165,520.69)	(20,875,847.80)	(21,515,819.62)	6,754,345.76	5,225,226.56	(1,493,929.49)	7,103,350.07	4,229,904.84	29,429.39	13,121,677.87	
Total Liabilities and Equity	61,786.66	15,007,321.77	33,943.49	89,880.08	21,582.87	5,156,456.09	36,384.81	51,550.00	64,786.94	218,842.98	54,408.17	6,767,000.77	5,225,226.56	68,049.76	7,103,971.25	4,229,904.84	29,429.39	13,124,814.07	
	(1.02)	0.05	1.98	(0.47)	(0.01)	(0.96)	1.00	1.02	(2.33)	1.99	4.30	(1.00)	0.06	1.06	(2.02)	1.00	0.00	(0.29)	

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Baton Rouge, LA	Shreveport, LA	Baltimore, MD	Boston, MA	Detroit, MI	Grand Rapid, MI	Minneapolis, MN	Albuquerque, NM	Jackson, MS	St. Louis, MO	Kansas City, KS	Lincoln, NE	Las Vegas, NV	Concord, NH	Paterson, NJ	Levittown, NY	Schenectady, NY	Rochester, NY	
Assets																			
Current Assets																			
Cash & Cash Equivalent																			
Operating-Corporate																			
Wells Fargo-TSS Mgmt. Co. Inc.																			
Bank of America-TSS Aviation																			
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Accounts Receivable																			
Accounts Receivable-Trade	129,088.37	287,025.16	580,096.62		573,091.29	363,037.85	705,277.21	139,760.98	86,748.49	256,448.13	475,294.42		292,002.27	146,516.48		653,726.13	305,472.69	320,039.83	
Allowance for Doubtful Accounts	(102,467.62)	(227,834.53)	(460,468.48)		(454,907.80)	(288,171.79)	(559,243.84)	(110,939.32)	(68,859.12)	(203,563.12)	(377,278.69)		(231,785.24)	(116,301.69)		(518,914.04)	(242,477.78)	(254,040.88)	
Shareholder Advance- DH																			
Shareholder Advance- OH																			
Intercompany Receivable																			
Other																			
Due To/From			2,219,953.87		3,673,495.31	6,043,649.71				13,863,270.89	171,600.09	23,410.19		3,668,709.85		558,330.07			
Total Accounts Receivable	26,620.75	59,190.63	2,339,582.01	0.00	3,791,678.80	6,118,515.77	146,033.37	28,821.66	17,889.37	13,916,155.90	269,615.82	23,410.19	60,217.03	3,698,924.64	0.00	134,812.09	621,324.98	65,998.95	
Inventory																			
Prepaid & Other																			
Restricted Cash - Current																			
Total Current Assets	26,620.75	59,190.63	2,339,582.01	0.00	3,791,678.80	6,118,515.77	146,033.37	28,821.66	17,889.37	13,916,155.90	269,615.82	23,410.19	60,217.03	3,698,924.64	0.00	134,812.09	621,324.98	65,998.95	
Property, Plant, and Equipment																			
Computer Software & Hardware																			
Accumulated Depreciation Other																			
Other Assets																			
Miscellaneous Deposits																			
Investment in TSS - Investments																			
Investment in TSS - Mgmt																			
Investment in TSS Mgmt Inc																			
Investment in TSS - Invest Inc																			
Investment in TSS Mgmt USA																			
Investment in TSS Invest USA																			
Investment in TSS - Aviation																			
Investment in TSS Financial Servii																			
Investment of TSSH in INC																			
Investment of TSSH in USA																			
Investment in LLC																			
Investment in LTD																			
Investment TSS LTD Mgmt																			
Investment in LTD-Invest Inc																			
Investment in TSS LTD-Mgmt US/																			
Investment in LTD-Invest USA																			
Investment in TSS LTD-Mgmt																			
Restricted Cash - Holding																			
Deferred Tax Asset - Non-Current																			
Valuation Allowance - Non-Current																			
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Assets	26,620.75	59,190.63	2,339,582.01	0.00	3,791,678.80	6,118,515.77	146,033.37	28,821.66	17,889.37	13,916,155.90	269,615.82	23,410.19	60,217.03	3,698,924.64	0.00	134,812.09	621,324.98	65,998.95	

The SCOOTER Store, Inc.

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

Consolidated Balance Sheet TSSH
 For the Three Months Ending March 31, 2014

	Baton Rouge, LA	Shreveport, LA	Baltimore, MD	Boston, MA	Detroit, MI	Grand Rapid, MI	Minneapolis, MN	Albuquerque, NM	Jackson, MS	St. Louis, MO	Kansas City, KS	Lincoln, NE	Las Vegas, NV	Concord, NH	Paterson, NJ	Levittown, NY	Schenectady, NY	Rochester, NY	
Liabilities and Equity																			
Current Liabilities																			
Accounts Payable																			
A/P Trade																			
Accrued Payroll																			
Intercompany Payable Due To/From	7,441,539.11	1,117,718.52		2,510,311.54			165,902.33	123,327.29	1,166,876.43				6,965,197.13		1,738,625.67	16,536,900.14		7,421,160.72	
Total Accounts Payable	7,441,539.11	1,117,718.52	0.00	2,510,311.54	0.00	0.00	165,902.33	123,327.29	1,166,876.43	0.00	0.00	0.00	6,965,197.13	0.00	1,738,625.67	16,536,900.14	0.00	7,421,160.72	
Taxes Payable																			
Property Taxes	3,587.72	12,866.20	38,546.07		10,675.78	12,402.27		4,058.68	4,493.92	15,332.11	16,128.34		2,700.61	193.33					
Sales Tax and Other Fees Payable	66.00	126.00																	
Total Taxes Payable	3,653.72	12,992.20	38,546.07	0.00	10,675.78	12,402.27	0.00	4,058.68	4,493.92	15,332.11	16,128.34	0.00	2,700.61	193.33	0.00	0.00	0.00	0.00	0.00
Interest Payable																			
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Current Liabilities																			
Deferred Tax Liability - Current																			
Valuation Allowance - Current																			
Total Other Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Current Liabilities	7,445,192.83	1,130,710.72	38,546.07	2,510,311.54	10,675.78	12,402.27	165,902.33	127,385.97	1,171,370.35	15,332.11	16,128.34	0.00	6,967,897.74	193.33	1,738,625.67	16,536,900.14	0.00	7,421,160.72	
Long-Term Debt And Other Liab.																			
N/P - Sun Capital																			
N/P - CMS																			
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Liabilities Subject to Compromise	10,465.41	5,255.21	8,821.67	10,909.03	(3,469.96)	(725.00)	4,962.23	2,639.55	6,262.41	30,188.63		1,103.07	785.97		(5,892.34)	(5,891.34)	(5,890.49)		
Total Liabilities	7,455,658.24	1,135,965.93	47,367.74	2,510,311.54	21,584.81	8,932.31	165,177.33	132,348.20	1,174,009.90	21,594.52	46,316.97	0.00	6,969,000.81	979.30	1,738,625.67	16,531,007.80	(5,891.34)	7,415,270.23	
Stockholder's Equity																			
Common Stock, 1000 Shares, No																			
Common Stock, Mgmt																			
Common Stock, Investments																			
Common Stock, Holdings																			
Additional Paid-in-Capital Common																			
Addition Paid-in-Capital-Investmer																			
Addition Paid-in-Capital-Mgmt																			
Addition Paid-in-Capital TSS Finar																			
Addition Paid-in-Capital Stock Opt																			
Addition Paid-in-Capital - TSS Dev																			
Addition Paid-in-Capital - Mgmt Inc																			
Addition Paid-in-Capital - Invest Inc																			
Addition Paid-in-Capital - CS Holdi																			
Addition Paid-in-Capital - Mgmt US																			
Addition Paid-in-Capital - Invest U:																			
Partnership Capital - Mgmt																			
Partners Capital - Mgmt Inc																			
Partners Capital - Invest Inc																			
Partners Capital - Mgmt USA																			
Partners Capital - Invest USA																			
Partnership Capital - Investment																			
Equity - LLC	(7,208,961.57)	(1,045,811.62)	2,221,957.02	(2,435,727.31)	3,656,905.03	5,928,287.92	(20,019.67)	(100,202.27)	(1,121,718.71)	13,482,961.11	214,961.03	23,040.26	(6,704,885.91)	3,588,892.35	(1,686,869.94)	(15,912,281.66)	608,220.77	(7,131,831.59)	
Member Equity - Aviation																			
Treasury Stock																			
Retained Earnings																			
Retained Earnings Inv&Mgmt	(220,073.91)	(30,962.67)	70,257.35	(74,584.23)	113,189.86	181,294.53	875.71	(3,325.26)	(34,401.83)	411,599.25	8,335.80	369.93	(203,898.89)	109,052.94	(51,755.73)	(483,915.09)	18,996.50	(217,441.69)	
Net Profit/(Loss)																			
Total Stockholder's Equity	(7,429,035.48)	(1,076,774.29)	2,292,214.37	(2,510,311.54)	3,770,094.89	6,109,582.45	(19,143.96)	(103,527.53)	(1,156,120.54)	13,894,560.36	223,296.83	23,410.19	(6,908,784.80)	3,697,945.29	(1,738,625.67)	(16,396,196.75)	627,217.27	(7,349,273.28)	
Total Liabilities and Equity	26,622.76	59,191.64	2,339,582.11	0.00	3,791,679.70	6,118,514.76	146,033.37	28,820.67	17,889.36	13,916,154.88	269,613.80	23,410.19	60,216.01	3,698,924.59	0.00	134,811.05	621,325.93	65,996.95	
	(2.01)	(1.01)	(0.10)	0.00	(0.90)	1.01	0.00	0.99	0.01	1.02	2.02	0.00	1.02	0.05	0.00	1.04	(0.95)	2.00	

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Charlotte, NC	Raleigh, NC	Cleveland, OH	Dayton, OH	Oklahoma City, OK	Tulsa, OK	Portland, OR	Philadelphia, PA	Pittsburgh, PA	Wilkes-Barre, PA
Assets										
Current Assets										
Cash & Cash Equivalent										
Operating-Corporate										
Wells Fargo-TSS Mgmt. Co. Inc.										
Bank of America-TSS Aviation										
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Accounts Receivable										
Accounts Receivable-Trade	479,539.92	351,139.16		534,902.73	329,009.13		289,043.24	574,015.78	801,804.14	231,734.42
Allowance for Doubtful Accounts	(380,648.68)	(278,726.88)		(424,594.51)	(261,160.52)		(229,436.43)	(455,641.63)	(636,455.23)	(183,945.89)
Shareholder Advance- DH										
Shareholder Advance- OH										
Intercompany Receivable										
Other										
Due To/From		7,364,504.09	1,067,679.19	3,257,751.38	7,463,957.64	3,059,228.04				895,066.64
Total Accounts Receivable	98,891.24	7,436,916.37	1,067,679.19	3,368,059.60	7,531,806.25	3,059,228.04	59,606.81	118,374.15	165,348.91	942,855.17
Inventory										
Prepaid & Other										
Restricted Cash - Current										
Total Current Assets	98,891.24	7,436,916.37	1,067,679.19	3,368,059.60	7,531,806.25	3,059,228.04	59,606.81	118,374.15	165,348.91	942,855.17
Property, Plant, and Equipment										
Computer Software & Hardware										
Accumulated Depreciation Other										
Other Assets										
Miscellaneous Deposits										
Investment in TSS - Investments										
Investment in TSS - Mgmt										
Investment in TSS Mgmt Inc										
Investment in TSS - Invest Inc										
Investment in TSS Mgmt USA										
Investment in TSS Invest USA										
Investment in TSS - Aviation										
Investment in TSS Financial Servii										
Investment of TSSH in INC										
Investment of TSSH in USA										
Investment in LLC										
Investment in LTD										
Investment TSS LTD Mgmt										
Investment in LTD-Invest Inc										
Investment in TSS LTD-Mgmt US/										
Investment in LTD-Invest USA										
Investment in TSS LTD-Mgmt										
Restricted Cash - Holding										
Deferred Tax Asset - Non-Current										
Valuation Allowance - Non-Current										
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Assets	98,891.24	7,436,916.37	1,067,679.19	3,368,059.60	7,531,806.25	3,059,228.04	59,606.81	118,374.15	165,348.91	942,855.17

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Charlotte, NC	Raleigh, NC	Cleveland, OH	Dayton, OH	Oklahoma City, OK	Tulsa, OK	Portland, OR	Philadelphia, PA	Pittsburgh, PA	Wilkes-Barre, PA
Liabilities and Equity										
Current Liabilities										
Accounts Payable										
A/P Trade										
Accrued Payroll										
Accrued A/P										
Intercompany Payable Due To/From	41,067.66						6,510,911.00	9,575,755.86	6,035,305.51	
Total Accounts Payable	41,067.66	0.00	0.00	0.00	0.00	0.00	6,510,911.00	9,575,755.86	6,035,305.51	0.00
Taxes Payable										
Property Taxes	258.38	70.52			14,283.59		6,324.02	205.01	205.01	
Sales Tax and Other Fees Payable	151.26				101.83			(101.83)		
Total Taxes Payable	409.64	70.52	0.00	0.00	14,385.42	0.00	6,324.02	103.18	205.01	0.00
Interest Payable										
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other Current Liabilities										
Deferred Tax Liability - Current										
Valuation Allowance - Current										
Total Other Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Current Liabilities	41,477.30	70.52	0.00	0.00	14,385.42	0.00	6,517,235.02	9,575,859.04	6,035,510.52	0.00
Long-Term Debt And Other Liab.										
N/P - Sun Capital										
N/P - CMS										
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Liabilities Subject to Compromise	6,805.53	6,728.80	(2,022.00)	16,284.91	2,783.05	(138.26)	4,848.74	391.00	6,805.53	6,728.80
Total Liabilities	48,282.83	6,799.32	0.00	(2,022.00)	30,670.33	0.00	6,520,018.07	9,575,720.78	6,040,359.26	391.00
Stockholder's Equity										
Common Stock, 1000 Shares, No										
Common Stock, Mgmt										
Common Stock, Investments										
Common Stock, Holdings										
Additional Paid-in-Capital Common										
Addition Paid-in-Capital-Investmer										
Addition Paid-in-Capital-Mgmt										
Addition Paid-in-Capital TSS Finar										
Addition Paid-in-Capital Stock Opt										
Addition Paid-in-Capital - TSS Dev										
Addition Paid-in-Capital - Mgmt Inc										
Additon Paid-in-Capital - Invest Inc										
Additon Paid-in-Capital - CS Holdi										
Addition Paid-in-Capital - Mgmt US										
Addition Paid-in-Capital - Invest U:										
Partnership Capital - Mgmt										
Partners Capital - Mgmt Inc										
Partners Capital - Invest Inc										
Partners Capital - Mgmt USA										
Partners Capital - Invest USA										
Partnership Capital - Investment										
Equity - LLC	48,200.65	7,209,862.08	1,036,417.02	3,269,556.10	7,278,147.63	2,969,050.58	(6,269,599.45)	(9,178,595.73)	(5,703,177.44)	914,413.63
Member Equity - Aviation										
Treasury Stock										
Retained Earnings										
Retained Earnings Inv&Mgmt										
Net Profit/(Loss)	2,407.76	220,254.98	31,262.17	100,525.50	222,985.25	90,177.46	(190,810.82)	(278,749.09)	(171,832.69)	28,051.54
Total Stockholder's Equity	50,608.41	7,430,117.06	1,067,679.19	3,370,081.60	7,501,132.88	3,059,228.04	(6,460,410.27)	(9,457,344.82)	(5,875,010.13)	942,465.17
Total Liabilities and Equity	98,891.24	7,436,916.38	1,067,679.19	3,368,059.60	7,531,803.21	3,059,228.04	59,607.80	118,375.96	165,349.13	942,856.17
	0.00	(0.01)	0.00	0.00	3.04	0.00	(0.99)	(1.81)	(0.22)	(1.00)

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Greenville, SC	Charleston, SC	Nashville, TN	Knoxville, TN	Salt Lake City, UT	Richmond, VA	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc. Only	USA, Inc. Consolidated Before Elim	USA, Inc. Eliminations	USA, Inc. Consolidated	TSS Inc Consolidated	TSS Holdings	Eliminations INC, USA & Holdings	TSSH Consolidated	
Assets																			
Current Assets																			
Cash & Cash Equivalent																			
Operating-Corporate														\$0.00	\$0.00	\$385,354.92		\$0.00	\$385,354.92
Wells Fargo-TSS Mgmt. Co. Inc.														0.00	0.00	16,335.73		0.00	16,335.73
Bank of America-TSS Aviation														0.00	0.00	4,511.25		0.00	4,511.25
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	406,201.90	0.00	0.00	406,201.90
Accounts Receivable																			
Accounts Receivable-Trade		546,386.21	703,131.92	293,566.28	163,623.80	316,107.97	314,041.51	266,064.95		322,104.59		18,667,735.14	0.00	18,667,735.14	(1,981,268.57)		0.00	16,686,466.57	
Allowance for Doubtful Accounts		(433,709.87)	(558,131.30)	(233,026.73)	(129,881.12)	(250,919.85)	(249,279.53)	(211,196.76)		(255,679.83)		(14,811,981.66)	0.00	(14,811,981.66)	(1,874,484.91)		0.00	(16,686,466.57)	
Shareholder Advance- DH											18,088.00	18,088.00	0.00	18,088.00	0.00		0.00	18,088.00	
Shareholder Advance- OH											1,188.00	1,188.00	0.00	1,188.00	0.00		0.00	1,188.00	
Intercompany Receivable													0.00	0.00	14,057,384.00		14,057,384.00	0.00	
Other													0.00	0.00	2,175,990.24		2,183,886.84	2,913.10	
Due To/From			2,727,042.62	1,458,942.97		9,547,685.61		8,007,178.98	339,590.51	3,117,069.74	11,461.70	11,461.70	0.00	11,461.70		(650.00)	64,623,065.24	0.00	
Total Accounts Receivable	0.00	112,676.34	2,872,043.24	1,519,482.52	33,742.68	9,612,873.73	64,761.98	8,062,047.17	339,590.51	3,183,494.50	30,737.70	3,886,491.18	0.00	3,886,491.18	77,000,687.00	(650.00)	80,864,339.08	22,189.10	
Inventory																			
Prepaid & Other																			
Restricted Cash - Current														0.00	0.00	1,280,106.49		0.00	1,280,106.49
Total Current Assets	0.00	112,676.34	2,872,043.24	1,519,482.52	33,742.68	9,612,873.73	64,761.98	8,062,047.17	339,590.51	3,183,494.50	30,737.70	3,886,491.18	0.00	3,886,491.18	78,686,995.39	(650.00)	80,864,339.08	1,708,497.49	
Property, Plant, and Equipment																			
Computer Software & Hardware														0.00	0.00	191,656.06		0.00	191,656.06
Accumulated Depreciation Other														0.00	0.00	(191,656.06)		0.00	(191,656.06)
Other Assets																			
Miscellaneous Deposits														0.00	0.00	8,024.96		0.00	8,024.96
Investment in TSS - Investments														0.00	0.00	0.00		0.00	0.00
Investment in TSS - Mgmt														0.00	0.00	0.00		0.00	0.00
Investment in TSS Mgmt Inc														0.00	0.00	0.00		0.00	0.00
Investment in TSS - Invest Inc														0.00	0.00	0.00		0.00	0.00
Investment in TSS Mgmt USA														0.00	0.00	36,848.70		36,848.70	0.00
Investment in TSS Invest USA														0.00	0.00	3,648,066.82		3,648,066.82	0.00
Investment in TSS - Aviation														0.00	0.00	0.00		0.00	0.00
Investment in TSS Financial Servii														0.00	0.00	0.00		0.00	0.00
Investment of TSSH in INC														0.00	0.00	0.00	100,687.50	100,687.50	0.00
Investment of TSSH in USA														0.00	0.00	0.00	100,687.50	100,687.50	0.00
Investment in LLC											(52,120,675.93)	(52,120,675.93)	(52,120,675.93)	0.00	0.00	0.00		0.00	0.00
Investment in LTD														0.00	0.00	0.00		0.00	0.00
Investment TSS LTD Mgmt														0.00	0.00	0.00		0.00	0.00
Investment in LTD-Invest Inc														0.00	0.00	0.00		0.00	0.00
Investment in TSS LTD-Mgmt US/														0.00	0.00	36,848.70		36,848.70	0.00
Investment in LTD-Invest USA														0.00	0.00	3,648,066.82		3,648,066.82	0.00
Investment in TSS LTD-Mgmt														0.00	0.00	0.00		0.00	0.00
Restricted Cash - Holding														0.00	0.00	(2,512,268.66)	2,512,268.66	0.00	0.00
Deferred Tax Asset - Non-Current														0.00	0.00	1,669,093.00		1,669,093.00	0.00
Valuation Allowance - Non-Current														0.00	0.00	(1,363,708.00)		0.00	(1,363,708.00)
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(52,120,675.93)	(52,120,675.93)	(52,120,675.93)	0.00	4,865,587.34	3,019,028.66	7,571,206.04	313,408.96	
Total Assets	0.00	112,676.34	2,872,043.24	1,519,482.52	33,742.68	9,612,873.73	64,761.98	8,062,047.17	339,590.51	3,183,494.50	(52,089,938.23)	(48,234,184.75)	(52,120,675.93)	3,886,491.18	83,552,582.73	3,018,378.66	88,435,545.12	2,021,907.45	

The SCOOTER Store, Inc.
 Consolidated Balance Sheet
 For the Three Months Ending March 31, 2014

	Greenville, SC	Charleston, SC	Nashville, TN	Knoxville, TN	Salt Lake City, UT	Richmond, VA	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc. Only	USA, Inc. Consolidated Before Elim	USA, Inc. Eliminations	USA, Inc. Consolidated	TSS Inc Consolidated	TSS Holdings	Eliminations INC, USA & Holdings	TSSH Consolidated	
Liabilities and Equity																			
Current Liabilities																			
Accounts Payable																			
A/P Trade														\$0.00	\$0.00	\$85,695.23	\$0.00	\$85,695.23	
Accrued Payroll														0.00	0.00	19,250.00	0.00	19,250.00	
Accrued A/P														0.00	0.00	360,000.00	0.00	360,000.00	
Intercompany Payable											9,432,384.00	9,432,384.00		9,432,384.00	0.00	4,625,000.00	14,057,384.00	0.00	
Due To/From	921,378.26	7,134,728.58			3,852,383.62		5,633,732.55				2,349,957.79	59,450,252.47		59,450,252.47	0.00	5,172,813.77	64,623,066.24	0.00	
Total Accounts Payable	921,378.26	7,134,728.58	0.00	0.00	3,852,383.62	0.00	5,633,732.55	0.00	0.00	0.00	11,782,341.79	68,882,636.47	0.00	68,882,636.47	464,945.23	9,797,813.77	78,680,450.24	464,945.23	
Taxes Payable																			
Property Taxes		6,239.40	(93.18)	715.35	2,502.24	21,500.38	128.37	7,266.13		534.99		216,309.42	0.00	216,309.42	90,960.16		0.00	307,269.58	
Sales Tax and Other Fees Payable		535.04										878.30	0.00	878.30	4,471.15		0.00	5,349.45	
Total Taxes Payable	0.00	6,774.44	(93.18)	715.35	2,502.24	21,500.38	128.37	7,266.13	0.00	534.99	0.00	217,187.72	0.00	217,187.72	95,431.31	0.00	0.00	312,619.03	
Interest Payable																			
											1,956,691.33	1,956,691.33	0.00	1,956,691.33	0.00	227,197.51	2,183,888.84	0.00	
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1,956,691.33	1,956,691.33	0.00	1,956,691.33	0.00	227,197.51	2,183,888.84	0.00	
Other Current Liabilities																			
Deferred Tax Liability - Current														0.00	0.00	0.00	3,791,557.00	0.00	3,791,557.00
Valuation Allowance - Current														0.00	0.00	0.00	3,100,670.00	0.00	3,100,670.00
Total Other Current Liabilities	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	6,892,227.00	0.00	6,892,227.00	
Total Current Liabilities	921,378.26	7,141,503.02	(93.18)	715.35	3,854,885.86	21,500.38	5,633,860.92	7,266.13	0.00	534.99	13,739,033.12	71,056,515.52	0.00	71,056,515.52	560,376.54	16,917,238.28	80,864,339.08	7,669,791.26	
Long-Term Debt And Other Liab.																			
N/P - Sun Capital														0.00	0.00	42,274,216.75	0.00	42,274,216.75	
N/P - CMS														0.00	0.00	18,332,832.53	0.00	18,332,832.53	
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	60,607,049.28	0.00	0.00	60,607,049.28	
Liabilities Subject to Compromise																			
		14,853.23	1,196.62	164.05	4,953.60	41,609.97	240.27	3,017.85		243.52		219,506.49	0.00	219,506.49	49,842,029.28	1,453,775.00	0.00	51,515,310.77	
Total Liabilities	921,378.26	7,156,356.25	1,103.44	879.40	3,859,839.46	63,110.35	5,634,101.19	10,283.98	0.00	778.51	13,739,033.12	71,276,022.01	0.00	71,276,022.01	111,009,455.10	18,371,013.28	80,864,339.08	119,792,151.31	
Stockholder's Equity																			
Common Stock, 1000 Shares, No											100,687.50	100,687.50	0.00	100,687.50	100,687.50		201,375.00	0.00	
Common Stock, Mgmt														0.00	0.00	0.00	0.00	0.00	
Common Stock, Investments														0.00	0.00	0.00	0.00	0.00	
Common Stock, Holdings														0.00	0.00	10.00	0.00	10.00	
Additional Paid-in-Capital Common											5,868,237.23	5,868,237.23	0.00	5,868,237.23	19,503,642.02		0.00	25,371,879.25	
Addition Paid-in-Capital-Investmer														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital-Mgmt														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital TSS Finar														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital Stock Opt														0.00	0.00	1,359,169.22	0.00	1,359,169.22	
Addition Paid-in-Capital - TSS Dev														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital - Mgmt Inc														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital - Invest Inc														0.00	0.00	0.00	0.00	0.00	
Addition Paid-in-Capital - CS Holdi														0.00	0.00	0.00	201,365.00	201,365.00	
Addition Paid-in-Capital - Mgmt US														0.00	0.00	36,848.70	0.00	36,848.70	
Addition Paid-in-Capital - Invest U:														0.00	0.00	3,648,066.82	3,648,066.82	0.00	
Partnership Capital - Mgmt														0.00	0.00	0.00	0.00	0.00	
Partners Capital - Mgmt Inc														0.00	0.00	0.00	0.00	0.00	
Partners Capital - Invest Inc														0.00	0.00	0.00	0.00	0.00	
Partners Capital - Mgmt USA														0.00	0.00	36,848.70	36,848.70	0.00	
Partners Capital - Invest USA														0.00	0.00	3,648,066.82	3,648,066.82	0.00	
Partnership Capital - Investment														0.00	0.00	0.00	0.00	0.00	
Equity - LLC	(893,798.86)	(6,836,879.35)	2,784,181.56	1,473,600.29	(3,713,053.24)	9,265,260.43	(5,404,716.92)	7,813,018.59	329,867.13	3,088,390.40		(52,120,675.93)	(52,120,675.93)	0.00	0.00	0.00	0.00	0.00	
Member Equity - Aviation														0.00	0.00	0.00	0.00	0.00	
Treasury Stock											(278,882.50)	(278,882.50)	0.00	(278,882.50)	(278,882.50)		0.00	(577,765.00)	
Retained Earnings											(71,449,171.76)	(71,449,171.76)	0.00	(71,449,171.76)	(56,245,160.72)	(15,400,659.14)	0.00	(143,094,991.62)	
Retained Earnings Inv&Mgmt														0.00	0.00	0.00	0.00	0.00	
Net Profit/(Loss)	(27,579.40)	(206,801.57)	86,758.74	45,001.77	(113,042.57)	284,503.93	(164,622.28)	238,742.56	9,723.38	94,326.73	(69,842.96)	(1,630,408.48)	0.00	(1,630,408.48)	733,847.95	(153,350.48)	0.00	(1,049,911.01)	
Total Stockholder's Equity	(921,378.26)	(7,043,680.92)	2,870,940.30	1,518,602.06	(3,826,095.81)	9,549,764.36	(5,569,339.20)	8,051,761.15	339,590.51	3,182,717.13	(65,828,972.49)	(119,510,213.94)	(52,120,675.93)	(67,389,538.01)	(27,456,865.49)	(15,352,634.62)	7,571,206.04	(117,770,244.16)	
Total Liabilities and Equity	0.00	112,675.33	2,872,043.74	1,519,481.46	33,743.65	9,612,874.71	64,761.99	8,062,045.13	339,590.51	3,183,495.64	(52,089,939.37)	(48,234,191.93)	(52,120,675.93)	3,886,484.00	83,552,589.61	3,018,378.66	88,435,545.12	2,021,907.15	
	0.00	1.01	(0.50)	1.06	(0.97)	(0.98)	(0.01)	2.04	0.00	(1.14)	1.14	7.18	0.00	7.18	(6.88)	0.00	0.00	0.30	