

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re The SCOOTER Store Holdings, Inc.

Case No.: 13-10904-PJW
Reporting Period: April 15, 2013 to May 31, 2013

MONTHLY OPERATING REPORT (AS REVISED)
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	Attachment C	
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/ Charles Lowrey
Signature of Authorized Individual*

6/28/2013
Date

Charles Lowrey

Chief Financial 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)	Wells Fargo #5710 (Inv)	Wells Fargo #3211 (Mgt)	Wells Fargo #2338 (Inc)	Wells Fargo #2346 (USA)	Wells Fargo #6069 (Hdg)	Wells Fargo #2512 (Hdg)	Total
Beginning Book Cash												
Opening Book Balance (4/15/2013)	\$ 254,361	\$ 121,878	\$ 116,759	\$ 13,376	\$ 4,511	\$ 866	\$ 16,331	\$ 238,594	\$ 9,752	\$ 9,265	\$ 2,511,423	\$ 3,297,116
Receipts												
<i>Receipts</i>												
Government Receipts	\$ -	\$ 15,207,502	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 15,207,502
Commercial / Private receipts	-	-	5,487,185	-	-	-	-	-	-	-	-	5,487,185
Total Lockbox Receipts	\$ -	\$ 15,207,502	\$ 5,487,185	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 20,694,687
Funding Requests	\$ 5,650,000	-	-	-	-	-	-	-	-	-	-	\$ 5,650,000
Miscellaneous Receipts	170,733	-	-	-	-	-	-	-	-	-	-	170,733
Total Receipts	\$ 5,820,733	\$ 15,207,502	\$ 5,487,185	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 26,515,420
Disbursements												
<i>Disbursements</i>												
Inventory and Freight	(357,810)	-	-	-	-	-	-	-	-	-	-	(357,810)
Payroll & Benefits	(2,660,230)	-	-	-	-	-	-	-	-	-	-	(2,660,230)
Misc. Health	(23,496)	-	-	-	-	-	-	-	-	-	-	(23,496)
Vehicle Expense	(227,921)	-	-	-	-	-	-	-	-	-	-	(227,921)
Rent	(1,210,467)	-	-	-	-	-	-	-	-	-	-	(1,210,467)
Refunds	(365,103)	-	-	-	-	-	-	-	-	-	-	(365,103)
Utilities	(232,647)	-	-	-	-	-	-	-	-	-	-	(232,647)
Communication	(276,292)	-	-	-	-	-	-	-	-	-	-	(276,292)
Taxes	(254,925)	-	-	-	-	-	-	-	-	-	-	(254,925)
Insurance	(137,217)	-	-	-	-	-	-	-	-	-	-	(137,217)
ACH Debits	-	(4,417)	(285)	-	-	(12)	(5)	(7)	(4)	(52)	(773)	(5,554)
Transfer to Cigna healthcare acct	(899)	-	-	-	-	-	-	-	-	-	-	(899)
Transfer to Chase Healthcare Acct.	(26,610)	-	-	-	-	-	-	-	-	-	-	(26,610)
CMS ERP	(166,667)	-	-	-	-	-	-	-	-	-	-	(166,667)
Other	(151,778)	-	-	-	-	-	-	-	-	-	-	(151,778)
Voided Checks	284,396	-	-	-	-	-	-	-	-	-	-	284,396
Total Operating Disbursements	(5,807,663)	(4,417)	(285)	-	-	(12)	(5)	(7)	(4)	(52)	(773)	(5,813,217)
<i>Non-Operating Disbursements</i>												
OC Professional Fees	(62,742)	-	-	-	-	-	-	-	-	-	-	(62,742)
Professional Fees	-	-	-	-	-	-	-	-	-	-	-	-
Critical Vendor Payments	-	-	-	-	-	-	-	-	-	-	-	-
Chapter 11 Filing Fees	-	-	-	-	-	-	-	-	-	-	-	-
Utility Adequate Assurance Payment	-	-	-	-	-	-	-	-	-	-	-	-
Cash Collateralize L/C'ss	-	-	-	-	-	-	-	-	-	-	-	-
KERP / Severance	-	-	-	-	-	-	-	-	-	-	-	-
DIP interest and closing fees ²	-	-	-	-	-	-	-	-	-	-	-	-
Other Non-Operating	-	-	-	-	-	(855)	-	-	(9,748)	-	-	(10,603)
Total Non-Operating Disbursements	(62,742)	-	-	-	-	(855)	-	-	(9,748)	-	-	(73,345)
Operating Cash Flow	\$ (49,672)	\$ 15,203,086	\$ 5,486,900	\$ -	\$ -	\$ (866)	\$ (5)	\$ (7)	\$ (9,752)	\$ (52)	\$ (773)	\$ 20,628,858
Term Loan Paydown	-	-	-	-	-	-	-	-	-	-	-	-
Net Revolver Borrowings (Repayments)	-	(15,141,883)	(5,465,529)	-	-	-	-	-	-	-	-	(20,607,411)
Net Cash Flow	(49,672)	61,203	21,372	-	-	(866)	(5)	(7)	(9,752)	(52)	(773)	21,447
Closing Book Balance	\$ 204,688	\$ 183,081	\$ 138,131.02	\$ 13,376	\$ 4,511	\$ -	\$ 16,326	\$ 238,587	\$ -	\$ 9,212	\$ 2,510,650	\$ 3,318,562
Outstanding Checks	830,167	-	-	-	-	-	-	-	-	-	-	830,167
Ending Cash Balance (bank)	\$ 1,034,855	\$ 183,081	\$ 138,131	\$ 13,376	\$ 4,511	\$ -	\$ 16,326	\$ 238,587	\$ -	\$ 9,212	\$ 2,510,650	\$ 4,148,729
Total Operating Disbursements	(5,807,663)	(4,417)	(285)	-	-	(12)	(5)	(7)	(4)	(52)	(773)	(5,813,217)
Term Loan Paydown	-	-	-	-	-	-	-	-	-	-	-	-
Revolver Repayments	-	(15,141,883)	(5,465,529)	-	-	-	-	-	-	-	-	(20,607,411)
Non-Operating Disbursements	-	-	-	-	-	(855)	-	-	(9,748)	-	-	(10,603)
Less: Intercompany transfers	-	-	-	-	-	855	-	-	9,748	-	-	10,603
Total Disbursements	\$ (5,807,663)	\$ (15,146,299)	\$ (5,465,814)	\$ -	\$ -	\$ (12)	\$ (5)	\$ (7)	\$ (4)	\$ (52)	\$ (773)	\$ (26,420,628)
Professional Fees	\$ (62,742)	-	-	-	-	-	-	-	-	-	-	\$ (62,742)
												\$ (26,483,370)

Note:

1. 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.

2. The Debtors opened a JP Morgan Chase bank account on 5/3/2013 (bank account no. #7817) to accommodate the utilities deposits in accordance with Order (Final) (i) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Utility Services, (ii) Deeming Utility Companies Adequately Assured of Future Performance, and (iii) Establishing Procedures for Determining Adequate Assurance of Payment filed on 5/17/2013.

No disbursements were made from this account during the reporting period. The bank statement is attached as Attachment C.

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 15, 2013 to May 31, 2013

	JP Morgan #2583	JP Morgan #3792	JP Morgan #7376	JP Morgan #8243 (Fin)	BofA #0512 (Aviat)	Wells Fargo #5710 (Inv)	Wells Fargo #3211 (Mgt)	Wells Fargo #2338 (Inc)	Wells Fargo #2346 (USA)	Wells Fargo #6069 (Hdg)	Wells Fargo #2512 (Hdg)
Total Disbursement from MOR-1	5,807,663.13	15,146,299.22	5,465,813.51	-	-	11.50	5.00	7.00	3.50	52.38	773.15
Professional Fees from MOR-1	62,742.04										

Case Name	Case Number	Bank Account #	Actual Disbursements	Disbursement Ratio by Entity (Before Professional Fees) (%)	Pro-Rata of case 13-10981 Disbursements	Pro-Rata of case 13-10981 Professional Fees ¹	Total Disbursements by Debtor
The SCOOTER Store Holdings, Inc.	13-10904-PJW	Wells Fargo #6069	825.53	0.0000000%	-	-	825.53
The SCOOTER Store - Albuquerque, L.L.C.	13-10907-PJW	Wells Fargo #2512	-	0.5419533%	143,182.86	340.03	143,522.89
The SCOOTER Store - Atlanta, L.L.C.	13-10908-PJW	-	-	0.6814747%	180,044.09	427.57	180,471.66
The SCOOTER Store - Austin, LTD.	13-10909-PJW	-	-	0.0000000%	-	-	-
The SCOOTER Store - Baltimore, L.L.C.	13-10910-PJW	-	-	0.6262601%	165,456.50	392.93	165,849.43
The SCOOTER Store - Baton Rouge, L.L.C.	13-10911-PJW	-	-	0.5110214%	135,010.71	320.63	135,331.33
The SCOOTER Store - Birmingham, L.L.C.	13-10912-PJW	-	-	0.4240943%	112,044.77	266.09	112,310.86
The SCOOTER Store - Boca Raton, L.L.C.	13-10913-PJW	-	-	0.5849338%	154,538.19	367.00	154,905.19
The SCOOTER Store - Boston, L.L.C.	13-10914-PJW	-	-	0.0000000%	-	-	-
The SCOOTER Store - Charleston, L.L.C.	13-10915-PJW	-	-	0.5828778%	153,995.01	365.71	154,360.72
The SCOOTER Store - Charlotte, L.L.C.	13-10916-PJW	-	-	0.5375271%	142,013.45	337.26	142,350.70
The SCOOTER Store - Chicago, L.L.C.	13-10917-PJW	-	-	0.6906416%	182,465.97	433.32	182,899.29
The SCOOTER Store - Concord, L.L.C.	13-10918-PJW	-	-	0.6983656%	184,506.63	438.17	184,944.80
The SCOOTER Store - Dallas, LTD	13-10919-PJW	-	-	0.7830480%	206,879.53	491.30	207,370.83
The SCOOTER Store - Dayton, L.L.C.	13-10920-PJW	-	-	0.6039061%	159,550.65	378.90	159,929.55
The SCOOTER Store - Denver, L.L.C.	13-10921-PJW	-	-	0.5899982%	155,876.20	370.18	156,246.38
The SCOOTER Store - Des Moines, L.L.C.	13-10922-PJW	-	-	0.7303954%	192,968.83	458.26	193,427.10
The SCOOTER Store - Detroit, L.L.C.	13-10923-PJW	-	-	0.6165725%	162,897.06	386.85	163,283.91
The SCOOTER Store - Grand Rapids, L.L.C.	13-10924-PJW	-	-	0.4765409%	125,901.04	298.99	126,200.03
The SCOOTER Store - Green Bay, L.L.C.	13-10925-PJW	-	-	0.5209482%	137,633.35	326.85	137,960.21
The SCOOTER Store - Greenville, L.L.C.	13-10926-PJW	-	-	0.0000000%	-	-	-
The SCOOTER Store - Hartford, L.L.C.	13-10927-PJW	-	-	0.5261359%	139,003.94	330.11	139,334.04
The SCOOTER Store - Houston, LTD	13-10928-PJW	-	-	0.3085485%	81,517.82	193.59	81,711.41
The SCOOTER Store - Indianapolis, L.L.C.	13-10930-PJW	-	-	0.5855841%	154,710.00	367.41	155,077.40
The SCOOTER Store - Jackson, L.L.C.	13-10931-PJW	-	-	0.3967574%	104,822.42	248.93	105,071.36
The SCOOTER Store - Jacksonville, L.L.C.	13-10932-PJW	-	-	0.4678077%	123,593.75	293.51	123,887.27
The SCOOTER Store - Kansas City, L.L.C.	13-10933-PJW	-	-	0.7354664%	194,308.57	461.45	194,770.01
The SCOOTER Store - Knoxville, L.L.C.	13-10934-PJW	-	-	0.7145924%	188,793.71	448.35	189,242.06
The SCOOTER Store - Las Vegas, L.L.C.	13-10935-PJW	-	-	0.3937674%	104,032.48	247.06	104,279.54
The SCOOTER Store - Levittown, L.L.C.	13-10936-PJW	-	-	0.8227198%	217,360.74	516.19	217,876.93
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%	149,944.53	356.09	150,300.62
The SCOOTER Store - Los Angeles, L.L.C.	13-10939-PJW	-	-	0.7753987%	204,858.60	486.50	205,345.11
The SCOOTER Store - Louisville, L.L.C.	13-10940-PJW	-	-	0.5598149%	147,901.83	351.24	148,253.07
The SCOOTER Store - Lubbock, LTD	13-10941-PJW	-	-	0.4613610%	121,890.54	289.47	122,180.01
The SCOOTER Store - Madison, L.L.C.	13-10942-PJW	-	-	0.0000000%	-	-	-
The SCOOTER Store - Minneapolis, L.L.C.	13-10944-PJW	-	-	0.6952927%	183,694.78	436.24	184,131.02
The SCOOTER Store - Mobile, L.L.C.	13-10945-PJW	-	-	0.7880497%	208,200.97	494.44	208,695.41
The SCOOTER Store - Nashville, L.L.C.	13-10946-PJW	-	-	0.4756676%	125,670.32	298.44	125,968.76
The SCOOTER Store - Oklahoma City, L.L.C.	13-10947-PJW	-	-	0.6158573%	162,708.11	386.40	163,094.51
The SCOOTER Store - Orlando, L.L.C.	13-10948-PJW	-	-	1.0748207%	283,965.21	674.36	284,639.57
The SCOOTER Store - Paterson, L.L.C.	13-10949-PJW	-	-	0.0000000%	-	-	-
The SCOOTER Store - Philadelphia, L.L.C.	13-10951-PJW	-	-	0.6085547%	160,778.79	381.82	161,160.61
The SCOOTER Store - Phoenix, L.L.C.	13-10952-PJW	-	-	0.5270752%	139,252.08	330.70	139,582.78
The SCOOTER Store - Pittsburgh, L.L.C.	13-10953-PJW	-	-	0.6320495%	166,986.05	396.56	167,382.61
The SCOOTER Store - Portland, L.L.C.	13-10954-PJW	-	-	0.8246735%	217,876.90	517.42	218,394.31
The SCOOTER Store - Raleigh Durham, L.L.C.	13-10955-PJW	-	-	0.5303991%	145,414.20	345.33	145,759.53
The SCOOTER Store - Richmond, L.L.C.	13-10956-PJW	-	-	0.8075021%	213,340.24	506.64	213,846.89
The SCOOTER Store - Rochester, L.L.C.	13-10957-PJW	-	-	0.5005691%	132,249.23	314.07	132,563.30
The SCOOTER Store - Sacramento, L.L.C.	13-10958-PJW	-	-	0.7138089%	188,586.71	447.86	189,034.56
The SCOOTER Store - Salt Lake City, L.L.C.	13-10959-PJW	-	-	0.4606025%	121,690.14	288.99	121,979.13
The SCOOTER Store - San Antonio, LTD	13-10960-PJW	-	-	0.6098467%	161,120.14	382.63	161,502.77
The SCOOTER Store - San Diego, L.L.C.	13-10961-PJW	-	-	0.5119531%	135,256.86	321.21	135,578.07
The SCOOTER Store - San Francisco, L.L.C.	13-10962-PJW	-	-	0.5651395%	149,308.60	354.58	149,663.18
The SCOOTER Store - Schenectady, L.L.C.	13-10963-PJW	-	-	0.4496748%	118,803.06	282.14	119,085.20
The SCOOTER Store - Seattle, L.L.C.	13-10964-PJW	-	-	0.5346497%	141,253.25	335.45	141,588.70
The SCOOTER Store - Shreveport, L.L.C.	13-10965-PJW	-	-	0.4516203%	119,317.07	283.36	119,600.43
The SCOOTER Store - Springfield, L.L.C.	13-10966-PJW	-	-	0.4348419%	114,884.25	272.83	115,157.08
The SCOOTER Store - St. Louis, L.L.C.	13-10967-PJW	-	-	0.5362947%	141,687.86	336.48	142,024.34
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%	134,852.67	320.25	135,172.92
The SCOOTER Store - Wichita, L.L.C.	13-10972-PJW	-	-	0.0716432%	18,927.96	44.95	18,972.91
The SCOOTER Store - Wilkes-Barre, L.L.C.	13-10973-PJW	-	-	0.3913972%	103,406.27	245.57	103,651.84
The SCOOTER Store - USA, Inc.	13-10975-PJW	Wells Fargo #2346	3.50	0.0000000%	-	-	3.50
The SCOOTER Store, Inc.	13-10974-PJW	Wells Fargo #2338	7.00	0.0000000%	-	-	7.00
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	11.50	0.0000000%	-	-	11.50
The Scooter Store, LTD.	13-10981-PJW	Bank of America #8667 JP Morgan #7376 JP Morgan #3792 JP Morgan #2583	26,482,517.90	68.1415333%	18,002,840.35	42,753.39	18,045,593.74
TOTAL			26,483,370.43	100.0000000%	26,419,775.86	62,742.04	26,483,370.43

MOR - 1a
Schedule of Cash Disbursements by Legal Entity
For period April 15, 2013 to May 31, 2013

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	<u>\$1,034,854.97</u>
Cash Receipt - JP Morgan #3792	<u>\$183,080.69</u>
Cash Receipt - JP Morgan #7376	<u>\$138,131.02</u>
TSS Financial Services - JP Morgan #8243	<u>\$13,375.77</u>
Employee Benefit Plan - BofA #8667	<u>\$0.00</u>
TSS Investments, Inc. - Wells Fargo #5710	<u>\$0.00</u>
TSS Management Company, Inc. - Wells Fargo #3211	<u>\$16,325.73</u>
The SCOOTER Store Aviation, L.L.C.- BofA #0512	<u>\$4,511.25</u>
The SCOOTER Store, Inc. - Wells Fargo #2338	<u>\$238,587.06</u>
The SCOOTER Store - USA, Inc. - Wells Fargo #2346	<u>\$0.00</u>
Letter of Credit - Wells Fargo #6069	<u>\$9,212.32</u>
Letter of Credit - Wells Fargo #2512	<u>\$2,510,650.25</u>

TOTAL CASH AVAILABLE:

\$4,148,729.06

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 15, 2013 to May 31, 2013

Charles Lowrey hereby declares under penalty of perjury:

1. I am the Chief Financial 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. 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, my discussions with other employees of the Debtors, or my opinion based upon my experience and knowledge of the Debtor's operations and financial condition. If I were called up to testify, I could and would testify to each of the facts set forth herein based on such personal knowledge, review of documents or opinion. 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 \$26,483,370.43 for post-petition and allowable pre-petition amounts for the period April 15, 2013 to May 31, 2013. Copies of the cash disbursement schedules are available for inspection upon request by the Office of the United States Trustee.

Dated: 6/28/2013

Charles Lowrey, Chief Financial Officer

/s/ Charles Lowrey

In re The SCOOTER Store Holdings, Inc.
Debtor

Case No. 13-10904-PJW
Reporting Period: April 15, 2013 to May 31, 2013

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
NONE									

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 15, 2013 to May 31, 2013**

Charles Lowrey hereby declares under penalty of perjury:

1. I am the Chief Financial 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, my discussions with other employees of the Debtors, or my opinion based upon my experience and knowledge of the Debtor's operations and financial condition. If I were called up to testify, I could and would testify to each of the facts set forth herein based on such personal knowledge, review of documents or opinion. 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: 6/28/2013

Charles Lowrey, Chief Financial Officer

/s/ Charles Lowrey

THE SCOOTER STORE

CONSOLIDATED STATEMENT OF OPERATIONS
MONTHS ENDED April 30, 2013 and May 31, 2013
(Unaudited)

	MONTH	
	APR-2013 Actual	MAY-2013 Actual
Net sales	2,759,133	2,031,354
Cost of sales	1,024,309	331,823
Gross profit	1,734,824	1,699,531
Operating expenses:		
Salaries and related costs	1,785,732	2,025,736
Advertising	1,331,331	15,835
Bad debts	271,340	190,246
Professional fees	2,189,728	1,231,259
Vehicle	202,339	130,499
Depreciation and amortization	338,029	454,455
Repairs and maintenance	183,868	255,957
Communications	195,007	201,854
Rent	267,621	270,157
Other (See Continuation Sheet)	478,991	340,815
Reduction in workforce charges	-	(52,134)
Claims repayment agreement	-	(4,414,796)
Total operating expenses	7,243,986	649,883
Operating income	(5,509,162)	1,049,648
Other income (expense):		
Interest expense	(1,183,176)	(2,972,719)
Interest income	2,658	2,896
Other	34,222	13,062
Income before income taxes	(6,655,458)	(1,907,113)
Income tax expense:		
State	-	-
Net income (loss)	\$ (6,655,458)	\$ (1,907,113)
Adjusted EBITDA	\$ (4,575,890)	\$ (2,943,515)

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 3/31/2013.

In re The SCOOTER Store Holdings, Inc.
Debtor

Case No. 13-10904-PJW

STATEMENT OF OPERATIONS - continuation sheet

BREAKDOWN OF "OTHER" CATEGORY	Apr-13	May-13
Other Expenses		
Supplies & Equipment	(33,347.00)	(3,291.00)
Travel & Entertainment	13,663.00	2,848.00
Insurance - Property & Liability	120,810.00	43,910.00
Utilities	74,420.00	87,992.00
Postage & Shipping	33,558.00	52,459.00
Franchise & Property Tax	109,408.00	83,410.00
Licenses & Permits	20,964.00	21,755.00
Dues & Subscriptions	8,765.00	2,676.00
Moving & Relocation		2,024.00
Building Security	67,546.00	24,411.00
Customer Relations	991.00	250.00
Janitorial Services & Products	1,201.00	1,570.00
Penalties Expense	605.00	1,212.00
Other Operating Expense	3,446.00	(4,960.00)
Bank & Credit Card Charges	52,726.00	23,195.00
Sales Tax	4,235.00	1,354.00
Total	478,991.00	340,815.00

THE SCOOTER STORE

CONSOLIDATED BALANCE SHEET

April 30, 2013 and May 31, 2013

(Unaudited)

	APR-2013 Actual	MAY-2013 Actual
Assets		
Currents Assets		
Cash and cash equivalents	\$ 1,727,728	\$ 1,402,176
Trade accounts receivable, net of allowance for doubtful accounts	34,285,757	30,347,369
Net investment in sales-type leases	30,329,617	21,821,040
Inventories	11,263,623	10,851,570
Prepays and other	2,088,095	1,849,280
Cash - restricted	542,566	504,328
Total current assets	80,237,386	66,775,763
Property and equipment, net of depreciation		
	12,738,733	12,282,212
Deposits	1,431,914	1,513,292
Deferred tax asset	305,385	305,385
Deferred advertising	-	-
Capitalized Debt Costs	2,489,150	1,520,359
Investment in Partnerships	1,962,847	1,911,081
Cash - restricted	2,511,769	2,511,769
Total other assets	8,701,065	7,761,886
	\$ 101,677,184	\$ 86,819,861
Liabilities and Stockholders' Equity		
Current Liabilities		
Book overdraft	\$ 878,110	\$ 830,167
Accounts payable	231,863	63,566
Accrued liabilities	3,904,189	5,188,678
Refunds due	3,891,615	3,790,655
Note payable to shareholder	-	-
Line of credit, net of discount	1,024,831	815,237
Current portion of long-term debt	763,767	807,615
Current portion of lease obligations	1,884,007	1,929,030
Current portion of CMS claims repayment	704,296	654,750
Deferred tax liability	6,892,227	6,892,227
Other current liabilities	513,463	395,242
Total current liabilities	20,688,368	21,367,167
Senior term loan, net of discount	11,498,028	2,043,178
Subordinated debt, net of discount	43,358,446	43,919,239
Long-term debt, less current portion	549,500	387,307
Capital lease obligations, less current portion	12,595,321	12,386,245
CMS claims repayment	19,561,616	15,164,121
Deferred grant and lease incentives	-	-
Liabilities Subject to Compromise	48,084,003	48,035,467
Accrued interest on subordinated debt	1,538,118	1,620,465
Warrant and Class A Share	-	-
Total liabilities	157,873,400	144,923,189
Stockholders' Equity		
Common stock	10	10
Additional paid-in capital	26,932,413	26,932,413
Treasury Stock	(557,765)	(557,765)
Retained earnings (deficit)	(82,570,874)	(84,477,986)
Total stockholders' equity	(56,196,216)	(58,103,328)
	\$ 101,677,184	\$ 86,819,861

Note: The Debtors prepare a Consolidating Balance Sheet on a quarterly basis.
The following Consolidating Balance Sheet (Attachment B) is as of quarter ending 3/31/2013.

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 15, 2013 to May 31, 2013**

Charles Lowrey hereby declares under penalty of perjury:

1. I am the Chief Financial 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, my discussions with other employees of the Debtors, or my opinion based upon my experience and knowledge of the Debtor's operations and financial condition. If I were called up to testify, I could and would testify to each of the facts set forth herein based on such personal knowledge, review of documents or opinion. 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: 6/28/2013

Charles Lowrey, Chief Financial Officer

/s/ Charles Lowrey

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	3,735.95					
Employee Benefits	11,027.37					
Inventory & Freight	256.52					
Refunds	2,097.00					
Taxes	141.00	60.00				
Utilities	41,767.13	112.97				
Vehicles	1,810.69	542.16				
Other	634.54	433.00				
Total Postpetition Debts	61,470.20	1,148.13				

Note: All past due post petition debts were paid in June, 2013.

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
P1990	MAP	VEHICLE	1,626.62	1,084.46	542.16	0.00	0.00	(0.00)
P1968	NATIONALGRID 67381-26037	UTILITIES	371.07	371.07	0.00	0.00	0.00	0.00
P1967	NORTH LITTLE ROCK ELECTRIC 00137072-21	UTILITIES	52.03	52.03	0.00	0.00	0.00	0.00
P1964	NEW JERSEY DEPT OF LABOR	EMPTY BENE	6.78	6.78	0.00	0.00	0.00	0.00
P1963	CITY OF WESTMINSTER	OVERHEAD	141.00	141.00	0.00	0.00	0.00	0.00
P1962	CITY OF SAN DIEGO	OVERHEAD	60.00	0.00	60.00	0.00	0.00	0.00
P1957	JIMMY HINDS	OVERHEAD	180.00	180.00	0.00	0.00	0.00	0.00
P1956	JONES AUTO CARE	VEHICLE	59.07	59.07	0.00	0.00	0.00	0.00
P1955	FIRE ALARM CONTROL SYSTEMS	OVERHEAD	46.00	46.00	0.00	0.00	0.00	0.00
P1953	SIERRA SPRINGS 41280038367905	WATER VDRS	(2.79)	(2.79)	0.00	0.00	0.00	0.00
P1952	CRYSTAL SPRINGS 14746702230481	WATER VDRS	14.00	14.00	0.00	0.00	0.00	0.00
P1951	THOMSON REUTERS - WEST	OVERHEAD	433.00	0.00	433.00	0.00	0.00	0.00
P1949	TWO MEN & A TRUCK	OVERHEAD	161.50	161.50	0.00	0.00	0.00	0.00
P1796	ICE MOUNTIAN DIRECT 0118622166	WATER VDRS	(31.20)	(31.20)	0.00	0.00	0.00	0.00
P1790	CONSUMERS ENERGY 1030 0616 6906	UTILITIES	576.94	576.94	0.00	0.00	0.00	0.00
P1787	MOBILITY HEALTHCARE	ADVERTISIN	3,735.95	3,735.95	0.00	0.00	0.00	0.00
P1759	NBU	UTILITIES	33,753.72	33,753.72	0.00	0.00	0.00	0.00
P1685	TIME WARNER CABLE 8260 14046 058159C	UTILITIES	157.69	157.69	0.00	0.00	0.00	0.00
P1660	LG & E 3000-2527-9203	UTILITIES	206.59	206.59	0.00	0.00	0.00	0.00
P1652	CULLIGAN BOTTLED WATER 114-09835927-5	WATER VDRS	(0.40)	0.00	(0.40)	0.00	0.00	0.00
P1648	INTERMOUNTAIN GAS COMPANY 67092722-020-2	UTILITIES	13.18	13.18	0.00	0.00	0.00	0.00
P1549	XCEL ENERGY 51-9646892-5	UTILITIES	263.92	263.92	0.00	0.00	0.00	0.00
P1545	TERMINIX COMMERCIAL	OVERHEAD	70.57	70.57	0.00	0.00	0.00	0.00
P1528	ALHAMBRA 37932898402356	WATER VDRS	(2.79)	(2.79)	0.00	0.00	0.00	0.00
P1524	ZEPHYRHILLS DIRECT 0008631582	WATER VDRS	14.34	14.34	0.00	0.00	0.00	0.00
P1514	PUGET SOUND ENERGY 200013622663	UTILITIES	221.39	221.39	0.00	0.00	0.00	0.00
P1506	MONTANA-DAKOTA UTILITIES, CO 713 890 100	UTILITIES	10.87	10.87	0.00	0.00	0.00	0.00
P1505	ALLIED WASTE 3-0095-8292641	UTILITIES	395.36	395.36	0.00	0.00	0.00	0.00
P1504	ALLIED WASTE 3-0858-0418236	UTILITIES	177.79	177.79	0.00	0.00	0.00	0.00
P1503	CITY OF DOTHAN 139247-2013	UTILITIES	269.34	269.34	0.00	0.00	0.00	0.00
P1426	LIFE INSURANCE COMPANY OF NORTH AMERICA	EMPTY BENE	7,023.53	7,023.53	0.00	0.00	0.00	0.00
P1425	ALLSTATE BENEFITS	EMPTY BENE	3,997.06	3,997.06	0.00	0.00	0.00	0.00
P1418	BENNETT, CURTIS	REFUNDS	2,097.00	2,097.00	0.00	0.00	0.00	0.00
P1390	AVISTA 010116018	UTILITIES	8.00	8.00	0.00	0.00	0.00	0.00
P1389	AVISTA 770128928	UTILITIES	29.90	29.90	0.00	0.00	0.00	0.00
P1387	TEXAS GAS SERVICE 912490452 1568828 09	UTILITIES	28.93	28.93	0.00	0.00	0.00	0.00
P1384	BANGOR NATURAL GAS 0003085	UTILITIES	84.04	84.04	0.00	0.00	0.00	0.00
P1354	KANSAS BOARD OF PUBLIC UTILITIES 2171107	UTILITIES	606.56	606.56	0.00	0.00	0.00	0.00
P1351	DIRECTV	UTILITIES	296.86	183.49	113.37	0.00	0.00	0.00
P1332	FEDEX 82936930	FREIGHT	256.52	256.52	0.00	0.00	0.00	0.00
P1214	ADP, INC	OVERHEAD	293.04	293.04	0.00	0.00	0.00	0.00
P1181	PENSKE PHILADELPHIA 30TA4400 0591-10	VEHICLE	429.26	429.26	0.00	0.00	0.00	0.00
P1152	CHAMBERS, GARY	EX-SEATTLE	38.01	38.01	0.00	0.00	0.00	0.00
P1148	REDUBLO VASQUEZ, JESUS	EX-SACRADC	179.90	179.90	0.00	0.00	0.00	0.00
P1133	RICKERT, TIM	EX-LSVEGAS	19.99	19.99	0.00	0.00	0.00	0.00
P1034	ALLIED WASTE 3-0859-0275990	UTILITIES	688.00	688.00	0.00	0.00	0.00	0.00
P1033	ALLIED WASTE 3-0859-0157156	UTILITIES	394.60	394.60	0.00	0.00	0.00	0.00
P1032	ALLIED WASTE 3-0975-2188258	UTILITIES	379.66	379.66	0.00	0.00	0.00	0.00
P1031	ALLIED WASTE 3-0975-2188266	UTILITIES	313.94	313.94	0.00	0.00	0.00	0.00
P1030	ALLIED WASTE 3-0964-0154013	UTILITIES	377.75	377.75	0.00	0.00	0.00	0.00
P1010	ALLIED WASTE 3-0050-0188367	UTILITIES	1,015.01	1,015.01	0.00	0.00	0.00	0.00
P1009	ALLIED WASTE 3-0847-0004474	UTILITIES	421.16	421.16	0.00	0.00	0.00	0.00
P1008	ALLIED WASTE 3-0847-0000703	UTILITIES	552.56	552.56	0.00	0.00	0.00	0.00
P1003	INDUSTRIAL DISPOSAL 3-0758-1139169	UTILITIES	105.51	105.51	0.00	0.00	0.00	0.00
			\$ 62,618.33	\$ 61,470.20	\$ 1,148.13	\$ -	\$ -	\$ (0.00)

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	127,125,907.34
+ Amounts billed during the period	26,413,142.54
- Amounts collected during the period	(28,045,332.98)
Total Accounts Receivable at the end of the reporting period	125,493,716.90
Accounts Receivable Aging	Amount
0 - 30 days old	11,693,447.52
31 - 60 days old	8,017,937.63
61 - 90 days old	4,818,067.03
91+ days old	100,964,264.73
Total Accounts Receivable	125,493,716.90
Unbilled Rental Accounts Receivable	17,670,701.00
Amount considered uncollectible (Bad Debt) and Reclass Credit Balances	(90,996,007.90)
Accounts Receivable (Net)	52,168,410.00

Note: Debtors' accounting system only have account receivable balances at month end.
The account receivable beginning balance is as of 3/31/2013, and not the petition date.
The Debtors do not age unbilled accounts receivable.

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	

Question 5 Explanation:

The Debtors opened a JP Morgan Chase bank account on 5/3/2013 (bank account no. #7817) to accommodate the utilities deposits in accordance with Order (Final) (I) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Performance, and (III) Establishing Procedures for Determining Adequate Assurance of Payment filed on 5/17/2013. The bank statement is attached as Attachment C.

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
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

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	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 - Purchased		\$1,349,430.58	\$850,243.35	\$395,841.15	\$923,685.20	\$3,519,200.28								\$3,519,200.28	
Sales - Rentals Billed		50,583.64	79,124.18	40,831.48	101,135.47	271,674.77								271,674.77	
Sales - Rentals Unbilled		293,778.69	489,135.45	262,174.39	593,729.70	1,638,818.23								1,638,818.23	
Returns - Purchased		(24,601.97)	(13,364.81)	(5,852.31)	(17,443.04)	(61,262.13)								(61,262.13)	
Returns - Rentals		(34,436.24)	(56,825.96)	(30,300.59)	(69,486.54)	(191,049.33)								(191,049.33)	
Contractual Adjustments		(334,898.13)	(157,305.82)	(67,806.83)	(172,604.95)	(732,615.73)								(732,615.73)	
Sales - Agreement Fees - USA							3,802,376.33							3,802,376.33	
Sales - Agreement Fees - Inc							469,568.74							469,568.74	
Wholesale Sales - USA							11,522,352.54							11,522,352.54	
Wholesale Sales - INC							1,422,935.56							1,422,935.56	
Wholesale Sales Invty Markup-USA							(212,175.32)							(212,175.32)	
Wholesale Sales Invty Markup-INC							(67,077.74)							(67,077.74)	
Sales Tax Applied		(2,162.59)	(2,239.05)	(4,460.89)	214.43	(8,648.10)								(8,648.10)	
Net Sales	0.00	1,297,693.98	1,188,767.34	590,426.40	1,359,230.27	4,436,117.99	16,937,980.11	0.00	0.00	0.00	0.00	0.00	0.00	21,374,098.10	
Cost of Goods Sold															
Cost of Sales - Purchases		364,668.85	288,689.56	120,977.02	292,180.24	1,066,515.67								1,066,515.67	
Cost of Rentals		55,892.20	65,677.58	38,457.97	78,888.88	238,916.63								238,916.63	
Sales Agreement Fees		151,198.48	125,971.79	55,367.57	137,030.90	469,568.74								469,568.74	
Cost of Sales - Wholesale USA							11,522,352.54							11,522,352.54	
Cost of Sales - Wholesale INC							1,422,935.56							1,422,935.56	
Inventory Variance		21,501.27	13,160.09	1,085.24	27,071.64	62,818.24								62,818.24	
Freight		14,100.63	10,835.79	5,860.73	14,627.21	45,424.36								45,424.36	
Cap Rental Accessories		2,014.26	3,369.67	1,399.54	2,477.19	9,260.66								9,260.66	
Total Cost of Goods Sold	0.00	609,375.69	507,704.48	223,148.07	552,276.06	1,892,504.30	12,945,288.10	0.00	0.00	0.00	0.00	0.00	0.00	14,837,792.40	
Gross Profit on Sales	0.00	688,318.29	681,062.86	367,278.33	806,954.21	2,543,613.69	3,992,692.01	0.00	0.00	0.00	0.00	0.00	0.00	6,536,305.70	
Operating Expenses															
Advertising - Direct Mail		293,458.05	262,791.76	73,468.22	233,398.86	863,116.89	(286.02)							862,830.87	
Advertising - Other		401,526.70	371,903.38	82,873.62	306,083.60	1,162,387.30	68,259.35							1,230,646.65	
Administrative Fees		372,832.88	272,691.82	140,197.49	328,154.56	1,113,876.75								1,113,876.75	
Bank & Credit Card Fees		1,776.02	4,155.54	847.95	4,591.44	11,370.95	95,284.73	15.00	23.00				7.00	106,700.68	
Contract Labor							670,394.61							670,394.61	
Customer Service							4,572.81							4,572.81	
Dues & Subscriptions		163.11	(66.75)	228.21	112.61	437.18	23,091.92							23,529.10	
Employee Benefits		3,175.96	2,478.61	1,085.21	3,024.80	9,764.58	335,650.44							345,415.02	
Health & Dental		26,093.69	21,185.77	9,831.67	27,299.79	84,410.92	1,341,067.17							1,425,478.09	
Insurance - Autos		3,346.71	2,109.54	723.21	2,964.65	9,144.11	301.82							9,445.93	
Insurance - Property & Liability		3,817.90	3,607.12	1,583.05	3,932.68	12,940.75	6,764.85							19,705.60	
Licenses & Permits			1,113.00			1,113.00	15,865.44							16,978.44	
Meals & Entertainment		388.06	67.66	208.15	1,212.87	1,876.74	6,098.91							7,975.65	
Mileage, Toll & Parking		24,025.34	18,178.29	6,828.55	26,810.71	75,842.89	1,296.19							77,139.08	
Miscellaneous							37,229.25							37,229.25	
Moving & Relocation															
Payroll Taxes		29,233.78	18,884.84	4,770.44	30,652.08	83,541.14	1,280,679.08		32.48				247.42	1,364,500.12	
Postage & Shipping		9.04	27.60	18.40	60.79	115.83	163,410.99							163,526.82	
Professional Fees		147.80	227.20	253.20	217.20	845.40	2,808,027.02	300.00	150.00					2,809,322.42	
PT Eval Fees		955.00			2,055.00	3,010.00								3,010.00	
Property Taxes		6,556.86	8,723.21	3,057.21	11,657.84	29,995.12	73,617.82							103,612.94	
Recruiting Fees							104,958.79							104,958.79	
Rent		8,550.47	10,267.14	8,868.00	28,317.75	56,003.36	12,277.45						1,467.00	69,747.81	
Royalty Fees Expense		10,383.52	7,564.58	3,585.53	8,349.87	29,883.50								29,883.50	
Repairs & Maintenance		2,741.86	1,209.34	1,775.40	3,706.80	9,433.40	171,114.01							180,547.41	
Repairs & Maintenance-Computers				352.35		352.35	365,790.06							366,142.41	
Salaries & Wages		178,578.91	143,922.67	51,430.33	190,247.94	564,179.85	9,105,186.38						580.84	9,669,947.07	
Sales Tax		207.65	318.55	157.95	130.76	814.91	28,386.81							29,201.72	
Security		95.16	95.16	95.16	190.30	475.78	39,049.24							39,525.02	
Services Fee Expense		634.98	10.67		860.57	1,506.22								1,506.22	
Supplies - Computer							897.88							897.88	
Supplies - Office		(128.54)	390.63	(287.84)	2,348.54	2,322.79	43,230.41							45,553.20	

The SCOOTER Store
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 For the Three Months Ending March 31, 2013

	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
Supplies - Shop		(2,422.46)	(1,091.15)	(1,041.28)	6,368.58	1,813.69	2,567.29								4,380.98
Telephone		2,834.57	2,297.67	586.32	2,815.28	8,533.84	556,202.17		64.00				64.00		564,864.01
Training							12,530.33								12,530.33
Travel		730.53		797.46	2,338.38	3,866.37	30,062.62								33,928.99
Uniforms		1,299.72	1,185.44	758.96	1,131.48	4,375.60	2,956.18								7,331.78
Utilities		3,800.92	5,158.26	2,131.05	3,854.32	14,944.55	135,930.25								150,874.80
Vehicle Expense		8,460.22	3,683.11	2,983.34	8,901.43	24,028.10	(128.39)								23,899.71
Vehicle Leases		39,522.23	29,229.25	9,844.41	39,035.51	117,631.40	6,264.12								123,895.52
State Franchise Tax									342.32						342.32
Other Operating Expenses		2,750.50	2,519.75	884.75	2,825.25	8,980.25	(45,707.28)	300.00							(36,427.03)
Total Operating Expenses	0.00	1,425,547.14	1,194,839.66	408,896.47	1,283,652.24	4,312,935.51	17,502,894.70	615.00	611.80	0.00	0.00	0.00	2,366.26	21,819,423.27	
Operating Income	0.00	(737,228.85)	(513,776.80)	(41,618.14)	(476,698.03)	(1,769,321.82)	(13,510,202.69)	(615.00)	(611.80)	0.00	0.00	0.00	(2,366.26)	(15,283,117.57)	
Other Income															
Administrative Fees - USA							11,111,036.13								11,111,036.13
Administrative Fees - Inc.							1,113,876.75								1,113,876.75
Royalty Fees - USA							260,972.12								260,972.12
Royalty Fees - Inc							29,883.50								29,883.50
Services Fee - USA							11,293.82								11,293.82
Services Fee - Inc							2,023.42								2,023.42
Common Fund Interest Income - USA							1,964,329.06								1,964,329.06
Common Fund Interest Income - Inc.							218,969.33								218,969.33
Common Fund Interest Income - Holdings							81,183.59								81,183.59
Interest Income - Intercompany							135,495.81								135,495.81
Other Income (excludes 74501)		23,985.59	13,290.35	9,102.05	14,812.94	61,190.93	34,537.86						58,552.87	154,281.66	
Total Other Income	0.00	23,985.59	13,290.35	9,102.05	14,812.94	61,190.93	14,963,601.39	0.00	0.00	0.00	0.00	0.00	58,552.87	15,083,345.19	
Other Expenses															
Bad Debt Expense		184,000.31	119,119.18	21,983.79	113,814.56	438,917.84									438,917.84
Depreciation & Amortization		2,607.79	1,924.17	32.34	1,567.28	6,131.58	1,097,205.56								1,103,337.14
Restructure		1,076.50	6,266.09		11,085.37	18,427.96	370,237.62								388,665.58
Common Fund Interest	3,081.04	60,331.71	147,989.93	(64,788.12)	70,653.00	217,267.56						1,701.77		218,969.33	
Interest Expense		366.36	38.04	54.23	383.70	842.33	3,372,163.31								3,373,005.64
Interest Expense Intercompany										1,226.77					1,226.77
Stock Compensation Non Cash							1,308.99								1,308.99
Total Other Expenses	3,081.04	248,382.67	275,337.41	(42,717.76)	197,503.91	681,587.27	4,840,915.48	0.00	0.00	1,226.77	0.00	1,701.77	0.00	5,525,431.29	
Total Other Income and Expenses	(3,081.04)	(224,397.08)	(262,047.06)	51,819.81	(182,690.97)	(620,396.34)	10,122,685.91	0.00	0.00	(1,226.77)	0.00	(1,701.77)	58,552.87	9,557,913.90	
Net Income Before Taxes	(3,081.04)	(961,625.93)	(775,823.86)	10,201.67	(659,389.00)	(2,389,718.16)	(3,387,516.78)	(615.00)	(611.80)	(1,226.77)	0.00	(1,701.77)	56,186.61	(5,725,203.67)	
Net Income	(3,081.04)	(961,625.93)	(775,823.86)	10,201.67	(659,389.00)	(2,389,718.16)	(3,387,516.78)	(615.00)	(611.80)	(1,226.77)	0.00	(1,701.77)	56,186.61	(5,725,203.67)	

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

04/21/13
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	Eliminations	TSS Inc Consolidated	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
Sales														
Sales - Purchased	\$0.00	\$3,519,200.28	\$554,318.16	\$573,740.54	\$592,690.42	\$579,095.56	\$338,376.79	\$1,113,596.86	\$206,078.29	\$723,225.69	\$536,964.08	\$496,557.66	\$439,204.28	\$1,561,636.31
Sales - Rentals Billed	0.00	271,674.77	63,438.43	75,056.15	97,951.36	70,055.59	33,444.84	50,748.74	13,778.72	71,654.15	57,823.84	69,375.50	58,500.78	98,869.03
Sales - Rentals Unbilled	0.00	1,638,818.23	388,940.60	445,610.73	522,693.76	436,463.19	186,012.99	215,801.73	91,956.90	370,666.57	323,595.31	391,476.11	252,021.40	515,385.58
Returns - Purchased	0.00	(61,262.13)	(9,783.42)	(9,759.42)	(13,226.28)	(8,076.42)	(5,466.54)	(17,975.84)	(4,401.65)	(11,126.40)	(10,054.65)	(7,345.46)	(8,359.17)	(27,706.05)
Returns - Rentals	0.00	(191,049.33)	(45,237.91)	(52,066.70)	(62,064.51)	(50,651.89)	(21,945.78)	(26,655.05)	(10,573.56)	(44,232.08)	(38,141.92)	(46,085.18)	(31,052.21)	(61,425.49)
Contractual Adjustments	0.00	(732,615.73)	(117,992.74)	(68,622.62)	(98,712.44)	(104,758.73)	(35,998.43)	(202,715.60)	(33,083.34)	(115,003.39)	(58,304.36)	(68,564.88)	(83,558.97)	(287,882.06)
Sales - Agreement Fees - USA	0.00	3,802,376.33												
Sales - Agreement Fees - Inc	469,568.74	0.00												
Wholesale Sales - USA	0.00	11,522,352.54												
Wholesale Sales - INC	1,422,935.56	0.00												
Wholesale Sales Invty Markup-US	0.00	(212,175.32)												
Wholesale Sales Invty Markup-INC	(67,077.74)	0.00												
Sales Tax Applied	0.00	(8,648.10)	(6,304.43)	(5,928.73)	(3,265.05)	(307.64)	495.10	(1,290.80)	466.10	(9,845.39)	(5,592.93)	(1,636.10)	(567.40)	(2,004.22)
Net Sales	1,825,426.56	19,548,671.54	827,378.69	958,029.95	1,036,067.26	921,819.66	494,918.97	1,131,510.04	264,221.46	985,339.15	806,289.37	833,777.65	626,188.71	1,796,873.10
Cost of Goods Sold														
Cost of Sales - Purchases	0.00	1,066,515.67	160,511.55	193,628.15	190,649.08	174,049.05	91,749.35	309,890.05	72,665.46	210,479.96	145,737.75	142,936.78	125,134.65	442,755.98
Cost of Rentals	0.00	238,916.63	44,625.33	55,793.75	69,977.24	58,017.20	28,332.83	30,439.56	12,300.45	45,424.14	41,844.30	46,715.00	31,300.23	70,241.07
Sales Agreement Fees	469,568.74	0.00	75,335.85	86,283.92	93,365.64	81,694.96	47,243.43	117,382.85	30,276.64	92,463.11	67,519.30	66,787.39	56,299.85	179,712.84
Cost of Sales - Wholesale USA	0.00	11,522,352.54												
Cost of Sales - Wholesale INC	1,422,935.56	0.00												
Inventory Variance	0.00	62,818.24	13,588.82	4,420.11	7,678.48	4,020.04	17,134.35	141.96	1,538.85	12,613.22	9,762.58	3,887.13	6,711.75	11,000.86
Freight	0.00	45,424.36	7,194.98	4,264.27	10,155.99	7,808.37	4,977.07	14,177.99	4,715.27	9,949.89	4,900.47	6,149.45	6,280.87	18,128.36
Cap Rental Accessories	0.00	9,260.66	2,369.77	3,360.15	4,465.40	3,665.81	968.32	1,056.04	527.37	1,724.02	2,358.84	2,697.68	1,178.10	2,458.10
Total Cost of Goods Sold	1,892,504.30	12,945,288.10	303,626.30	347,750.35	376,291.83	329,255.43	190,405.35	473,088.45	122,024.04	372,654.34	272,123.24	269,173.43	226,905.45	724,297.21
Gross Profit on Sales	(67,077.74)	6,603,383.44	523,752.39	610,279.60	659,775.43	592,564.23	304,513.62	658,421.59	142,197.42	612,684.81	534,166.13	564,604.22	399,283.26	1,072,575.89
Operating Expenses														
Advertising - Direct Mail	0.00	862,830.87	245,550.20	245,391.89	164,691.28	229,499.42	192,732.88	505,483.28	85,487.00	250,110.99	75,252.78	30,019.58	148,343.35	375,795.49
Advertising - Other	0.00	1,230,646.65	233,855.03	202,996.81	272,785.95	193,869.05	266,630.10	639,938.98	137,359.47	336,309.51	163,614.46	267,605.84	195,142.79	601,232.79
Administrative Fees	1,113,876.75	0.00	224,932.24	258,826.13	295,801.30	240,338.55	126,331.80	241,879.18	64,706.53	203,363.39	212,607.18	224,932.24	147,900.65	399,023.62
Bank & Credit Card Fees	0.00	106,700.68	2,589.50	1,212.48	2,955.08	1,738.82	1,723.02	2,156.08	1,284.62	2,019.34	615.75	660.25	2,784.05	4,160.62
Contract Labor	0.00	670,394.61								2,322.05				
Customer Service	0.00	4,572.81												
Dues & Subscriptions	0.00	23,529.10	415.20	661.40	311.40	311.40	207.60	519.00	129.75	467.10	273.60	397.92	207.60	56.60
Employee Benefits	0.00	345,415.02	2,525.87	1,293.38	1,607.59	1,759.87	1,231.62	2,324.29	1,509.06	2,197.10	1,511.35	1,996.66	1,297.75	3,943.01
Health & Dental	0.00	1,425,478.09	21,251.29	12,256.82	12,228.01	14,328.91	10,640.05	22,022.97	11,419.63	18,760.62	14,328.90	15,555.88	11,838.22	31,797.01
Insurance - Autos	0.00	9,445.93	1,627.22	1,084.81	1,265.61	1,084.81	964.09	1,988.82	482.32	1,808.02	1,084.81	1,205.53	964.09	6,716.34
Insurance - Property & Liability	0.00	19,705.60	2,152.88	2,354.58	2,897.53	2,425.23	1,293.28	3,073.04	829.20	2,605.75	2,433.69	2,673.74	1,697.25	4,794.55
Licenses & Permits	0.00	16,978.44	10,984.96	18,280.02	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	250.00	250.00	30.00		
Meals & Entertainment	0.00	7,975.65	261.71	77.19	260.72	308.87	999.60	609.32	460.05	819.98	759.75	134.32	230.14	281.35
Mileage, Toll & Parking	0.00	77,139.08	10,942.03	8,300.13	10,554.52	8,162.79	8,067.36	19,020.88	5,595.84	13,958.00	8,637.97	9,642.39	9,479.22	25,571.26
Miscellaneous	0.00	37,229.25												
Moving & Relocation	0.00	0.00												
Payroll Taxes	0.00	1,364,500.12	13,074.61	7,511.21	10,029.06	12,065.11	9,119.32	22,677.68	11,157.57	17,400.69	12,695.44	11,972.03	10,170.73	29,022.60
Postage & Shipping	0.00	163,526.82	59.72	22.03	5.46	10.70		2.42	52.58	9.20			21.50	101.59
Professional Fees	0.00	2,809,322.42	604.90	481.10	553.00	723.80	387.20	387.20	387.20	387.20	890.00	789.80	551.60	377.20
PT Eval Fees	0.00	3,010.00												
Property Taxes	0.00	103,612.94	88.62	389.64		4,050.26	1,673.55	(282.75)	596.40	92.85	(735.74)	218.54	2,276.93	7,089.90
Recruiting Fees	0.00	104,958.79						15,000.00						
Rent	0.00	69,747.81	14,191.08	9,738.00	11,021.98	9,831.00	15,372.45	23,835.00	22,713.00	10,084.89	12,610.95	9,209.16	11,235.00	15,423.88
Royalty Fees Expense	29,883.50	0.00	4,836.76	5,644.86	5,754.38	5,360.08	3,308.52	9,423.63	1,828.38	6,589.05	4,883.87	4,052.20	13,429.13	
Repairs & Maintenance	0.00	180,547.41	250.00	798.13	1,161.24	85.00	707.36	801.00	95.00	2,486.12	2,591.09	1,692.22	2,015.88	870.34
Repairs & Maintenance-Computer	0.00	366,142.41												
Salaries & Wages	0.00	9,669,947.07	130,835.12	75,925.40	75,958.72	68,598.60	69,481.10	177,218.96	79,031.56	133,381.74	75,546.83	81,259.63	72,299.84	198,983.29
Sales Tax	0.00	29,201.72	1,654.08	155.79	1,735.32	(296.09)	1,838.54	5,024.08	983.55	1,383.27	405.81	(29.98)	239.07	(168.31)
Security	0.00	39,525.02	175.80	153.90	87.90	189.86	87.90	87.90	222.90	87.90	153.90	93.48	94.06	409.38
Services Fee Expense	1,506.22	0.00	365.82	10.33	308.68	134.31	623.76	167.06	579.29	293.49	129.77	48.96	239.39	1,217.89
Supplies - Computer	0.00	897.88												
Supplies - Office	0.00	45,553.20	(1,197.38)	(501.05)	(291.46)	(333.11)	(319.62)	(280.72)	188.49	80.83	412.12	1,371.95	(332.23)	(264.05)

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

	Eliminations	TSS Inc Consolidated	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
Supplies - Shop	0.00	4,380.98	602.96	(1,481.77)	(715.22)	(531.42)	(424.72)	(3,936.75)	(576.22)	(1,144.66)	(1,434.16)	(287.84)	(1,098.21)	(2,035.49)
Telephone	0.00	564,864.01	1,610.31	1,145.26	993.77	899.94	885.95	2,418.45	1,071.23	1,746.04	1,143.55	1,269.19	1,223.54	3,220.89
Training	0.00	12,530.33					210.00							
Travel	0.00	33,928.99	403.68	146.04	783.08	1,037.08	2,632.68	1,573.23	1,250.97	2,825.38	2,019.32	2,989.02	106.34	118.89
Uniforms	0.00	7,331.78	448.78	467.81	610.06	507.18	432.42	1,233.39	650.84	859.71	656.38	667.16	774.99	1,600.97
Utilities	0.00	150,874.80	4,267.82	3,681.07	987.12	4,577.19	4,965.11	3,663.50	3,217.68	4,180.18	3,738.51	2,650.15	3,885.58	3,885.58
Vehicle Expense	0.00	23,899.71	6,650.03	1,909.90	4,676.40	2,206.90	1,395.52	4,361.44	2,357.42	8,519.77	4,820.07	2,417.93	2,175.37	4,913.62
Vehicle Leases	0.00	123,895.52	20,273.45	12,176.08	20,089.83	9,548.30	7,493.82	22,914.93	6,228.23	23,813.39	12,776.16	14,011.24	10,252.10	27,508.94
State Franchise Tax	0.00	342.32												
Other Operating Expenses	0.00	(36,427.03)	5,167.72	4,455.52	71.75	189.75	212.51	292.31	178.13	249.59	81.75	76.06	71.75	143.50
Total Operating Expenses	1,145,266.47	20,674,156.80	961,452.01	875,564.89	899,180.06	812,817.16	731,054.77	1,725,747.80	441,477.67	1,048,318.48	611,132.62	691,204.50	638,905.11	1,759,222.38
Operating Income	(1,212,344.21)	(14,070,773.36)	(437,699.62)	(265,285.29)	(239,404.63)	(220,252.93)	(426,541.15)	(1,067,326.21)	(299,280.25)	(435,633.67)	(76,966.49)	(126,600.28)	(239,621.85)	(686,646.49)
Other Income														
Administrative Fees - USA	0.00	11,111,036.13												
Administrative Fees - Inc.	1,113,876.75	0.00												
Royalty Fees - USA	0.00	260,972.12												
Royalty Fees - Inc	29,883.50	0.00												
Services Fee - USA	0.00	11,293.82												
Services Fee - Inc	2,023.42	0.00												
Common Fund Interest Income - U	0.00	1,964,329.06												
Common Fund Interest Income - Ir	218,969.33	0.00												
Common Fund Interest Income - H	0.00	81,183.59												
Interest Income - Intercompany	1,226.77	134,269.04												
Other Income (excludes 74501)	0.00	154,281.66	13,186.38	941.87	1,216.25	6,443.46	(2,468.85)	6,628.37	3,360.29	9,460.28	14,460.06	7,266.32	3,651.21	10,369.81
Total Other Income	1,365,979.77	13,717,365.42	13,186.38	941.87	1,216.25	6,443.46	(2,468.85)	6,628.37	3,360.29	9,460.28	14,460.06	7,266.32	3,651.21	10,369.81
Other Expenses														
Bad Debt Expense	0.00	438,917.84	13,228.66	36,416.06	33,470.49	75,190.08	70,502.72	77,594.24	2,801.45	60,103.33	47,653.43	77,579.56	46,521.13	202,810.47
Depreciation & Amortization	0.00	1,103,337.14	1,108.56	31.29	935.40	407.01	1,890.17	506.23	1,755.42	889.35	393.24	148.35	725.42	3,690.59
Restructure	0.00	388,665.58	11,301.31		9,866.77	3,100.32			8,822.64	9,079.70	5,053.52	8,195.18	4,996.68	16,719.26
Common Fund Interest	218,969.33	0.00	116,036.43	(27,437.49)	129,806.38	(293,093.25)	218,014.41	520,079.36	222,096.28	(96,448.83)	20,271.85	25,756.23	182,373.57	444,094.43
Interest Expense	0.00	3,373,005.64	507.24	98.82	475.64	145.52	55.84	45.29	47.67		72.64		19.18	108.58
Interest Expense Intercompany	1,226.77	0.00												
Stock Compensation Non Cash	0.00	1,308.99												
Total Other Expenses	220,196.10	5,305,235.19	142,182.20	9,108.68	174,554.68	(214,250.32)	290,463.14	598,225.12	235,523.46	(26,376.45)	73,444.68	111,679.32	234,635.98	667,423.33
Total Other Income and Expenses	1,145,783.67	8,412,130.23	(128,995.82)	(8,166.81)	(173,338.43)	220,693.78	(292,931.99)	(591,596.75)	(232,163.17)	35,836.73	(58,984.62)	(104,413.00)	(230,984.77)	(657,053.52)
Net Income Before Taxes	(66,560.54)	(5,658,643.13)	(566,695.44)	(273,452.10)	(412,743.06)	440.85	(719,473.14)	(1,658,922.96)	(531,443.42)	(399,796.94)	(135,951.11)	(231,013.28)	(470,606.62)	(1,343,700.01)
Net Income	(66,560.54)	(5,658,643.13)	(566,695.44)	(273,452.10)	(412,743.06)	440.85	(719,473.14)	(1,658,922.96)	(531,443.42)	(399,796.94)	(135,951.11)	(231,013.28)	(470,606.62)	(1,343,700.01)

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

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	Boca Raton, FL	Atlanta, GA	Springfield, IL	Chicago, IL	Indianpolis, IN	Des Moines, IA	Wichita, KS	Louisville, KY	Baton Rouge, LA	Shreveport, LA	Baltimore, MD	Boston, MA	Detroit, MI	Grand Rapid, MI
Sales														
Sales - Purchased	\$785,939.07	\$728,023.66	\$186,690.26	\$559,307.97	\$582,357.80	\$391,197.84		\$647,938.47	\$365,223.18	\$380,665.46	\$953,040.56		\$650,376.10	\$367,620.75
Sales - Rentals Billed	19,127.52	128,767.28	25,100.26	41,077.95	77,734.32	69,008.42		69,039.69	69,659.82	47,905.86	134,851.12		52,822.24	33,001.42
Sales - Rentals Unbilled	98,666.32	781,090.97	133,866.07	173,790.55	464,333.28	390,444.48		473,787.63	432,261.69	282,802.10	799,535.53		309,473.50	198,018.69
Returns - Purchased	(13,030.70)	(14,292.45)	(1,016.59)	(7,777.22)	(7,873.49)	(6,641.04)		(11,387.74)	(5,449.29)	(5,082.75)	(14,329.88)		(9,784.63)	(4,421.81)
Returns - Rentals	(11,779.41)	(90,985.84)	(15,896.63)	(21,486.85)	(54,206.77)	(45,945.29)		(54,282.75)	(50,192.15)	(33,070.80)	(93,438.67)		(36,229.57)	(23,102.01)
Contractual Adjustments	(166,192.91)	(132,466.89)	(44,760.80)	(80,620.72)	(91,963.81)	(51,033.20)		(105,020.94)	(61,458.19)	(82,316.31)	(125,456.36)		(86,411.04)	(52,530.41)
Sales - Agreement Fees - USA														
Sales - Agreement Fees - Inc														
Wholesale Sales - USA														
Wholesale Sales - INC														
Wholesale Sales Invty Markup-US														
Wholesale Sales Invty Markup-INC														
Sales Tax Applied	(446.15)	(581.20)	(3,853.60)	(15,850.68)	385.86	(1,511.50)		(2,004.49)	(10,070.20)	(3,640.86)	(3,363.19)		(705.17)	(1,141.90)
Net Sales	712,283.74	1,399,555.53	280,128.97	648,441.00	970,767.19	745,519.71	0.00	1,018,069.87	739,974.86	587,262.70	1,650,839.11	0.00	879,541.43	517,444.73
Cost of Goods Sold														
Cost of Sales - Purchases	224,950.98	236,880.99	52,885.86	166,263.13	165,405.18	118,508.99		192,982.45	118,027.42	96,894.11	291,057.42		167,675.44	101,986.41
Cost of Rentals	17,562.41	91,013.26	20,026.56	12,451.90	60,136.98	52,431.43		39,651.80	64,508.97	43,747.82	100,181.96		48,636.17	25,632.74
Sales Agreement Fees	88,511.84	117,853.17	24,881.65	67,276.71	82,318.08	65,684.16		82,616.11	66,518.90	48,938.88	135,861.85		82,311.37	45,842.99
Cost of Sales - Wholesale USA														
Cost of Sales - Wholesale INC														
Inventory Variance	16,390.19	4,611.11	(411.48)	16,778.29	15,200.09	16,492.98		7,685.39	10,918.28	889.26	1,864.49		23,171.41	4,819.86
Freight	8,900.50	11,790.26	2,188.51	7,767.70	6,709.37	9,125.20		6,417.28	4,389.07	4,431.12	10,703.06		7,164.04	4,659.97
Cap Rental Accessories	413.62	12,835.20	709.49	607.80	1,997.10	2,484.32		3,614.92	3,728.69	2,337.32	7,895.66		2,781.32	1,819.18
Total Cost of Goods Sold	356,729.54	474,983.99	100,280.59	271,145.53	331,766.80	264,727.08	0.00	332,967.95	268,091.33	197,238.51	547,564.44	0.00	331,739.75	184,761.15
Gross Profit on Sales	355,554.20	924,571.54	179,848.38	377,295.47	639,000.39	480,792.63	0.00	685,101.92	471,883.53	390,024.19	1,103,274.67	0.00	547,801.68	332,683.58
Operating Expenses														
Advertising - Direct Mail	215,775.66	389,295.86	81,271.01	53,710.83	128,119.96	28,549.18		180,453.61	181,772.19	170,030.65	178,304.34		83,845.35	24,938.24
Advertising - Other	305,118.38	443,863.07	88,117.19	324,171.29	285,781.61	165,735.90		199,727.08	220,400.30	157,736.57	294,665.50		393,902.99	174,944.70
Administrative Fees	158,685.07	408,267.41	73,950.32	134,034.96	268,069.92	207,985.29		277,313.71	234,176.03	157,144.44	425,214.36		195,660.23	107,844.22
Bank & Credit Card Fees	1,616.34	2,352.80	50.54	1,068.84	1,822.72	1,147.09		817.10	860.50	3,364.91	2,312.08		2,111.52	(83.89)
Contract Labor				3,894.98	3,145.80				89.94		475.14			
Customer Service														
Dues & Subscriptions	311.40	570.90	207.60	720.90	467.10	519.00		337.35	259.50	259.50	(99.10)		467.10	415.20
Employee Benefits	1,439.48	2,283.95	1,140.80	1,928.25	1,761.14	2,432.04		1,603.41	1,579.35	1,344.69	2,613.31		2,138.10	1,586.58
Health & Dental	12,617.80	21,214.58	10,221.45	18,276.50	16,688.53	17,562.44		14,681.97	14,328.90	11,838.22	23,221.14		18,760.61	14,234.57
Insurance - Autos	1,446.41	1,928.74	904.01	2,229.71	1,808.02	1,808.02		1,325.70	1,084.81	1,084.81	2,350.42		1,627.22	1,687.30
Insurance - Property & Liability	1,793.55	4,162.76	889.30	2,078.38	2,907.09	2,335.02		3,003.71	1,906.40	1,629.04	4,852.75		2,552.01	1,522.40
Licenses & Permits					75.00	6,000.00		6,000.00	6,200.00	6,200.00	101.63		300.00	150.00
Meals & Entertainment	59.33	469.71	242.85		129.88	378.33		278.95	86.42	46.16	76.26		77.11	243.75
Mileage, Toll & Parking	11,419.50	24,911.74	6,851.28	13,326.86	14,402.75	16,229.33		14,051.51	6,844.97	8,437.24	18,964.31		12,454.11	9,705.75
Miscellaneous														
Moving & Relocation														
Payroll Taxes	12,104.00	18,962.44	8,787.49	24,504.36	16,938.12	12,837.83		11,546.01	9,376.19	7,751.22	34,136.81		25,838.36	17,147.58
Postage & Shipping	9.20	21.45		(36.17)	16.67			46.00	27.60	9.00	9.20			47.32
Professional Fees	377.20	382.20	419.20	558.00	1,429.70	934.40		600.40	547.50	546.00	317.80		439.10	384.70
PT Eval Fees										140.00				
Property Taxes	1,171.38	3,808.00			331.85			627.33	3,891.97	4,942.20	22,549.49		3,991.58	4,288.59
Recruiting Fees														
Rent	18,103.47	8,847.02	5,574.66	21,501.00	9,155.26	5,757.00		14,310.00	8,589.00	11,700.00	15,998.03		6,998.00	8,691.30
Royalty Fees Expense	6,253.97	7,094.50	1,621.60	4,961.37	5,606.41	4,010.21		5,985.65	3,579.05	3,375.31	9,447.42		6,062.98	3,425.28
Repairs & Maintenance	180.00	1,293.99	518.14	4,816.00	261.22	2,375.92		1,735.00	318.00	2,261.68	2,047.06		1,058.98	561.17
Repairs & Maintenance-Computer			58.78						826.00					3,587.43
Salaries & Wages	81,865.21	156,344.39	57,724.93	127,983.90	110,519.80	106,645.82		92,867.53	86,105.50	70,990.39	175,792.04		118,681.27	76,464.18
Sales Tax	144.05	1,014.25	24.08	533.31	363.19	482.92		168.08	327.83	217.85	294.79		633.21	381.69
Security	151.47	87.90	87.90	153.90	87.90	597.29		456.16	87.90	87.90	93.18		87.90	87.90
Services Fee Expense	160.95	175.26	144.68	179.16	56.48	66.00		86.21	183.24	126.38	650.10		214.33	212.84
Supplies - Computer				16.55										
Supplies - Office	556.47	1,892.97	(125.46)	(238.93)	(109.72)	714.86		976.02	559.92	(300.95)	1,041.50		(1,695.85)	524.03

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

	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
Supplies - Shop	(1,128.80)	(1,608.39)	(774.42)	(1,299.11)	(2,097.38)	(1,241.10)		(1,674.12)	(928.68)	(1,523.37)	(1,801.05)		(2,441.98)	(3,300.87)
Telephone	1,277.93	2,205.00	825.73	2,326.50	1,505.81	1,641.00		1,526.83	1,091.35	787.72	2,526.55		1,667.80	1,448.56
Training		725.00									150.00			
Travel	153.95	640.27	682.18		91.52	1,147.17		482.56			360.80			622.02
Uniforms	537.07	1,599.63	279.52	513.91	957.15	1,348.71		376.10	463.18	376.59	423.50	702.98		1,153.57
Utilities	3,124.90	3,706.33	1,607.61	6,092.41	3,032.07	6,226.75		3,852.34	4,428.67	1,912.57	6,811.51	5,517.05		2,964.40
Vehicle Expense	1,980.19	7,874.44	1,268.21	1,675.94	3,228.67	7,713.36		3,659.50	355.93	1,870.00	4,215.15	2,967.39		2,134.55
Vehicle Leases	10,999.30	24,162.06	10,248.29	23,731.76	22,097.49	21,904.55		19,474.65	12,016.38	14,254.55	22,185.80	19,024.30		19,773.18
State Franchise Tax												200.00		
Other Operating Expenses	71.75	72.75	71.75	130.75	278.15	150.25		189.75	71.75	359.25	130.75		189.75	137.25
Total Operating Expenses	848,376.58	1,538,622.98	352,891.02	773,546.11	898,854.88	617,994.58	0.00	850,961.10	801,307.59	639,000.52	1,250,432.57	0.00	907,620.93	474,338.06
Operating Income	(492,822.38)	(614,051.44)	(173,042.64)	(396,250.64)	(259,854.49)	(137,201.95)	0.00	(165,859.18)	(329,424.06)	(248,976.33)	(147,157.90)	0.00	(359,819.25)	(141,654.48)
Other Income														
Administrative Fees - USA														
Administrative Fees - Inc.														
Royalty Fees - USA														
Royalty Fees - Inc														
Services Fee - USA														
Services Fee - Inc														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Interest Income - Intercompany														
Other Income (excludes 74501)	(914.84)	3,021.40	1,798.41	2,024.09	4,025.45	1,036.56		1,780.29	4,478.04	(361.76)	2,543.48		85.59	28.40
Total Other Income	(914.84)	3,021.40	1,798.41	2,024.09	4,025.45	1,036.56	0.00	1,780.29	4,478.04	(361.76)	2,543.48	0.00	85.59	28.40
Other Expenses														
Bad Debt Expense	148,495.08	64,007.32	27,086.55	67,964.37	98,956.41	102,707.18		104,485.30	58,281.66	38,398.57	89,272.04		133,706.06	100,615.01
Depreciation & Amortization	487.74	531.09	438.42	542.91	171.14	200.01		261.24	555.27	382.98	1,970.00		649.47	644.97
Restructure	9,799.59	3,859.00	3,313.90	11,981.88	3,133.05	1,550.16		1,550.16	3,133.05	3,133.05			6,619.18	8,068.37
Common Fund Interest	435,409.03	(103,896.25)	(97,755.58)	69,069.97	(126,266.38)	(68,732.98)	(617.91)	(251,401.40)	162,550.98	35,329.61	(6,234.47)	52,667.56	(55,093.54)	(113,492.30)
Interest Expense	14.83	72.29	47.39	14.67	518.12	440.75		6.42	8.20	24.83	14.31		94.51	26.66
Interest Expense Intercompany														
Stock Compensation Non Cash														
Total Other Expenses	594,206.27	(35,426.55)	(66,869.32)	149,573.80	(23,487.66)	36,165.12	(617.91)	(146,648.44)	222,946.27	77,269.04	85,021.88	52,667.56	85,975.68	(4,137.29)
Total Other Income and Expenses	(595,121.11)	38,447.95	68,667.73	(147,549.71)	27,513.11	(35,128.56)	617.91	148,428.73	(218,468.23)	(77,630.80)	(62,478.40)	(52,667.56)	(85,890.09)	4,165.69
Net Income Before Taxes	(1,087,943.49)	(575,603.49)	(104,374.91)	(543,800.35)	(232,341.38)	(172,330.51)	617.91	(17,430.45)	(547,892.29)	(326,607.13)	(229,636.30)	(52,667.56)	(445,709.34)	(137,488.79)
Net Income	(1,087,943.49)	(575,603.49)	(104,374.91)	(543,800.35)	(232,341.38)	(172,330.51)	617.91	(17,430.45)	(547,892.29)	(326,607.13)	(229,636.30)	(52,667.56)	(445,709.34)	(137,488.79)

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

04/21/13
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	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 - Purchased	\$463,628.49	\$306,632.52	\$240,956.84	\$567,554.00	\$661,022.86		\$425,840.08	\$491,178.70		\$748,978.08	\$299,640.48	\$305,808.53	\$770,484.71	\$874,128.91
Sales - Rentals Billed	74,716.90	43,381.36	38,273.97	66,425.65	55,749.66		45,199.21	79,923.44		54,969.76	34,012.17	37,233.99	55,451.73	55,907.08
Sales - Rentals Unbilled	351,002.45	218,017.55	200,803.78	369,353.59	346,969.41		282,453.97	449,433.93		317,996.51	155,919.99	145,952.31	364,874.19	286,506.07
Returns - Purchased	(8,289.92)	(6,727.53)	(2,418.85)	(7,911.46)	(10,297.36)		(7,607.07)	(6,958.74)		(11,867.39)	(4,264.20)	(5,483.39)	(13,125.15)	(13,135.13)
Returns - Rentals	(42,571.94)	(26,139.90)	(23,907.78)	(43,577.91)	(40,271.91)		(32,765.34)	(52,935.74)		(37,296.64)	(18,993.23)	(18,318.63)	(42,032.61)	(34,241.31)
Contractual Adjustments	(55,800.91)	(35,315.38)	(36,090.99)	(115,398.29)	(132,413.36)		(53,725.03)	(73,005.15)		(92,972.35)	(36,819.00)	(42,246.56)	(139,538.18)	(139,266.28)
Sales - Agreement Fees - USA														
Sales - Agreement Fees - Inc														
Wholesale Sales - USA														
Wholesale Sales - INC														
Wholesale Sales Invty Markup-USA														
Wholesale Sales Invty Markup-INC														
Sales Tax Applied	(1,569.37)	(21,796.17)	(6,471.81)	(4,668.04)	(1,401.48)		(26,941.93)	(2,943.21)		(1,225.16)	(738.07)	(175.76)	(30,505.41)	(2,506.89)
Net Sales	781,115.70	478,052.45	411,145.16	831,777.54	879,357.82	0.00	632,453.89	884,693.23	0.00	978,582.81	428,758.14	422,770.49	965,609.28	1,027,392.45
Cost of Goods Sold														
Cost of Sales - Purchases	160,463.28	90,325.69	71,664.03	173,982.78	170,945.08		133,447.10	144,220.23		223,076.65	81,308.44	83,950.95	205,908.17	227,522.33
Cost of Rentals	58,789.89	36,529.70	25,638.40	51,308.97	43,847.88		30,960.00	56,181.56		42,415.60	17,352.68	22,703.05	47,009.69	36,017.44
Sales Agreement Fees	78,720.09	45,045.05	33,743.12	78,239.91	78,128.03		58,711.21	74,103.63		97,348.04	35,169.47	38,107.94	88,348.94	91,969.23
Cost of Sales - Wholesale USA														
Cost of Sales - Wholesale INC														
Inventory Variance	11,576.64	1,696.44	1,343.61	690.79	10,874.04		6,465.05	13,787.63		17,669.45	2,597.33	3,926.31	6,524.54	5,093.14
Freight	5,597.73	6,108.42	2,042.97	7,571.03	7,780.27		5,374.17	6,698.96		4,879.14	3,996.78	6,242.40	7,895.73	7,895.73
Cap Rental Accessories	2,118.20	1,839.90	1,562.87	3,537.06	3,304.33		1,666.43	3,668.08		1,449.76	436.56	901.52	2,039.27	2,165.99
Total Cost of Goods Sold	317,265.83	181,545.20	135,995.00	315,330.54	314,879.63	0.00	236,623.96	298,660.09	0.00	392,342.11	141,743.62	153,586.55	356,073.01	370,663.86
Gross Profit on Sales	463,849.87	296,507.25	275,150.16	516,447.00	564,478.19	0.00	395,829.93	586,033.14	0.00	586,240.70	287,014.52	269,183.94	609,536.27	656,728.59
Operating Expenses														
Advertising - Direct Mail	32,693.63	42,971.24	188,243.65	180,236.71	94,467.74		101,314.41	40,275.50		70,828.61	22,754.34	52,001.84	260,533.93	199,538.43
Advertising - Other	211,738.11	100,983.57	141,752.04	237,452.02	234,118.43		167,419.60	184,154.01		436,894.50	142,874.80	156,084.67	318,995.74	214,194.82
Administrative Fees	221,850.97	117,088.01	109,384.85	214,147.81	260,366.77		147,900.65	251,122.97		204,904.02	104,762.96	109,384.85	269,610.56	212,607.18
Bank & Credit Card Fees	1,790.40	(287.03)	102.18	666.47	450.14		177.13	638.37		4,399.44	1,058.24	290.88	2,057.26	260.80
Contract Labor														
Customer Service														
Dues & Subscriptions	389.25	155.70	155.70	389.25	441.15		155.70	363.30		467.10	311.40	363.30	565.20	389.25
Employee Benefits	1,761.61	1,402.78	992.73	1,806.02	2,601.29		1,515.22	2,376.41		2,473.91	1,208.01	1,292.84	2,420.59	2,006.65
Health & Dental	16,364.27	11,932.55	9,413.07	15,490.36	19,663.33		9,413.07	18,370.83		21,214.58	11,448.44	11,029.84	17,107.12	15,071.76
Insurance - Autos	1,446.41	723.20	542.41	1,506.50	1,446.41		542.41	1,446.41		1,808.02	1,084.81	7,588.89	1,446.42	1,265.61
Insurance - Property & Liability	2,217.35	1,292.06	1,096.56	2,394.90	2,756.05		2,125.81	2,622.61		2,799.19	1,386.37	1,280.01	2,915.99	2,654.27
Licenses & Permits	65.00			20.00										
Meals & Entertainment	505.14	402.69	69.55	695.64	464.01		486.46	635.96		708.55	244.50	71.89	212.40	334.50
Mileage, Toll & Parking	11,967.63	6,236.92	4,759.16	15,858.22	9,038.65		5,751.69	16,471.79		16,894.53	9,772.45	9,177.14	13,629.50	17,329.66
Miscellaneous														
Moving & Relocation														
Payroll Taxes	8,829.82	7,501.87	4,781.05	11,762.20	15,656.80		6,704.77	15,073.25		20,265.92	9,160.92	10,129.00	12,912.73	12,645.38
Postage & Shipping	28.55	13.51		27.40	48.75		9.20	19.20		38.29	45.00		45.00	11.20
Professional Fees	659.80	523.00	478.10	548.00	511.00		553.00	645.40		526.60	685.40	516.60	448.60	588.40
PT Eval Fees														
Property Taxes		1,758.84	2,592.31	5,889.42	6,195.27		1,701.98	77.27			597.98		125.76	1,021.28
Recruiting Fees	4,433.52													
Rent	21,102.06	15,069.00	8,850.00	8,221.50	16,559.63		9,171.00	14,055.36		26,781.47	4,709.67	13,982.49	12,915.00	16,515.00
Royalty Fees Expense	4,726.85	2,861.75	2,342.49	5,060.02	5,726.60		3,827.65	4,881.95		6,978.83	2,918.31	2,951.37	6,427.68	7,751.28
Repairs & Maintenance	2,029.88	1,287.32	840.00	2,671.60	(930.35)		160.00	985.50		1,577.69	833.55	3,174.00	1,324.00	1,668.48
Repairs & Maintenance-Computer														
Salaries & Wages	82,629.33	56,102.40	46,783.04	89,823.37	103,038.79		57,986.14	120,943.69		120,986.81	73,452.37	59,526.54	108,929.49	103,524.68
Sales Tax	(28.68)	492.79	5.13	126.98	917.87		394.50	75.54		(145.99)	264.95	48.95	698.96	307.51
Security	182.20	189.20	94.04	87.90	175.80		87.90	175.80		167.18	94.94	94.92	87.90	87.90
Services Fee Expense	353.70	212.14	10.43	235.33	34.69		114.07	538.69		401.49	49.07	139.77	141.45	144.53
Supplies - Computer														
Supplies - Office	607.96	(145.50)	(345.86)	275.36	(123.79)		476.47	(68.44)		(127.94)	777.74	180.96	978.59	(301.97)

The SCOOTER Store
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 For the Three Months Ending March 31, 2013

	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
Supplies - Shop	(1,157.22)	(469.99)	(1,307.66)	(1,079.45)	(861.03)		(1,554.15)	(1,135.87)		(1,784.23)	(1,634.58)	481.57	48.88	(2,636.03)
Telephone	1,517.61	798.32	417.28	1,582.56	1,282.33		651.83	1,788.81		2,370.49	929.88	844.90	1,700.42	1,820.29
Training								100.00						
Travel	2,218.20	1,174.32		1,092.07	2,213.21			1,148.57		806.15	1,116.93		315.38	
Uniforms	1,041.59	215.21	291.88	638.72	1,282.78		268.41	876.67		848.37	720.63	478.98	1,093.41	840.17
Utilities	5,987.41	1,627.70	1,438.34	3,881.67	5,809.36		2,396.27	8,812.02		15,650.80	2,807.99	3,651.17	2,693.25	3,043.84
Vehicle Expense	1,313.32	2,122.07	2,606.48	3,258.87	4,541.66		1,109.50	4,937.44		5,061.03	1,184.39	4,845.47	1,954.95	836.13
Vehicle Leases	19,074.26	8,621.38	8,180.57	19,281.21	20,695.05		7,247.07	15,000.62		17,829.75	13,747.68	9,820.32	16,491.06	14,609.25
State Franchise Tax			(397.84)	(409.00)						247.67	247.67	247.41		
Other Operating Expenses	231.91	135.34	400.40	71.75	238.50		71.75	164.01		206.59	206.59	206.58	1,196.95	496.89
Total Operating Expenses	658,571.84	382,992.36	534,572.08	823,711.38	808,826.89	0.00	528,179.51	708,020.69	0.00	982,079.42	409,823.40	459,887.15	1,060,024.17	828,627.14
Operating Income	(194,721.97)	(86,485.11)	(259,421.92)	(307,264.38)	(244,348.70)	0.00	(132,349.58)	(121,987.55)	0.00	(395,838.72)	(122,808.88)	(190,703.21)	(450,487.90)	(171,898.55)
Other Income														
Administrative Fees - USA														
Administrative Fees - Inc.														
Royalty Fees - USA														
Royalty Fees - Inc														
Services Fee - USA														
Services Fee - Inc														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Interest Income - Intercompany														
Other Income (excludes 74501)	10,869.70	7,629.89	(1,022.71)	3,424.75	1,153.08		3,188.48	8,151.90		10,483.91	2,948.89	11,424.98	4,787.51	7,455.20
Total Other Income	10,869.70	7,629.89	(1,022.71)	3,424.75	1,153.08	0.00	3,188.48	8,151.90	0.00	10,483.91	2,948.89	11,424.98	4,787.51	7,455.20
Other Expenses														
Bad Debt Expense	83,201.77	41,793.54	4,723.13	30,572.59	91,337.04		32,788.55	59,056.95		106,277.67	42,013.95	63,844.34	77,396.90	7,185.51
Depreciation & Amortization	1,071.81	642.86	31.62	713.13	105.12		345.66	1,632.38		1,216.65	148.71	423.55	428.64	437.97
Restructure	1,728.32		10,045.04				3,146.82	1,550.16				19,048.11		1,550.16
Common Fund Interest	23,508.48	9,574.05	29,351.15	(262,331.61)	3,579.41	(514.92)	152,123.11	(47,703.79)	36,308.77	366,276.51	(2,879.32)	167,138.89	(24,956.25)	(133,628.85)
Interest Expense	6.67		136.67	304.65	257.69			26.95		2,902.02	2,892.55	2,900.30	66.05	199.47
Interest Expense Intercompany														
Stock Compensation Non Cash														
Total Other Expenses	109,517.05	52,010.45	44,287.61	(230,741.24)	95,279.26	(514.92)	188,404.14	14,562.65	36,308.77	476,672.85	42,175.89	253,355.19	52,935.34	(124,255.74)
Total Other Income and Expenses	(98,647.35)	(44,380.56)	(45,310.32)	234,165.99	(94,126.18)	514.92	(185,215.66)	(6,410.75)	(36,308.77)	(466,188.94)	(39,227.00)	(241,930.21)	(48,147.83)	131,710.94
Net Income Before Taxes	(293,369.32)	(130,865.67)	(304,732.24)	(73,098.39)	(338,474.88)	514.92	(317,565.24)	(128,398.30)	(36,308.77)	(862,027.66)	(162,035.88)	(432,633.42)	(498,635.73)	(40,187.61)
Net Income	(293,369.32)	(130,865.67)	(304,732.24)	(73,098.39)	(338,474.88)	514.92	(317,565.24)	(128,398.30)	(36,308.77)	(862,027.66)	(162,035.88)	(432,633.42)	(498,635.73)	(40,187.61)

The SCOOTER Store
Consolidating Statement of Operation
For the Three Months Ending March 31, 2013

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04:01 PM
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	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 - Purchased		\$754,455.22	\$787,217.07		\$360,445.68	\$638,392.30	\$949,599.49	\$383,332.18		\$512,481.85	\$779,621.12	\$352,707.11	\$216,220.05	\$879,865.95
Sales - Rentals Billed		88,344.88	100,471.17		48,395.52	167,538.19	50,720.88	56,893.16		83,234.26	134,093.68	24,713.66	22,007.24	108,459.87
Sales - Rentals Unbilled		486,014.82	608,693.89		301,332.24	786,488.07	375,750.39	326,414.90		448,579.26	613,295.08	194,918.01	118,422.74	650,521.22
Returns - Purchased		(10,699.00)	(12,923.87)		(5,610.50)	(10,374.18)	(17,387.91)	(7,902.22)		(7,773.39)	(14,944.60)	(4,980.60)	(3,870.82)	(13,964.03)
Returns - Rentals		(57,435.97)	(70,916.52)		(34,972.77)	(95,402.63)	(42,647.14)	(38,330.83)		(53,181.35)	(74,738.88)	(21,963.17)	(14,043.01)	(75,898.12)
Contractual Adjustments		(157,925.84)	(140,155.41)		(57,280.77)	(89,497.22)	(182,653.75)	(55,254.49)		(111,692.98)	(106,462.05)	(62,820.76)	(28,201.76)	(116,932.77)
Sales - Agreement Fees - USA														
Sales - Agreement Fees - Inc														
Wholesale Sales - USA														
Wholesale Sales - INC														
Wholesale Sales Invt Markup-US														
Wholesale Sales Invt Markup-INC														
Sales Tax Applied		(481.85)	(19,569.47)		(9,341.61)	(1,536.84)	(2,426.78)	(269.17)		(57,862.82)	(9,348.85)	(459.17)	(3,409.91)	(837.39)
Net Sales	0.00	1,102,272.26	1,252,816.86	0.00	602,967.79	1,395,607.69	1,130,955.18	664,883.53	0.00	813,784.83	1,321,515.50	482,115.08	307,124.53	1,431,214.73
Cost of Goods Sold														
Cost of Sales - Purchases		158,631.32	208,003.23		108,178.33	205,785.44	276,279.20	123,665.69		146,320.88	232,477.83	104,465.91	78,103.20	251,811.79
Cost of Rentals		56,180.32	89,492.70		31,828.63	96,064.27	50,754.54	40,428.33		56,940.62	69,503.24	40,285.27	17,587.91	103,300.89
Sales Agreement Fees		80,788.20	104,977.64		50,586.65	106,228.56	116,584.53	61,241.00		72,692.57	105,807.40	51,744.33	33,560.82	126,976.64
Cost of Sales - Wholesale USA														
Cost of Sales - Wholesale INC														
Inventory Variance		18,478.81	6,048.12		3,342.45	4,936.74	16,483.83	13,490.11		6,666.52	3,818.02	3,601.48	1,014.23	13,189.06
Freight		8,844.39	9,931.60		7,738.63	10,308.89	7,091.61	6,399.49		7,133.00	9,965.88	5,448.82	3,468.87	11,863.63
Cap Rental Accessories		2,677.88	4,638.42		2,204.85	4,809.38	2,677.26	1,595.18		3,219.49	4,863.52	2,999.51	1,525.23	4,612.34
Total Cost of Goods Sold	0.00	325,600.92	423,091.71	0.00	203,879.54	428,133.28	469,870.97	246,819.80	0.00	292,973.08	426,435.89	208,545.32	135,260.26	511,754.35
Gross Profit on Sales	0.00	776,671.34	829,725.15	0.00	399,088.25	967,474.41	661,084.21	418,063.73	0.00	520,811.75	895,079.61	273,569.76	171,864.27	919,460.38
Operating Expenses														
Advertising - Direct Mail		185,268.20	182,700.34		164,422.28	61,624.52	194,910.31	30,199.64		193,951.73	299,289.18	166,196.33	17,831.30	185,036.09
Advertising - Other		305,825.05	230,498.50		199,692.74	357,122.59	369,399.92	145,175.21		189,670.90	285,851.92	178,890.07	96,460.63	270,702.08
Administrative Fees		320,451.40	355,885.93		149,441.28	402,104.89	360,507.83	178,713.28		232,635.39	340,479.62	174,091.39	70,869.06	374,373.51
Bank & Credit Card Fees		1,798.08	1,703.50		545.14	1,902.57	263.21	547.53		1,292.90	3,345.66	563.45	412.47	1,495.70
Contract Labor														
Customer Service														
Dues & Subscriptions		579.39	311.40		285.45	539.26	565.20	259.50		181.65	415.20	233.55	181.65	570.90
Employee Benefits		2,688.69	1,987.38		2,278.48	2,106.96	2,515.17	1,087.23		1,293.38	2,591.63	1,179.48	1,062.25	2,670.94
Health & Dental		19,113.69	17,981.04		20,063.12	18,305.30	18,334.10	9,413.07		12,256.82	18,370.83	11,029.84	9,831.67	20,890.31
Insurance - Autos		1,988.82	1,627.22		1,205.53	1,627.22	2,229.98	964.37		1,084.81	1,446.42	904.01	843.92	2,169.78
Insurance - Property & Liability		3,290.02	3,757.02		2,190.62	3,845.60	3,625.79	1,969.28		2,247.47	3,581.86	1,405.03	943.37	3,808.26
Licenses & Permits			246.00		744.30					200.00				583.40
Meals & Entertainment		129.07	83.18		735.86	285.40	576.72	55.64		10.81	1,487.98	54.12	296.31	259.91
Mileage, Toll & Parking		14,088.62	14,613.71		17,296.43	16,883.03	20,471.52	5,498.28		7,482.12	16,998.66	8,503.61	7,305.15	10,939.88
Miscellaneous														
Moving & Relocation											1,105.91			
Payroll Taxes		18,209.99	17,566.66		14,688.82	21,516.34	22,230.75	6,254.13		11,514.02	15,015.08	7,484.64	7,975.80	17,638.41
Postage & Shipping		47.10	48.24		54.25	92.00	71.77	136.75						444.00
Professional Fees		541.00	592.40		755.70	715.40	692.30	621.00		513.00	751.20	651.30	628.30	548.00
PT Eval Fees														
Property Taxes			5,486.65		2,757.81	(300.00)	(300.00)			3,229.47	353.91	1,261.06	(3,253.39)	8,738.01
Recruiting Fees														
Rent		8,625.00	6,683.01		16,394.26	16,830.00	10,884.00	5,700.00		9,375.00	25,116.00	12,216.00	9,346.77	14,174.82
Royalty Fees Expense		6,736.93	7,150.39		3,366.08	7,045.22	7,978.52	3,767.99		4,183.87	7,829.59	3,091.60	2,027.45	8,565.92
Repairs & Maintenance		4,230.96	149.96		1,735.73	510.44	86.60	70.61		1,180.90	3,285.48	196.00	894.00	2,590.00
Repairs & Maintenance-Computer		471.64			848.89			59.91					483.85	
Salaries & Wages		138,751.34	114,482.78		113,472.78	126,928.32	128,133.42	42,710.53		86,246.76	122,641.52	66,797.73	74,403.75	123,509.47
Sales Tax		(83.25)	1,471.43		(67.99)	91.22	435.03	50.60		223.19	2,277.00	84.22	605.11	493.83
Security		94.06	87.90		1,086.44	87.90	87.90	87.90		87.90	175.80	87.90	175.80	200.80
Services Fee Expense		10.38	87.87		85.40	385.48	201.53	17.91		144.75	932.41	10.53	121.98	332.82
Supplies - Computer		(10.64)												
Supplies - Office		237.49	965.44		1,086.12	50.66	(1.24)	385.55		(94.61)	(847.87)	650.45	438.84	(114.65)

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

	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
Supplies - Shop		(2,221.55)	(759.27)		(44.56)	(2,082.05)	(689.54)	118.37		(780.21)	(1,176.87)	(952.73)	89.21	(416.11)
Telephone		2,240.17	863.75		1,433.32	1,770.28	2,152.87	607.08		787.57	1,765.03	1,001.22	978.54	1,931.02
Training						350.00								
Travel		248.58			2,720.97	246.30	391.41			81.95	(526.02)		2,836.16	134.47
Uniforms		2,089.64	753.03		2,263.92	1,033.19	461.71	310.88		658.97	1,285.87	427.68	872.85	1,105.17
Utilities		8,556.67	3,910.32		4,458.39	5,907.08	4,361.25	3,091.92		3,529.80	15,865.60	3,955.53	3,173.93	6,400.73
Vehicle Expense		4,963.30	6,463.82		9,890.66	2,996.46	4,178.98	1,359.53		3,916.12	1,529.19	2,391.77	4,650.94	3,784.05
Vehicle Leases		20,380.82	20,427.57		12,473.67	18,364.80	25,995.34	8,531.63		12,289.86	15,322.86	11,140.65	18,356.40	25,506.73
State Franchise Tax		408.00			(101.27)		374.00			(6.03)				
Other Operating Expenses		179.25	71.75		229.13	219.25	107.75	71.75		2,247.75	173.00	71.75	107.75	223.19
Total Operating Expenses	0.00	1,069,927.91	997,898.92	0.00	748,479.75	1,069,105.63	1,181,234.10	447,837.07	0.00	781,638.01	1,186,733.65	654,102.03	330,467.97	1,089,291.44
Operating Income	0.00	(293,256.57)	(168,173.77)	0.00	(349,391.50)	(101,631.22)	(520,149.89)	(29,773.34)	0.00	(260,826.26)	(291,654.04)	(380,532.27)	(158,603.70)	(169,831.06)
Other Income														
Administrative Fees - USA														
Administrative Fees - Inc.														
Royalty Fees - USA														
Royalty Fees - Inc														
Services Fee - USA														
Services Fee - Inc														
Common Fund Interest Income - U														
Common Fund Interest Income - Ir														
Common Fund Interest Income - H														
Interest Income - Intercompany														
Other Income (excludes 74501)		2,024.87	4,832.46		(692.48)	9,471.53	9,936.24	7,354.65		(66.01)	(879.97)	8,831.42	4,074.20	(737.77)
Total Other Income	0.00	2,024.87	4,832.46	0.00	(692.48)	9,471.53	9,936.24	7,354.65	0.00	(66.01)	(879.97)	8,831.42	4,074.20	(737.77)
Other Expenses														
Bad Debt Expense		174,192.31	51,320.72		47,429.65	134,571.02	100,491.19	29,889.03		47,560.00	68,349.13	27,203.53	22,751.38	78,128.44
Depreciation & Amortization		31.44	266.28		258.78	1,168.11	610.70	54.26		438.63	2,825.49	31.92	369.63	1,008.54
Restructure		8,561.19			5,756.26	8,081.50	3,139.07	10,270.23			3,146.82	1,550.16		
Common Fund Interest	(22,444.78)	(54,182.99)	(125,371.19)	(64,482.05)	146,432.05	227,794.44	141,710.88	(2,723.83)	19,291.64	159,282.31	(31,356.54)	(22,549.35)	91,610.64	(175,109.78)
Interest Expense		547.45	34.67		732.82	38.68	3.10	61.73		108.45	23.19	1.55		36.85
Interest Expense Intercompany														
Stock Compensation Non Cash														
Total Other Expenses	(22,444.78)	129,149.40	(73,749.52)	(64,482.05)	200,609.56	371,653.75	245,954.94	37,551.42	19,291.64	207,389.39	42,988.09	6,237.81	114,731.65	(95,935.95)
Total Other Income and Expenses	22,444.78	(127,124.53)	78,581.98	64,482.05	(201,302.04)	(362,182.22)	(236,018.70)	(30,196.77)	(19,291.64)	(207,455.40)	(43,868.06)	2,593.61	(110,657.45)	95,198.18
Net Income Before Taxes	22,444.78	(420,381.10)	(89,591.79)	64,482.05	(550,693.54)	(463,813.44)	(756,168.59)	(59,970.11)	(19,291.64)	(468,281.66)	(335,522.10)	(377,938.66)	(269,261.15)	(74,632.88)
Net Income	22,444.78	(420,381.10)	(89,591.79)	64,482.05	(550,693.54)	(463,813.44)	(756,168.59)	(59,970.11)	(19,291.64)	(468,281.66)	(335,522.10)	(377,938.66)	(269,261.15)	(74,632.88)

The SCOOTER Store
Consolidating Statement of Operation
For the Three Months Ending March 31, 2013

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	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 - Purchased	\$424,106.93	\$375,464.32		\$385,349.73		\$28,268,978.96		\$28,268,978.96	\$3,519,200.28		\$0.00	\$31,788,179.24
Sales - Rentals Billed	68,046.45	63,274.18		54,834.95		3,241,066.04		3,241,066.04	271,674.77		0.00	3,512,740.81
Sales - Rentals Unbilled	433,147.65	418,955.24		335,799.66		18,266,312.60		18,266,312.60	1,638,818.23		0.00	19,905,130.83
Returns - Purchased	(5,761.24)	(6,239.33)		(4,957.29)		(459,844.06)		(459,844.06)	(61,262.13)		0.00	(521,106.19)
Returns - Rentals	(50,119.41)	(48,222.95)		(39,063.45)		(2,150,738.16)		(2,150,738.16)	(191,049.33)		0.00	(2,341,787.49)
Contractual Adjustments	(74,681.85)	(69,481.52)		(48,856.44)		(4,609,918.23)		(4,609,918.23)	(732,615.73)		0.00	(5,342,533.96)
Sales - Agreement Fees - USA								0.00	3,802,376.33		3,802,376.33	0.00
Sales - Agreement Fees - Inc								0.00	0.00		0.00	0.00
Wholesale Sales - USA								0.00	11,522,352.54		11,522,352.54	0.00
Wholesale Sales - INC								0.00	0.00		0.00	0.00
Wholesale Sales Invty Markup-USA								0.00	(212,175.32)		(212,175.32)	0.00
Wholesale Sales Invty Markup-INC								0.00	0.00		0.00	0.00
Sales Tax Applied	(56,087.96)	(1,598.38)		(330.64)		(343,068.71)		(343,068.71)	(8,648.10)		0.00	(351,716.81)
Net Sales	738,650.57	732,151.56	0.00	682,776.52	0.00	42,212,788.44	0.00	42,212,788.44	19,548,671.54	0.00	15,112,553.55	46,648,906.43
Cost of Goods Sold												
Cost of Sales - Purchases	119,938.76	103,069.32		123,335.31		8,200,587.13		8,200,587.13	1,066,515.67		0.00	9,267,102.80
Cost of Rentals	40,179.36	59,157.40		43,321.36		2,374,772.80		2,374,772.80	238,916.63		0.00	2,613,689.43
Sales Agreement Fees	73,271.58	56,805.22		60,495.04		3,802,376.33		3,802,376.33	0.00		3,802,376.33	0.00
Cost of Sales - Wholesale USA								0.00	11,522,352.54		11,522,352.54	0.00
Cost of Sales - Wholesale INC								0.00	0.00		0.00	0.00
Inventory Variance	51,636.92	3,497.52		8,438.91		447,795.71		447,795.71	62,818.24		0.00	510,613.95
Freight	7,642.14	3,822.08		5,932.09		363,110.39		363,110.39	45,424.36		0.00	408,534.75
Cap Rental Accessories	2,637.92	2,590.71		2,290.63		136,086.51		136,086.51	9,260.66		0.00	145,347.17
Total Cost of Goods Sold	295,306.68	228,942.25	0.00	243,813.34	0.00	15,324,728.87	0.00	15,324,728.87	12,945,288.10	0.00	15,324,728.87	12,945,288.10
Gross Profit on Sales	443,343.89	503,209.31	0.00	438,963.18	0.00	26,888,059.57	0.00	26,888,059.57	6,603,383.44	0.00	(212,175.32)	33,703,618.33
Operating Expenses												
Advertising - Direct Mail	183,637.22	157,662.37		29,507.77		7,602,522.33		7,602,522.33	862,830.87		0.00	8,465,353.20
Advertising - Other	213,605.08	169,645.33		189,795.47		12,314,503.16		12,314,503.16	1,230,646.65		0.00	13,545,149.81
Administrative Fees	234,176.03	235,716.66		169,469.49		11,111,036.13		11,111,036.13	0.00		11,111,036.13	0.00
Bank & Credit Card Fees	1,270.79	622.06		369.46	7.00	69,083.96		69,083.96	106,700.68	1,114.39	0.00	176,899.03
Contract Labor						9,927.91		9,927.91	670,394.61	32,231.79	0.00	712,554.31
Customer Service								0.00	4,572.81		0.00	4,572.81
Dues & Subscriptions	311.40	311.40		461.40		17,748.67		17,748.67	23,529.10	129.71	0.00	41,407.48
Employee Benefits	1,900.36	1,602.36		1,569.20		93,440.02		93,440.02	345,415.02	1,375.22	0.00	440,230.26
Health & Dental	17,238.18	11,838.22		13,454.99		784,705.42		784,705.42	1,425,478.09	11,513.94	0.00	2,221,697.45
Insurance - Autos	1,084.81	1,084.81		1,265.61		79,936.45		79,936.45	9,445.93		0.00	89,382.38
Insurance - Property & Liability	2,233.97	2,038.75		2,029.62		121,370.96		121,370.96	19,705.60		0.00	141,076.56
Licenses & Permits	4,987.12	3,247.19				52,899.62		52,899.62	16,978.44		0.00	69,878.06
Meals & Entertainment	540.48	117.03		110.30		16,865.85		16,865.85	7,975.65	352.77	0.00	25,194.27
Mileage, Toll & Parking	11,996.08	10,183.27		9,865.58		604,545.02		604,545.02	77,139.08		0.00	681,684.10
Miscellaneous								0.00	37,229.25		0.00	37,229.25
Moving & Relocation						1,105.91		1,105.91	0.00		0.00	1,105.91
Payroll Taxes	9,803.30	9,338.70		13,549.88		695,036.69		695,036.69	1,364,500.12	23,986.10	0.00	2,083,522.91
Postage & Shipping	16.73	22.02				1,654.43		1,654.43	163,526.82		0.00	165,181.25
Professional Fees	631.90	567.40		449.10		28,798.30		28,798.30	2,809,322.42	20,505.79	0.00	2,858,626.51
PT Eval Fees						140.00		140.00	3,010.00		0.00	3,150.00
Property Taxes	1,556.02	3,388.99		(14,454.56)		89,484.67		89,484.67	103,612.94		0.00	193,097.61
Recruiting Fees						19,433.52		19,433.52	104,958.79	24,235.44	0.00	148,627.75
Rent	14,451.00	12,464.37		10,449.00	1,519.00	642,651.54		642,651.54	69,747.81		0.00	712,399.35
Royalty Fees Expense	3,556.22	3,614.19		3,860.40		260,972.12		260,972.12	0.00		260,972.12	0.00
Repairs & Maintenance	2,355.00	223.66		410.00		64,521.55		64,521.55	180,547.41		0.00	245,068.96
Repairs & Maintenance-Computer						7,253.00		7,253.00	366,142.41		0.00	373,395.41
Salaries & Wages	91,033.96	69,715.34		79,127.50		4,902,187.60		4,902,187.60	9,669,947.07	441,928.83	0.00	15,014,063.50
Sales Tax	908.87	20.57		206.41		27,385.13		27,385.13	29,201.72		0.00	56,586.85
Security	175.80	93.16		87.90		8,055.02		8,055.02	39,525.02		0.00	47,580.04
Services Fee Expense	78.71	134.31		517.20		11,811.02		11,811.02	0.00		11,811.02	0.00
Supplies - Computer						5.91		5.91	897.88		0.00	903.79
Supplies - Office	(105.36)	(258.29)		535.06		7,439.80		7,439.80	45,553.20		0.00	52,993.00

The SCOOTER Store
 Consolidating Statement of Operation
 For the Three Months Ending March 31, 2013

	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc.	USA, Inc.	USA, Inc.	USA, Inc.	TSS, Inc.	TSS Holdings	Eliminations	TSSH
					Only	Consolidated	Eliminations	Consolidated	Consolidated	INC. USA		Consolidated
					Before Elim						& Holdings	
Supplies - Shop	(599.50)	(1,148.97)		(624.28)		(57,260.59)		(57,260.59)	4,380.98		0.00	(52,879.61)
Telephone	753.52	694.36		1,191.04	64.00	70,397.39		70,397.39	564,864.01	639.08	0.00	635,900.48
Training						1,535.00		1,535.00	12,530.33		0.00	14,065.33
Travel	4,368.02	387.48		105.62		41,145.95		41,145.95	33,928.99		0.00	75,074.94
Uniforms	918.65	460.17		1,025.61		39,905.76		39,905.76	7,331.78		0.00	47,237.54
Utilities	2,331.08	3,677.43		4,925.46		221,035.53		221,035.53	150,874.80		0.00	371,910.33
Vehicle Expense	3,871.26	1,781.84		2,010.42		172,907.35		172,907.35	23,899.71		0.00	196,807.06
Vehicle Leases	13,565.97	14,965.04		12,127.66		807,006.00		807,006.00	123,895.52		0.00	930,901.52
State Franchise Tax		113.00				923.61		923.61	342.32	99,820.39	0.00	101,086.32
Other Operating Expenses	1,659.85	71.50				22,105.17		22,105.17	(36,427.03)	125.00	0.00	(14,196.86)
Total Operating Expenses	824,312.52	714,865.17	0.00	533,398.31	1,590.00	40,966,222.88	0.00	40,966,222.88	20,674,156.80	657,958.45	11,383,819.27	50,914,518.86
Operating Income	(380,968.63)	(211,655.86)	0.00	(94,435.13)	(1,590.00)	(14,078,163.31)	0.00	(14,078,163.31)	(14,070,773.36)	(657,958.45)	(11,595,994.59)	(17,210,900.53)
Other Income												
Administrative Fees - USA								0.00	11,111,036.13		11,111,036.13	0.00
Administrative Fees - Inc.								0.00	0.00		0.00	0.00
Royalty Fees - USA								0.00	260,972.12		260,972.12	0.00
Royalty Fees - Inc								0.00	0.00		0.00	0.00
Services Fee - USA								0.00	11,293.82		11,293.82	0.00
Services Fee - Inc								0.00	0.00		0.00	0.00
Common Fund Interest Income - U								0.00	1,964,329.06		1,964,329.06	0.00
Common Fund Interest Income - Ir								0.00	0.00		0.00	0.00
Common Fund Interest Income - H								0.00	81,183.59		81,183.59	0.00
Interest Income - Intercompany								0.00	134,269.04		134,269.04	0.00
Other Income (excludes 74501)	2,110.57	381.97		1,154.19		212,352.01		212,352.01	154,281.66	619.38	0.00	367,253.05
Total Other Income	2,110.57	381.97	0.00	1,154.19	0.00	212,352.01	0.00	212,352.01	13,717,365.42	619.38	13,563,083.76	367,253.05
Other Expenses												
Bad Debt Expense	44,486.62	91,506.88		122,203.91		3,458,122.92		3,458,122.92	438,917.84		0.00	3,897,040.76
Depreciation & Amortization	238.52	407.01				34,223.68		34,223.68	1,103,337.14		0.00	1,137,560.82
Restructure	1,897.89	3,146.82		1,656.95		214,419.22		214,419.22	388,665.58		0.00	603,084.80
Common Fund Interest	130,456.12	(154,461.08)	(8,086.27)	(49,753.96)	49,341.46	1,964,329.06		1,964,329.06	0.00	81,183.59	2,045,512.65	0.00
Interest Expense	512.06	2.99		143.30	157.35	14,956.61		14,956.61	3,373,005.64	1,499.19	0.00	3,389,461.44
Interest Expense Intercompany					112,009.56	112,009.56		112,009.56	0.00	22,259.48	134,269.04	0.00
Stock Compensation Non Cash								0.00	1,308.99		0.00	1,308.99
Total Other Expenses	177,591.21	(59,397.38)	(8,086.27)	74,250.20	161,508.37	5,798,061.05	0.00	5,798,061.05	5,305,235.19	104,942.26	2,179,781.69	9,028,456.81
Total Other Income and Expenses	(175,480.64)	59,779.35	8,086.27	(73,096.01)	(161,508.37)	(5,585,709.04)	0.00	(5,585,709.04)	8,412,130.23	(104,322.88)	11,383,302.07	(8,661,203.76)
Net Income Before Taxes	(556,449.27)	(151,876.51)	8,086.27	(167,531.14)	(163,098.37)	(19,663,872.35)	0.00	(19,663,872.35)	(5,658,643.13)	(762,281.33)	(212,692.52)	(25,872,104.29)
Net Income	(556,449.27)	(151,876.51)	8,086.27	(167,531.14)	(163,098.37)	(19,663,872.35)	0.00	(19,663,872.35)	(5,658,643.13)	(762,281.33)	(212,692.52)	(25,872,104.29)

ATTACHMENT B

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

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	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total before Elim	LTD CORP before Elim	TSS MGMT	TSS INVEST	AVIATION	FIN'L SVCS	TSS DEVELOPMENT	TSS Incl ONLY	TSS Inc Consolidated Before Elim
Assets														
Current Assets														
Cash & Cash Equivalent														
Operating-Corporate							\$1,218,862.20							\$1,218,862.20
Cash Drawers		200.00	200.00		200.00	600.00								600.00
Wells Fargo-TSS USA Inc.														0.00
Wells Fargo-TSS Inc.													238,747.56	238,747.56
Wells Fargo-TSS Investments Inc.									877.99					877.99
Wells Fargo-TSS Mgmt. Co. Inc.								16,335.73						16,335.73
Wells Fargo-TSS Holding														0.00
Chase-TSS Financial Services											15,027.77			15,027.77
Bank of America-TSS Aviation										4,511.25				4,511.25
Total Cash & Cash Equivalent	0.00	200.00	200.00	0.00	200.00	600.00	1,218,862.20	16,335.73	877.99	4,511.25	15,027.77	0.00	238,747.56	1,494,962.50
Accounts Receivable														
Accounts Receivable-Trade	144,207.25	2,385,250.64	2,536,065.41	700,681.56	3,138,521.12	8,904,725.98	(3,199,271.60)							5,705,454.38
Reserve for Hardship Allowance	232.38	6,343.58	(11,930.48)	(11,131.81)	(22,515.85)	(39,002.18)								(39,002.18)
Allowance for Doubtful Accounts	(145,987.18)	(502,168.65)	(533,919.80)	(147,515.03)	(660,755.26)	(1,990,345.92)	23,924.67							(1,966,421.25)
Return Reserve		(10,833.56)	(6,979.63)	(3,456.99)	(7,974.60)	(29,244.78)								(29,244.78)
CA Reserve		(79,908.35)	(1,877.61)	(293,668.32)	(961,019.05)	(1,336,473.33)	(13,364.77)							(1,349,838.10)
Accounts Receivable Billed		751,579.19	1,160,044.02	382,692.03	1,256,526.82	3,550,842.06								3,550,842.06
Accounts Receivable Unbilled		322,626.80	709,180.05	426,430.70	925,735.15	2,383,972.70								2,383,972.70
Rental CA Reserve		(433,421.57)	(394,049.29)	(106,468.96)	(342,279.95)	(1,276,219.77)								(1,276,219.77)
Rental Returns Reserve		(267,856.64)	(469,971.92)	(233,539.91)	(683,477.89)	(1,654,846.36)	173.12							(1,654,673.24)
Rental Hardship Reserve		(12,519.76)	(21,991.44)	(11,023.33)	(28,150.44)	(73,684.97)								(73,684.97)
Rental Allow for Doubtful Accounts		(395,141.57)	(564,440.52)	(230,580.62)	(677,278.40)	(1,867,441.11)								(1,867,441.11)
Employee Receivables		1,019.20	180.27		(396.78)	802.69								(2,798.06)
Shareholder Advance- DH														0.00
Shareholder Advance- OH														0.00
Intercompany Receivable							14,188,239.44							14,188,239.44
Other							1,919,360.63	(857.00)	(49,492.00)				(500.00)	1,868,511.63
Due To/From				2,822,844.18			95,009,555.57							95,009,555.57
Total Accounts Receivable	(1,547.55)	1,764,969.31	2,400,309.06	3,295,263.50	1,936,934.87	6,573,085.01	107,925,016.31	(857.00)	(49,492.00)	0.00	0.00	0.00	(500.00)	114,447,252.32
Inventory														
Inventory		340,279.01	333,164.76	113,341.46	396,817.29	1,183,602.52								1,183,602.52
Inventory Markup for LLC						0.00								0.00
Inventory Markup for LTD		148,465.39	120,424.75	53,431.38	170,699.06	493,020.58								493,020.58
Inventory Reserve		10,722.08	(82,813.83)	(8,922.51)	(37,553.18)	(118,567.44)								(118,567.37)
Assets Held for Rental		98,894.04	114,572.54	57,494.32	158,005.76	428,966.66								428,966.65
Total Inventory	0.00	598,360.52	485,348.22	215,344.65	687,968.93	1,987,022.32	5.06	0.00	0.00	0.00	0.00	0.00	0.00	1,987,027.38
Prepaid & Other														
Prepaid Insurance		7,927.88	6,721.36	3,533.50	7,800.04	25,982.78	109,523.77							135,506.55
Prepaid Advertising							0.02							0.02
Prepaid Rent							12,910.61							12,910.61
Prepaid Leases							306,610.09							306,610.09
Prepaid Service							1,036,988.83							1,036,988.83
Other							122,661.03							122,661.03
Total Prepaid & Other	0.00	7,927.88	6,721.36	3,533.50	7,800.04	25,982.78	1,588,694.35	0.00	0.00	0.00	0.00	0.00	0.00	1,614,677.13
Restricted Cash - Current							200,123.92							200,123.92
Total Current Assets	(1,547.55)	2,371,457.71	2,892,578.64	3,514,141.65	2,632,903.84	8,586,690.11	110,932,701.84	15,478.73	(48,614.01)	4,511.25	15,027.77	0.00	238,247.56	119,744,043.25
Property, Plant, and Equipment														
Fixed Assets Clearing							(8,575.76)							(8,575.76)
Computer Software & Hardware		22,335.65	21,053.25	8,524.05	15,582.17	67,495.12	16,869,215.13							16,936,710.25
Tools & Equipment		21,758.26	32,131.62	13,748.90	35,639.35	103,278.13	1,607,082.34							1,710,360.47
Equipment - Rental		39,642.56	24,336.95	8,880.58	28,545.54	101,405.63	17,465.78							118,871.41
Furniture & Fixtures		6,434.40	2,179.63	500.54	14,771.41	23,885.98	2,950,807.27							2,974,693.25

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total	LTD CORP	TSS MGMT	TSS INVEST	AVIATION	FIN'L SVCS	TSS DEVELOPMENT	TSS Incl ONLY	TSS Inc
						before	before							Consolidated
						Elim	Elim							Before Elim
Leasehold Costs		113,591.67	183,320.24	14,214.39	136,049.63	447,175.93	7,063,409.89							7,510,585.82
Company Vehicles							27,569.43							27,569.43
Signs		1,183.79	2,306.00	2,565.53	3,588.71	9,644.03	32,843.28							42,487.31
Capital Leases							8,801,058.74							8,801,058.74
Capital Leases-NBO Ltd Building							12,000,000.00							12,000,000.00
Capital Leases-NB Svc Ctr Building							8,700,706.00							8,700,706.00
Property/Plant Equip Amortization							(10,378,173.36)							(10,378,173.36)
Accumulated Depreciation Other		(183,936.13)	(260,262.62)	(48,401.63)	(229,889.05)	(722,489.43)	(34,734,814.09)							(35,457,303.52)
Total Property, Plant, and Equipment	0.00	21,010.20	5,065.07	32.36	4,287.76	30,395.39	12,948,594.65	0.00	0.00	0.00	0.00	0.00	0.00	12,978,990.04
Other Assets														
Utility Deposits							72,549.78							72,549.78
Miscellaneous Deposits							531,649.34							531,649.34
Investment in NBO Ltd Partnership												1,207,980.86		1,207,980.86
Investment in TSS - Investments												(24,007,603.38)		(24,007,603.38)
Investment in TSS - Mgmt												(184,234.41)		(184,234.41)
Investment in TSS Mgmt Inc							5,601.18							5,601.18
Investment in TSS - Invest Inc												554,497.35		554,497.35
Investment in TSS Mgmt USA												36,848.70		36,848.70
Investment in TSS Invest USA												3,648,066.82		3,648,066.82
Investment in TSS - Aviation												(127,560.95)		(127,560.95)
Investment in TSS Financial Services												15,027.77		15,027.77
Investment of TSSH in INC												0.00		0.00
Investment of TSSH in USA												0.00		0.00
Investment in LLC												0.00		0.00
Investment in LTD								(198,614.80)	(24,000,326.18)					(24,198,940.98)
Investment TSS LTD Mgmt							5,601.18							5,601.18
Investment in LTD-Invest Inc									554,497.35					554,497.35
Investment in TSS LTD-Mgmt USA								36,848.70						36,848.70
Investment in LTD-Invest USA									3,648,066.82					3,648,066.82
Investment in NB Service LTD													722,385.69	722,385.69
Investment in TSS LTD-Mgmt												(70,176.09)		(70,176.09)
Security Deposits							530,124.27							530,124.27
Capitalized Debt Cost							2,540,419.60							2,540,419.60
Restricted Cash - Holding														0.00
Deferred Tax Asset - Non-Current														0.00
Valuation Allowance - Non-Current														0.00
Total Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	3,674,742.99	(156,164.92)	(19,797,762.01)	0.00	0.00	0.00	(18,199,166.46)	(34,478,350.40)
Total Assets	(1,547.55)	2,392,467.91	2,897,643.71	3,514,174.01	2,637,191.60	8,617,085.50	127,556,039.48	(140,686.19)	(19,846,376.02)	4,511.25	15,027.77	0.00	(17,960,918.90)	98,244,682.89
Liabilities and Equity														
Current Liabilities														
Accounts Payable														
A/P Trade							538,641,800.91							538,641,800.91
Accrued Purchases							2,117,217.22							2,117,217.22
Accrued Payroll							600,629.18							600,629.18
Accrued Vacation							508,451.89							508,451.89
Vacation Buy-up							(85.49)							(85.49)
Payroll Taxes							113,724.40							113,724.40
Accrued A/P							1,596,398.84							1,596,398.84
Intercompany Payable										130,855.44				130,855.44
Payable- Interest/Fees GMAC							20,627.30							20,627.30
Other Accrued Expenses	605.00	240,232.40	113,005.40	30,777.17	90,617.60	475,237.57	1,214,214.48							1,689,452.05
Due To/From	129,863.56	2,543,841.50	6,189,363.35		3,034,425.70	9,074,649.93		300.00				71,877.86		9,146,827.79
Total Accounts Payable	130,468.56	2,784,073.90	6,302,368.75	30,777.17	3,125,043.30	9,549,887.50	44,812,978.73	300.00	0.00	130,855.44	0.00	71,877.86	0.00	54,565,899.53
Taxes Payable														
Property Taxes		6,601.65	22,352.00	3,057.21	9,997.84	42,008.70	30,386.41							72,395.11
Accrued Income Tax								(147.00)	(45,275.00)					(45,422.00)
Franchise Tax Payable							1,100.00	1,560.00	4,550.00				500.00	7,710.00
Sales Tax and Other Fees Payable	813.00	2,865.79	2,264.66	2,607.09	1,463.23	10,013.77	(2,464.81)							7,548.96
Total Taxes Payable	813.00	9,467.44	24,616.66	5,664.30	11,461.07	52,022.47	29,021.60	1,413.00	(40,725.00)	0.00	0.00	0.00	500.00	42,232.07
Interest Payable										2,453.54				2,453.54
Total Interest Payable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2,453.54	0.00	0.00	0.00	2,453.54

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	Austin	Dallas	Houston	Lubbock	San Antonio	LTD TX Total	LTD CORP	TSS MGMT	TSS INVEST	AVIATION	FIN'L SVCS	TSS DEVELOPMENT	TSS Incl ONLY	TSS Inc
						before	before							Consolidated
						Elim	Elim							Before Elim
Other Current Liabilities														
Line of Credit							1,078,496.17							1,078,496.17
Debt Discount - CIT							(294,952.96)							(294,952.96)
Current Portion of LTD							797,514.81							797,514.81
Capitalized Lease Building Current							1,585,778.01							1,585,778.01
Current Portion Capital Leases Other							335,001.76							335,001.76
Current Portion CMS Agreement							704,295.75							704,295.75
Other Liabilities							1,504.52							1,504.52
Deferred Rent		251.81	2,236.02		274.90	2,762.73								1,504.52
401K							11,838.17							11,838.17
Accrued Insurance Premiums							435,866.18							435,866.18
Deferred Tax Liability - Current														0.00
Valuation Allowance - Current														0.00
Total Other Current Liabilities	0.00	251.81	2,236.02	0.00	274.90	2,762.73	4,655,342.41	0.00	0.00	0.00	0.00	0.00	0.00	4,658,105.14
Total Current Liabilities	131,281.56	2,793,793.15	6,329,221.43	36,441.47	3,136,779.27	9,604,672.70	49,497,342.74	1,713.00	(40,725.00)	133,308.98	0.00	71,877.86	500.00	59,268,690.28
Long-Term Debt And Other Liab.														
N/P - Crystal Finance							20,000,000.00							20,000,000.00
Discount on N/P - Crystal Finance							(830,280.10)							(830,280.10)
N/P - Sun Capital							48,333,448.15							48,333,448.15
Discount on N/P - Sun Capital							(5,513,041.61)							(5,513,041.61)
N/P - CMS							19,595,661.74							19,595,661.74
Capitalized Leases Payable							3,445.30							3,445.30
Capitalized Leases Payable							642,228.05							642,228.05
Capitalized Leases Building							12,709,066.43							12,709,066.43
eLoyalty Installment Agreement							12,817.65							12,817.65
N/P Source One Licensing							79,421.61							79,421.61
N/P - Southwest Bank (ESOP)							34,602.56							34,602.56
Other Long Term Debt							3,025,180.42							3,025,180.42
Accrued Interest - Sun Capital							1,459,720.47							1,459,720.47
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	99,552,270.67	0.00	0.00	0.00	0.00	0.00	0.00	99,552,270.67
Total Liabilities	131,281.56	2,793,793.15	6,329,221.43	36,441.47	3,136,779.27	9,604,672.70	149,049,613.41	1,713.00	(40,725.00)	133,308.98	0.00	71,877.86	500.00	158,820,960.95
Stockholder's Equity														
Common Stock, 1000 Shares, No Par													100,687.50	100,687.50
Common Stock, Mgmt								100.00						100.00
Common Stock, Investments									100.00					100.00
Common Stock, Holdings														0.00
Additional Paid-in-Capital Common							3,250,000.00					16,253,642.02		19,503,642.02
Addition Paid-in-Capital-Investment									(34,257,864.80)					(34,257,864.80)
Addition Paid-in-Capital-Mgmt								(291,795.12)						(291,795.12)
Addition Paid-in-Capital TSS Financial Services											25,000.00			25,000.00
Addition Paid-in-Capital Stock Options													1,358,732.89	1,358,732.89
Addition Paid-in-Capital - TSS Development												75,000.00		75,000.00
Addition Paid-in-Capital - Mgmt Inc								5,601.18						5,601.18
Addition Paid-in-Capital - Invest Inc									554,497.35					554,497.35
Addition Paid-in-Capital - CS Holdings														0.00
Addition Paid-in-Capital - Mgmt USA								36,848.70						36,848.70
Addition Paid-in-Capital - Invest USA									3,648,066.82					3,648,066.82
Partnership Capital - Mgmt	(1,297.47)	5,603.05	(26,557.55)	34,675.31	1,598.02	14,021.36	(212,636.16)							(198,614.80)
Partners Capital - Mgmt Inc							5,601.18							5,601.18
Partners Capital - Invest Inc							554,497.35							554,497.35
Partners Capital - Mgmt USA							36,848.70							36,848.70
Partners Capital - Invest USA							3,648,066.82							3,648,066.82
Partnership Capital - Investment	(128,450.50)	554,697.60	(2,629,196.35)	3,432,856.52	158,203.49	1,388,110.76	(25,388,436.92)							(24,000,326.16)
Equity - LLC														0.00
Member Equity - Aviation										(127,560.95)				(127,560.95)
Treasury Stock													(278,882.50)	(278,882.50)
Retained Earnings													(39,696,802.11)	(39,696,802.11)
Retained Earnings - Eliminating Mgmt USA													36,849.17	36,849.17
Retained Earnings - Eliminating Invest USA													3,648,067.14	3,648,067.14
Retained Earnings - Eliminating Mgmt Inc													5,600.99	5,600.99
Retained Earnings - Eliminating Invest INC													554,497.33	554,497.33
Retained Earnings Inv&Mgmt								107,460.99	10,250,161.42		(9,972.23)	(145,176.09)		10,202,474.09
Net Profit/(Loss)	(3,081.04)	(961,625.93)	(775,823.86)	10,201.67	(659,389.00)	(2,389,718.16)	(3,387,516.78)	(615.00)	(611.80)	(1,226.77)	(9,972.23)	(1,701.77)	56,186.61	(5,725,203.67)
Total Stockholder's Equity	(132,829.01)	(401,325.28)	(3,431,577.76)	3,477,733.50	(499,587.49)	(987,586.04)	(21,493,575.81)	(142,399.25)	(19,805,651.01)	(128,787.72)	15,027.77	(71,877.86)	(17,961,420.96)	(60,576,270.88)
Total Liabilities and Equity	(1,547.45)	2,392,467.87	2,897,643.67	3,514,174.97	2,637,191.78	8,617,086.66	127,556,037.60	(140,686.25)	(19,846,376.01)	4,521.26	15,027.77	0.00	(17,960,920.96)	98,244,690.07

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

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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														
Assets														
Current Assets														
Cash & Cash Equivalent														
Operating-Corporate	\$0.00	\$1,218,862.20												
Cash Drawers	0.00	600.00												
Wells Fargo-TSS USA Inc.	0.00	0.00						200.00						
Wells Fargo-TSS Inc.	0.00	238,747.56												
Wells Fargo-TSS Investments Inc.	0.00	877.99												
Wells Fargo-TSS Mgmt. Co. Inc.	0.00	16,335.73												
Wells Fargo-TSS Holding	0.00	0.00												
Chase-TSS Financial Services	0.00	15,027.77												
Bank of America-TSS Aviation	0.00	4,511.25												
Total Cash & Cash Equivalent	0.00	1,494,962.50	0.00	0.00	0.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	
Accounts Receivable														
Accounts Receivable-Trade	0.00	5,705,454.38	945,695.81	1,019,708.00	1,274,969.80	1,285,086.45	1,041,277.51	2,814,672.20	777,305.17	1,780,843.00	962,453.92	909,900.98	1,276,076.85	3,844,831.44
Reserve for Hardship Allowance	0.00	(39,002.18)	(50,546.61)	(54,000.10)	(56,934.83)	(28,040.41)	(54,877.79)	(80,213.96)	(46,996.67)	(95,229.23)	(39,590.70)	(23,096.45)	(20,646.15)	(64,253.19)
Allowance for Doubtful Accounts	0.00	(1,966,421.25)	(199,098.06)	(214,679.91)	(268,420.37)	(270,550.24)	(219,220.95)	(592,575.10)	(163,646.65)	(374,922.24)	(202,626.16)	(191,562.15)	(268,653.44)	(809,455.31)
Return Reserve	0.00	(29,244.78)	(4,490.04)	(5,151.63)	(4,994.50)	(4,891.61)	(3,121.66)	(9,673.53)	(1,810.46)	(6,328.25)	(4,954.60)	(4,323.42)	(3,744.08)	(13,555.86)
CA Reserve	0.00	(1,349,838.10)	(433,935.85)	(611,169.68)	(331,217.11)	(505,366.67)	(139,760.76)	(680,022.60)	(300,761.30)	(490,676.52)	(155,416.66)	10,920.98	(162,986.01)	(176,324.96)
Accounts Receivable Billed	0.00	3,550,842.06	658,684.50	407,285.42	1,665,375.78	761,494.81	806,185.94	1,372,392.12	362,070.64	1,901,955.80	611,565.94	572,940.93	1,556,140.36	818,635.66
Accounts Receivable Unbilled	0.00	2,383,972.70	643,912.79	748,953.57	986,373.25	553,310.63	470,192.87	508,726.87	180,827.38	932,482.52	758,395.78	933,028.41	499,377.15	818,635.66
Rental CA Reserve	0.00	(1,276,219.77)	(173,719.32)	(102,210.14)	(115,190.87)	(200,668.53)	(35,634.75)	(113,595.56)	(42,319.66)	(114,519.47)	(85,810.87)	(112,168.83)	(136,768.75)	(395,681.75)
Rental Returns Reserve	0.00	(1,654,673.24)	(268,300.97)	(267,240.26)	(290,333.35)	(280,176.21)	(183,255.32)	(296,161.40)	(89,547.15)	(307,282.82)	(259,911.94)	(236,453.02)	(247,472.04)	(508,704.35)
Rental Hardship Reserve	0.00	(73,684.97)	(17,590.13)	(14,276.73)	(19,437.49)	(16,467.51)	(10,559.12)	(16,224.14)	(5,034.06)	(24,874.41)	(15,610.19)	(21,202.48)	(13,292.36)	(25,241.47)
Rental Allow for Doubtful Accounts	0.00	(1,867,441.11)	(387,326.75)	(263,591.53)	(370,849.98)	(356,891.18)	(197,655.47)	(322,524.80)	(106,644.09)	(432,388.70)	(261,943.05)	(352,771.20)	(288,441.43)	(606,519.21)
Employee Receivables	0.00	(2,798.06)	700.24	0.28	12.46	35.28	(0.04)	(512.83)	43.29	1,149.06	62.51	(298.77)	28.85	(396.24)
Shareholder Advance- DH	0.00	0.00												
Shareholder Advance- OH	0.00	0.00												
Intercompany Receivable	130,855.44	14,057,384.00												
Other	2,453.54	1,866,058.09												
Due To/From	9,146,827.79	85,862,727.78		1,085,819.70		12,385,031.49				3,876,767.62				
Total Accounts Receivable	9,280,136.77	105,167,115.55	713,985.61	1,729,446.99	2,469,352.79	13,321,906.30	1,473,570.46	2,584,287.27	563,486.44	6,646,976.36	1,210,387.89	1,523,539.99	1,206,419.52	3,619,475.12
Inventory														
Inventory	0.00	1,183,602.52	222,508.10	120,803.84	142,380.87	132,815.83	167,459.96	159,819.95	82,945.26	173,302.89	91,380.55	127,724.87	129,597.37	330,961.46
Inventory Markup for LLC	0.00	0.00	85,987.57	45,151.53	52,226.89	65,581.81	86,033.68	81,870.14	39,657.31	75,412.43	50,369.49	69,631.81	54,468.13	148,362.38
Inventory Markup for LTD	493,020.58	0.00												
Inventory Reserve	0.00	(118,562.37)	(20,543.03)	(18,905.58)	(18,603.54)	(21,075.54)	(16,424.32)	(12,235.69)	(1,042.67)	(27,012.22)	(21,215.10)	4,624.68	(18,141.81)	(28,316.57)
Assets Held for Rental	0.00	428,966.65	58,603.32	34,924.57	34,485.96	86,992.47	109,672.48	100,507.06	38,271.07	82,231.86	82,469.37	78,655.94	53,599.39	146,938.09
Total Inventory	493,020.58	1,494,006.80	346,555.96	181,974.36	210,490.18	264,314.57	346,741.80	329,961.46	159,830.97	303,934.96	203,004.31	280,637.30	219,523.08	597,945.36
Prepaid & Other														
Prepaid Insurance	0.00	135,506.55	5,857.42	4,783.84	4,790.02	5,177.38	3,338.01	6,572.80	2,451.75	5,972.64	4,925.78	5,404.61	3,523.22	9,908.41
Prepaid Advertising	0.00	0.02												
Prepaid Rent	0.00	12,910.61												
Prepaid Leases	0.00	306,610.09												
Prepaid Service	0.00	1,036,988.83												
Other	0.00	122,661.03												
Total Prepaid & Other	0.00	1,614,677.13	5,857.42	4,783.84	4,790.02	5,177.38	3,338.01	6,572.80	2,451.75	5,972.64	4,925.78	5,404.61	3,523.22	9,908.41
Restricted Cash - Current														
	0.00	200,123.92												
Total Current Assets	9,773,157.35	109,970,885.90	1,066,398.99	1,916,205.19	2,684,632.99	13,591,398.25	1,823,650.27	2,920,821.53	725,969.16	6,956,883.96	1,418,317.98	1,809,581.90	1,429,465.82	4,227,328.89
Property, Plant, and Equipment														
Fixed Assets Clearing	0.00	(8,575.76)												
Computer Software & Hardware	0.00	16,936,710.25	14,120.13	3,911.20	6,134.26	3,625.64	8,550.08	14,655.05	3,087.02	10,249.82	3,043.98	4,874.33	6,320.02	10,680.49
Tools & Equipment	0.00	1,710,360.47	27,855.41	15,153.36	13,277.85	13,394.69	14,198.03	15,842.63	15,102.85	15,306.88	15,180.70	14,423.84	14,184.73	22,330.12
Equipment - Rental	0.00	118,871.41	580.35	3,942.49	6,285.51	13,973.65	9,093.71	3,157.73	6,939.83	5,734.94	1,616.29	5,654.87	12,196.26	5,654.87
Furniture & Fixtures	0.00	2,974,693.25	3,343.82	5,064.71	2,846.57	4,162.73		1,563.96	3,924.48	5,570.85	592.54	1,667.50	3,683.95	3,498.90

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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	Oriando, FL
		Consolidated												
Leasehold Costs	0.00	7,510,585.82	12,914.66	16,346.18	11,671.05	6,706.18	23,026.06	56,711.23	24,466.44	10,803.18	7,483.10	4,789.99	4,221.69	75,446.78
Company Vehicles	0.00	27,569.43												
Signs	0.00	42,487.31	21,664.44	4,606.80	4,651.80			2,441.74	6,283.89	2,320.90			1,088.27	26,751.88
Capital Leases	0.00	8,801,058.74												
Capital Leases-NBO Ltd Building	0.00	12,000,000.00												
Capital Leases-NB Svc Ctr Building	0.00	8,700,706.00												
Property/Plant Equip Amortization	0.00	(10,378,173.36)												
Accumulated Depreciation Other	0.00	(35,457,303.52)	(79,158.51)	(49,058.51)	(44,086.67)	(42,432.08)	(58,186.77)	(73,984.65)	(56,848.00)	(45,481.83)	(29,422.95)	(27,262.59)	(34,985.45)	(138,011.58)
Total Property, Plant, and Equipment	0.00	12,978,990.04	1,320.30	(33.77)	780.37	(569.19)	(3,318.89)	20,387.69	2,956.51	4,976.78	2,612.31	109.36	168.08	12,892.85
Other Assets														
Utility Deposits	0.00	72,549.78												
Miscellaneous Deposits	0.00	531,649.34												
Investment in NBO Ltd Partnership	0.00	1,207,980.86												
Investment in TSS - Investments	(24,007,603.38)	0.00												
Investment in TSS - Mgmt	(184,234.41)	0.00												
Investment in TSS Mgmt Inc	5,601.18	0.00												
Investment in TSS - Invest Inc	554,497.35	0.00												
Investment in TSS Mgmt USA	0.00	36,848.70												
Investment in TSS Invest USA	0.00	3,648,066.82												
Investment in TSS - Aviation	(127,560.95)	0.00												
Investment in TSS Financial Services	15,027.77	0.00												
Investment of TSSH in INC	0.00	0.00												
Investment of TSSH in USA	0.00	0.00												
Investment in LLC	0.00	0.00												
Investment in LTD	(24,198,940.98)	0.00												
Investment TSS LTD Mgmt	5,601.18	0.00												
Investment in LTD-Invest Inc	554,497.35	0.00												
Investment in TSS LTD-Mgmt USA	0.00	36,848.70												
Investment in LTD-Invest USA	0.00	3,648,066.82												
Investment in NB Service LTD	0.00	722,385.69												
Investment in TSS LTD-Mgmt	(70,176.09)	0.00												
Security Deposits	0.00	530,124.27												
Capitalized Debt Cost	0.00	2,540,419.60												
Restricted Cash - Holding	0.00	0.00												
Deferred Tax Asset - Non-Current	0.00	0.00												
Valuation Allowance - Non-Current	0.00	0.00												
Total Other Assets	(47,453,290.98)	12,974,940.58	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	(37,680,133.63)	135,924,816.52	1,067,719.29	1,916,171.42	2,685,413.36	13,590,829.06	1,820,331.38	2,941,209.22	728,925.67	6,961,860.74	1,420,930.29	1,809,691.26	1,429,633.90	4,240,221.74
Liabilities and Equity														
Current Liabilities														
Accounts Payable														
A/P Trade	\$0.00	\$38,641,800.91												
Accrued Purchases	0.00	2,117,217.22												
Accrued Payroll	0.00	600,629.18												
Accrued Vacation	0.00	508,451.89												
Vacation Buy-up	0.00	(85.49)												
Payroll Taxes	0.00	113,724.40												
Accrued A/P	0.00	1,596,398.84												
Intercompany Payable	130,855.44	0.00												
Payable- Interest/Fees GMAC	0.00	20,627.30												
Other Accrued Expenses	0.00	1,689,452.05	25,261.71	19,386.69	20,344.44	47,855.43	16,418.50	35,190.74	8,217.40	19,158.64	13,681.53	20,473.73	17,378.50	44,335.18
Due To/From	9,146,827.79	0.00	5,021,407.64		5,467,061.79		9,325,273.96	22,055,613.67	9,417,162.99		846,238.05	1,022,013.71	7,708,090.43	18,942,233.61
Total Accounts Payable	9,277,683.23	45,288,216.30	5,046,669.35	19,386.69	5,487,406.23	47,855.43	9,341,692.46	22,090,804.41	9,425,380.39	19,158.64	859,919.58	1,042,487.44	7,725,468.93	18,986,568.79
Taxes Payable														
Property Taxes	0.00	72,395.11	(25,842.83)	91.80		13,428.26	1,673.55	100.65	2,868.40	92.85	13,010.07	218.10	10,950.93	7,089.90
Accrued Income Tax	0.00	(45,422.00)			(50.00)		(296.50)	(296.50)	(296.50)	(296.50)		(25.00)		
Franchise Tax Payable	0.00	7,710.00	1,030.00	540.00	50.00		200.00	200.00	200.00	200.00		775.00		
Sales Tax and Other Fees Payable	0.00	7,548.96	2,525.13	31.67	3,138.33	(432.06)	1,741.00	2,923.24	2,383.77	3,281.90	442.95	1,319.92	(89.94)	953.55
Total Taxes Payable	0.00	42,232.07	(22,287.70)	663.47	3,138.33	12,996.20	3,318.05	2,927.39	5,155.67	3,278.25	13,453.02	2,288.02	10,860.99	8,043.45
Interest Payable	2,453.54	0.00												
Total Interest Payable	2,453.54	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

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

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	Oriando, FL	
	Consolidated													
Other Current Liabilities														
Line of Credit	0.00	1,078,496.17												
Debt Discount - CIT	0.00	(294,952.96)												
Current Portion of LTD	0.00	797,514.81												
Capitalized Lease Building Current	0.00	1,585,778.01												
Current Portion Capital Leases Other	0.00	335,001.76												
Current Portion CMS Agreement	0.00	704,295.75												
Other Liabilities	0.00	1,504.52												
Deferred Rent	0.00	2,762.73	3,943.75	3,257.51	1,240.42		2,386.20	2,298.67	7,405.70	7,273.11		8,056.77	1,307.34	
403K	0.00	11,838.17												
Accrued Insurance Premiums	0.00	435,866.18												
Deferred Tax Liability - Current	0.00	0.00												
Valuation Allowance - Current	0.00	0.00												
Total Other Current Liabilities	0.00	4,658,105.14	3,943.75	3,257.51	1,240.42	0.00	0.00	2,386.20	2,298.67	7,405.70	7,273.11	0.00	8,056.77	1,307.34
Total Current Liabilities	9,280,136.77	49,988,553.51	5,028,325.40	23,307.67	5,491,784.98	60,851.63	9,345,010.51	22,096,118.00	9,432,834.73	29,842.59	880,645.71	1,044,775.46	7,744,386.69	18,995,919.58
Long-Term Debt And Other Liab.														
N/P - Crystal Finance	0.00	20,000,000.00												
Discount on N/P - Crystal Finance	0.00	(830,280.10)												
N/P - Sun Capital	0.00	48,333,448.15												
Discount on N/P - Sun Capital	0.00	(5,513,041.61)												
N/P - CMS	0.00	19,595,661.74												
Capitalized Leases Payable	0.00	3,445.30												
Capitalized Leases Payable	0.00	642,228.05												
Capitalized Leases Building	0.00	12,709,066.43												
eLoyalty Installment Agreement	0.00	12,817.65												
N/P Source One Licensing	0.00	79,421.61												
N/P - Southwest Bank (ESOP)	0.00	34,602.56												
Other Long Term Debt	0.00	3,025,180.42												
Accrued Interest - Sun Capital	0.00	1,459,720.47												
Total Long-Term Debt / Other	0.00	99,552,270.67	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Total Liabilities	9,280,136.77	149,540,824.18	5,028,325.40	23,307.67	5,491,784.98	60,851.63	9,345,010.51	22,096,118.00	9,432,834.73	29,842.59	880,645.71	1,044,775.46	7,744,386.69	18,995,919.58
Stockholder's Equity														
Common Stock, 1000 Shares, No Par	0.00	100,687.50												
Common Stock, Mgmt	100.00	0.00												
Common Stock, Investments	100.00	0.00												
Common Stock, Holdings	0.00	0.00												
Additional Paid-in-Capital Common	0.00	19,503,642.02												
Addition Paid-in-Capital-Investment	(34,257,864.80)	0.00												
Addition Paid-in-Capital-Mgmt	(291,795.12)	0.00												
Addition Paid-in-Capital TSS Financial Servi	0.00	25,000.00												
Addition Paid-in-Capital Stock Options	0.00	1,358,732.89												
Addition Paid-in-Capital - TSS Development	75,000.00	0.00												
Addition Paid-in-Capital - Mgmt Inc	5,601.18	0.00												
Addition Paid-in-Capital - Invest Inc	554,497.35	0.00												
Addition Paid-in-Capital - CS Holdings	0.00	0.00												
Addition Paid-in-Capital - Mgmt USA	0.00	36,848.70												
Addition Paid-in-Capital - Invest USA	0.00	3,648,066.82												
Partnership Capital - Mgmt	(198,614.80)	0.00												
Partners Capital - Mgmt Inc	5,601.18	0.00												
Partners Capital - Invest Inc	554,497.35	0.00												
Partners Capital - Mgmt USA	0.00	36,848.70												
Partners Capital - Invest USA	0.00	3,648,066.82												
Partnership Capital - Investment	(24,000,326.16)	0.00												
Equity - LLC	0.00	0.00	(3,393,910.16)	2,166,317.38	(2,393,627.54)	13,529,536.53	(6,805,207.97)	(17,495,985.34)	(8,172,465.61)	7,331,816.05	676,234.69	995,928.06	(5,844,143.84)	(13,411,999.82)
Member Equity - Aviation	(127,560.95)	0.00												
Treasury Stock	0.00	(278,882.50)												
Retained Earnings	0.00	(39,696,802.11)												
Retained Earnings - Eliminating Mgmt USA	0.00	36,849.17												
Retained Earnings - Eliminating Invest USA	0.00	3,648,067.14												
Retained Earnings - Eliminating Mgmt Inc	5,600.99	0.00												
Retained Earnings - Eliminating Invest INC	554,497.33	0.00												
Retained Earnings Inv&Mgmt	10,202,474.09	0.00												
Net Profit/(Loss)	(67,077.74)	(5,658,125.93)	(566,695.44)	(273,452.10)	(412,743.06)	440.85	(719,473.14)	(1,658,922.96)	(531,443.42)	(399,796.94)	(135,951.11)	(231,013.28)	(470,606.62)	(1,343,700.01)
Total Stockholder's Equity	(46,960,270.10)	(13,616,000.78)	(3,960,605.60)	1,892,865.28	(2,806,370.60)	13,529,977.38	(7,524,681.11)	(19,154,908.30)	(8,703,909.03)	6,932,019.11	540,283.58	764,914.78	(6,314,750.46)	(14,755,699.83)
Total Liabilities and Equity	(37,680,133.33)	135,924,823.40	1,067,719.80	1,916,172.95	2,685,414.38	13,590,829.01	1,820,329.40	2,941,209.70	728,925.70	6,961,861.70	1,420,929.29	1,809,690.24	1,429,636.23	4,240,219.75

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

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	Boca Raton, FL	Atlanta, GA	Springfield, IL	Chicago, IL	Indianpolis, IN	Des Moines, IA	Wichita, KS	Louisville, KY	Baton Rouge, LA	Shreveport, LA	Baltimore, MD	Boston, MA	Detroit, MI	Grand Rapid, MI
Assets														
Current Assets														
Cash & Cash Equivalent														
Operating Corporate														
Cash Drawers														
Wells Fargo-TSS USA Inc.														
Wells Fargo-TSS Inc.														
Wells Fargo-TSS Investments Inc.														
Wells Fargo-TSS Mgmt. Co. Inc.														
Wells Fargo-TSS Holding														
Chase-TSS Financial Services														
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
Accounts Receivable														
Accounts Receivable-Trade	2,904,369.85	1,147,338.23	850,209.27	2,511,248.86	2,128,155.93	972,217.27		1,996,780.83	883,559.72	830,158.13	1,988,332.92	11,149.39	2,576,939.19	1,880,465.89
Reserve for Hardship Allowance	(40,285.10)	(36,272.70)	(4,181.50)	(8,294.30)	(78,149.61)	(9,419.44)		(32,609.20)	(120,263.23)	(63,010.94)	(24,266.23)	(105.20)	(82,349.88)	(71,679.21)
Allowance for Doubtful Accounts	(611,459.21)	(241,550.00)	(178,995.21)	(528,695.15)	(448,042.30)	(204,681.65)		(420,383.80)	(186,016.51)	(174,773.83)	(418,605.25)	(13,359.54)	(542,524.98)	(395,895.93)
Return Reserve	(6,661.80)	(6,050.50)	(1,470.53)	(5,083.64)	(5,127.48)	(3,462.56)		(5,666.66)	(3,068.04)	(3,072.49)	(8,443.44)		(5,982.91)	(3,143.18)
CA Reserve	(327,329.16)	(214,331.61)	(378,688.69)	(859,877.87)	(608,108.93)	(490,647.95)		(725,982.46)	(274,940.83)	(275,525.15)	(610,719.78)		(597,085.50)	(349,833.15)
Accounts Receivable Billed	191,005.07	1,240,558.08	674,100.97	1,082,909.22	768,350.65	1,236,686.42		618,716.48	637,589.33	530,856.80	1,120,057.08		1,120,945.46	648,051.90
Accounts Receivable Unbilled	133,442.53	962,955.14	273,597.36	634,395.79	842,299.66	776,949.62		894,747.65	634,698.70	567,342.20	1,182,001.30		764,250.81	552,044.98
Rental CA Reserve	(117,101.25)	(491,387.05)	(74,296.00)	(162,159.94)	(189,626.20)	(139,034.53)		(166,687.26)	(100,311.30)	(96,590.77)	(197,956.92)		(196,956.71)	(157,910.02)
Rental Returns Reserve	(1,085.65)	(635,273.85)	(147,144.81)	(145,532.74)	(249,786.65)	(257,311.20)		(232,243.64)	(297,253.22)	(272,927.83)	(450,364.44)		(460,222.54)	(349,449.71)
Rental Hardship Reserve	(2,658.55)	(27,594.02)	(7,805.30)	(20,210.79)	(21,361.71)	(20,902.71)		(18,790.87)	(12,078.36)	(12,841.77)	(29,897.65)		(22,258.72)	(12,338.70)
Rental Allow for Doubtful Accounts	(85,395.01)	(688,766.73)	(196,536.09)	(405,184.18)	(395,347.86)	(343,457.87)		(381,428.50)	(305,360.01)	(280,415.42)	(568,509.89)		(504,604.88)	(328,290.44)
Employee Receivables	854.63	68.20	57.80	336.67	0.22	70.49		(275.88)	298.11	819.58	369.67		163.38	61.73
Shareholder Advance- DH														
Shareholder Advance- OH														
Intercompany Receivable														
Other														
Due To/From		4,357,543.55	4,106,816.03		5,403,639.29	2,914,611.14	26,098.49	10,687,597.09			645,793.51		2,424,417.01	4,811,227.80
Total Accounts Receivable	2,037,696.35	5,367,236.74	4,915,663.30	2,093,851.93	7,146,895.01	4,431,617.03	26,098.49	12,213,773.78	856,854.36	750,018.51	2,627,790.88	(2,315.35)	4,474,729.73	6,223,311.96
Inventory														
Inventory	286,363.68	187,820.63	53,633.87	156,088.75	122,165.56	172,327.94		135,657.84	170,713.10	90,492.62	243,676.47		202,100.02	143,471.04
Inventory Markup for LLC	107,495.22	65,888.56	29,012.02	72,172.18	40,750.83	67,639.27		40,054.91	69,723.72	34,223.94	121,867.08		98,544.51	64,869.02
Inventory Markup for LTD														
Inventory Reserve	(17,148.62)	(37,752.40)	(1,552.82)	(6,958.94)	(9,738.37)	(15,068.91)		(16,462.74)	(24,279.85)	(17,399.79)	11,411.37		(10,261.39)	(11,860.33)
Assets Held for Rental	56,528.04	49,594.08	35,834.17	69,573.78	11,060.17	47,708.45		2,183.42	64,850.75	30,616.08	114,206.34		106,781.10	64,962.07
Total Inventory	433,238.32	265,550.87	116,927.24	290,875.77	164,238.19	272,606.75	0.00	161,433.43	281,007.72	137,932.85	491,161.26	0.00	397,164.24	261,441.80
Prepaid & Other														
Prepaid Insurance	4,376.55	7,119.59	2,792.36	4,836.63	5,564.56	5,664.27		4,629.09	4,561.90	3,705.36	7,629.95		5,401.07	4,125.81
Prepaid Advertising	0.01													
Prepaid Rent														
Prepaid Leases														
Prepaid Service														
Other														
Total Prepaid & Other	4,376.56	7,119.59	2,792.36	4,836.63	5,564.56	5,664.27	0.00	4,629.09	4,561.90	3,705.36	7,629.95	0.00	5,401.07	4,125.81
Restricted Cash - Current														
Total Current Assets	2,475,311.23	5,639,907.20	5,035,382.90	2,389,564.33	7,316,697.76	4,709,888.05	26,098.49	12,379,836.30	1,142,423.98	891,656.72	3,126,582.09	(2,315.35)	4,877,295.04	6,488,879.57
Property, Plant, and Equipment														
Fixed Assets Clearing														
Computer Software & Hardware	7,237.17	12,951.32	4,116.76	7,926.49	9,723.08	6,235.21		11,339.32	6,136.17	4,429.78	7,368.28		7,187.43	1,254.25
Tools & Equipment	18,135.64	18,740.49	15,215.02	19,388.37	12,481.03	15,450.37		14,188.40	14,372.46	14,188.35	24,714.29		20,735.88	16,944.34
Equipment - Rental	6,489.39	7,515.72	14,141.32	13,863.32	1,569.52	1,703.16		6,793.93	13,486.81	1,616.29	7,279.61		3,583.96	11,145.20
Furniture & Fixtures	6,638.76	2,873.84	695.00	1,728.69	8,612.98	2,053.96		4,282.93		1,802.76	13,579.06			4,660.74

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

	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
Leasehold Costs	9,154.38	7,711.77	4,269.26	9,842.51	7,111.52	2,924.84		3,667.75	7,777.93	10,078.61	4,638.62		3,831.73	1,241.07
Company Vehicles														
Signs					13,586.07	5,137.18		3,332.70	1,258.95		2,358.36			1,450.10
Capital Leases														
Capital Leases-NBO Ltd Building														
Capital Leases-NB Svc Ctr Building														
Property/Plant Equip Amortization														
Accumulated Depreciation Other	(39,071.54)	(78,332.77)	(38,405.96)	(51,257.06)	(52,974.90)	(32,857.61)		(43,420.46)	(42,923.06)	(30,144.76)	(52,612.65)		(33,826.74)	(35,852.16)
Total Property, Plant, and Equipment	8,583.80	(28,539.63)	31.40	1,492.32	109.30	647.11	0.00	184.57	109.26	1,971.03	7,325.57	0.00	1,512.26	843.54
Other Assets														
Utility Deposits														
Miscellaneous Deposits														
Investment in NBO Ltd Partnership														
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 Services														
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 USA														
Investment in LTD-Invest USA														
Investment in NB Service LTD														
Investment in TSS LTD-Mgmt														
Security Deposits														
Capitalized Debt Cost														
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
Total Assets	2,483,895.03	5,611,367.57	5,035,414.30	2,391,056.65	7,316,807.06	4,710,535.16	26,098.49	12,380,020.87	1,142,533.24	893,627.75	3,133,907.66	(2,315.35)	4,878,807.30	6,489,723.11
Liabilities and Equity														
Current Liabilities														
Accounts Payable														
A/P Trade														
Accrued Purchases														
Accrued Payroll														
Accrued Vacation														
Vacation Buy-up														
Payroll Taxes														
Accrued A/P														
Intercompany Payable														
Payable- Interest/Fees GMAC	15,896.34	160,872.22	15,363.11	50,112.83	29,783.16	20,769.84		52,503.61	35,368.27	22,807.81	36,551.71	586.09	58,241.93	21,600.33
Other Accrued Expenses	18,618,820.07			2,737,600.88					7,010,547.51	1,411,987.94		2,224,501.31		
Due To/From														
Total Accounts Payable	18,634,716.41	160,872.22	15,363.11	2,787,713.71	29,783.16	20,769.84	0.00	52,503.61	7,045,915.78	1,434,795.75	36,551.71	2,225,087.40	58,241.93	21,600.33
Taxes Payable														
Property Taxes	1,171.38	3,784.05			331.85			627.33	12,891.97	4,942.20	40,667.49		19,197.58	4,288.59
Accrued Income Tax											(18,420.00)		(8,657.50)	(8,657.50)
Franchise Tax Payable		200.00						836.00			110.00			
Sales Tax and Other Fees Payable	338.38	(719.72)	1,114.79	4,382.96	491.95	312.47		470.79	2,067.33	2,262.53	868.24		33.63	442.57
Total Taxes Payable	1,509.76	3,264.33	1,114.79	4,382.96	823.80	312.47	0.00	1,934.12	14,959.30	7,204.73	23,225.73	0.00	10,573.71	(3,926.34)
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

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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
Other Current Liabilities														
Line of Credit														
Debt Discount - CIT														
Current Portion of LTD														
Capitalized Lease Building Current														
Current Portion Capital Leases Other														
Current Portion CMS Agreement														
Other Liabilities														
Deferred Rent		324.00		19,586.51				(3,740.34)	(4,386.25)	1,542.86	5,405.47			1,451.84
401K														
Accrued Insurance Premiums														
Deferred Tax Liability - Current														
Valuation Allowance - Current														
Total Other Current Liabilities	0.00	324.00	0.00	19,586.51	0.00	0.00	0.00	(3,740.34)	(4,386.25)	1,542.86	5,405.47	0.00	0.00	1,451.84
Total Current Liabilities	18,636,226.17	164,460.55	16,477.90	2,811,683.18	30,606.96	21,082.31	0.00	50,697.39	7,056,488.83	1,443,543.34	65,182.91	2,225,087.40	68,815.64	19,125.83
Long-Term Debt And Other Liab.														
N/P - Crystal Finance														
Discount on N/P - Crystal Finance														
N/P - Sun Capital														
Discount on N/P - Sun Capital														
N/P - CMS														
Capitalized Leases Payable														
Capitalized Leases Payable														
Capitalized Leases Building														
eLoyalty Installment Agreement														
N/P Source One Licensing														
N/P - Southwest Bank (ESOP)														
Other Long Term Debt														
Accrued Interest - Sun Capital														
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
Total Liabilities	18,636,226.17	164,460.55	16,477.90	2,811,683.18	30,606.96	21,082.31	0.00	50,697.39	7,056,488.83	1,443,543.34	65,182.91	2,225,087.40	68,815.64	19,125.83
Stockholder's Equity														
Common Stock, 1000 Shares, No Par														
Common Stock, Mgmt														
Common Stock, Investments														
Common Stock, Holdings														
Additional Paid-in-Capital Common														
Addition Paid-in-Capital-Investment														
Addition Paid-in-Capital-Mgmt														
Addition Paid-in-Capital TSS Financial Servi														
Addition Paid-in-Capital Stock Options														
Addition Paid-in-Capital - TSS Development														
Addition Paid-in-Capital - Mgmt Inc														
Addition Paid-in-Capital - Invest Inc														
Addition Paid-in-Capital - CS Holdings														
Addition Paid-in-Capital - Mgmt USA														
Addition Paid-in-Capital - Invest USA														
Partnership Capital - Mgmt														
Partners Capital - Mgmt Inc														
Partners Capital - Invest Inc														
Partners Capital - Mgmt USA														
Partners Capital - Invest USA														
Partnership Capital - Investment														
Equity - LLC	(15,064,391.95)	6,022,511.50	5,123,311.25	123,172.76	7,518,543.49	4,861,782.36	25,480.58	12,346,754.22	(5,366,061.29)	(223,307.46)	3,298,361.15	(2,174,735.19)	5,255,701.90	6,608,085.06
Member Equity - Aviation														
Treasury Stock														
Retained Earnings														
Retained Earnings - Eliminating Mgmt USA														
Retained Earnings - Eliminating Invest USA														
Retained Earnings - Eliminating Mgmt Inc														
Retained Earnings - Eliminating Invest INC														
Retained Earnings Inv&Mgmt														
Net Profit/(Loss)	(1,087,943.49)	(575,603.49)	(104,374.91)	(543,800.35)	(232,341.38)	(172,330.51)	617.91	(17,430.45)	(547,892.29)	(326,607.13)	(229,636.30)	(52,667.56)	(445,709.34)	(137,488.79)
Total Stockholder's Equity	(16,152,335.44)	5,446,908.01	5,018,936.34	(420,627.59)	7,286,202.11	4,689,451.85	26,098.49	12,329,323.77	(5,913,953.58)	(549,914.59)	3,068,724.85	(2,227,402.75)	4,809,992.56	6,470,596.27
Total Liabilities and Equity	2,483,890.73	5,611,368.56	5,035,414.24	2,391,055.59	7,316,809.07	4,710,534.16	26,098.49	12,380,021.16	1,142,535.25	893,628.75	3,133,907.76	(2,315.35)	4,878,808.20	6,489,722.10

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

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	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
Assets														
Current Assets														
Cash & Cash Equivalent														
Operating-Corporate														
Cash Drawers					200.00									
Wells Fargo-TSS USA Inc.														
Wells Fargo-TSS Inc.														
Wells Fargo-TSS Investments Inc.														
Wells Fargo-TSS Mgmt. Co. Inc.														
Wells Fargo-TSS Holding														
Chase-TSS Financial Services														
Bank of America-TSS Aviation														
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Accounts Receivable														
Accounts Receivable-Trade	1,496,448.91	607,522.59	316,380.67	1,920,681.31	1,642,315.31		945,784.07	1,255,860.61	(6,949.17)	1,731,127.47	912,016.11	880,408.45	1,738,021.94	1,437,489.37
Reserve for Hardship Allowance	(29,566.66)	(10,898.17)	(12,198.85)	(36,064.94)	(16,474.32)		(20,628.48)	(89.94)	(765.50)	(18,380.98)	(9,832.19)	(19,548.31)	(65,155.63)	(61,827.90)
Allowance for Doubtful Accounts	(315,048.54)	(127,902.20)	(66,607.87)	(404,362.51)	(345,757.90)		(199,116.65)	(264,397.30)	757.52	(364,455.59)	(192,007.45)	(185,353.07)	(365,907.09)	(302,635.74)
Return Reserve	(4,169.41)	(2,812.94)	(2,071.37)	(4,648.58)	(5,536.31)		(3,877.40)	(4,234.23)		(6,749.17)	(2,751.88)	(2,791.71)	(6,746.02)	(7,725.17)
CA Reserve	(699,702.98)	(12,918.61)	(233,240.25)	(651,468.54)	(264,767.04)		(101,130.07)	(434,675.20)	(0.28)	(97,821.34)	(149,496.75)	(246,391.50)	(878,566.35)	(658,619.33)
Accounts Receivable Billed	993,044.93	328,472.73	251,576.27	1,507,310.36	1,290,622.54		805,492.38	575,638.61		935,357.74	549,281.05	446,378.25	685,521.23	620,828.94
Accounts Receivable Unbilled	772,391.30	337,678.51	294,013.52	696,863.62	538,444.90		470,342.41	1,092,916.87		518,235.40	364,758.88	327,144.11	631,069.89	558,289.09
Rental CA Reserve	(268,417.74)	(118,484.94)	(44,329.24)	(158,029.33)	(230,839.95)		(64,581.51)	(137,979.30)		(172,609.41)	(137,269.39)	(130,274.09)	(493,972.34)	(149,301.25)
Rental Returns Reserve	(205,745.17)	(177,489.53)	(178,702.17)	(342,011.70)	(325,587.24)		(120,481.81)	(219,074.87)		(314,075.26)	(84,498.86)	(172,593.81)	(328,756.17)	(290,185.25)
Rental Hardship Reserve	(16,323.87)	(8,904.51)	(7,294.85)	(22,198.99)	(16,782.12)		(9,630.73)	(25,119.96)		(17,209.61)	(12,948.08)	(8,796.19)	(14,865.52)	(16,451.13)
Rental Allow for Doubtful Accounts	(389,755.47)	(198,392.25)	(157,733.25)	(410,706.94)	(282,611.91)		(189,526.26)	(398,048.46)		(401,515.29)	(269,092.43)	(206,030.48)	(361,668.43)	(353,512.58)
Employee Receivables	110.05	0.11	19.33	(139.05)	809.91		58.44	486.14		370.31	64.53	214.88	839.74	895.12
Shareholder Advance- DH														
Shareholder Advance- OH														
Intercompany Receivable														
Other														
Due To/From				11,159,852.97		21,748.95		2,173,920.70			240,817.09		1,138,246.85	5,881,361.40
Total Accounts Receivable	1,333,265.35	615,870.79	159,811.94	13,255,077.68	1,983,835.87	21,748.95	1,512,704.39	3,615,203.67	(6,957.43)	1,792,274.27	1,209,040.63	682,366.53	1,678,062.10	6,658,605.57
Inventory														
Inventory	151,633.56	111,633.44	75,144.69	127,604.92	202,778.08		83,833.81	148,085.88		179,801.33	89,140.09	132,394.31	147,823.13	160,056.77
Inventory Markup for LLC	75,685.15	48,322.61	31,781.41	53,049.92	87,598.68		36,027.28	61,371.01		105,984.57	47,323.01	86,738.31	73,056.18	71,851.25
Inventory Markup for LTD														
Inventory Reserve	(12,413.28)	(13,179.75)	(4,958.90)	(29,263.56)	(10,336.57)		(9,312.14)	(14,633.39)		1,760.30	36.48	(4,283.74)	(20,498.32)	(8,050.67)
Assets Held for Rental	90,128.66	47,978.45	26,121.50	62,415.96	73,009.04		34,651.90	52,520.27		139,603.72	54,226.49	134,732.78	94,057.56	65,724.97
Total Inventory	305,034.09	194,754.75	128,088.70	213,807.24	353,049.23	0.00	145,200.85	247,343.77	0.00	427,149.92	190,726.07	349,581.66	294,438.55	289,582.32
Prepaid & Other														
Prepaid Insurance	5,061.88	3,765.11	2,758.66	4,684.79	6,193.64		3,440.37	5,068.82		5,910.20	3,533.69	3,197.83	4,850.23	4,732.23
Prepaid Advertising					(0.02)									
Prepaid Rent														
Prepaid Leases														
Prepaid Service														
Other														
Total Prepaid & Other	5,061.88	3,765.11	2,758.66	4,684.79	6,193.62	0.00	3,440.37	5,068.82	0.00	5,910.20	3,533.69	3,197.83	4,850.23	4,732.23
Restricted Cash - Current														
Total Current Assets	1,643,361.32	814,390.65	290,659.30	13,473,569.71	2,343,278.72	21,748.95	1,661,345.61	3,867,616.26	(6,957.43)	2,225,334.39	1,403,300.39	1,035,146.02	1,977,350.88	6,952,920.12
Property, Plant, and Equipment														
Fixed Assets Clearing														
Computer Software & Hardware	9,413.03	4,645.14	3,789.67	5,755.13	9,116.31		(223.71)	10,270.84		5,881.75	3,310.26	8,456.53	3,396.27	5,433.24
Tools & Equipment	7,067.97	6,841.73	16,887.39	14,271.66	14,861.81		14,939.68	24,702.52		29,439.11	16,272.52	20,487.44	21,222.46	14,430.60
Equipment - Rental	7,456.27	5,922.73	2,270.58	6,554.34	9,804.20		6,683.41	15,676.66		3,852.49	6,627.69	8,799.27	11,258.13	16,430.60
Furniture & Fixtures	4,793.59		1,636.11	577.38	1,509.30		2,938.02	7,033.05		3,826.83	2,082.58	8,214.64	16,619.87	6,761.82

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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
Leasehold Costs	23,868.19	18,295.91	4,434.75	1,888.37	19,089.88			43,502.23		19,995.71	4,732.00	10,403.67	13,839.31	4,156.81
Company Vehicles														
Signs	8,151.41			1,327.96	9,401.30									
Capital Leases														
Capital Leases-NBO Ltd Building														
Capital Leases-NB Svc Ctr Building														
Property/Plant Equip Amortization														
Accumulated Depreciation Other	(53,864.36)	(33,103.16)	(28,986.87)	(29,856.73)	(63,453.96)		(28,466.99)	(93,727.23)		(55,752.33)	(33,904.33)	(43,085.89)	(64,705.85)	(28,534.35)
Total Property, Plant, and Equipment	6,886.10	2,602.35	31.63	518.11	328.84	0.00	(4,129.59)	7,458.07	0.00	7,243.56	(879.28)	13,275.66	1,630.19	2,248.12
Other Assets														
Utility Deposits														
Miscellaneous Deposits														
Investment in NBO Ltd Partnership														
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 Services														
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 USA														
Investment in LTD-Invest USA														
Investment in NB Service LTD														
Investment in TSS LTD-Mgmt														
Security Deposits														
Capitalized Debt Cost														
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
Total Assets	1,650,247.42	816,993.00	290,690.93	13,474,087.82	2,343,607.56	21,748.95	1,657,216.02	3,875,074.33	(6,957.43)	2,232,577.95	1,402,421.11	1,048,421.68	1,978,981.07	6,955,168.24
Liabilities and Equity														
Current Liabilities														
Accounts Payable														
A/P Trade														
Accrued Purchases														
Accrued Payroll														
Accrued Vacation														
Vacation Buy-up														
Payroll Taxes														
Accrued A/P														
Intercompany Payable														
Payable- Interest/Fees GMAC	74,482.69	36,589.35	13,086.72	29,112.23	27,926.93		7,608.72	49,504.14	655.32	63,759.51	42,000.53	33,674.89	1,672,202.59	23,507.25
Other Accrued Expenses	951,991.97	384,094.29	1,318,873.53		186,315.29		6,420,323.40		1,533,586.76	15,382,666.90		6,929,068.26		
Due To/From														
Total Accounts Payable	1,026,474.66	420,683.64	1,331,960.25	29,112.23	214,242.22	0.00	6,427,932.12	49,504.14	1,534,242.08	15,446,426.41	42,000.53	6,962,743.15	1,672,202.59	23,507.25
Taxes Payable														
Property Taxes		5,074.34	2,592.31	5,889.42	29,796.27		1,052.51	77.27					125.76	253.71
Accrued Income Tax	(725.00)		(674.00)							(7,592.34)	(7,592.34)	(7,591.49)		
Franchise Tax Payable			1,478.00					707.00		1,700.00	1,701.00	1,701.00	6,700.00	6,700.00
Sales Tax and Other Fees Payable	1,135.58	8,601.19	1,693.37	1,649.30	291.39		6,551.47	423.46		1,170.52	(204.00)	155.47	6,205.19	2,800.27
Total Taxes Payable	410.58	13,675.53	5,089.68	7,538.72	30,087.66	0.00	7,603.98	1,207.73	0.00	(4,721.82)	(6,095.34)	(5,735.02)	13,030.95	9,753.98
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

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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
Other Current Liabilities														
Line of Credit														
Debt Discount - CIT														
Current Portion of LTD														
Capitalized Lease Building Current														
Current Portion Capital Leases Other														
Current Portion CMS Agreement														
Other Liabilities														
Deferred Rent	4,878.99	8,222.00	(7,782.98)	1,558.50	228.00		(664.86)	80.90		16,955.00	(428.15)	5,615.40		2,222.15
401K														
Accrued Insurance Premiums														
Deferred Tax Liability - Current														
Valuation Allowance - Current														
Total Other Current Liabilities	4,878.99	8,222.00	(7,782.98)	1,558.50	228.00	0.00	(664.86)	80.90	0.00	16,955.00	(428.15)	5,615.40	0.00	2,222.15
Total Current Liabilities	1,031,764.23	442,581.17	1,329,266.95	38,209.45	244,557.88	0.00	6,434,871.24	50,792.77	1,534,242.08	15,458,659.59	35,477.04	6,962,623.53	1,685,233.54	35,483.38
Long-Term Debt And Other Liab.														
N/P - Crystal Finance														
Discount on N/P - Crystal Finance														
N/P - Sun Capital														
Discount on N/P - Sun Capital														
N/P - CMS														
Capitalized Leases Payable														
Capitalized Leases Payable														
Capitalized Leases Building														
eLoyalty Installment Agreement														
N/P Source One Licensing														
N/P - Southwest Bank (ESOP)														
Other Long Term Debt														
Accrued Interest - Sun Capital														
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
Total Liabilities	1,031,764.23	442,581.17	1,329,266.95	38,209.45	244,557.88	0.00	6,434,871.24	50,792.77	1,534,242.08	15,458,659.59	35,477.04	6,962,623.53	1,685,233.54	35,483.38
Stockholder's Equity														
Common Stock, 1000 Shares, No Par														
Common Stock, Mgmt														
Common Stock, Investments														
Common Stock, Holdings														
Additional Paid-in-Capital Common														
Addition Paid-in-Capital-Investment														
Addition Paid-in-Capital-Mgmt														
Addition Paid-in-Capital TSS Financial Servi														
Addition Paid-in-Capital Stock Options														
Addition Paid-in-Capital - TSS Development														
Addition Paid-in-Capital - Mgmt Inc														
Addition Paid-in-Capital - Invest Inc														
Addition Paid-in-Capital - CS Holdings														
Addition Paid-in-Capital - Mgmt USA														
Addition Paid-in-Capital - Invest USA														
Partnership Capital - Mgmt														
Partners Capital - Mgmt Inc														
Partners Capital - Invest Inc														
Partners Capital - Mgmt USA														
Partners Capital - Invest USA														
Partnership Capital - Investment														
Equity - LLC	911,852.51	505,276.51	(733,843.78)	13,508,975.75	2,437,522.55	21,234.03	(4,460,091.00)	3,952,679.81	(1,504,890.74)	(12,364,055.02)	1,528,980.90	(5,481,570.43)	792,383.26	6,959,872.48
Member Equity - Aviation														
Treasury Stock														
Retained Earnings														
Retained Earnings - Eliminating Mgmt USA														
Retained Earnings - Eliminating Invest USA														
Retained Earnings - Eliminating Mgmt Inc														
Retained Earnings - Eliminating Invest INC														
Retained Earnings Inv&Mgmt														
Net Profit/(Loss)	(293,369.32)	(130,865.67)	(304,732.24)	(73,098.39)	(338,474.88)	514.92	(317,565.24)	(128,398.30)	(36,308.77)	(862,027.66)	(162,035.88)	(432,633.42)	(498,635.73)	(40,187.61)
Total Stockholder's Equity	618,483.19	374,410.84	(1,038,576.02)	13,435,877.36	2,099,047.67	21,748.95	(4,777,656.24)	3,824,281.51	(1,541,199.51)	(13,226,082.68)	1,366,945.02	(5,914,203.85)	293,747.53	6,919,684.87
Total Liabilities and Equity	1,650,247.42	816,992.01	290,690.93	13,474,086.81	2,343,605.55	21,748.95	1,657,215.00	3,875,074.28	(6,957.43)	2,232,576.91	1,402,422.06	1,048,419.68	1,978,981.07	6,955,168.25

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

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	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	
Assets															
Current Assets															
Cash & Cash Equivalent															
Operating Corporate															
Cash Drawers								200.00							
Wells Fargo-TSS USA Inc.															
Wells Fargo-TSS Inc.															
Wells Fargo-TSS Investments Inc.															
Wells Fargo-TSS Mgmt. Co. Inc.															
Wells Fargo-TSS Holding															
Chase-TSS Financial Services															
Bank of America-TSS Aviation															
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	
Accounts Receivable															
Accounts Receivable-Trade	1,225.33	2,821,179.47	1,358,099.19	(8,734.07)	1,095,374.59	1,976,818.20	2,842,333.00	760,947.11		38,280.91	1,463,613.38	1,476,558.89	884,150.80	751,510.42	1,638,462.47
Reserve for Hardship Allowance		(7,151.93)	(57,909.17)	(1,530.05)	(2,755.59)	(53,325.23)	(51,564.21)	(29,916.16)			(94,446.39)	(74,399.37)	(34,784.28)	(10,190.91)	(50,458.46)
Allowance for Doubtful Accounts	(346.09)	(593,945.08)	(285,921.66)	1,161.45	(230,610.05)	(416,181.05)	(598,398.55)	(160,202.78)		(41,909.82)	(308,135.65)	(310,861.08)	(186,140.95)	(158,216.07)	(344,946.76)
Return Reserve		(6,244.36)	(6,593.84)		(3,073.62)	(5,405.04)	(8,117.24)	(3,341.22)			(4,068.24)	(6,877.80)	(3,112.75)	(1,946.16)	(7,902.18)
CA Reserve	(967.81)	(835,230.89)	(526,235.19)		(166,364.62)	(51,061.49)	(1,151,211.84)	(90,613.62)			(55,389.15)	186,333.24	(94,370.59)	(113,868.80)	(707,053.48)
Accounts Receivable Billed		808,055.92	624,382.79		1,160,350.98	1,042,382.40	677,580.41	492,609.07			598,204.37	884,534.11	583,008.25	574,092.59	725,024.78
Accounts Receivable Unbilled		945,900.26	1,200,140.40		725,424.82	1,598,177.56	651,409.26	676,013.55			696,809.10	989,281.83	317,526.87	338,436.94	1,023,648.89
Rental CA Reserve		(393,689.16)	(150,951.33)		(191,840.07)	(140,765.24)	(400,019.23)	(163,060.31)			(181,561.85)	(143,372.85)	(130,855.34)	(90,476.52)	(276,580.04)
Rental Returns Reserve		(240,858.42)	(470,900.18)		(181,624.37)	(343,295.95)	(283,180.84)	(204,446.02)			(378,791.66)	(361,812.76)	(203,823.99)	(118,715.28)	(438,767.93)
Rental Hardship Reserve		(18,796.69)	(25,227.26)		(16,375.20)	(29,964.66)	(13,594.39)	(14,609.99)			(12,984.37)	(25,005.59)	(12,715.66)	(7,879.52)	(25,690.44)
Rental Allow for Doubtful Accounts		(453,538.65)	(458,882.01)		(308,844.52)	(532,038.03)	(369,449.41)	(288,178.31)			(298,329.50)	(491,141.12)	(291,141.87)	(158,501.64)	(473,604.97)
Employee Receivables		417.56	(621.35)		(287.39)	132.44	448.43	585.21			260.33	243.84	175.12	792.86	(546.63)
Shareholder Advance- DH															
Shareholder Advance- OH															
Intercompany Receivable															
Other															
Due To/From	948,005.23	2,340,803.66	5,547,646.41	2,723,502.57				237,274.88				1,284,163.20	906,927.61		7,355,275.59
Total Accounts Receivable	947,916.66	4,366,901.69	6,747,026.80	2,714,399.90	1,879,374.96	3,045,473.91	1,296,235.39	1,213,061.41	(3,628.91)	1,425,180.37	3,407,644.54	1,734,843.22	1,005,037.91	8,416,860.84	
Inventory															
Inventory		153,029.98	180,576.47		189,325.79	148,935.94	154,940.19	97,283.85			176,481.71	207,779.10	77,826.71	75,428.84	329,406.72
Inventory Markup for LLC		67,839.19	72,249.79		81,580.71	75,441.30	70,671.53	35,147.46			76,429.34	84,819.33	31,997.19	37,846.80	174,406.36
Inventory Markup for LTD															
Inventory Reserve		(18,424.45)	(25,000.57)		(14,210.39)	3,872.44	(21,147.63)	(4,816.70)			(10,716.10)	(32,413.40)	(12,176.13)	(8,288.86)	(22,417.99)
Assets Held for Rental		70,967.76	63,362.87		72,098.87	75,801.61	80,363.59	14,040.31			65,838.46	81,662.57	31,310.60	47,547.28	221,515.38
Total Inventory	0.00	273,412.48	291,188.56	0.00	328,794.98	304,051.29	284,827.68	141,654.92	0.00	308,033.41	341,847.60	128,958.37	152,534.06	702,910.47	
Prepaid & Other															
Prepaid Insurance		5,730.34	6,638.78		5,532.58	6,132.85	6,391.66	3,725.60			4,137.22	6,747.57	3,277.90	2,842.40	8,292.83
Prepaid Advertising								(0.01)							
Prepaid Rent															
Prepaid Leases															
Prepaid Service															
Other															
Total Prepaid & Other	0.00	5,730.34	6,638.78	0.00	5,532.58	6,132.85	6,391.66	3,725.59	0.00	4,137.22	6,747.57	3,277.90	2,842.40	8,292.83	
Restricted Cash - Current															
Total Current Assets	947,916.66	4,646,044.51	7,044,854.14	2,714,399.90	2,213,702.52	3,355,658.05	1,587,454.73	1,358,641.92	(3,628.91)	1,737,351.00	3,756,239.71	1,867,079.49	1,160,414.37	9,128,064.14	
Property, Plant, and Equipment															
Fixed Assets Clearing															
Computer Software & Hardware		7,558.20	4,851.77		4,254.89	11,740.91	4,561.45	3,012.93			1,819.07	5,661.82	8,063.67	2,058.42	5,820.09
Tools & Equipment		14,462.66	21,457.84		18,355.06	18,001.12	16,035.44	6,731.44			21,606.82	24,245.47	14,122.61	18,311.16	17,860.53
Equipment - Rental		9,274.96	5,568.99		5,245.14	4,352.05	28,582.96	4,326.66			13,721.42	12,786.21	8,927.97	12,786.21	8,927.97
Furniture & Fixtures		4,656.17	1,127.08		2,122.47	5,671.04	8,265.05	3,093.21			3,278.04	3,899.61	592.54	2,154.88	1,691.00

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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
Leasehold Costs		5,258.16	3,093.66		13,841.63	8,543.34	4,650.09	11,211.89		2,481.13	55,993.63	4,737.38	2,805.27	7,444.68
Company Vehicles														
Signs					2,809.80	1,198.00	1,068.04	3,776.13		5,104.58	2,466.14			1,394.70
Capital Leases														
Capital Leases-NBO Ltd Building														
Capital Leases-NB Svc Ctr Building														
Property/Plant Equip Amortization														
Accumulated Depreciation Other		(42,036.10)	(36,154.31)		(45,939.36)	(46,111.73)	(62,905.19)	(32,120.84)		(47,979.44)	(74,866.51)	(27,484.27)	(32,993.83)	(43,925.48)
Total Property, Plant, and Equipment	0.00	(825.95)	(54.97)	0.00	689.63	3,394.73	257.84	31.42	0.00	31.62	17,400.16	31.93	1,263.87	3,071.73
Other Assets														
Utility Deposits														
Miscellaneous Deposits														
Investment in NBO Ltd Partnership														
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 Services														
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 USA														
Investment in LTD-Invest USA														
Investment in NB Service LTD														
Investment in TSS LTD-Mgmt														
Security Deposits														
Capitalized Debt Cost														
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
Total Assets	947,916.66	4,645,218.56	7,044,799.17	2,714,399.90	2,214,392.15	3,359,052.78	1,587,712.57	1,358,673.34	(3,628.91)	1,737,382.62	3,773,639.87	1,867,111.42	1,161,678.24	9,131,135.87
Liabilities and Equity														
Current Liabilities														
Accounts Payable														
A/P Trade														
Accrued Purchases														
Accrued Payroll														
Accrued Vacation														
Vacation Buy-up														
Payroll Taxes														
Accrued A/P														
Intercompany Payable														
Payable- Interest/Fees GMAC														
Other Accrued Expenses	22.45	45,687.21	37,516.22	1,180.23	21,414.72	48,173.75	89,290.06	30,801.38	1,176.23	36,840.09	48,662.79	42,007.17	16,183.48	53,707.48
Due To/From					6,172,973.63	9,578,205.02	6,050,048.69		814,745.47	6,822,559.53			3,612,124.38	
Total Accounts Payable	22.45	45,687.21	37,516.22	1,180.23	6,194,388.35	9,626,378.77	6,139,338.75	30,801.38	815,921.70	6,859,399.62	48,662.79	42,007.17	3,628,307.86	53,707.48
Taxes Payable														
Property Taxes			5,486.65		2,757.81					15,532.21	1,503.91	213.06	1,157.99	8,738.01
Accrued Income Tax		(2,022.00)						(25.00)						
Franchise Tax Payable					200.00	45.00	4,765.00	416.00		2.00			100.00	
Sales Tax and Other Fees Payable		250.80	5,422.38		2,392.24	473.69	(80.81)	(18.22)		12,932.19	3,916.93	358.10	2,134.16	732.99
Total Taxes Payable	0.00	(1,771.20)	10,909.03	0.00	5,350.05	518.69	4,684.19	372.78	0.00	28,466.40	5,420.84	571.16	3,392.15	9,471.00
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

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	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
Other Current Liabilities														
Line of Credit														
Debt Discount - CIT														
Current Portion of LTD														
Capitalized Lease Building Current														
Current Portion Capital Leases Other														
Current Portion CMS Agreement														
Other Liabilities														
Deferred Rent		1,159.45			1,999.20	8,461.54					14,195.78			7,150.91
401K														
Accrued Insurance Premiums														
Deferred Tax Liability - Current														
Valuation Allowance - Current														
Total Other Current Liabilities	0.00	1,159.45	0.00	0.00	1,999.20	8,461.54	0.00	0.00	0.00	0.00	14,195.78	0.00	0.00	7,150.91
Total Current Liabilities	22.45	45,075.46	48,425.25	1,180.23	6,201,737.60	9,635,359.00	6,144,022.94	31,174.16	815,921.70	6,887,866.02	68,279.41	42,578.33	3,631,700.01	70,329.39
Long-Term Debt And Other Liab.														
N/P - Crystal Finance														
Discount on N/P - Crystal Finance														
N/P - Sun Capital														
Discount on N/P - Sun Capital														
N/P - CMS														
Capitalized Leases Payable														
Capitalized Leases Payable														
Capitalized Leases Building														
eLoyalty Installment Agreement														
N/P Source One Licensing														
N/P - Southwest Bank (ESOP)														
Other Long Term Debt														
Accrued Interest - Sun Capital														
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
Total Liabilities	22.45	45,075.46	48,425.25	1,180.23	6,201,737.60	9,635,359.00	6,144,022.94	31,174.16	815,921.70	6,887,866.02	68,279.41	42,578.33	3,631,700.01	70,329.39
Stockholder's Equity														
Common Stock, 1000 Shares, No Par														
Common Stock, Mgmt														
Common Stock, Investments														
Common Stock, Holdings														
Additional Paid-in-Capital Common														
Addition Paid-in-Capital-Investment														
Addition Paid-in-Capital-Mgmt														
Addition Paid-in-Capital TSS Financial Servi														
Addition Paid-in-Capital Stock Options														
Addition Paid-in-Capital - TSS Development														
Addition Paid-in-Capital - Mgmt Inc														
Addition Paid-in-Capital - Invest Inc														
Addition Paid-in-Capital - CS Holdings														
Addition Paid-in-Capital - Mgmt USA														
Addition Paid-in-Capital - Invest USA														
Partnership Capital - Mgmt														
Partners Capital - Mgmt Inc														
Partners Capital - Invest Inc														
Partners Capital - Mgmt USA														
Partners Capital - Invest USA														
Partnership Capital - Investment														
Equity - LLC	925,449.43	5,020,524.20	7,085,962.67	2,648,737.62	(3,436,650.92)	(5,812,490.98)	(3,800,141.57)	1,387,470.29	(800,258.97)	(4,682,202.75)	4,040,883.06	2,202,470.68	(2,200,759.65)	9,135,440.33
Member Equity - Aviation														
Treasury Stock														
Retained Earnings														
Retained Earnings - Eliminating Mgmt USA														
Retained Earnings - Eliminating Invest USA														
Retained Earnings - Eliminating Mgmt Inc														
Retained Earnings - Eliminating Invest INC														
Retained Earnings Inv&Mgmt														
Net Profit/(Loss)	22,444.78	(420,381.10)	(89,591.79)	64,482.05	(550,693.54)	(463,813.44)	(756,168.59)	(59,970.11)	(19,291.64)	(468,281.66)	(335,522.10)	(377,938.66)	(269,261.15)	(74,632.88)
Total Stockholder's Equity	947,894.21	4,600,143.10	6,996,370.88	2,713,219.67	(3,987,344.46)	(6,276,304.42)	(4,556,310.16)	1,327,500.18	(819,550.61)	(5,150,484.41)	3,705,360.96	1,824,532.02	(2,470,020.80)	9,060,807.45
Total Liabilities and Equity	947,916.66	4,645,218.56	7,044,796.13	2,714,399.90	2,214,393.14	3,359,054.58	1,587,712.78	1,358,674.34	(3,628.91)	1,737,381.61	3,773,640.37	1,867,110.35	1,161,679.21	9,131,136.84

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

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	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												
Cash Drawers						600.00	0.00	600.00				1,200.00
Wells Fargo-TSS USA Inc.					9,905.24	9,905.24	0.00	9,905.24	0.00			9,905.24
Wells Fargo-TSS Inc.							0.00	0.00	238,747.56			238,747.56
Wells Fargo-TSS Investments Inc.							0.00	0.00	877.99			877.99
Wells Fargo-TSS Mgmt. Co. Inc.							0.00	0.00	16,335.73			16,335.73
Wells Fargo-TSS Holding							0.00	0.00	0.00	9,264.70		9,264.70
Chase-TSS Financial Services							0.00	0.00	15,027.77			15,027.77
Bank of America-TSS Aviation							0.00	0.00	4,511.25			4,511.25
Total Cash & Cash Equivalent	0.00	0.00	0.00	0.00	9,905.24	10,505.24	0.00	10,505.24	1,494,962.50	9,264.70	0.00	1,514,732.44
Accounts Receivable												
Accounts Receivable-Trade	1,066,272.36	987,568.48	(41,664.53)	1,541,741.92		74,144,592.17	0.00	74,144,592.17	5,705,454.38		0.00	79,850,046.55
Reserve for Hardship Allowance	(7,177.17)	(7,121.83)		(62,490.08)		(2,031,965.33)	0.00	(2,031,965.33)	(39,002.18)		0.00	(2,070,967.51)
Allowance for Doubtful Accounts	(224,483.14)	(207,913.55)	(27.11)	(324,584.16)		(15,664,850.43)	0.00	(15,664,850.43)	(1,966,421.25)		0.00	(17,631,271.68)
Return Reserve	(3,540.10)	(3,170.58)		(3,387.91)		(245,168.10)	0.00	(245,168.10)	(29,244.78)		0.00	(274,412.88)
CA Reserve	(403,416.21)	(463,155.92)		(240,054.06)		(18,831,246.89)	0.00	(18,831,246.89)	(1,349,838.10)		0.00	(20,181,084.99)
Accounts Receivable Billed	1,419,092.04	512,094.15		641,518.11		40,793,714.55	0.00	40,793,714.55	3,550,842.06		0.00	44,344,556.61
Accounts Receivable Unbilled	787,674.23	686,203.99		601,272.37		34,093,011.19	0.00	34,093,011.19	2,383,972.70		0.00	36,476,983.89
Rental CA Reserve	(157,643.63)	(198,698.15)		(172,774.16)		(8,616,682.82)	0.00	(8,616,682.82)	(1,276,219.77)		0.00	(9,892,902.59)
Rental Returns Reserve	(300,302.62)	(266,666.00)		(245,710.61)		(13,531,533.58)	0.00	(13,531,533.58)	(1,654,673.24)		0.00	(15,186,206.82)
Rental Hardship Reserve	(19,804.35)	(14,567.55)		(16,508.66)		(838,799.13)	0.00	(838,799.13)	(73,684.97)		0.00	(912,484.10)
Rental Allow for Doubtful Accounts	(363,236.14)	(302,452.59)		(329,329.91)		(17,168,106.69)	0.00	(17,168,106.69)	(1,867,441.11)		0.00	(19,035,547.80)
Employee Receivables	117.39	233.48		82.17		9,411.66	0.00	9,411.66	(2,798.06)		0.00	6,613.60
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					2,688.48	2,688.48	0.00	2,688.48	1,866,058.09		1,861,168.14	7,578.43
Due To/From		6,481,477.42	341,464.89	2,147,687.56			0.00	0.00	85,862,727.78		85,862,727.49	0.29
Total Accounts Receivable	1,793,552.66	7,203,831.35	299,773.25	3,537,462.58	21,964.48	72,134,341.08	0.00	72,134,341.08	105,167,115.55	0.00	101,781,279.63	75,520,177.00
Inventory												
Inventory	209,642.30	152,952.25		101,298.00		7,711,050.33	0.00	7,711,050.33	1,183,602.52		0.00	8,894,652.85
Inventory Markup for LLC	100,661.14	66,685.41		51,181.63		3,472,740.99	0.00	3,472,740.99	0.00		3,472,740.99	0.00
Inventory Markup for LTD							0.00	0.00	0.00		0.00	0.00
Inventory Reserve	(13,925.07)	(12,363.09)	2.17	(1,154.03)		(674,277.52)	0.00	(674,277.52)	(118,562.37)		0.00	(792,839.89)
Assets Held for Rental	109,316.52	61,487.84		5,949.72		3,486,684.71	0.00	3,486,684.71	428,966.65		0.00	3,915,651.36
Total Inventory	405,694.89	268,762.41	2.17	206,275.32	0.00	13,996,198.51	0.00	13,996,198.51	1,494,006.80	0.00	3,472,740.99	12,017,464.32
Prepaid & Other												
Prepaid Insurance	5,184.87	3,833.41		4,324.58		249,103.06	0.00	249,103.06	135,506.55		0.00	384,609.61
Prepaid Advertising						(0.02)	0.00	(0.02)	0.02		0.00	0.00
Prepaid Rent							0.00	0.00	12,910.61		0.00	12,910.61
Prepaid Leases							0.00	0.00	306,610.09		0.00	306,610.09
Prepaid Service							0.00	0.00	1,036,988.83		0.00	1,036,988.83
Other							0.00	0.00	122,661.03		0.00	122,661.03
Total Prepaid & Other	5,184.87	3,833.41	0.00	4,324.58	0.00	249,103.04	0.00	249,103.04	1,614,677.13	0.00	0.00	1,863,780.17
Restricted Cash - Current												
							0.00	0.00	200,123.92		0.00	200,123.92
Total Current Assets	2,204,432.42	7,476,427.17	299,775.42	3,748,062.48	31,869.72	86,390,147.87	0.00	86,390,147.87	109,970,885.90	9,264.70	105,254,020.62	91,116,277.85
Property, Plant, and Equipment												
Fixed Assets Clearing							0.00	0.00	(8,575.76)		0.00	(8,575.76)
Computer Software & Hardware	5,064.76	3,810.29		1,181.13		313,861.14	0.00	313,861.14	16,936,710.25		0.00	17,250,571.39
Tools & Equipment	14,613.11	13,947.08		13,455.53		835,436.49	0.00	835,436.49	1,710,360.47		0.00	2,545,796.96
Equipment - Rental	5,992.52	14,006.44		6,306.13		368,568.06	0.00	368,568.06	118,871.41		0.00	487,439.47
Furniture & Fixtures	826.88			1,448.06		177,667.95	0.00	177,667.95	2,974,693.25		0.00	3,152,361.20

The SCCOTER Store
Consolidating Balance Sheet
For the Three Months Ending March 31, 2013

	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc.		USA, Inc.	USA, Inc.	TSS Inc	TSS Holdings	Eliminations	TSSH
					Only	Consolidated	Eliminations	Consolidated	Consolidated		INC, USA	Consolidated
						Before Elim					& Holdings	
Leasehold Costs	14,580.62	13,389.90		13,699.73		652,774.47	0.00	652,774.47	7,510,585.82		0.00	8,163,360.29
Company Vehicles							0.00	0.00	27,569.43		0.00	27,569.43
Signs		3,842.50		4,140.90		141,614.54	0.00	141,614.54	42,487.31		0.00	184,101.85
Capital Leases							0.00	0.00	8,801,058.74		0.00	8,801,058.74
Capital Leases-NBO Ltd Building							0.00	0.00	12,000,000.00		0.00	12,000,000.00
Capital Leases-NB Svc Ctr Building							0.00	0.00	8,700,706.00		0.00	8,700,706.00
Property/Plant Equip Amortization							0.00	0.00	(10,378,173.36)		0.00	(10,378,173.36)
Accumulated Depreciation Other	(40,714.09)	(48,996.21)		(40,231.48)		(2,390,500.15)	0.00	(2,390,500.15)	(35,457,303.52)		0.00	(37,847,803.67)
Total Property, Plant, and Equipment	363.80	0.00	0.00	0.00	0.00	99,422.50	0.00	99,422.50	12,978,990.04	0.00	0.00	13,078,412.54
Other Assets												
Utility Deposits							0.00	0.00	72,549.78		0.00	72,549.78
Miscellaneous Deposits							0.00	0.00	531,649.34		0.00	531,649.34
Investment in NBO Ltd Partnership							0.00	0.00	1,207,980.86		0.00	1,207,980.86
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 Services							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					22,152,354.26	22,152,354.26	22,152,354.26	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 USA							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 NB Service LTD							0.00	0.00	722,385.69		0.00	722,385.69
Investment in TSS LTD-Mgmt							0.00	0.00	0.00		0.00	0.00
Security Deposits							0.00	0.00	530,124.27		0.00	530,124.27
Capitalized Debt Cost							0.00	0.00	2,540,419.60		0.00	2,540,419.60
Restricted Cash - Holding							0.00	0.00	0.00	2,511,768.66	0.00	2,511,768.66
Deferred Tax Asset - Non-Current							0.00	0.00	1,669,093.00		0.00	1,669,093.00
Valuation Allowance - Non-Current							0.00	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	22,152,354.26	22,152,354.26	22,152,354.26	0.00	12,974,940.58	3,018,528.66	7,571,206.04	8,422,263.20
Total Assets	2,204,796.22	7,476,427.17	299,775.42	3,748,062.48	22,184,223.98	108,641,924.63	22,152,354.26	86,489,570.37	135,924,816.52	3,027,793.36	112,825,226.66	112,616,953.59
Liabilities and Equity												
Current Liabilities												
Accounts Payable												
A/P Trade							50.00	50.00	\$38,641,800.91		50.00	\$38,641,800.91
Accrued Purchases							0.00	0.00	2,117,217.22		0.00	2,117,217.22
Accrued Payroll							0.00	0.00	600,629.18	1,852,671.29	0.00	2,453,300.47
Accrued Vacation							0.00	0.00	508,451.89		0.00	508,451.89
Vacation Buy-up							0.00	0.00	(85.49)		0.00	(85.49)
Payroll Taxes							0.00	0.00	113,724.40		0.00	113,724.40
Accrued A/P							0.00	0.00	1,596,398.84		0.00	1,596,398.84
Intercompany Payable					9,432,384.00	9,432,384.00	0.00	9,432,384.00	0.00	4,625,000.00	14,057,384.00	0.00
Payable- Interest/Fees GMAC							0.00	0.00	20,627.30		0.00	20,627.30
Other Accrued Expenses	41,034.43	38,161.89	256.09	32,704.51		3,467,090.79	0.00	3,467,090.79	1,689,452.05		0.00	5,156,542.84
Due To/From	5,623,598.01				2,082,717.01	82,016,906.00	0.00	82,016,906.00	0.00	3,845,821.49	85,862,727.49	0.00
Total Accounts Payable	5,664,632.44	38,161.89	256.09	32,704.51	11,515,101.01	94,916,380.79	0.00	94,916,380.79	45,288,216.30	10,323,492.78	99,920,111.49	50,607,978.38
Taxes Payable												
Property Taxes	7,556.02	2,904.99		5,437.43		207,733.79	0.00	207,733.79	72,395.11		0.00	280,128.90
Accrued Income Tax						(63,218.17)	0.00	(63,218.17)	(45,422.00)		0.00	(108,640.17)
Franchise Tax Payable		50.00		25.00		30,631.00	0.00	30,631.00	7,710.00	500.00	0.00	38,841.00
Sales Tax and Other Fees Payable	17,041.38	479.86		352.77		107,147.05	0.00	107,147.05	7,548.96		0.00	114,696.01
Total Taxes Payable	24,597.40	3,434.85	0.00	5,815.20	0.00	282,293.67	0.00	282,293.67	42,232.07	500.00	0.00	325,025.74
Interest Payable						1,689,546.03	0.00	1,689,546.03	0.00	171,622.11	1,861,168.14	0.00
Total Interest Payable	0.00	0.00	0.00	0.00	1,689,546.03	1,689,546.03	0.00	1,689,546.03	0.00	171,622.11	1,861,168.14	0.00

The SCCOTER Store
 Consolidating Balance Sheet
 For the Three Months Ending March 31, 2013

	Seattle, WA	Charleston, WV	Madison, WI	Green Bay, WI	USA, Inc.	USA, Inc.	USA, Inc.	USA, Inc.	TSS Inc	TSS Holdings	Eliminations	TSSH
					Only	Consolidated	Eliminations	Consolidated	Consolidated	INC, USA		Consolidated
						Before Elim				& Holdings		
Other Current Liabilities												
Line of Credit							0.00	0.00	1,078,496.17		0.00	1,078,496.17
Debt Discount - CIT							0.00	0.00	(294,952.96)		0.00	(294,952.96)
Current Portion of LTD							0.00	0.00	797,514.81		0.00	797,514.81
Capitalized Lease Building Current							0.00	0.00	1,585,778.01		0.00	1,585,778.01
Current Portion Capital Leases Other							0.00	0.00	335,001.76		0.00	335,001.76
Current Portion CMS Agreement							0.00	0.00	704,295.75		0.00	704,295.75
Other Liabilities							0.00	0.00	1,504.52		0.00	1,504.52
Deferred Rent	1,080.49			255.00		122,540.88	0.00	122,540.88	2,762.73		0.00	125,303.61
401K							0.00	0.00	11,838.17		0.00	11,838.17
Accrued Insurance Premiums							0.00	0.00	435,866.18		0.00	435,866.18
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	1,080.49	0.00	0.00	255.00	0.00	122,540.88	0.00	122,540.88	4,658,105.14	6,892,227.00	0.00	11,672,873.02
Total Current Liabilities	5,690,310.33	41,596.74	256.09	38,774.71	13,204,647.04	97,010,761.37	0.00	97,010,761.37	49,988,553.51	17,387,841.89	101,781,279.63	62,605,877.14
Long-Term Debt And Other Liab.												
N/P - Crystal Finance							0.00	0.00	20,000,000.00		0.00	20,000,000.00
Discount on N/P - Crystal Finance							0.00	0.00	(830,280.10)		0.00	(830,280.10)
N/P - Sun Capital							0.00	0.00	48,333,448.15		0.00	48,333,448.15
Discount on N/P - Sun Capital							0.00	0.00	(5,513,041.61)		0.00	(5,513,041.61)
N/P - CMS							0.00	0.00	19,595,661.74		0.00	19,595,661.74
Capitalized Leases Payable							0.00	0.00	3,445.30		0.00	3,445.30
Capitalized Leases Payable							0.00	0.00	642,228.05		0.00	642,228.05
Capitalized Leases Building							0.00	0.00	12,709,066.43		0.00	12,709,066.43
eLoyalty Installment Agreement							0.00	0.00	12,817.65		0.00	12,817.65
N/P Source One Licensing							0.00	0.00	79,421.61		0.00	79,421.61
N/P - Southwest Bank (ESOP)							0.00	0.00	34,602.56		0.00	34,602.56
Other Long Term Debt							0.00	0.00	3,025,180.42		0.00	3,025,180.42
Accrued Interest - Sun Capital							0.00	0.00	1,459,720.47		0.00	1,459,720.47
Total Long-Term Debt / Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	99,552,270.67	0.00	0.00	99,552,270.67
Total Liabilities	5,690,310.33	41,596.74	256.09	38,774.71	13,204,647.04	97,010,761.37	0.00	97,010,761.37	149,540,824.18	17,387,841.89	101,781,279.63	162,158,147.81
Stockholder's Equity												
Common Stock, 1000 Shares, No Par					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	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-Investment							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 Financial Servi							0.00	0.00	0.00		0.00	0.00
Addition Paid-in-Capital Stock Options							0.00	0.00	1,358,732.89		0.00	1,358,732.89
Addition Paid-in-Capital - TSS Development							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 Holdings							0.00	0.00	0.00	201,365.00	0.00	201,365.00
Addition Paid-in-Capital - Mgmt USA							0.00	0.00	36,848.70		36,848.70	0.00
Addition Paid-in-Capital - Invest USA							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	(2,929,064.83)	7,586,704.90	291,433.06	3,876,820.05		22,152,354.26	22,152,354.26	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	(557,765.00)
Retained Earnings					3,452,631.94	3,452,631.94	0.00	3,452,631.94	(39,696,802.11)	(13,799,142.20)	0.00	(50,043,312.37)
Retained Earnings - Eliminating Mgmt USA							0.00	0.00	36,849.17		36,849.17	0.00
Retained Earnings - Eliminating Invest USA							0.00	0.00	3,648,067.14		3,648,067.14	0.00
Retained Earnings - Eliminating Mgmt Inc							0.00	0.00	0.00		0.00	0.00
Retained Earnings - Eliminating Invest INC							0.00	0.00	0.00		0.00	0.00
Retained Earnings Inv&Mgmt							0.00	0.00	0.00		0.00	0.00
Net Profit/(Loss)	(556,449.27)	(151,876.51)	8,086.27	(167,531.14)	(163,098.37)	(19,663,872.35)	0.00	(19,663,872.35)	(5,658,125.93)	(762,281.33)	(212,175.32)	(25,872,104.29)
Total Stockholder's Equity	(3,485,514.10)	7,434,828.39	299,519.33	3,709,288.91	8,979,575.80	11,631,156.08	22,152,354.26	(10,521,198.18)	(13,616,000.78)	(14,360,048.53)	11,043,947.03	(49,541,194.52)
Total Liabilities and Equity	2,204,796.23	7,476,425.13	299,775.42	3,748,063.62	22,184,222.84	108,641,917.45	22,152,354.26	86,489,563.19	135,924,823.40	3,027,793.36	112,825,226.66	112,616,953.29

ATTACHMENT C



JPMorgan Chase Bank, N.A.
 Texas Market
 P O Box 659754
 San Antonio, TX 78265-9754

May 03, 2013 through May 31, 2013

Account Number: [REDACTED] 7817

Customer Service Information

If you have any questions about your statement, please contact your Customer Service Professional.



00000478 WBS 201 141 15213 NNNNNNNNNN 1 000000000 C1 0000

THE SCOOTER STORE LTD
 UTILITIES ACCOUNT
 1650 INDEPENDENCE DR
 NEW BRAUNFELS TX 78132-3832

Commercial Checking With Interest

Summary

	Number	Market Value/Amount	Shares
Opening Ledger Balance		\$0.00	
Deposits and Credits	2	\$175,006.19	
Withdrawals and Debits	0	\$0.00	
Checks Paid	0	\$0.00	
Ending Ledger Balance		\$175,006.19	

Average Ledger Balance	\$156,896		
Interest Credited This Period	\$6.19	Interest Credited Year-to-Date	\$6.19
Interest Rate(s):	05/03 to 05/31 at 0.05%		

Deposits and Credits

Ledger Date	Description	Amount
05/06	Book Transfer Credit B/O: The Scooter Store Ltd New Braunfels TX 78131-0709 Ref: Utility Deposit/Bnf/The Scooter Store Utility Account Trn: 4903100123Jo YOUR REF: CAP OF 13/05/03	\$175,000.00
05/31	Interest Payment	6.19
Total		\$175,006.19

Daily Balance

Date	Ledger Balance	Date	Ledger Balance
05/06	\$175,000.00	05/31	\$175,006.19

Please examine this statement of account at once. By continuing to use the account, you agree that: (1) the account is subject to the Bank's deposit account agreement, and (2) the Bank has no responsibility for any error in or improper charge to the account (including any unauthorized or altered check) unless you notify us in writing of this error or charge within sixty days of the mailing or availability of the first statement on which the error or charge appears.



May 03, 2013 through May 31, 2013
 Account Number: [REDACTED] 7817

Your service charges, fees and earnings credit have been calculated through account analysis.

Commercial Checking With Interest Summary

Category	Amount
Ending Ledger Balance	\$175,008.19
Checks Paid	70.00
Withdrawals and Debits	0.00
Deposits and Credits	175,008.19
Opening Ledger Balance	\$0.00

Category	Amount
Interest Earned	\$156.06
Interest Credit For Period	\$156.06
Interest Rate	0.05 to 0.04 at 0.05%

Deposit and Credits

Date	Description	Amount
05/31/13	YOUR PER: CAP OF 105000	105,000.00
05/31/13	Interest Payment	156.06
05/31/13	Transfer Credit From the account State U New Branches TX	175,008.19
05/31/13	181-0100 Bill Utility Deposit (The Scooter State Utility Account Trn)	70.00
05/31/13	05/31/13	175,008.19
05/31/13	05/31/13	175,008.19

Daily Balance

Date	Balance	Rate
05/31/13	\$175,008.19	0.05%

Please examine this statement of account at once. If continuing to use the account, you agree that (1) the account is subject to the bank's general account agreement, and (2) the bank has no responsibility for any error in or misprint on any statement of account. If you have any questions or objections to this statement, you must notify us in writing within 60 days of the closing of the account. If you do not notify us in writing within this time, you agree to accept the accuracy of the information shown on this statement as correct for all purposes.