

COMPLETE RETREATS et al.

10-week Cash Flow Forecast Beginning Week Ending:

11/3/2006

Week Ending	11/3/2006										10-Week
	11/3/06	11/10/06	11/17/06	11/24/06	12/1/06	12/8/06	12/15/06	12/22/06	12/29/06	TOTAL	
(\$ in Thousands)	Actual	Actual	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	Fcst	
Operating Receipts											
Membership Deposits	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Membership Dues	138.4	-	-	156.3	156.3	-	-	-	312.5	763.4	
Daily Fees	6.8	43.9	66.0	89.0	119.2	117.4	44.6	86.3	88.9	662.1	
Member Services	81.6	19.1	44.8	79.8	44.9	19.9	19.8	19.8	99.9	429.7	
Other Revenue / (Credit Card Chargebacks)	-	(7.0)	(7.0)	(7.0)	(7.0)	(7.0)	(7.0)	(7.0)	(7.0)	(56.0)	
Total Recurring Receipts	226.8	56.0	103.8	318.1	313.4	130.2	57.4	99.1	494.2	1,799.1	
Operating Disbursements											
Payroll - Field Operations	192.4	-	179.2	-	197.1	-	197.1	-	197.1	962.7	
Rent - Properties	-	637.5	-	-	683.6	-	-	-	-	1,321.1	
Field Expenses	10.0	30.0	147.8	65.9	40.9	40.9	41.0	121.1	131.1	628.6	
HOA, Property Management & Memberships	-	-	107.4	78.4	58.8	25.3	26.8	76.1	39.6	412.3	
International Destination Expenses	11.8	5.0	136.0	45.0	30.0	30.0	30.0	30.0	50.0	367.8	
Housekeeping & Contract Labor	-	19.7	77.2	44.5	51.0	44.0	31.3	31.4	61.4	360.5	
Host & Employee Expenses	-	-	32.7	10.6	11.2	11.2	11.1	11.2	11.2	99.2	
Member Expenses	-	-	5.8	1.9	1.9	1.9	1.9	1.9	1.9	17.3	
Utilities	-	0.0	55.3	20.7	24.9	24.8	24.6	24.7	24.7	199.8	
Insurance	-	24.0	20.1	39.2	7.1	-	-	37.4	47.7	175.6	
Repairs & Maintenance	-	2.6	40.5	28.1	8.0	7.9	7.9	8.0	28.1	131.1	
Mortgages	-	-	-	-	-	-	-	-	-	-	
Taxes	-	-	69.5	10.2	82.8	123.6	10.2	10.2	24.4	330.8	
Other G&A	0.8	-	26.0	8.8	8.7	8.6	8.6	8.6	8.6	78.7	
Total Operating Disbursements	215.0	718.8	897.4	353.2	1,206.0	318.3	390.6	360.5	625.8	5,085.6	
Operating Cash Flow	11.8	(662.7)	(793.6)	(35.2)	(892.7)	(188.0)	(333.1)	(261.4)	(131.6)	(3,286.4)	
Non-recurring Receipts											
Asset / Property Sales	-	-	-	-	-	-	247.4	-	-	247.4	
Other	-	1,000.0	-	-	-	-	-	-	-	1,000.0	
Total Non-recurring Receipts	-	1,000.0	-	-	-	-	247.4	-	-	1,247.4	
General and Administrative Disbursements											
HQ / Sales Office Payroll	206.0	-	200.8	-	200.9	-	200.9	-	200.9	1,009.3	
Office Space & Storage	20.9	44.3	-	-	66.6	-	-	-	-	131.8	
Sales & Marketing	-	-	-	-	-	-	-	-	-	-	
CapEx	-	-	8.1	2.8	2.8	2.8	2.9	2.9	2.9	25.2	
Other Disbursements	-	-	43.5	35.5	0.5	0.5	0.5	0.5	35.5	116.7	
Total Non-operating Disbursements	226.9	44.3	252.5	38.3	270.7	3.4	204.3	3.4	239.3	1,283.0	
Cash Flow before Restructuring	(215.1)	293.0	(1,046.1)	(73.4)	(1,163.4)	(191.4)	(290.0)	(264.8)	(370.9)	(3,322.1)	
Restructuring Disbursements											
Professional Fees	-	341.3	-	-	-	-	-	-	-	341.3	
Deposits	-	-	-	-	-	-	-	-	-	-	
Bank Fees	-	-	-	-	-	-	-	-	50.0	50.0	
Interest	-	-	-	-	519.1	-	-	-	-	519.1	
UST Fees	-	-	-	-	-	-	-	-	-	-	
Total Restructuring Disbursements	-	341.3	-	-	519.1	-	-	-	50.0	910.4	
Total Disbursements	441.9	1,104.3	1,149.9	391.5	1,995.9	321.6	594.8	363.9	915.1	7,279.0	
Net Cash Flow	\$ (215.1)	\$ (48.3)	\$ (1,046.1)	\$ (73.4)	\$ (1,682.6)	\$ (191.4)	\$ (290.0)	\$ (264.8)	\$ (420.9)	\$ (4,232.5)	
<i>Cumulative Cash Flow - Including 11/3 Beginning Cash</i>	<i>\$ 571.6</i>	<i>\$ 523.5</i>	<i>\$ (522.6)</i>	<i>\$ (596.0)</i>	<i>\$ (2,278.6)</i>	<i>\$ (2,470.0)</i>	<i>\$ (2,760.0)</i>	<i>\$ (3,024.8)</i>	<i>\$ (3,445.7)</i>		
Total Debt	\$ 74,374.2	\$ 76,894.5	\$ 77,417.1	\$ 77,490.6	\$ 79,173.1	\$ 79,364.5	\$ 77,428.4	\$ 77,693.2	\$ 78,114.1	\$ 78,114.1	
Deferred Professional Fees	-	-	\$ 884.6	\$ 847.2	\$ 159.0	\$ -	\$ 725.9	\$ -	\$ -	\$ 2,616.7	