

In re: Universal Cooperatives, Inc.
 Debtor -Universal Cooperatives, Inc.

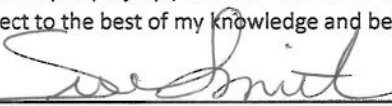
Case No. 14-11187 (MFW)
 Reporting Period:

September 2015

Monthly Operating Report

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached	Affidavit/Supplement Attached
Schedule of Cash Receipts and Disbursements	MOR-1	X		
Bank Reconciliation (or copy of debtor's bank reconciliations)	MOR-1a	X		
Schedule of Professional Fees Paid	MOR-1b	X		
Copies of bank statements		N/A	X	
Cash disbursement journals		N/A	X	
Statement of Operations	MOR-2	X		
Balance Sheet	MOR-3	X		
Status of Postpetition Taxes	MOR-4	X	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-4	X		
Accounts Receivable Reconciliation and Aging	MOR-5	X		
Debtor Questionnaire	MOR-5	X		

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached document are true and correct to the best of my knowledge and belief



 Signature of Authorized Individual

10/16/15

 Date

Sue Smith

 Printed Name of Authorized Individual

 Title

In re: Universal Cooperatives, Inc. et al.
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Case No.: 14-11187 (MFW)

Reporting Period: September 2015

Debtor	Bankruptcy Case Number	Disbursements
Universal Cooperatives, Inc.	14-11187	\$209,586.58
Universal Crop Protection Alliance, LLC	14-11189	\$0.00
Heritage Trading Company, LLC	14-11186	\$0.00
Bridon Cordage LLC	14-11188	\$0.00
Agrilon International, LLC	14-11190	\$0.00
Pavalon, Inc.	14-11191	\$0.00
	Total Disbursements:	\$209,586.58

MOR-1

In re: Universal Cooperatives, Inc.
Debtor-Agrilon International, LLC

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Schedule Of Cash Receipts And Disbursements

	Bank Accounts	Current Month		Cumulative Filing To Date	
	Operating	Actual	Projected	Actual	Projected
Cash at beginning of month	-	-	-	7,153.31	-
Receipts					
Cash sales	-	-	-	-	-
Accounts Receivable	-	-	-	-	-
Loans and advances	-	-	-	-	-
Sale of assets	-	-	-	-	-
Other (attach list)	-	-	-	85,047.16	-
Transfers (from DIP accts)	-	-	-	-	-
	-	-	-	-	-
Total Receipts	-	-	-	85,047.16	-
Disbursements					
Operating Disbursements	-	-	-	332.02	-
Vendor Payments	-	-	-	-	-
Payroll and PTO	-	-	-	-	-
	-	-	-	-	-
Transfers (To DIP accts)	-	-	-	90,893.45	-
Voided Checks-5/13/14	-	-	-	-	-
	-	-	-	-	-
Professional Fees	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	975.00	-
Court Costs	-	-	-	-	-
	-	-	-	-	-
Total Disbursements	-	-	-	92,200.47	-
Net Cash Flow	-	-	-	(7,153.31)	-
Cash at end of month	-	-	-	-	-
Disbursements for calculating U.S. Trustee quarterly fee					
Total Disbursements					-
Less: Transfers to Debtor in Possession Accounts					-
Plus: Estate disbursements made by outside sources					0
Total Disbursements for calculating U.S. Trustee quarterly fee:					-

In re: Universal Cooperatives, Inc.
Debtor-Pavalon, Inc.

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Schedule Of Cash Receipts And Disbursements

	Bank Accounts	Current Month		Cumulative Filing To Date	
	Operating	Actual	Projected	Actual	Projected
Cash at beginning of month	-	-	-	-	-
Receipts					
Cash sales	-	-	-	-	-
Accounts Receivable	-	-	-	-	-
Loans and advances	-	-	-	-	-
Sale of assets	-	-	-	-	-
Other (attach list)	-	-	-	-	-
Transfers (from DIP accts)	-	-	-	650	-
	-	-	-	-	-
Total Receipts	-	-	-	650	-
Disbursements					
Operating Disbursements	-	-	-	-	-
Vendor Payments	-	-	-	-	-
Payroll and PTO	-	-	-	-	-
	-	-	-	-	-
Transfers (To DIP accts)	-	-	-	-	-
Voided Checks-5/13/14	-	-	-	-	-
	-	-	-	-	-
Professional Fees	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	650	-
Court Costs	-	-	-	-	-
	-	-	-	-	-
Total Disbursements	-	-	-	650	-
Net Cash Flow					
	-	-	-	-	-
Cash at end of month	-	-	-	-	-

Disbursements for calculating U.S. Trustee quarterly fee

Total Disbursements

Less: Transfers to Debtor in Possession Accounts

Plus: Estate disbursements made by outside sources

Total Disbursements for calculating U.S. Trustee quarterly fee:

-

-

MOR-1a

UNIVERSAL COOPERATIVES, INC.
BANK RECONCILIATION
BANK OF AMERICA - OPERATING ACCOUNT
 September 30, 2015

<i>G.L. ACCT. #</i>	<i>10.000.000.00.12200.0000</i>
<i>ACCOUNT #</i>	<i>8188193304</i>

PER BANK

\$ 10,602,202.05

PER GENERAL LEDGER

BALANCE PER GENERAL LEDGER,

9/30/2015

\$ 10,583,803.99

Outstanding Checks

\$ 18,398.06

\$ -

\$ -

ADJUSTED GENERAL LEDGER BALANCE

\$ 10,602,202.05

-

Reviewed By:



Date:

10/1/15

UNIVERSAL COOPERATIVES, INC.
BANK RECONCILIATION
BANK OF AMERICA - CONTROLLED DISB ACCOUNT
September 30, 2015

<i>G.L. ACCT. #</i>	<i>10.000.000.00.12215.0000</i>
<i>ACCOUNT #</i>	<i>8765031895</i>

PER BANK

LESS: OUTSTANDING CHECKS	Universal	-
LESS: OUTSTANDING CHECKS	Universal-Voids in future months	-
LESS: OUTSTANDING CHECKS	Bridon	-
LESS: OUTSTANDING CHECKS	Bridon- Voids in future months	-

\$ -

ADJUSTED BANK BALANCE

\$ -

PER GENERAL LEDGER

BALANCE PER GENERAL LEDGER, 9/30/2015

\$ -

ADJUSTED GENERAL LEDGER BALANCE

\$ -

-

Reviewed By:

S. Smith

Date:

10/1/15

UNIVERSAL COOPERATIVES, INC.
BANK RECONCILIATION
BANK OF AMERICA - DEPOSIT ONLY ACCOUNT
September 30, 2015

<i>G.L. ACCT. #</i>	<i>10.000.000.00.12205.0000</i>
<i>ACCOUNT #</i>	<i>8188193286</i>

PER BANK

\$ -

PER GENERAL LEDGER

BALANCE PER GENERAL LEDGER,

9/30/2015

\$ -

ADJUSTED GENERAL LEDGER BALANCE

\$ -

-

Reviewed By:



Date:

10/1/15

UNIVERSAL COOPERATIVES, INC.
BANK RECONCILIATION
BANK OF AMERICA - UTILITY DEPOSIT ACCOUNT
September 30, 2015

<i>G.L. ACCT. #</i>	<i>10.000.000.00.12220.0000</i>
<i>ACCOUNT #</i>	<i>8188065811</i>

PER BANK

\$ 17,000.00

PER GENERAL LEDGER

BALANCE PER GENERAL LEDGER,

9/30/2015

\$ 17,000.00

ADJUSTED GENERAL LEDGER BALANCE

\$ 17,000.00

 -

Reviewed By:



Date:

10/1/15

In re: Universal Cooperatives, Inc. et al.

Form No.: MOR-1a
Case No.: 14-11187 (MFW)
Reporting Period: September 2015

Bank Reconciliations

The debtors hereby submit this attestation regarding bank account reconciliations in lieu of providing copies of bank statements.


The debtors' standard practice is to ensure that each bank account is reconciled to bank statements at least once per fiscal quarter within 30 days after the month end. I attest that each of the debtors' bank accounts is reconciled to bank statements in accordance with their practices.



Signature of Authorized Individual

10/16/15

Date



Printed Name of Authorized Individual

Title of Authorized Individual

MOR-1b

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period:

September 2015

Schedule Of Professional Fees And Expenses Paid
(From case inception to current month)

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date		Amount Remaining
				Number	Date	Fees	Expenses	Fees	Expenses	
Keystone Consulting Group, LLC	5/11/14-5/31/14	\$ 161,358.59	Universal Cooperatives, Inc.	Wire	6/24/2014	\$ 150,150.00	\$ 11,208.59	\$ 150,150.00	\$ 11,208.59	\$ -
Keystone Consulting Group, LLC	6/1/14-6/30/14	\$ 211,598.50	Universal Cooperatives, Inc.	Wire	7/21/2014	\$ 204,862.50	\$ 6,736.00	\$ 204,862.50	\$ 6,736.00	\$ -
Keystone Consulting Group, LLC	7/1/14-7/31/14	\$ 197,214.43	Universal Cooperatives, Inc.	Wire	8/12/2014	\$ 187,062.50	\$ 10,151.93	\$ 187,062.50	\$ 10,151.93	\$ -
Keystone Consulting Group, LLC	8/1/14-8/31/14	\$ 120,577.07	Universal Cooperatives, Inc.	Wire	9/17/2014	\$ 112,312.50	\$ 8,264.57	\$ 112,312.50	\$ 8,264.57	\$ -
Keystone Consulting Group, LLC	9/1/14-9/30/14	\$ 38,410.00	Universal Cooperatives, Inc.	Wire	10/8/2014	\$ 38,625.00	\$ (215.00)	\$ 38,625.00	\$ (215.00)	\$ -
Keystone Consulting Group, LLC	10/1/14-10/31/14	\$ 13,201.47	Universal Cooperatives, Inc.	Wire	11/19/2014	\$ 13,175.00	\$ 26.47	\$ 13,175.00	\$ 26.47	\$ (0.00)
Keystone Consulting Group, LLC	11/1/14-11/30/14	\$ 16,097.58	Universal Cooperatives, Inc.	Wire	12/16/2014	\$ 16,087.50	\$ 10.08	\$ 16,087.50	\$ 10.08	\$ (0.00)
Keystone Consulting Group, LLC	12/1/14-12/31/14	\$ 2,576.61	Universal Cooperatives, Inc.	Wire	2/10/2015	\$ 2,525.00	\$ 51.61	\$ 2,525.00	\$ 51.61	\$ 0.00
Keystone Consulting Group, LLC	1/1/15-1/31/15	\$ 8,912.50	Universal Cooperatives, Inc.	Wire	2/13/2015	\$ 8,912.50	\$ -	\$ 8,912.50	\$ -	\$ -
Keystone Consulting Group, LLC	2/1/15-2/28/15	\$ 9,687.50	Universal Cooperatives, Inc.	Wire	3/12/2015	\$ 9,300.00	\$ 387.50	\$ 9,300.00	\$ 387.50	\$ -
Keystone Consulting Group, LLC	3/1/15-3/31/15	\$ 6,975.00	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 6,587.50	\$ 387.50	\$ 6,587.50	\$ 387.50	\$ -
Keystone Consulting Group, LLC	4/1/15-4/30/15	\$ 8,525.00	Universal Cooperatives, Inc.	Wire	5/11/2015	\$ 8,525.00	\$ -	\$ 8,525.00	\$ -	\$ -
Keystone Consulting Group, LLC	05/01/15-05/31/15	\$ 9,782.75	Universal Cooperatives, Inc.	Wire	6/16/2015	\$ 9,687.50	\$ 95.25	\$ 9,687.50	\$ 95.25	\$ -
Keystone Consulting Group, LLC	06/01/15-06/30/15	\$ 5,510.84	Universal Cooperatives, Inc.	Wire	7/17/2015	\$ 5,425.00	\$ 85.84	\$ 5,425.00	\$ 85.84	\$ 0.00
Keystone Consulting Group, LLC	07/01/15 - 07/31/15	\$ 5,425.00	Universal Cooperatives, Inc.	Wire	8/17/2015	\$ 5,425.00	\$ -	\$ 5,425.00	\$ -	\$ -
Keystone Consulting Group, LLC	08/01/15 - 08/31/15	\$ 5,003.50	Universal Cooperatives, Inc.	Wire	9/10/2015	\$ 4,262.50	\$ 741.00	\$ 4,262.50	\$ 741.00	\$ -
Keystone Consulting Group, LLC Totals:		\$ 820,856.34						\$ 782,925.00	\$ 37,931.34	\$ (0.00)
Young Conaway Stargatt & Taylor, LLP	5/11/14-5/31/14	\$ 64,246.85	Universal Cooperatives, Inc.	Wire	7/7/2014	\$ 50,280.00	\$ 1,396.85	\$ 50,280.00	\$ 1,396.85	\$ 12,570.00
Young Conaway Stargatt & Taylor, LLP	6/1/14-6/30/14	\$ 70,969.71	Universal Cooperatives, Inc.	Wire	8/6/2014	\$ 54,874.40	\$ 2,376.71	\$ 54,874.40	\$ 2,376.71	\$ 13,718.60
Young Conaway Stargatt & Taylor, LLP	7/1/14-7/31/14	\$ 57,940.75	Universal Cooperatives, Inc.	Wire	9/11/2014	\$ 43,501.20	\$ 3,564.25	\$ 43,501.20	\$ 3,564.25	\$ 10,875.30
Young Conaway Stargatt & Taylor, LLP	8/1/14-8/31/14	\$ 65,664.58	Universal Cooperatives, Inc.	Wire	10/10/2014	\$ 47,898.00	\$ 5,792.08	\$ 47,898.00	\$ 5,792.08	\$ 11,974.50
Young Conaway Stargatt & Taylor, LLP	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 37,163.90	\$ -	\$ 37,163.90	\$ -	\$ (37,163.90)
Young Conaway Stargatt & Taylor, LLP	9/1/14-9/30/14	\$ 40,454.17	Universal Cooperatives, Inc.	Wire	11/4/2014	\$ 28,282.40	\$ 5,101.17	\$ 28,282.40	\$ 5,101.17	\$ 7,070.60
Young Conaway Stargatt & Taylor, LLP	10/1/14-10/31/14	\$ 38,221.23	Universal Cooperatives, Inc.	Wire	12/19/2014	\$ 28,675.20	\$ 2,377.23	\$ 28,675.20	\$ 2,377.23	\$ 7,168.80
Young Conaway Stargatt & Taylor, LLP	8/1/14-10/31/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 26,213.90	\$ -	\$ 26,213.90	\$ -	\$ (26,213.90)
Young Conaway Stargatt & Taylor, LLP	11/1/14-11/30/14	\$ 40,091.67	Universal Cooperatives, Inc.	Wire	1/9/2015	\$ 28,354.40	\$ 4,648.67	\$ 28,354.40	\$ 4,648.67	\$ 7,088.60
Young Conaway Stargatt & Taylor, LLP	12/1/14-12/31/14	\$ 13,421.48	Universal Cooperatives, Inc.	Wire	2/13/2015	\$ 9,756.80	\$ 1,225.48	\$ 9,756.80	\$ 1,225.48	\$ 2,439.20
Young Conaway Stargatt & Taylor, LLP	1/1/15-1/31/15	\$ 33,137.19	Universal Cooperatives, Inc.	Wire	4/2/2015	\$ 25,541.60	\$ 1,210.19	\$ 25,541.60	\$ 1,210.19	\$ 6,385.40
Young Conaway Stargatt & Taylor, LLP	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 15,913.20	\$ -	\$ 15,913.20	\$ -	\$ (15,913.20)
Young Conaway Stargatt & Taylor, LLP	2/1/15-2/28/15	\$ 27,429.60	Universal Cooperatives, Inc.	Wire	4/8/2015	\$ 21,619.20	\$ 405.60	\$ 21,619.20	\$ 405.60	\$ 5,404.80
Young Conaway Stargatt & Taylor, LLP	3/1/15-3/31/15	\$ 34,240.00	Universal Cooperatives, Inc.	Wire	5/5/2015	\$ 26,322.00	\$ 1,337.50	\$ 26,322.00	\$ 1,337.50	\$ 6,580.50
Young Conaway Stargatt & Taylor, LLP	04/01/15-04/30/15	\$ 21,470.17	Universal Cooperatives, Inc.	Wire	6/11/2015	\$ 16,402.00	\$ 967.67	\$ 16,402.00	\$ 967.67	\$ 4,100.50
Young Conaway Stargatt & Taylor, LLP	05/01/15-05/31/15	\$ 22,141.32	Universal Cooperatives, Inc.	Wire	6/30/2015	\$ 17,036.00	\$ 846.32	\$ 17,036.00	\$ 846.32	\$ 4,259.00
Young Conaway Stargatt & Taylor, LLP	02/01/15-04/30/15	\$ -	Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 16,085.80	\$ -	\$ 16,085.80	\$ -	\$ (16,085.80)
Young Conaway Stargatt & Taylor, LLP	06/01/15 - 06/30/15	\$ 26,863.06	Universal Cooperatives, Inc.	Wire	8/10/2015	\$ 19,467.60	\$ 2,528.56	\$ 19,467.60	\$ 2,528.56	\$ 4,866.90
Young Conaway Stargatt & Taylor, LLP	07/01/15 - 07/31/15	\$ 33,467.46	Universal Cooperatives, Inc.	Wire	9/14/2015	\$ 23,886.40	\$ 3,609.46	\$ 23,886.40	\$ 3,609.46	\$ 5,971.60
Young Conaway Stargatt & Taylor, LLP Totals:		\$ 589,759.24						\$ 537,274.00	\$ 37,387.74	\$ 15,097.50
Foley & Lardner LLP	5/11/14-5/31/14	\$ 176,241.47	Universal Cooperatives, Inc.	Wire	7/7/2014	\$ 137,146.38	\$ 4,808.50	\$ 137,146.38	\$ 4,808.50	\$ 34,286.59
Foley & Lardner LLP	6/1/14-6/30/14	\$ 292,839.31	Universal Cooperatives, Inc.	Wire	8/8/2014	\$ 232,337.54	\$ 2,417.38	\$ 232,337.54	\$ 2,417.38	\$ 58,084.39

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period:

September 2015

Schedule Of Professional Fees And Expenses Paid
(From case inception to current month)

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date		Amount Remaining
				Number	Date	Fees	Expenses	Fees	Expenses	
Foley & Lardner LLP	7/1/14-7/31/14	\$ 278,285.12	Universal Cooperatives, Inc.	Wire	9/11/2014	\$ 220,386.38	\$ 2,802.14	\$ 220,386.38	\$ 2,802.14	\$ 55,096.60
Foley & Lardner LLP	8/1/14-8/31/14	\$ 328,046.94	Universal Cooperatives, Inc.	Wire	10/9/2014	\$ 255,764.22	\$ 8,341.66	\$ 255,764.22	\$ 8,341.66	\$ 63,941.06
Foley & Lardner LLP	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 147,467.58	\$ -	\$ 147,467.58	\$ -	\$ (147,467.58)
Foley & Lardner LLP	9/1/14-9/30/14	\$ 191,347.86	Universal Cooperatives, Inc.	Wire	11/4/2014	\$ 151,513.70	\$ 1,955.72	\$ 151,513.70	\$ 1,955.72	\$ 37,878.44
Foley & Lardner LLP	10/1/14-10/31/14	\$ 234,078.90	Universal Cooperatives, Inc.	Wire	12/15/2014	\$ 187,149.86	\$ 141.57	\$ 187,149.86	\$ 141.57	\$ 46,787.47
Foley & Lardner LLP	8/1/14-10/31/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 148,606.96	\$ -	\$ 148,606.96	\$ -	\$ (148,606.96)
Foley & Lardner LLP	11/1/14-11/30/14	\$ 179,397.82	Universal Cooperatives, Inc.	Wire	1/9/2015	\$ 140,750.34	\$ 3,459.90	\$ 140,750.34	\$ 3,459.90	\$ 35,187.58
Foley & Lardner LLP	12/1/14-12/31/14	\$ 173,984.19	Universal Cooperatives, Inc.	Wire	2/13/2015	\$ 135,310.37	\$ 4,846.23	\$ 135,310.37	\$ 4,846.23	\$ 33,827.59
Foley & Lardner LLP	1/1/15-1/31/15	\$ 184,375.14	Universal Cooperatives, Inc.	Wire	3/17/2015	\$ 145,380.40	\$ 2,649.64	\$ 145,380.40	\$ 2,649.64	\$ 36,345.10
Foley & Lardner LLP	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 105,360.27	\$ -	\$ 105,360.27	\$ -	\$ (105,360.27)
Foley & Lardner LLP	2/1/15-2/28/15	\$ 165,657.70	Universal Cooperatives, Inc.	Wire	4/15/2015	\$ 131,281.53	\$ 1,555.79	\$ 131,281.53	\$ 1,555.79	\$ 32,820.38
Foley & Lardner LLP	3/1/15-3/31/15	\$ 196,544.55	Universal Cooperatives, Inc.	Wire	5/12/2015	\$ 156,725.45	\$ 637.74	\$ 156,725.45	\$ 637.74	\$ 39,181.36
Foley & Lardner LLP	04/01/15-04/30/15	\$ 124,785.24	Universal Cooperatives, Inc.	Wire	6/11/2015	\$ 97,623.14	\$ 2,756.32	\$ 97,623.14	\$ 2,756.32	\$ 24,405.78
Foley & Lardner LLP	05/01/15-05/31/15	\$ 131,962.32	Universal Cooperatives, Inc.	Wire	7/15/2015	\$ 105,493.57	\$ 95.36	\$ 105,493.57	\$ 95.36	\$ 26,373.39
Foley & Lardner LLP	02/01/15-04/30/15	\$ -	Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 96,407.52	\$ -	\$ 96,407.52	\$ -	\$ (96,407.52)
Foley & Lardner LLP	06/01/15 - 06/30/15	\$ 137,922.86	Universal Cooperatives, Inc.	Wire	8/17/2015	\$ 110,054.82	\$ 354.33	\$ 110,054.82	\$ 354.33	\$ 27,513.71
Foley & Lardner LLP	07/01/15 - 07/31/15	\$ 91,066.92	Universal Cooperatives, Inc.	Wire	9/14/2015	\$ 72,336.38	\$ 646.44	\$ 72,336.38	\$ 646.44	\$ 18,084.10
Foley & Lardner LLP Totals:		\$ 2,886,536.34						\$ 2,777,096.41	\$ 37,468.72	\$ 71,971.21

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period:

September 2015

Schedule Of Professional Fees And Expenses Paid
(From case inception to current month)

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date		Amount Remaining
				Number	Date	Fees	Expenses	Fees	Expenses	
Prime Clerk	5/11/14-5/31/14	\$ 31,614.05	Universal Cooperatives, Inc.	Wire	6/30/2014	\$ 12,724.50	\$ 18,889.55	\$ 12,724.50	\$ 18,889.55	\$ -
Prime Clerk	6/1/14-6/30/14	\$ 18,804.98	Universal Cooperatives, Inc.	Wire	7/15/2014	\$ 9,316.00	\$ 9,488.98	\$ 9,316.00	\$ 9,488.98	\$ -
Prime Clerk	5/11/14-6/30/14	\$ 11,175.00	Universal Cooperatives, Inc.	Wire	8/19/2014	\$ 8,940.00	\$ -	\$ 8,940.00	\$ -	\$ 2,235.00
Prime Clerk	7/1/14-7/31/14	\$ 48,358.32	Universal Cooperatives, Inc.	Wire	8/19/2014	\$ 10,953.00	\$ 37,405.32	\$ 10,953.00	\$ 37,405.32	\$ -
Prime Clerk	7/1/14-7/31/14	\$ 3,283.50	Universal Cooperatives, Inc.	Wire	9/11/2014	\$ 2,626.80	\$ -	\$ 2,626.80	\$ -	\$ 656.70
Prime Clerk	8/1/14-8/31/14	\$ 52,675.70	Universal Cooperatives, Inc.	Wire	9/16/2014	\$ 15,516.00	\$ 37,159.70	\$ 15,516.00	\$ 37,159.70	\$ -
Prime Clerk	9/1/14-9/30/14	\$ 36,124.56	Universal Cooperatives, Inc.	Wire	10/16/2014	\$ 28,448.00	\$ 7,676.56	\$ 28,448.00	\$ 7,676.56	\$ -
Prime Clerk	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 2,891.70	\$ -	\$ 2,891.70	\$ -	\$ (2,891.70)
Prime Clerk	10/1/14-10/31/14	\$ 19,537.23	Universal Cooperatives, Inc.	Wire	11/12/2014	\$ 19,537.23	\$ -	\$ 19,537.23	\$ -	\$ -
Prime Clerk	8/1/14-9/30/14	\$ 1,092.00	Universal Cooperatives, Inc.	Wire	11/24/2014	\$ 873.60	\$ -	\$ 873.60	\$ -	\$ 218.40
Prime Clerk	11/1/14-11/30/14	\$ 17,142.44	Universal Cooperatives, Inc.	Wire	12/19/2014	\$ 7,820.00	\$ 9,322.44	\$ 7,820.00	\$ 9,322.44	\$ -
Prime Clerk	12/1/14-12/31/14	\$ 5,042.33	Universal Cooperatives, Inc.	Wire				\$ 3,716.00	\$ 1,326.33	\$ -
Prime Clerk	8/1/14-9/30/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 218.40	\$ -	\$ 218.40	\$ -	\$ (218.40)
Prime Clerk	1/1/15-1/31/15	\$ 4,962.39	Universal Cooperatives, Inc.	Wire	2/13/2015	\$ 2,482.70	\$ 2,479.69	\$ 2,482.70	\$ 2,479.69	\$ -
Prime Clerk	2/1/15-2/28/15	\$ 7,740.10	Universal Cooperatives, Inc.	Wire	3/11/2015	\$ 5,940.00	\$ 1,800.10	\$ 5,940.00	\$ 1,800.10	\$ -
Prime Clerk	3/1/15-3/31/15	\$ 7,502.09	Universal Cooperatives, Inc.	Wire	4/17/2015	\$ 5,074.30	\$ 2,427.79	\$ 5,074.30	\$ 2,427.79	\$ -
Prime Clerk	3/23/15-4/30/15	\$ 9,757.96	Universal Cooperatives, Inc.	Wire	5/13/2015	\$ 5,669.40	\$ 4,088.56	\$ 5,669.40	\$ 4,088.56	\$ -
Prime Clerk	10/1/14-10/31/14	\$ 136.50	Universal Cooperatives, Inc.	Wire	5/28/2015	\$ 109.20	\$ -	\$ 109.20	\$ -	\$ 27.30
Prime Clerk	3/1/15-3/31/15	\$ 1,437.15	Universal Cooperatives, Inc.	Wire	5/28/2015	\$ 1,149.72	\$ -	\$ 1,149.72	\$ -	\$ 287.43
Prime Clerk	05/01/15-05/31/15	\$ 13,778.45	Universal Cooperatives, Inc.	Wire	6/17/2015	\$ 6,428.40	\$ 7,350.05	\$ 6,428.40	\$ 7,350.05	\$ -
Prime Clerk	04/01/15-04/30/15	\$ 501.05	Universal Cooperatives, Inc.	Wire	6/29/2015	\$ 400.84	\$ -	\$ 400.84	\$ -	\$ 100.21
Prime Clerk	06/01/15-06/30/15	\$ 12,989.24	Universal Cooperatives, Inc.	Wire	7/17/2015	\$ 7,439.85	\$ 5,549.39	\$ 7,439.85	\$ 5,549.39	\$ -
Prime Clerk	10/01/14-10/31/14 and 03/01/15-04/30/15		Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 414.94	\$ -	\$ 414.94	\$ -	\$ (414.94)
Prime Clerk	07/01/15 - 07/31/15	\$ 35,209.91	Universal Cooperatives, Inc.	Wire	8/17/2015	\$ 18,769.30	\$ 16,440.61	\$ 18,769.30	\$ 16,440.61	\$ -
Prime Clerk	05/01/15-05/31/15 and 06/01/15-06/30/15	\$ 2,731.30	Universal Cooperatives, Inc.	Wire	8/26/2015	\$ 2,185.04	\$ -	\$ 2,185.04	\$ -	\$ 546.26
Prime Clerk	08/01/15 - 08/31/15	\$ 11,914.37	Universal Cooperatives, Inc.	Wire	9/18/2015	\$ 9,753.70	\$ 2,160.67	\$ 9,753.70	\$ 2,160.67	\$ -
Prime Clerk	07/01/15 - 07/31/15	\$ 4,510.19	Universal Cooperatives, Inc.	Wire	9/24/2015	\$ 3,555.20	\$ 66.19	\$ 3,555.20	\$ 66.19	\$ 888.80
Prime Clerk Total		\$ 358,020.81						\$ 192,953.82	\$ 163,631.93	\$ 1,435.06
Venable LLP	6/3/14-6/30/14	\$ 25,888.69	Universal Cooperatives, Inc.	Wire	8/20/2014	\$ 19,779.12	\$ 1,164.79	\$ 19,779.12	\$ 1,164.79	\$ 4,944.78
Venable LLP	7/1/14-7/31/14	\$ 30,424.64	Universal Cooperatives, Inc.	Wire	9/22/2014	\$ 23,916.80	\$ 528.64	\$ 23,916.80	\$ 528.64	\$ 5,979.20
Venable LLP	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 10,923.98	\$ -	\$ 10,923.98	\$ -	\$ (10,923.98)
Venable LLP	8/1/14-8/31/14	\$ 12,948.75	Universal Cooperatives, Inc.	Wire	10/27/2014	\$ 9,876.00	\$ 603.75	\$ 9,876.00	\$ 603.75	\$ 2,469.00
Venable LLP	9/1/14-9/30/14	\$ 14,607.05	Universal Cooperatives, Inc.	Wire	11/17/2014	\$ 11,644.08	\$ 51.95	\$ 11,644.08	\$ 51.95	\$ 2,911.02
Venable LLP	10/1/14-10/31/14	\$ 14,329.20	Universal Cooperatives, Inc.	Wire	12/29/2014	\$ 11,411.36	\$ 65.00	\$ 11,411.36	\$ 65.00	\$ 2,852.84
Venable LLP	8/1/14-10/31/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 8,232.86	\$ -	\$ 8,232.86	\$ -	\$ (8,232.86)
Venable LLP	11/1/14-11/30/14	\$ 8,289.75	Universal Cooperatives, Inc.	Wire	2/2/2015	\$ 6,587.28	\$ 55.65	\$ 6,587.28	\$ 55.65	\$ 1,646.82
Venable LLP	12/1/14-12/31/14	\$ 7,656.15	Universal Cooperatives, Inc.	Wire	2/27/2015	\$ 5,956.64	\$ 210.35	\$ 5,956.64	\$ 210.35	\$ 1,489.16
Venable LLP	1/1/15-1/31/15	\$ 26,754.65	Universal Cooperatives, Inc.	Wire	4/2/2015	\$ 20,700.96	\$ 878.45	\$ 20,700.96	\$ 878.45	\$ 5,175.24

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period:

September 2015

Schedule Of Professional Fees And Expenses Paid
(From case inception to current month)

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date		Amount Remaining
				Number	Date	Fees	Expenses	Fees	Expenses	
Venable LLP	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 8,311.22	\$ -	\$ 8,311.22	\$ -	\$ (8,311.22)
Venable LLP	2/1/15-2/28/15	\$ 7,050.65	Universal Cooperatives, Inc.	Wire	5/7/2015	\$ 5,477.76	\$ 203.45	\$ 5,477.76	\$ 203.45	\$ 1,369.44
Venable LLP	3/1/15-3/31/15	\$ 12,366.63	Universal Cooperatives, Inc.	Wire	5/28/2015	\$ 9,733.04	\$ 200.33	\$ 9,733.04	\$ 200.33	\$ 2,433.26
Venable LLP	04/01/15-04/30/15	\$ 10,278.60	Universal Cooperatives, Inc.	Wire	6/23/2015	\$ 8,222.88	\$ -	\$ 8,222.88	\$ -	\$ 2,055.72
Venable LLP	02/01/15-04/30/15		Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 5,858.42	\$ -	\$ 5,858.42	\$ -	\$ (5,858.42)
Venable LLP	05/01/15 - 05/31/15	\$ 7,110.53	Universal Cooperatives, Inc.	Wire	8/10/2015	\$ 5,549.12	\$ 174.13	\$ 5,549.12	\$ 174.13	\$ 1,387.28
Venable LLP	06/01/15 - 06/30/15	\$ 16,293.20	Universal Cooperatives, Inc.	Wire	8/28/2015	\$ 12,986.56	\$ 60.00	\$ 12,986.56	\$ 60.00	\$ 3,246.64
Venable LLP Total		\$ 193,998.49						\$ 185,168.08	\$ 4,196.49	\$ 4,633.92
Lowenstein Sandler LLP	5/28/14-6/30/14	\$ 154,044.26	Universal Cooperatives, Inc.	Wire	8/25/2014	\$ 122,227.80	\$ 1,259.51	\$ 122,227.80	\$ 1,259.51	\$ 30,556.95
Lowenstein Sandler LLP	7/1/14-7/31/14	\$ 81,627.46	Universal Cooperatives, Inc.	Wire	9/19/2014	\$ 65,163.40	\$ 173.21	\$ 65,163.40	\$ 173.21	\$ 16,290.85
Lowenstein Sandler LLP	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 46,847.80	\$ -	\$ 46,847.80	\$ -	\$ (46,847.80)
Lowenstein Sandler LLP	8/1/14-8/31/14	\$ 77,810.22	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 60,627.00	\$ 2,026.47	\$ 60,627.00	\$ 2,026.47	\$ 15,156.75
Lowenstein Sandler LLP	9/1/14-9/30/14	\$ 45,422.92	Universal Cooperatives, Inc.	Wire	11/24/2014	\$ 35,227.20	\$ 1,388.92	\$ 35,227.20	\$ 1,388.92	\$ 8,806.80
Lowenstein Sandler LLP	10/1/14-10/31/14	\$ 59,530.19	Universal Cooperatives, Inc.	Wire	12/22/2014	\$ 47,298.80	\$ 406.69	\$ 47,298.80	\$ 406.69	\$ 11,824.70
Lowenstein Sandler LLP	8/1/14-10/31/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 35,788.25	\$ -	\$ 35,788.25	\$ -	\$ (35,788.25)
Lowenstein Sandler LLP	11/1/14-11/30/14	\$ 66,349.78	Universal Cooperatives, Inc.	Wire	2/2/2015	\$ 51,143.60	\$ 2,420.28	\$ 51,143.60	\$ 2,420.28	\$ 12,785.90
Lowenstein Sandler LLP	12/1/14-12/31/14	\$ 44,082.55	Universal Cooperatives, Inc.	Wire	2/27/2015	\$ 34,822.80	\$ 554.05	\$ 34,822.80	\$ 554.05	\$ 8,705.70
Lowenstein Sandler LLP	1/1/15-1/31/15	\$ 62,841.15	Universal Cooperatives, Inc.	Wire	4/2/2015	\$ 48,998.00	\$ 1,593.65	\$ 48,998.00	\$ 1,593.65	\$ 12,249.50
Lowenstein Sandler LLP	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 33,741.10	\$ -	\$ 33,741.10	\$ -	\$ (33,741.10)
Lowenstein Sandler LLP	2/1/15-2/28/15	\$ 34,992.61	Universal Cooperatives, Inc.	Wire	5/7/2015	\$ 27,281.60	\$ 890.61	\$ 27,281.60	\$ 890.61	\$ 6,820.40
Lowenstein Sandler LLP	03/01/15-03/31/15	\$ 57,053.17	Universal Cooperatives, Inc.	Wire	6/17/2015	\$ 44,912.00	\$ 913.17	\$ 44,912.00	\$ 913.17	\$ 11,228.00
Lowenstein Sandler LLP	04/01/15-04/30/15	\$ 35,174.21	Universal Cooperatives, Inc.	Wire	7/15/2015	\$ 28,054.80	\$ 105.71	\$ 28,054.80	\$ 105.71	\$ 7,013.70
Lowenstein Sandler LLP	02/01/15-04/30/15		Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 25,062.10	\$ -	\$ 25,062.10	\$ -	\$ (25,062.10)
Lowenstein Sandler LLP	05/01/15 - 05/31/15	\$ 35,452.41	Universal Cooperatives, Inc.	Wire	8/25/2015	\$ 28,354.40	\$ 9.41	\$ 28,354.40	\$ 9.41	\$ 7,088.60
Lowenstein Sandler LLP	06/01/15 - 06/30/15	\$ 17,871.70	Universal Cooperatives, Inc.	Wire	9/14/2015	\$ 14,246.00	\$ 64.20	\$ 14,246.00	\$ 64.20	\$ 3,561.50
Lowenstein Sandler LLP Total		\$ 772,252.63						\$ 749,796.65	\$ 11,805.88	\$ 10,650.10

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period:

September 2015

Schedule Of Professional Fees And Expenses Paid
(From case inception to current month)

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date		Amount Remaining
				Number	Date	Fees	Expenses	Fees	Expenses	
EisnerAmper LLP	5/30/14-6/30/14	\$ 38,005.56	Universal Cooperatives, Inc.	Wire	8/25/2014	\$ 28,752.00	\$ 2,065.56	\$ 28,752.00	\$ 2,065.56	\$ 7,188.00
EisnerAmper LLP	7/1/14-7/31/14	\$ 36,201.00	Universal Cooperatives, Inc.	Wire	9/22/2014	\$ 28,000.00	\$ 1,201.00	\$ 28,000.00	\$ 1,201.00	\$ 7,000.00
EisnerAmper LLP	5/11/14-7/31/14	\$ -	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 14,188.00	\$ -	\$ 14,188.00	\$ -	\$ (14,188.00)
EisnerAmper LLP	8/1/14-8/31/14	\$ 35,547.30	Universal Cooperatives, Inc.	Wire	10/24/2014	\$ 28,000.00	\$ 547.30	\$ 28,000.00	\$ 547.30	\$ 7,000.00
EisnerAmper LLP	9/1/14-9/30/14	\$ 35,000.00	Universal Cooperatives, Inc.	Wire	11/24/2014	\$ 28,000.00	\$ -	\$ 28,000.00	\$ -	\$ 7,000.00
EisnerAmper LLP	10/1/14-10/31/14	\$ 35,000.00	Universal Cooperatives, Inc.	Wire	12/22/2014	\$ 28,000.00	\$ -	\$ 28,000.00	\$ -	\$ 7,000.00
EisnerAmper LLP	8/1/14-10/31/14	\$ -	Universal Cooperatives, Inc.	Wire	1/27/2015	\$ 21,000.00	\$ -	\$ 21,000.00	\$ -	\$ (21,000.00)
EisnerAmper LLP	11/1/14-11/30/14	\$ 23,200.91	Universal Cooperatives, Inc.	Wire	2/4/2015	\$ 17,358.00	\$ 1,503.41	\$ 17,358.00	\$ 1,503.41	\$ 4,339.50
EisnerAmper LLP	12/1/14-12/31/14	\$ 14,699.00	Universal Cooperatives, Inc.	Wire	2/27/2015	\$ 11,759.20	\$ -	\$ 11,759.20	\$ -	\$ 2,939.80
EisnerAmper LLP	1/1/15-1/31/15	\$ 14,362.35	Universal Cooperatives, Inc.	Wire	4/2/2015	\$ 11,416.80	\$ 91.35	\$ 11,416.80	\$ 91.35	\$ 2,854.20
EisnerAmper LLP	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 10,133.50	\$ -	\$ 10,133.50	\$ -	\$ (10,133.50)
EisnerAmper LLP	2/1/15-2/28/15	\$ 14,036.00	Universal Cooperatives, Inc.	Wire	5/7/2015	\$ 10,589.60	\$ 799.00	\$ 10,589.60	\$ 799.00	\$ 2,647.40
EisnerAmper LLP	03/01/15-03/31/15	\$ 12,814.50	Universal Cooperatives, Inc.	Wire	6/17/2015	\$ 10,251.60	\$ -	\$ 10,251.60	\$ -	\$ 2,562.90
EisnerAmper LLP	04/01/15-04/30/15	\$ 3,312.00	Universal Cooperatives, Inc.	Wire	6/23/2015	\$ 2,649.60	\$ -	\$ 2,649.60	\$ -	\$ 662.40
EisnerAmper LLP	02/01/15-04/30/15	\$ -	Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 5,872.70	\$ -	\$ 5,872.70	\$ -	\$ (5,872.70)
EisnerAmper LLP	05/01/15 - 06/30/15	\$ 2,541.00	Universal Cooperatives, Inc.	Wire	8/10/2015	\$ 2,032.80	\$ -	\$ 2,032.80	\$ -	\$ 508.20
EisnerAmper LLP Total		\$ 264,719.62						\$ 258,003.80	\$ 6,207.62	\$ 508.20
Kelly Garfinkle Strategic Restructuring	11/1/14-1/31/15	\$ 30,000.00	Universal Cooperatives, Inc.	Wire	3/10/2015	\$ 24,000.00	\$ -	\$ 24,000.00	\$ -	\$ 6,000.00
Kelly Garfinkle Strategic Restructuring	11/1/14-1/31/15	\$ -	Universal Cooperatives, Inc.	Wire	4/23/2015	\$ 6,000.00	\$ -	\$ 6,000.00	\$ -	\$ (6,000.00)
Kelly Garfinkle Strategic Restructuring	2/1/15-3/31/15	\$ 21,114.86	Universal Cooperatives, Inc.	Wire	5/5/2015	\$ 16,000.00	\$ 1,114.86	\$ 16,000.00	\$ 1,114.86	\$ 4,000.00
Kelly Garfinkle Strategic Restructuring	02/01/15-03/31/15	\$ -	Universal Cooperatives, Inc.	Wire	7/24/2015	\$ 4,000.00	\$ -	\$ 4,000.00	\$ -	\$ (4,000.00)
Kelly Garfinkle Strategic Restructuring Total		\$ 51,114.86						\$ 50,000.00	\$ 1,114.86	\$ -
Total Amount Paid This Period:								\$ 128,040.18	\$ 7,287.96	

MOR-2

Statement Of Operations

Revenues	September	Cummulative Filing To Date
Gross Revenues	-	338,119
Less: Returns and Allowances	-	-
Net Revenue	-	338,119
Cost Of Goods Sold		
Cost of good sold	-	814,562
Gross Profit	-	(476,443)
Operating Expenses		
Salaries and wages	31,446	1,048,064
Insider compensation	-	725,355
Travel expenses	2,471	48,473
Leased auto	-	15,766
Insurance	147	239,455
Advertising	-	(72)
Taxes - Payroll	1,149	108,794
Taxes - Real Estate	-	101,226
Licenses, Fees & Other Taxes	-	354,505
Rent Expense	1,030	213,250
Office/Meeting Expense	15,428	205,652
Consultants	19,111	307,220
Legal/Audit Expense	-	229,833
Bad Debts/Collections	-	1,316
Factory Expense	-	1
Repairs & Maintenance	-	133,837
Utilities	1,284	172,728
Label Registration & Regulatory Expense	-	-
Financing Costs/Bank Charges	1,252	331,107
Miscellaneous (Income)/Expense	(8,992)	(430,162)
Warehouse expense	-	10,562
Other Financing Expenses	-	6,343,648
Other	291	32,062
Total Operating Expenses before Depreciation	64,615	10,192,621
Depreciation	-	44,697
Net Profit (Loss) before Other Income & Expenses	(64,615)	(10,713,761)
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	173,493
Interest Expense	-	79,881
Earnings/(Loss) in Joint Venture	-	(311,633)
Other Expense (attach schedule)	-	(125)
Net Profit (Loss) before reorganization items	(64,615)	(10,931,657)
Reorganization Items		
Professional fees - bankruptcy	135,328	5,719,696
U.S. Trustee Quarterly Fees	651	7,626
Interest earned on accum. Cash from Chapter 11	-	-
(Gain)/ Loss from sale of Assets/Business	-	6,805,812
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	135,979	12,533,134
Income Taxes	-	-
Net Profit (Loss)	(200,594)	(23,464,790)

Statement Of Operations

	September	Cumulative Filing To Date
Revenues		
Gross Revenues	-	704,203
Less: Returns and Allowances	-	(877)
Net Revenue	-	705,080
Cost Of Goods Sold		
Cost of good sold	-	1,475,205
Gross Profit	-	(770,125)
Operating Expenses		
Salaries and wages	-	39,732
Insider compensation	-	-
Travel expenses	-	2,833
Leased auto	-	-
Insurance	-	-
Advertising	-	-
Taxes - Payroll	-	3,474
Taxes - Real Estate	-	(1,101)
Licenses, Fees & Other Taxes	-	654
Rent Expense	-	2,022
Office/Meeting Expense	-	22,491
Consultants	-	14,964
Legal/Audit Expense	-	-
Bad Debts/Collections	-	-
Factory Expense	-	710
Repairs & Maintenance	-	7,541
Utilities	-	21,009
Label Registration & Regulatory Expense	-	137,332
Financing Costs/Bank Charges	-	-
Miscellaneous (Income)/Expense	-	-
Warehouse expense	-	1,991
Other Financing Expenses	-	5,477
Other	-	1,543,425
Total Operating Expenses before Depreciation	-	1,802,554
Depreciation	-	21,444
Net Profit (Loss) before Other Income & Expenses	-	(2,594,123)
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	-
Interest Expense	-	(38,612)
Earnings/(Loss) in Joint Venture	-	-
Other Expense (attach schedule)	-	-
Net Profit (Loss) before reorganization items	-	(2,555,511)
Reorganization Items		
Professional fees - bankruptcy	-	11,050
U.S. Trustee Quarterly Fees	-	-
Interest earned on accum. Cash from Chapter 11	-	-
(Gain)/ Loss from sale of Assets/Business	-	(30,000)
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	-	(18,950)
Income Taxes	-	-
Net Profit (Loss)	-	(2,536,561)

Statement Of Operations

Revenues	September	Cummulative Filing To Date
Gross Revenues	-	16,132
Less: Returns and Allowances	-	-
Net Revenue	-	16,132
Cost Of Goods Sold		
Cost of good sold	-	(75,695)
Gross Profit	-	91,827
Operating Expenses		
Salaries and wages	-	352,169
Insider compensation	-	-
Travel expenses	-	14,681
Leased auto	-	18,631
Insurance	-	20,052
Advertising	-	42,192
Taxes - Payroll	-	21,237
Taxes - Real Estate	-	-
Licenses, Fees & Other Taxes	-	(3,904)
Rent Expense	-	25,042
Office/Meeting Expense	-	4,154
Consultants	-	4,549
Legal/Audit Expense	-	-
Bad Debts/Collections	-	(79,631)
Factory Expense	-	-
Repairs & Maintenance	-	5,422
Utilities	-	18,920
Label Registration & Regulatory Expense	-	-
Financing Costs/Bank Charges	-	145,585
Miscellaneous (Income)/Expense	-	50
Warehouse expense	-	450
Other Financing Expenses	-	5,390
Other	-	-
Total Operating Expenses before Depreciation	-	594,989
Depreciation	-	2,319
Net Profit (Loss) before Other Income & Expenses	-	(505,481)
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	-
Interest Expense	-	10,031
Earnings/(Loss) in Joint Venture	-	-
Other Expense (attach schedule)	-	-
Net Profit (Loss) before reorganization items	-	(515,512)
Reorganization Items		
Professional fees - bankruptcy	-	11,375
U.S. Trustee Quarterly Fees	-	-
Interest earned on accum. Cash from Chapter 11	-	-
(Gain)/ Loss from sale of Assets/Business	-	(453,286)
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	-	(441,911)
Income Taxes	-	-
Net Profit (Loss)	-	(73,601)

Statement Of Operations

Revenues	September	Cummulative Filing To Date
Gross Revenues	-	10,320,024
Less: Returns and Allowances	-	21,220
Net Revenue	-	10,298,804
Cost Of Goods Sold		
Cost of good sold	-	9,712,697
Gross Profit	-	586,107
Operating Expenses		
Salaries and wages	-	206,821
Insider compensation	-	96,258
Travel expenses	-	27,331
Leased auto	-	48,793
Insurance	-	45,085
Advertising	-	29,912
Taxes - Payroll	-	34,484
Taxes - Real Estate	-	900
Licenses, Fees & Other Taxes	-	6,515
Rent Expense	-	723
Office/Meeting Expense	-	9,005
Consultants	-	5,610
Legal/Audit Expense	-	7,500
Bad Debts/Collections	-	(33,000)
Factory Expense	-	-
Repairs & Maintenance	-	5,610
Utilities	-	19,607
Label Registration & Regulatory Expense	-	-
Financing Costs/Bank Charges	-	376,097
Miscellaneous (Income)/Expense	-	(129,885)
Warehouse expense	-	163,525
Other Financing Expenses	-	5,822
Other	-	4,095
Total Operating Expenses before Depreciation	-	930,808
Depreciation	-	178,928
Net Profit (Loss) before Other Income & Expenses	-	(523,629)
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	-
Interest Expense	-	89,589
Earnings/(Loss) in Joint Venture	-	-
Other Expense (attach schedule)	-	95
Net Profit (Loss) before reorganization items	-	(613,313)
Reorganization Items		
Professional fees - bankruptcy	-	33,000
U.S. Trustee Quarterly Fees	-	-
Interest earned on accum. Cash from Chapter 11	-	-
(Gain)/ Loss from sale of Assets/Business	-	(3,214,013)
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	-	(3,181,013)
Income Taxes	-	-
Net Profit (Loss)	-	2,567,700

Statement Of Operations

Revenues	September	Cummulative Filing To Date
Gross Revenues	-	-
Less: Returns and Allowances	-	-
Net Revenue	-	-
Cost Of Goods Sold		
Cost of good sold	-	-
Gross Profit	-	-
Operating Expenses		
Salaries and wages	-	-
Insider compensation	-	-
Travel expenses	-	-
Leased auto	-	-
Insurance	-	-
Advertising	-	-
Taxes - Payroll	-	-
Taxes - Real Estate	-	-
Licenses, Fees & Other Taxes	-	-
Rent Expense	-	-
Office/Meeting Expense	-	-
Consultants	-	-
Legal/Audit Expense	-	975
Bad Debts/Collections	-	-
Factory Expense	-	-
Repairs & Maintenance	-	-
Utilities	-	-
Label Registration & Regulatory Expense	-	-
Financing Costs/Bank Charges	-	272
Miscellaneous (Income)/Expense	-	-
Warehouse expense	-	-
Other Financing Expenses	-	-
Other	-	-
Total Operating Expenses before Depreciation	-	1,247
Depreciation	-	-
Net Profit (Loss) before Other Income & Expenses	-	(1,247)
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	-
Interest Expense	-	-
Other Expense (attach schedule)	-	-
Net Profit (Loss) before reorganization items	-	(1,247)
Reorganization Items		
Professional fees	-	-
U.S. Trustee Quarterly Fees	-	-
Interest earned on accum. Cash from Chapter 11 (Gain)/ Loss from sale of Assets/Business	-	-
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	-	-
Income Taxes	-	-
Net Profit (Loss)	-	(1,247)

Statement Of Operations

Revenues	September	Cummulative Filing To Date
Gross Revenues	-	-
Less: Returns and Allowances	-	-
Net Revenue	0	0
Cost Of Goods Sold		
Cost of good sold	-	-
Gross Profit	0	0
Operating Expenses		
Salaries and wages	-	-
Insider compensation	-	-
Travel expenses	-	-
Leased auto	-	-
Insurance	-	-
Advertising	-	-
Taxes - Payroll	-	-
Taxes - Real Estate	-	-
Licenses, Fees & Other Taxes	-	-
Rent Expense	-	-
Office/Meeting Expense	-	-
Consultants	-	-
Legal/Audit Expense	-	-
Bad Debts/Collections	-	-
Factory Expense	-	-
Repairs & Maintenance	-	-
Utilities	-	-
Label Registration & Regulatory Expense	-	-
Financing Costs/Bank Charges	-	-
Miscellaneous (Income)/Expense	-	-
Warehouse expense	-	-
Other Financing Expenses	-	-
Other	-	-
Total Operating Expenses before Depreciation	0	0
Depreciation	-	-
Net Profit (Loss) before Other Income & Expenses	0	0
Other Income and Expenses		
Other Income (attach schedule)	-	-
Rental Income	-	-
Interest Expense	-	-
Other Expense (attach schedule)	-	-
Net Profit (Loss) before reorganization items	-	-
Reorganization Items		
Professional fees	-	-
U.S. Trustee Quarterly Fees	-	-
Interest earned on accum. Cash from Chapter 11	-	-
(Gain)/ Loss from sale of Assets/Business	-	-
Other reorganization expenses (attach schedule)	-	-
Total Reorganization Expenses	-	-
Income Taxes	-	-
Net Profit (Loss)	-	-

MOR-3

In re: Universal Cooperatives, Inc.
Debtor - Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)
Reporting Period: September 2015

CONSOLIDATED BALANCE SHEET
(Universal Cooperatives; Heritage Trading Company; Universal Crop Protection Alliance)

Assets	Book Value At End Of Sep-15	Book Value On Petition Date
CURRENT ASSETS		
Unrestricted cash and equivalents	10,600,804	678,527
Restricted cash and equivalents		0
Account receivable (net)	1,150,582	11,649,896
Notes receivable		0
Inventories		10,078,766
Prepaid expenses	647,588	1,457,036
Professional retainers		0
Miscellaneous Receivable		281,406
Other current assets-Deferred charges, Advances	384,406	1,689,882
Other current assets (attach schedule)		0
TOTAL CURRENT ASSETS	12,783,380	25,835,513
PROPERTY AND EQUIPMENT		
Real property and improvements	36,721	8,937,071
Machinery and equipment	5,286,874	28,325,845
Furniture, fixtures and office equipment	478,575	871,011
Leasehold improvements		354,960
Vehicles		66,850
Less accumulated depreciation	(5,758,785)	(31,888,207)
TOTAL PROPERTY & EQUIPMENT	43,384	6,667,530
OTHER ASSETS		
Loans to insiders		0
Intercompany investment	1,542,528	9,138,625
Investment in affiliates	2,214,762	4,217,969
Deferred Charges		842,735
Deferred Tax Asset		5,244,813
Intangibles		2,086,132
Other Assets-Property Held for Resale	391,304	0
Other assets (attach schedule)		0
TOTAL OTHER ASSETS	4,148,594	21,530,274
TOTAL ASSETS	16,975,358	54,033,317

LIABILITIES and PATRON'S EQUITY	Book Value On Petition Date	
LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)		
Accounts payable	0	0
Taxes payable	5,485	0
Wage payable		0
Notes payable		0
Rent/lease - building/equipment		0
Secured debt/adequate protection payments		0
Professional fees		0
Amounts due insiders		0
Miscellaneous Accruals-Interest, Withholdings, Expenses	0	0
Other postpetition liabilities (attach schedule)		0
TOTAL POSTPETITION LIABILITIES	5,485	0
LIABILITIES SUBJECT TO COMPROMISE (Pre-petition)		
Secured debt	0	(12,749,567)
Priority debt	(412,298)	(728,085)
Unsecured debt	(56,956,498)	(58,029,404)
TOTAL PRE-PETITION LIABILITIES	(57,368,796)	(71,507,056)
TOTAL LIABILITIES	(57,363,311)	(71,507,056)
PATRON'S EQUITY		
Common stock	(140,000)	(140,000)
Certificates of participation	(54,363,612)	(54,363,612)
Additional paid in capital	(1,000,000)	(1,000,000)
Foreign exchange difference	772,238	145,350
Unallocated reserve	45,290,593	36,607,268
Accumulated other comprehensive (income)/loss	14,895,119	14,367,572
Retained earnings - prepetition	5,957,280	5,957,280
Retained earnings - post petition thru July 2014	17,954,613	0
Retained earnings - post petition FY2015 (Aug2014 - now)	5,552,684	0
TOTAL PATRON'S EQUITY	34,918,915	1,573,858
TOTAL LIABILITIES AND PATRON'S EQUITY	(22,444,396)	(69,933,198)

NOTE: This consolidated balance sheet excludes certain receivables related to foreign non-debtor affiliates.

In re: Universal Cooperatives, Inc.
Debtor - Agrilon International, LLCCase No. 14-11187 (MFW)
Reporting Period:

September 2015

BALANCE SHEET

Assets	Book Value At End Of Current Reporting Month	Book Value On Petition Date
CURRENT ASSETS		
Unrestricted cash and equivalents		7,153
Restricted cash and equivalents		
Account receivable (net)		
Notes receivable		
Inventories		
Prepaid expenses		
Professional retainers		
Miscellaneous Receivable		
Other current assets-Deferred charges, Advances		
Other current assets (attach schedule)		
TOTAL CURRENT ASSETS	0	7,153
PROPERTY AND EQUIPMENT		
Real property and improvements		
Machinery and equipment		
Furniture, fixtures and office equipment		
Leasehold improvements		
Vehicles		
Less accumulated depreciation		
TOTAL PROPERTY & EQUIPMENT	0	0
OTHER ASSETS		
Loans to insiders		
Intercompany investment		
Investment in affiliates		
Deferred Charges		
Deferred Tax Asset		
Intangibles		
Other assets (attach schedule)		
TOTAL OTHER ASSETS	0	0
TOTAL ASSETS	0	7,153

LIABILITIES and PATRON'S EQUITY	Book Value At End Of Current Reporting Month	Book Value On Petition Date
LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)		
Accounts payable		
Taxes payable		
Wage payable		
Notes payable		
Rent/lease - building/equipment		
Secured debt/adequate protection payments		
Professional fees		
Amounts due insiders		
Miscellaneous Accruals-Interest, Withholdings, Expenses		
Other postpetition liabilities (attach schedule)		
TOTAL POSTPETITION LIABILITIES	0	0
LIABILITIES SUBJECT TO COMPROMISE (Pre-petition)		
Secured debt		
Priority debt		
Unsecured debt		(1,115)
TOTAL PRE-PETITION LIABILITIES	0	(1,115)
TOTAL LIABILITIES	0	(1,115)
PATRON'S EQUITY		
Common stock		
Capital Account - UCPA	0	(6,039)
Additional paid in capital		
Foreign exchange difference		
Unallocated reserve		
Accumulated other comprehensive (income)/loss		
Retained earnings - prepetition		
Retained earnings - post petition		
TOTAL PATRON'S EQUITY	0	(6,039)
TOTAL LIABILITIES AND PATRON'S EQUITY	0	(7,153)

In re: Universal Cooperatives, Inc.
Debtor - Palaval, Inc.Case No. 14-11187 (MFW)
Reporting Period:

September 2015

BALANCE SHEET

Assets	Book Value At End Of Current Reporting Month	Book Value On Petition Date
CURRENT ASSETS		
Unrestricted cash and equivalents		
Restricted cash and equivalents		
Account receivable (net)		
Notes receivable		
Inventories		
Prepaid expenses		
Professional retainers		
Miscellaneous Receivable		
Other current assets-Deferred charges, Advances:		
Other current assets (attach schedule)		
TOTAL CURRENT ASSETS	0	0
PROPERTY AND EQUIPMENT		
Real property and improvements		
Machinery and equipment		
Furniture, fixtures and office equipment		
Leasehold improvements		
Vehicles		
Less accumulated depreciation		
TOTAL PROPERTY & EQUIPMENT	0	0
OTHER ASSETS		
Loans to insiders		
Intercompany investment		
Investment in affiliates		
Deferred Charges		
Deferred Tax Asset		
Intangibles		
Other assets (attach schedule)		
TOTAL OTHER ASSETS	0	0
TOTAL ASSETS	0	0

LIABILITIES and PATRON'S EQUITY	Book Value At End Of Current Reporting Month	Book Value On Petition Date
LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)		
Accounts payable		
Taxes payable		
Wage payable		
Notes payable		
Rent/lease - building/equipment		
Secured debt/adequate protection payments		
Professional fees		
Amounts due insiders		
Miscellaneous Accruals-Interest, Withholdings, Expenses:		
Other postpetition liabilities (attach schedule)		
TOTAL POSTPETITION LIABILITIES	0	0
LIABILITIES SUBJECT TO COMPROMISE (Pre-petition)		
Secured debt		
Priority debt		
Unsecured debt		
TOTAL PRE-PETITION LIABILITIES		
TOTAL LIABILITIES	0	0
PATRON'S EQUITY		
Common stock		
Certificates of participation		
Additional paid in capital		
Foreign exchange difference		
Unallocated reserve		
Accumulated other comprehensive (income)/loss		
Retained earnings - prepetition		
Retained earnings - post petition		
TOTAL PATRON'S EQUITY	0	0
TOTAL LIABILITIES AND PATRON'S EQUITY	0	0

MOR-4

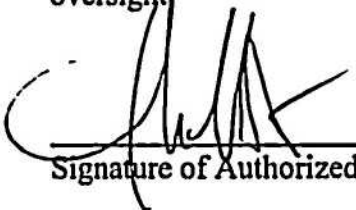
In re: Universal Cooperatives, Inc. et al.

Form No.: MOR-4
Case No.: 14-11187 (MFW)
Reporting Period: September 2015

Status of Post-Petition Taxes

The debtors hereby submit this attestation regarding the status of post-petition taxes of the debtors.

I attest that (a) I have not received any invoices or statements in connection with unpaid or delinquent federal, state, or local taxes; have promptly remediated any such non-payments or delinquencies that may have arisen due to unintentional oversight; or have a good faith basis for disputing such invoices or statements, and (b) on information and belief, and to the best of my knowledge, each of the debtors has filed all necessary federal, state, and local income tax returns and made all required post-petition tax payments in connection therewith on a timely basis or have promptly remediated any late filing or payments that may have arisen due to unintentional oversight



Signature of Authorized Individual

10-16-2015

Date

THOMAS H. VICKER

Printed Name of Authorized Individual

PRESIDENT & SECRETARY

Title of Authorized Individual

In re: Universal Cooperatives, Inc.
Debtor-Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-					-
Wages Payable	-					-
Taxes Payable	-					-
Rent/Leases-Building	-					-
Rent/Leases-Equipment	-					-
Secured Debt/Adequate Protection Payments	-					-
Professional Fees	-					-
Amounts Due to Insiders*	-					-
Other: Insurance Premium Payments	-					-
Other:	-					-
Total Postpetition Debts	-	-	-	-	-	-

In re: Universal Cooperatives, Inc.
 Debtor-Universal Crop Protection Alliance, LLC

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-					-
Wages Payable	-					-
Taxes Payable	-					-
Rent/Leases-Building	-					-
Rent/Leases-Equipment	-					-
Secured Debt/Adequate Protection Payments	-					-
Professional Fees	-					-
Amounts Due to Insiders*	-					-
Other:	-					-
Other:	-					-
Total Postpetition Debts	-	-	-	-	-	-

In re: Universal Cooperatives, Inc.
Debtor-Heritage Trading Company, LLC

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-					-
Wages Payable	-					-
Taxes Payable	-					-
Rent/Leases-Building	-					-
Rent/Leases-Equipment	-					-
Secured Debt/Adequate Protection Payments	-					-
Professional Fees	-					-
Amounts Due to Insiders*	-					-
Other:	-					-
Other:	-					-
Total Postpetition Debts	-	-	-	-	-	-

In re: Universal Cooperatives, Inc.
Debtor-Bridon Cordage, LLC

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-					-
Wages Payable	-					-
Taxes Payable	-					-
Rent/Leases-Building	-					-
Rent/Leases-Equipment	-					-
Secured Debt/Adequate Protection Payments	-					-
Professional Fees	-					-
Amounts Due to Insiders*	-					-
Other: Utilities	-					-
Other:	-					-
Total Postpetition Debts	-	-	-	-	-	-

In re: Universal Cooperatives, Inc.
Debtor-Agrilon International, LLC

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-					-
Wages Payable						-
Taxes Payable						-
Rent/Leases-Building						-
Rent/Leases-Equipment						-
Secured Debt/Adequate Protection Payments						-
Professional Fees						-
Amounts Due to Insiders*						-
Other:						-
Other:						-
Total Postpetition Debts	-	-	-	-	-	-

In re: Universal Cooperatives, Inc.
Debtor-Pavalon Inc.

Case No. 14-11187 (MFW)

Reporting Period:

September 2015

Summary Of Unpaid Postpetition Debts

	Number Of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	-	-	-	-	-	-
Wages Payable	-	-	-	-	-	-
Taxes Payable	-	-	-	-	-	-
Rent/Leases-Building	-	-	-	-	-	-
Rent/Leases-Equipment	-	-	-	-	-	-
Secured Debt/Adequate Protection Payments	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-
Amounts Due to Insiders*	-	-	-	-	-	-
Other:	-	-	-	-	-	-
Other:	-	-	-	-	-	-
Total Postpetition Debts	-	-	-	-	-	-

MOR-5

In re: Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)

September 2015

Accounts Receivable Reconciliation And Aging

Accounts Receivable Reconciliation	Amount
Total Accounts Receivable at the beginning of the reporting period	1,290,419
+ Amounts billed during the period	15,121
- Adjustments (offsets and deposit billings)	(0)
- Amounts collected during the period	<u>(8,992)</u>
Total Accounts Receivable at the end of the reporting period	<u>1,296,547</u>
Accounts Receivable Aging	Amount
0-30 day past due	10,653
31-60 days past due	
61-90 days past due	-
91+ days past due	<u>1,285,895</u>
Total Accounts Receivable	1,296,548
Amount considered uncollectible (Bad Debt) *	<u>1,285,895</u>
Accounts Receivable (Net) **	<u>10,653</u>

*Amount in GL for doubtful accounts (14300 account) - \$146,483.24

Most all of the A/R is for customers with deposit billing balance:
or prepay funds and thus collectability is questionable

** The Accounts Receivable (Net) are the Bridon Cordage weekly
transition services.

In re: Universal Cooperatives, Inc.

Case No. 14-11187 (MFW)

September 2015

MOR-5 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 to the Delaware Local Rule 4001-3.		X