

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF SOUTH CAROLINA

<p>In re:</p> <p>BI-LO, LLC <i>et al.</i>,</p> <p>Debtors.<sup>1</sup></p>	§ § § § § § §	<p>Case No. 09-02140 (HB)</p> <p>Chapter 11</p> <p>(Joint Administration)</p>
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MONTHLY OPERATING REPORT

May 24, 2009 to June 20, 2009<sup>2</sup>

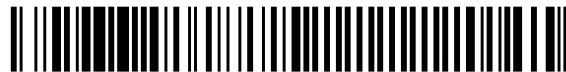
FINANCIAL BACKGROUND INFORMATION

1. **NAISC CODE:** 445110      **NATURE OF BUSINESS:** Supermarket Operator
2. **PREPARER:** State the name, address, telephone number and position of the person who actually compiled the information contained in this report.  
  
Kenneth E. Jones, SVP Finance and Treasurer and staff; 208 BI-LO Boulevard, Greenville, SC; (864) 987-8380
3. **NUMBER OF EMPLOYEES** paid during this period:
 

<u>Payment Date</u>	<u>Number of Employees Paid</u>
5/29/09	14,008
6/05/09	13,973
6/12/09	14,002
6/19/09	13,912
4. Have there been any **CHANGES IN THE NATURE OF YOUR BUSINESS** since the last reporting period? NO
5. Are all **BUSINESS LICENSES** current? YES
6. **PRE-PETITION ACCOUNTS RECEIVABLE:**  
  
See attached Exhibit 1.

<sup>1</sup> The Debtors and the last four digits of their respective tax identification numbers are: BI-LO, LLC (0130); BI-LO Holding, LLC (5011); BG Cards, LLC (4159); ARP Ballentine LLC (6936); ARP James Island LLC (9163); ARP Moonville LLC (0930); ARP Chickamauga LLC (9515); ARP Morganton LLC (4010); ARP Hartsville LLC (7906); and ARP Winston Salem LLC (2540).

<sup>2</sup> As is customary in the retail industry, all of the Debtors' financial information is accumulated in 13 four-week periods with its fiscal year ending on the Saturday closest to December 31.



**MONTHLY OPERATING REPORT**  
**May 24, 2009 to June 20, 2009**  
**Case No. 09-02140 (HB)**

**7. POST-PETITION ACCOUNTS RECEIVABLE:**

See attached Exhibit 1.

**8. POST-PETITION ACCOUNTS PAYABLE:**

0-30 Days: \$37,344,698      31-60 Days: \$102,133      Over 60 Days: \$0

If there are any post-petition Accounts Payable over 30 days, provide schedule AP giving a listing of such accounts and explain the delinquencies.

NOTE: The accounts payable listed above in the 31-60 day category are not delinquent. These amounts represent payables to vendors who have extended the Debtors greater than 30 day terms.

See attached Exhibit 2 for a detail of court approved payments of pre-petition obligations.

**9. TAXES.** Are all taxes being paid to the proper taxing authorities when due? YES

See attached Exhibits 3(a) and 3(b).

**10. ESCROW ACCOUNTS.** Are you utilizing your tax account only for deposits and payment of payroll and sales taxes? NO

All payroll taxes are submitted directly to the relevant taxing authority by means of an ACH draft every Monday.

**11. Are all BOOKS AND RECORDS** of the debtors being maintained monthly and are all current? YES

**12. INSURANCE EXPIRATION STATEMENT.**

See attached Exhibit 4.

**13. ACTIONS OF THE DEBTORS.** During the last month, did the debtors:

(A) Fail to defend or not oppose any action seeking to dispossess the debtors from control or custody of any asset of the estate? NO

(B) Maintain such stock, inventory, raw materials, insurance, employees and other resources necessary to preserve and maintain the going-concern value of the assets of the debtors? YES

**14. TRANSFER OR SALE OF PROPERTY.** Did the debtors or any person with control over any of the debtors' assets transfer, convey or abandon any of the debtors' assets to another party during the period of this report other than as set forth herein (including sales by creditors)? YES – All proceeds were paid to term lenders as adequate protection payments. See Exhibit 5.

**MONTHLY OPERATING REPORT**

**May 24, 2009 to June 20, 2009**

**Case No. 09-02140 (HB)**

**15. PAYMENTS TO SECURED CREDITORS** during the reporting period:

See attached Exhibit 5.

**16. PAYMENTS TO PROFESSIONALS** (Attorneys, Accountants, Real Estate Agents, Auctioneers, Appraisers, ect.) during the reporting period:

See attached Exhibit 6.

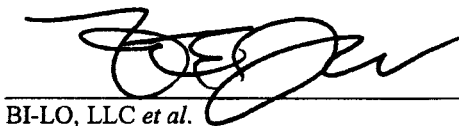
**17. QUARTERLY U.S. TRUSTEE FEES** paid during the reporting period:

NONE

**18. VERIFICATION:** I declare under penalty of perjury that the information contained in this monthly operating report (including the attached schedules) is true and correct to the best of my knowledge, information and belief.

7/20/09

Date



BI-LO, LLC *et al.*

By: Kenneth E. Jones, SVP Finance and Treasurer, BI-LO, LLC

208 BI-LO Boulevard

Greenville, SC 29607

(864) 987-8380

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF SOUTH CAROLINA**

<b>In re:</b>	§	
	§	<b>Case No. 09-02140 (HB)</b>
	§	
<b>BI-LO, LLC et al.,</b>	§	<b>Chapter 11</b>
	§	
<b>Debtors.<sup>1</sup></b>	§	<b>(Joint Administration)</b>
	§	

**MONTHLY OPERATING REPORT**

**May 24, 2009 to June 20, 2009<sup>2</sup>**

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**INCOME STATEMENT  
PERIOD ENDED JUNE 20, 2009  
UNAUDITED**

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**BI-LO Holding, LLC and Subsidiaries**  
**Period 6 ended June 20, 2009**  
**Income Statement (Unaudited) Vs. Plan and Prior Year**

(Amounts in thousands)

	<u>Period 6 ended 6/20/2009</u>
	<u>BI-LO Actual</u>
Total sales	\$ 202,570
Cost of goods sold	145,746
<b>Gross profit pre-distribution</b>	<u>56,824</u>
Warehouse & transportation	4,657
<b>Gross profit after distribution</b>	<u>52,167</u>
Other net revenue	1,217
<b>Income before expenses</b>	<u>53,384</u>
Store labor and benefits	24,113
Advertising	1,829
Store rent expense	5,881
Other store operating expenses	9,501
<b>Total costs and expenses</b>	<u>41,324</u>
<b>Store EBITDA</b>	12,060
Administrative expenses	4,892
Miscellaneous operating expenses	(75)
<b>Corporate Expenses</b>	<u>4,817</u>
Fully Loaded EBITDA	7,243
Plus: Capital lease rent reversal	4,691
<b>EBITDA</b>	<u>\$ 11,934</u>
Non-Operating:	
Closed store expenses	800
Gain/(loss) on asset disposals	(76)
Other Nonoperating	(2,468)
	<u>(1,744)</u>
Depreciation/Amortization:	
Store/Other Depreciation/Amort.	(4,287)
Capital Lease Amortization	(1,314)
Total Depreciation/Amortization	<u>(5,601)</u>
<b>Income From Operations</b>	4,589
Interest Expense:	
Capital Lease Interest	(3,291)
Bank/Cash Interest, net	(167)
Non-cash/other Interest	-
Continuing Operations Interest	<u>(3,458)</u>
Discontinued Operations:	
Gain/(Loss) Closed Stores/Disc Ops.	287
Capital Lease Interest - Closed Stores	(138)
Discontinued Operations	<u>149</u>
<b>Earnings Before Taxes</b>	1,280
Income Tax (Expense) / Benefit	<u>1</u>
<b>Net Income / (Loss)</b>	<u>\$ 1,281</u>

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF SOUTH CAROLINA**

**In re:**

**BI-LO, LLC *et al.*,**

**Debtors.<sup>1</sup>**

§  
§  
§  
§  
§  
§  
§

**Case No. 09-02140 (HB)**

**Chapter 11**

**(Joint Administration)**

**MONTHLY OPERATING REPORT**

**May 24, 2009 to June 20, 2009<sup>2</sup>**

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**BALANCE SHEET  
JUNE 20, 2009  
UNAUDITED**

---

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**BI-LO Holding, LLC and Subsidiaries**  
**Balance Sheet**  
**As of June 20, 2009**  
*(Amounts in thousands)*

	<b>Actual (Unaudited)</b>
	<b>June 20,</b>
	<b>2009</b>
	<hr/>
<b>Assets</b>	
Current assets	
Cash and cash equivalents	\$ 31,983
Accounts receivable, net of allowance for doubtful accounts	43,501
Receivable - related party	10,572
Inventories, net	173,863
Prepaid expenses and other current assets	17,337
Income taxes receivable	-
Deferred income taxes	7,004
Assets of discontinued operations	316
<b>Total current assets</b>	<hr/> <b>284,576</b> <hr/>
Noncurrent assets	
Property and equipment, net	436,161
Intangible assets, net	176,160
Other long-term assets	4,771
Assets of discontinued operations	10,505
<b>Total noncurrent assets</b>	<hr/> <b>627,597</b> <hr/>
<b>Total assets</b>	<hr/> <b>\$ 912,173</b> <hr/>
<b>Liabilities and membership interests</b>	
Current liabilities	
Accounts payable	\$ 37,445
Accrued payroll and related expenses	29,434
Cash overdraft	5,754
Other accrued expenses	69,797
Reserve for income taxes	15,519
Current maturities of obligations under capital leases	20,687
Obligations under revolving credit facility	10,336
Current maturities of notes payable	-
Liabilities of discontinued operations	1,340
<b>Total current liabilities</b>	<hr/> <b>190,312</b> <hr/>
Noncurrent liabilities	
Obligations under capital leases	324,093
Land lease obligations	61,329
Deferred income taxes	23,824
Other long-term liabilities	37,326
Liabilities of discontinued operations	17,073
<b>Total noncurrent liabilities</b>	<hr/> <b>463,645</b> <hr/>
<b>Total liabilities not subject to compromise</b>	<hr/> <b>653,957</b> <hr/>
Liabilities subject to compromise	
Accounts payable	48,370
Other accrued expenses - lease rejection claims	5,830
Term Note	260,307
Unapplied adequate protection payments to term lenders	(4,220)
<b>Total liabilities subject to compromise</b>	<hr/> <b>310,287</b> <hr/>
<b>Total liabilities</b>	<hr/> <b>964,244</b> <hr/>
<b>Commitments and contingencies</b>	
<b>Membership interests</b>	
Membership interests	90,614
Retained earnings (Accumulated deficit)	(142,685)
<b>Total membership interests</b>	<hr/> <b>(52,071)</b> <hr/>
<b>Total liabilities and membership interests</b>	<hr/> <b>\$ 912,173</b> <hr/>

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	§	<b>Chapter 11</b>
<b>Debtors.<sup>1</sup></b>	§	
	§	<b>(Joint Administration)</b>
	§	

**MONTHLY OPERATING REPORT**

**May 24, 2009 to June 20, 2009<sup>2</sup>**

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**CASH SUMMARY AND BANK ACCOUNT REPORTS  
JUNE 20, 2009**

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**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
CASH BALANCE REPORT BY BANK ACCOUNT**

<b>Bank Name</b>	<b>Store #</b>	<b>Acct. #</b>	<b>Bank Balance at 6/20/2009</b>
Bank of America	n/a	5759	5,000.00
Bank of America	n/a	3085	11,861.89
Bank of America	n/a	3124	120.00
<b>Bank of America Total</b>			<b>\$ 11,981.89</b>
Bank of Dade	333	145	19,921.87
<b>Bank of Dade Total</b>			<b>\$ 19,921.87</b>
Capital City Bank	224	0201	40,310.49
<b>Capital City Bank Total</b>			<b>\$ 40,310.49</b>
Farmers & Merchants Bank	431	905	14,490.54
<b>Farmers &amp; Merchants Bank Total</b>			<b>\$ 14,490.54</b>
JP Morgan Chase	n/a	4509	15,832.78
JP Morgan Chase	n/a	3373	-
<b>JP Morgan Chase Total</b>			<b>\$ 15,832.78</b>
Macon Bank	11	3427	62,987.86
<b>Macon Bank Total</b>			<b>\$ 62,987.86</b>
National City Bank	n/a	7276	8,729.46
<b>National City Bank Total</b>			<b>\$ 8,729.46</b>
Northeast Georgia Bank	173	12643	21,144.60
<b>Northeast Georgia Bank Total</b>			<b>\$ 21,144.60</b>
Regions	31	12686	24,899.22
Regions	291	7701	36,720.01
Regions	577	4381	34,674.71
<b>Regions Total</b>			<b>\$ 96,293.94</b>
United Community Bank	415	3390	15,063.04
<b>United Community Bank Total</b>			<b>\$ 15,063.04</b>
Wachovia	6	170653	-
Wachovia	12	170747	-
Wachovia	16	170734	-
Wachovia	22	172622	-
Wachovia	26	171979	-
Wachovia	32	171157	-
Wachovia	41	133067	-
Wachovia	42	171403	-
Wachovia	46	171461	-
Wachovia	57	170776	-
Wachovia	64	71238	-

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CASH BALANCE REPORT BY BANK ACCOUNT**

<b>Bank Name</b>	<b>Store #</b>	<b>Acct. #</b>	<b>Bank Balance at 6/20/2009</b>
Wachovia	65	1241	-
Wachovia	74	1762	-
Wachovia	85	3070	-
Wachovia	89	1445	-
Wachovia	92	0624	-
Wachovia	93	1982	-
Wachovia	97	0792	-
Wachovia	99	1940	-
Wachovia	101	2677	-
Wachovia	103	1791	-
Wachovia	104	1089	-
Wachovia	105	1047	-
Wachovia	107	1076	-
Wachovia	108	0446	-
Wachovia	113	1487	-
Wachovia	116	1050	-
Wachovia	135	1364	-
Wachovia	150	0637	-
Wachovia	153	1733	-
Wachovia	156	0420	-
Wachovia	158	2279	-
Wachovia	161	0899	-
Wachovia	164	2648	-
Wachovia	167	1416	-
Wachovia	168	1607	-
Wachovia	172	0857	-
Wachovia	178	1474	-
Wachovia	181	0970	-
Wachovia	182	1555	-
Wachovia	185	1924	-
Wachovia	188	0844	-
Wachovia	195	0640	-
Wachovia	199	0954	-
Wachovia	200	0459	-
Wachovia	202	0543	-
Wachovia	206	1953	-
Wachovia	211	1623	-
Wachovia	214	1458	-
Wachovia	217	1584	-
Wachovia	218	1212	-
Wachovia	219	2020	-
Wachovia	228	1186	-
Wachovia	229	0996	-
Wachovia	232	2402	-
Wachovia	237	0491	-
Wachovia	242	0527	-
Wachovia	246	1717	-

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 CASH BALANCE REPORT BY BANK ACCOUNT**

<b>Bank Name</b>	<b>Store #</b>	<b>Acct. #</b>	<b>Bank Balance at 6/20/2009</b>
Wachovia	256	0831	-
Wachovia	259	3096	-
Wachovia	262	1885	-
Wachovia	265	1539	-
Wachovia	266	1775	-
Wachovia	267	1432	-
Wachovia	268	2415	-
Wachovia	269	1128	-
Wachovia	270	0598	-
Wachovia	271	1209	-
Wachovia	272	0718	-
Wachovia	273	0705	-
Wachovia	274	0860	-
Wachovia	275	2651	-
Wachovia	276	2114	-
Wachovia	277	0608	-
Wachovia	279	0462	-
Wachovia	280	2512	-
Wachovia	282	1254	-
Wachovia	283	0938	-
Wachovia	284	1704	-
Wachovia	285	1335	-
Wachovia	286	1694	-
Wachovia	287	0530	-
Wachovia	288	1610	-
Wachovia	289	0763	-
Wachovia	290	1267	-
Wachovia	292	1856	-
Wachovia	296	1199	-
Wachovia	297	0873	-
Wachovia	298	1348	-
Wachovia	301	9923	-
Wachovia	305	9910	-
Wachovia	315	9907	-
Wachovia	324	0048	-
Wachovia	326	9884	-
Wachovia	335	9871	-
Wachovia	343	0051	-
Wachovia	346	0187	-
Wachovia	347	0284	-
Wachovia	349	0190	-
Wachovia	352	0307	-
Wachovia	356	9978	-
Wachovia	359	9868	-
Wachovia	373	2389	-
Wachovia	406	0213	-
Wachovia	408	1542	-

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<b>Bank Name</b>	<b>Store #</b>	<b>Acct. #</b>	<b>Bank Balance at 6/20/2009</b>
Wachovia	409	1759	-
Wachovia	410	1681	-
Wachovia	412	0035	-
Wachovia	413	0488	-
Wachovia	417	1296	-
Wachovia	419	0802	-
Wachovia	420	0983	-
Wachovia	421	3106	-
Wachovia	423	1898	-
Wachovia	427	4110	-
Wachovia	430	2392	-
Wachovia	432	3119	-
Wachovia	437	1005	-
Wachovia	442	1225	-
Wachovia	444	0514	-
Wachovia	445	0475	-
Wachovia	446	1429	-
Wachovia	448	2041	-
Wachovia	461	1021	-
Wachovia	510	9855	-
Wachovia	513	1322	-
Wachovia	514	1788	-
Wachovia	519	1500	-
Wachovia	521	3122	-
Wachovia	522	1869	-
Wachovia	525	2282	-
Wachovia	526	1377	-
Wachovia	530	0433	-
Wachovia	534	2619	-
Wachovia	536	3135	-
Wachovia	538	0093	-
Wachovia	539	0967	-
Wachovia	542	1843	-
Wachovia	547	1665	-
Wachovia	550	1144	-
Wachovia	552	0815	-
Wachovia	553	0909	-
Wachovia	554	2541	-
Wachovia	555	0912	-
Wachovia	558	1393	-
Wachovia	559	1092	-
Wachovia	560	1830	-
Wachovia	563	0721	-
Wachovia	566	0828	-
Wachovia	567	2570	-
Wachovia	568	0679	-
Wachovia	578	1380	-

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<u>Bank Name</u>	<u>Store #</u>	<u>Acct. #</u>	<u>Bank Balance at 6/20/2009</u>
Wachovia	580	1351	-
Wachovia	581	0666	-
Wachovia	582	2033	-
Wachovia	587	1115	-
Wachovia	593	1131	-
Wachovia	603	1597	-
Wachovia	604	1872	-
Wachovia	605	1966	-
Wachovia	606	9842	-
Wachovia	607	2017	-
Wachovia	608	0695	-
Wachovia	612	0925	-
Wachovia	613	0682	-
Wachovia	614	9839	-
Wachovia	615	1283	-
Wachovia	617	0200	-
Wachovia	620	1649	-
Wachovia	623	1678	-
Wachovia	624	2606	-
Wachovia	625	1814	-
Wachovia	626	0572	-
Wachovia	627	0349	-
Wachovia	631	2567	-
Wachovia	633	0533	-
Wachovia	634	1937	-
Wachovia	637	2431	-
Wachovia	638	2664	-
Wachovia	639	0336	-
Wachovia	640	1911	-
Wachovia	645	1173	-
Wachovia	653	0750	-
Wachovia	655	1319	-
Wachovia	661	9539	-
Wachovia	673	7314	-
Wachovia	700	0592	-
Wachovia	701	3926	-
Wachovia	702	9946	-
Wachovia	703	9973	-
Wachovia	704	9526	-
Wachovia	707	1553	-
Wachovia	709	0100	-
Wachovia	712	2486	-
Wachovia	713	0080	-
Wachovia	714	6185	-
Wachovia	715	6198	-
Wachovia	716	0556	-
Wachovia	717	6143	-

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Wachovia	718	6172	-
Wachovia	719	6224	-
Wachovia	720	6211	-
Wachovia	721	6208	-
Wachovia	722	6156	-
Wachovia	723	6169	-
Wachovia	726	2859	-
Wachovia		3368	83,050.43
Wachovia		4170	-
Wachovia		0046	5,175,800.97
Wachovia		1601	500,000.00
<b>Wachovia Total</b>			<b>\$ 5,758,851.40</b>
Wachovia Capital Markets		402	-
<b>Wachovia Capital Markets Total</b>			<b>\$ -</b>
Williamsburg First National	441	.0107	25,266.38
<b>Williamsburg First National Total</b>			<b>\$ 25,266.38</b>
<b>Grand Total</b>			<b>\$ 6,095,874.25</b>

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF SOUTH CAROLINA**

<b>In re:</b>	§	
	§	<b>Case No. 09-02140 (HB)</b>
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<b>BI-LO, LLC <i>et al.</i>,</b>	§	<b>Chapter 11</b>
	§	
<b>Debtors.<sup>1</sup></b>	§	<b>(Joint Administration)</b>
	§	

**MONTHLY OPERATING REPORT**

**May 24, 2009 to June 20, 2009<sup>2</sup>**

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**EXHIBITS**

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<sup>1</sup> The Debtors and the last four digits of their respective tax identification numbers are: BI-LO, LLC (0130); BI-LO Holding, LLC (5011); BG Cards, LLC (4159); ARP Ballentine LLC (6936); ARP James Island LLC (9163); ARP Moonville LLC (0930); ARP Chickamauga LLC (9515); ARP Morganton LLC (4010); ARP Hartsville LLC (7906); and ARP Winston Salem LLC (2540).

<sup>2</sup> As is customary in the retail industry, all of the Debtors' financial information is accumulated in 13 four-week periods with its fiscal year ending on the Saturday closest to December 31.



**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 1 - ACCOUNTS RECEIVABLE AGING REPORT**

6/20/2009	Account name	Account Number	Ending Balance	Post-Petition 5/22 - 6/20 0-30	Post-Petition 4/22 - 5/21 31-60	Post-Petition 3/23 - 4/21 61-90	Pre Before 3/23 over 91	Total
	A/R - Trade receivable	1105090	\$ 30,988,953.16	\$ 26,920,819.21	\$ 2,084,825.21	\$ 577,167.93	\$ 1,406,140.81	\$ 30,988,953.16
	A/R - Pharmacy	1105006	9,053,246.98	8,561,670.88	408,428.28	75,549.71	7,598.11	9,053,246.98
	AR - Pharmacy Reclamation	1105085	564,907.50		548,585.77		16,321.73	564,907.50
	A/R - Customers	1105043	715,161.81		5,708.57		(34,882.81)	715,161.81
	A/R - Central check unit	1105082	167,388.41	712,298.63	39,642.84	32,037.42		167,388.41
	A/R - Vendor coupons	1105004	475,520.27	127,745.57				475,520.27
	A/R - EZ Pik	1105005	32,435.93	475,520.27	467.72			32,435.93
	A/R - Gift Certificates	1105056	99,320.00	31,968.21				99,320.00
	A/R - Corporate Receivable	1105089	866,104.88	99,320.00	3,897.85		54,686.67	866,104.88
	A/R - Coin Machines	1105115	690,515.16	807,520.36				690,515.16
	A/R CLR - PRC	1110020	162,901.94	690,515.16				162,901.94
	Other C/A - BILO Charities	1405105	(315,201.42)	(315,201.42)				(315,201.42)
			<b>\$ 43,501,254.62</b>	<b>\$ 38,275,078.81</b>	<b>\$ 3,091,556.24</b>	<b>\$ 684,755.06</b>	<b>\$ 1,449,864.51</b>	<b>\$ 43,501,254.62</b>

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 2 - COURT APPROVED PAYMENTS OF PRE-PETITION OBLIGATIONS**

Vendor name	Purpose	Invoice #	Check #	Amount	Date	Court Approved?
WORKSMART	Staffing Company	Apr-36	5005653	\$ 1,363.11	6/8/2009	Yes
WORKSMART	Staffing Company	13268	5005653	\$ 379.50	6/8/2009	Yes
WORKSMART	Staffing Company	13285	5005653	\$ 1,367.60	6/8/2009	Yes
WORKSMART	Staffing Company	13286	5005653	\$ 425.04	6/8/2009	Yes
WORKSMART	Staffing Company	13302	5005653	\$ 1,372.08	6/8/2009	Yes
WORKSMART	Staffing Company	13303	5005653	\$ 436.43	6/8/2009	Yes
WORKSMART	Staffing Company	12874	5005653	\$ 1,032.09	6/8/2009	Yes
WORKSMART	Staffing Company	12936	5005653	\$ 592.28	6/8/2009	Yes
WORKSMART	Staffing Company	13232	5005653	\$ 1,662.01	6/8/2009	Yes
WORKSMART	Staffing Company	13233	5005653	\$ 398.48	6/8/2009	Yes
BRELAND	Employee - Bonus Correction	BONUS REPLACEMENT	5005607	\$ 418.91	6/8/2009	Yes
JOHNSON	Employee - Bonus Correction	PHARM BONUS ADJU	5005628	\$ 765.07	6/8/2009	Yes
WORKSMART	Staffing Company	13189	5005653	\$ 383.30	6/8/2009	Yes
WORKSMART	Staffing Company	13188	5005653	\$ 1,386.18	6/8/2009	Yes
BRYANT, DWANE	Employee - reimburse expenses	HEALTH CLUB 2009	5006147	\$ 48.63	6/15/2009	Yes
LAKE PARK ACADEMY, I	Customer Program - Boosters	CH2477217 REISSU	5004446	\$ 18.67	5/25/2009	Yes
LAKE PARK ACADEMY, I	Customer Program - Boosters	CH2495313 REISSU	5004446	\$ 52.72	5/25/2009	Yes
WYFF	Customer Program - Golden AppleTeacher A	430381 TV-7	5004770	\$ 5,831.00	5/28/2009	Yes
ALLEN	Customer Program - Refund Customer RX	CUSTOMER OVERPAY	5005126	\$ 215.85	6/1/2009	Yes
AMERICAN CONTINENTAL	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005127	\$ 18.05	6/1/2009	Yes
AMERICAN PIONEER LIF	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005128	\$ 36.47	6/1/2009	Yes
BLUE CROSS BLUE SHIE	Customer Program - Refund Customer RX	COPAY SENT TO	5005136	\$ 17.98	6/1/2009	Yes
BLUE CROSS & BLUE SH	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005135	\$ 50.94	6/1/2009	Yes
BLUE CROSS & BLUE SH	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005134	\$ 107.50	6/1/2009	Yes
COMPREHENSIVE BENEFI	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005144	\$ 10.07	6/1/2009	Yes
CONTINENTAL GENERAL	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005145	\$ 10.29	6/1/2009	Yes
COUNTRY LIFE INSURAN	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005146	\$ 40.38	6/1/2009	Yes
DOBSON	Customer Program - Refund Customer RX	COPAY SENT TO	5005151	\$ 15.52	6/1/2009	Yes
HIGHMARK BLUE SHIELD	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005159	\$ 14.44	6/1/2009	Yes
KISER	Customer Program - Refund Customer RX	CUSTOMER OVERPAY	5005162	\$ 1,091.66	6/1/2009	Yes
MILLER	Customer Program - Refund Customer RX	CUSTOMER OVERPAY	5005164	\$ 169.05	6/1/2009	Yes
PYRAMID LIFE INSURAN	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005175	\$ 6.25	6/1/2009	Yes

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 2 - COURT APPROVED PAYMENTS OF PRE-PETITION OBLIGATIONS**

Vendor name	Purpose	Invoice #	Check #	Amount	Date	Court Approved?
TENNESSEE PLAN, THE	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005184	\$ 36.06	6/1/2009	Yes
UNITED OF OMAHA LIFE	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005190	\$ 9.88	6/1/2009	Yes
UNITED HEALTH CARE	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005189	\$ 119.92	6/1/2009	Yes
UNITED WORLD LIFE IN	Customer Program - Refund Customer RX	INCORRECT PAYEE	5005191	\$ 13.04	6/1/2009	Yes
WDEF-TV INC	Customer Program - Golden AppleTeacher A	204000	5004911	\$ 3,380.00	6/1/2009	Yes
WDEF-TV INC	Customer Program - Golden AppleTeacher A	P206067	5005283	\$ 2,970.00	6/2/2009	Yes
EDWARDS	Customer Program - Refund Customer RX	CUSTOMER OVRPYMT	5005620	\$ 7.00	6/8/2009	Yes
GIGGY	Customer Program - Refund Customer RX	CUSTOMER OVRPYMT	5005622	\$ 6.75	6/8/2009	Yes
HICKMAN,	Customer Program - Refund Customer RX	CUSTOMER OVRPYMT	5005624	\$ 1.00	6/8/2009	Yes
JOHNSON,	Customer Program - Refund Customer RX	CUSTOMER OVRPYMT	5005629	\$ 7.63	6/8/2009	Yes
SVENPLADSEN	Customer Program - Refund Customer RX	CUSTOMER OVRPYMT	5005649	\$ 45.52	6/8/2009	Yes
INDEXX INC.	Sales Program Expenses	POSTAGE	5006197	\$ 1,370.57	6/15/2009	Yes
INDEXX INC.	Sales Program Expenses	12148	5006197	\$ 1,348.17	6/15/2009	Yes
INDEXX INC.	Sales Program Expenses	12530	5006197	\$ 1,997.95	6/15/2009	Yes
INDEXX INC.	Sales Program Expenses	13154	5006197	\$ 859.14	6/15/2009	Yes
BHIMANI, AL	Customer Programs - Gift cards	GC REFUND 6/3	5006145	\$ 25.00	6/15/2009	Yes
INDEXX INC.	Sales Program Expenses	CH2516875	5006257	\$ 6,414.61	6/16/2009	Yes
EMEDIA GROUP	Sales Program Expenses	607917	5006224	\$ 1,388.38	6/16/2009	Yes
GAMECOCK SPORTS PROP	Sales Program Expenses	10922	5006226	\$ 800.00	6/16/2009	Yes
SC DEPT OF AGRICULTU	Sales Program Expenses	CH2512914	5005359	\$ 50.00	6/4/2009	Yes
TENN DEPT OF LABOR	2009 Seed license check re-issue	CH2512914	5005359	\$ 0.41	6/4/2009	Yes
NORTH AUGUSTA, CITY	2009-2011 Boiler Certification license	BOILER CERTIFICA	5005364	\$ 2,459.54	6/4/2009	Yes
WASHINGTON, CITY OF	2008 City Property Tax	2008 CIT PRT TAX	5005355	\$ 5,136.91	6/4/2009	Yes
MONCKS CORNER, TOWN	2008 City Property Tax	2008 CITY PRT TX	5005367	\$ 1,236.11	6/9/2009	Yes
MONCKS CORNER, TOWN	2009 Business License	2009 TOWN BLICEN	5005781	\$ (1,236.11)	6/9/2009	Yes
RICHLAND COUNTY FINA	2009 Business License - reversal as they requ	2009 TOWN BLICEN	5005781	\$ 31,702.04	6/16/2009	Yes
TENN DEPT OF LABOR	2009 Business License	CH2516552	5006238	\$ 9.86	6/17/2009	Yes
TENN DEPT OF LABOR	2009-2011 Boiler Certification license	BOILER INSPECTIO	5006314	\$ 3.30	6/17/2009	Yes
PURIFIED AIR SERVICE	2009-2011 Boiler Certification license	BOILER CERTIFICA	5006315	\$ 202.79	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	171712	5005197	\$ 206.86	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	171723	5005197	\$ 93.77	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	171736	5005197	\$ 96.26	6/1/2009	Yes

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 2 - COURT APPROVED PAYMENTS OF PRE-PETITION OBLIGATIONS**

Vendor name	Purpose	Invoice #	Check #	Amount	Date	Court Approved?
PURIFIED AIR SERVICE	Critical Vendors	173075	5005197	\$ 82.93	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173079	5005197	\$ 105.36	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173084	5005197	\$ 91.55	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173087	5005197	\$ 182.49	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173091	5005197	\$ 91.55	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173097	5005197	\$ 91.55	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173101	5005197	\$ 95.98	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173104	5005197	\$ 91.82	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173149	5005197	\$ 161.18	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173178	5005197	\$ 126.03	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173304	5005197	\$ 87.13	6/1/2009	Yes
PURIFIED AIR SERVICE	Critical Vendors	173344	5005197	\$ 123.12	6/1/2009	Yes
Total				<u>\$ 81,830.60</u>		

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 3(a) - PAYROLL TAXES**

DESCRIPTION	TAXING AUTHORITY	05/25/09	05/26/09	06/01/09	06/08/09	06/15/09	06/16/09
P/R Withholding Taxes - SC	SC State Government		\$ 152,722.98	\$ 154,135.33	\$ 149,217.99	\$ 150,040.80	
P/R Withholding Taxes - NC	NC State Government		\$ 41,398.00	\$ 41,110.00	\$ 40,847.00	\$ 40,232.00	
P/R Withholding Taxes - GA	GA State Government		\$ 18,302.82	\$ 17,901.20	\$ 17,604.11	\$ 17,966.77	
P/R Withholding Taxes - AL <sup>1</sup>	AL State Government						\$ 727.29
P/R Withholding Taxes - FUTA <sup>2</sup>	Federal Government						
P/R Withholding Taxes - FTD	Federal Government		\$ 1,152,817.48	\$ 1,158,745.77	\$ 1,125,324.81	\$ 1,126,140.14	
P/R Unemployment Taxes - SC <sup>2</sup>	SC Employment Commissioner						
P/R Unemployment Taxes - NC <sup>2</sup>	NC Employment Commissioner						
P/R Unemployment Taxes - GA <sup>2</sup>	GA Department of Labor						
P/R Unemployment Taxes - TN <sup>2</sup>	TN Department of Labor						
Totals			\$ -	\$ 1,371,892.30	\$ 1,332,993.91	\$ 1,334,379.71	\$ 727.29

**FOOTNOTES:**

<sup>1</sup>Payroll taxes for Alabama are due on the 15th of the subsequent month with the exception of the last month in a quarter which are due on the last day of the subsequent month.

<sup>2</sup>Unemployment taxes are paid quarterly, and are due on the last day of the month following the end of a quarter.

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)**  
**MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009**  
**EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

DESCRIPTION	TAXING AUTHORITY	AMOUNT
Franchise	Tennessee Department of Revenue	\$ 85,700.00
Franchise	South Carolina Department of Revenue	\$ 27,500.00
<b>Franchise</b>		<b>\$ 113,200.00</b>
Sales Tax	GA Department of Reveune	\$ -
Sales Tax	NC Department of Reveune	\$ -
Sales Tax	SC Department of Reveune	\$ -
Sales Tax	TN Department of Reveune	\$ -
<b>Sales Tax</b>		<b>\$ -</b>
Use Tax	GA Department of Reveune	\$ -
Use Tax	NC Department of Reveune	\$ -
Use Tax	SC Department of Reveune	\$ -
Use Tax	TN Department of Reveune	\$ -
<b>Use Tax</b>		<b>\$ -</b>
Hospitality Tax	Abbeville	\$ 204.64
Hospitality Tax	Anderson	\$ 608.59
Hospitality Tax	Beaufort	\$ 442.52
Hospitality Tax	Bennettsville	\$ 187.49
Hospitality Tax	Charleston	\$ 1,877.47
Hospitality Tax	Cheraw	\$ 189.67
Hospitality Tax	Chesnee	\$ 333.92
Hospitality Tax	Clarendon	\$ 140.72
Hospitality Tax	Clemson	\$ 941.62
Hospitality Tax	Clinton	\$ 357.72
Hospitality Tax	Colleton	\$ 417.91
Hospitality Tax	Colleton	\$ 995.14
Hospitality Tax	Columbia	\$ 109.63
Hospitality Tax	Conway	\$ 255.61
Hospitality Tax	Dillon	\$ 803.64
Hospitality Tax	Easley	\$ 591.24
Hospitality Tax	Florence	\$ 739.52
Hospitality Tax	Florence County	\$ 286.66
Hospitality Tax	Fort Mill	\$ 381.77
Hospitality Tax	Fountain Inn	\$ 391.68
Hospitality Tax	Gaffney	\$ 315.33
Hospitality Tax	Georgetown	\$ 2,452.74
Hospitality Tax	City of Greenville	\$ 6,123.66
Hospitality Tax	Greenville County	\$ 939.25
Hospitality Tax	Greer	\$ 600.40
Hospitality Tax	Hartsville	\$ 1,079.76
Hospitality Tax	Hilton Head	\$ 468.72
Hospitality Tax	Honea Path	\$ 2,855.57
Hospitality Tax	Horry County	\$ 295.62
Hospitality Tax	Inman	\$ 466.88
Hospitality Tax	Kingstree	\$ 245.50
Hospitality Tax	Lancaster	\$ 242.65
Hospitality Tax	Landrum	\$ 351.07
Hospitality Tax	Laurens	\$ 351.07

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
Hospitality Tax	Mauldin	\$ 518.93
Hospitality Tax	Mecklenburg	\$ 1,380.61
Hospitality Tax	Mt. Pleasant	\$ 1,852.95
Hospitality Tax	Moncks Corner	\$ 699.55
Hospitality Tax	Mullins	\$ 196.69
Hospitality Tax	Myrtle Beach	\$ 603.24
Hospitality Tax	Newberry	\$ 259.69
Hospitality Tax	North Augusta	\$ 152.37
Hospitality Tax	North Charleston	\$ 682.17
Hospitality Tax	North Myrtle Beach	\$ 597.57
Hospitality Tax	Orangeburg	\$ 1,101.76
Hospitality Tax	Orangeburg	\$ 200.44
Hospitality Tax	Pageland	\$ 362.14
Hospitality Tax	Pendleton	\$ 493.50
Hospitality Tax	Pickens	\$ 1,160.79
Hospitality Tax	Port Royal	\$ 2,308.06
Hospitality Tax	Richland	\$ 2,711.94
Hospitality Tax	Rock Hill	\$ 368.89
Hospitality Tax	Seneca	\$ 925.94
Hospitality Tax	Simpsonville	\$ 643.18
Hospitality Tax	Spartanburg	\$ 1,014.41
Hospitality Tax	Spartanburg County	\$ 684.94
Hospitality Tax	Summerville	\$ 837.30
Hospitality Tax	Sumter	\$ 289.01
Hospitality Tax	Surfside	\$ 324.38
Hospitality Tax	Travelers Rest	\$ 182.25
Hospitality Tax	Union	\$ 420.10
Hospitality Tax	Walterboro	\$ 408.05
Hospitality Tax	Woodruff	\$ 911.87
Hospitality Tax	York	\$ 48,987.03
<b>Hospitality Tax</b>		<b>48,987.03</b>

<b>STORE</b>	<b>DESCRIPTION</b>	<b>AMOUNT</b>
305	NC Department of Labor- Boiler Certification	\$ 112.50
11	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
11	2009/2010 TOWN BUSINESS LICENSE	\$ 232.50
11	2009/2010 TOWN BEER AND WINE LICENSE	\$ 15.00
11	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
16	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
16	2009/2011 PHARMACY PERMIT	\$ 200.00
26	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
26	2009/2010 CITY BUSINESS LICENSE	\$ 5,455.00
26	2009/2010 CITY BEER AND WINE LICENSE	\$ 15.00
26	2009/2010 FALSE ALARM PERMIT	\$ 10.00
26	ADD 2009/2010 CITY BUSINESS LICENSE	\$ 2.50
26	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
32	2009/2011 BEER AND WINE LICENSE	\$ 600.00
42	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
42	2009/2011 PHARMACY PERMIT	\$ 200.00

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
57	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
57	2009/2011 PHARMACY PERMIT	\$ 200.00
65	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
65	2009/2011 PHARMACY PERMIT	\$ 200.00
89	2009/2010 CITY BUSINESS LICENSE	\$ 5,423.76
92	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
92	2009/2011 PHARMACY PERMIT	\$ 200.00
93	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
93	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
93	2009/2010 CITY BUSINESS LICENSE	\$ 50.00
99	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
99	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
99	2009/2010 COUNTY BUSINESS LICENSE	\$ 12.50
101	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
101	2009/2011 PHARMACY PERMIT	\$ 200.00
103	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
103	2009/2011 PHARMACY PERMIT	\$ 95.00
104	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
104	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
104	2009/2011 PHARMACY PERMIT	\$ 200.00
105	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
105	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
105	2009/2011 PHARMACY PERMIT	\$ 200.00
107	2009/2011 PHARMACY TECHNICIAN PERMIT (2)	\$ 60.00
107	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
107	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
107	2009/2011 PHARMACY PERMIT	\$ 200.00
107	VOID 2009/2010 PHARMACY TECH PERMIT	\$ (15.00)
108	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
108	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
108	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 8,403.47
113	2009/2011 PHARMACY TECH REGISTRATION	\$ 80.00
113	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
113	2009/2011 PHARMACY PERMIT	\$ 200.00
116	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
116	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
116	2009/2011 PHARMACY PERMIT	\$ 200.00
150	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
150	2009/2011 PHARMACY PERMIT	\$ 200.00
153	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
153	2009/2011 PHARMACY PERMIT	\$ 200.00
153	VOID 2009/2010 PHAMRACY TECH PERMIT	\$ (15.00)
156	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
156	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
156	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 6,677.15



**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009  
EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
158	2009/2011 PHARMACY TECHNICAN PERMIT (4)	\$ 120.00
158	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
158	2009/2011 PHARMACY PERMIT	\$ 200.00
161	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
161	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
161	2009/2011 PHARMACY PERMIT	\$ 200.00
161	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
167	2009/2010 CITY BUSINESS LICENSE	\$ 16,259.30
168	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
182	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
182	2009/2011 PHARMACY PERMIT	\$ 200.00
185	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
185	2009/2010 CITY BUSINESS LICENSE	\$ 4,211.50
188	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
188	2009/2011 PHARMACY PERMIT	\$ 200.00
200	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
200	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
200	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 6,303.15
202	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
202	2009/2011 PHARMACY PERMIT	\$ 200.00
206	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
206	2009/2010 CITY BUSINESS LICENSE	\$ 756.00
206	2009/2010 CITY BEER AND WINE LICENSE	\$ 18.00
206	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
211	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
211	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
211	2009/2010 CITY BUSINESS LICENSE	\$ 322.50
211	2009 PHARMACY TECH CERTIFICATION	\$ 40.00
214	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
214	2009/2011 BEER AND WINE LICENSE	\$ 600.00
214	2009/2011 PHARMACY PERMIT	\$ 200.00
217	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
217	2009/2010 CITY PRIVILEGE LICENSE	\$ 69.00
217	2009/2010 CITY BUSINESS LICENSE	\$ 3,565.25
219	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
219	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
228	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
228	2009/2011 PHARMACY PERMIT	\$ 200.00
228	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
228	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
229	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
229	2009/2010 COUNTY CHECK CASHING LICENSE	\$ 100.00

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)  
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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
232	2009/2011 BEER AND WINE LICENSE	\$ 600.00
237	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
237	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
237	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 6,852.94
246	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
246	2009/2011 PHARMACY PERMIT	\$ 200.00
256	2009/2011 PHARMACY TECH PERMITS (4)	\$ 120.00
256	2009/2011 PHARMACY TECH PERMITS	\$ 30.00
256	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
256	2009/2011 PHARMACY PERMIT	\$ 200.00
256	2009/2010 PHARMACY TECHNICIAN PERMIT	\$ 30.00
259	2009/2011 BEER AND WINE LICENSE	\$ 600.00
262	ADD 2009/2010 CITY BUSINESS LICENSE	\$ 67.52
267	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
267	2009/2011 PHARMACY PERMIT	\$ 200.00
267	2009/2010 PHARMACY TECHNICIAN PERMIT	\$ 30.00
268	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
268	2009/2011 BEER AND WINE LICENSE	\$ 600.00
268	2009/2011 PHARMACY PERMIT	\$ 200.00
269	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
273	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
273	2009/2011 PHARMACY PERMIT	\$ 200.00
277	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
277	2009/2011 PHARMACY PERMIT	\$ 200.00
279	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
279	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
279	2009/2010 COUNTY BUSINESS LICENSES	\$ 112.50
282	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
282	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
282	2009/2011 PHARMACY PERMIT	\$ 200.00
283	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
283	2009/2011 PHARMACY PERMIT	\$ 200.00
284	ADD 2009/2010 TOWN BUSINESS LICENSE	\$ 1,511.22
284	VOID PRE 2009/2010 TOWN BUSINESS LICENSE	\$ (1,236.11)
284	2009/2011 PHARMACY TECHNICIAN PERMIT (5)	\$ 150.00
284	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
284	2009/2011 PHARMACY PERMIT	\$ 200.00
286	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
286	2009/2011 PHARMACY TECHNICINA PERMIT (5)	\$ 150.00
286	2009/2011 PHARMACY PERMIT	\$ 200.00
288	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
288	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00

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<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
288	2009/2010 CITY BUSINESS LICENSE	\$ 184.00
288	2009/2010 CITY BEER & WINE LICENSE	\$ 15.00
292	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
292	2009/2011 PHARMACY PERMIT	\$ 95.00
301	2009/2010 SEED LICENSE	\$ 10.00
301	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
301	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 50.00
301	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
305	2009/2010 SEED LICENSE	\$ 10.00
305	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
305	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 310.00
315	2009/2010 SEED LICENSE	\$ 10.00
315	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 340.00
324	2009/2010 SEED LICENSE	\$ 10.00
324	2009/2010 PHARMACY TECHNICIAN PERMITS(2)	\$ 100.00
324	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
324	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 50.00
324	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
326	2009/2010 SEED LICENSE	\$ 10.00
326	2008 PRO RATA REAL ESTATE TAX	
326	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 325.00
333	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
333	2009/2011 PHARMACY PERMIT	\$ 95.00
335	2009/2010 SEED LICENSE	\$ 10.00
335	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
335	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
343	2009/2010 SEED LICENSE	\$ 10.00
343	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 310.00
346	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
346	2009/2011 PHARMACY PERMIT	\$ 95.00
347	2009/2010 SEED LICENSE	\$ 10.00
347	2009/2010 PHARMACY TECHNICIAN PERMITS(2)	\$ 100.00
347	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
347	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 310.00
349	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
349	2009/2011 PHARMACY PERMIT	\$ 95.00
359	2009/2010 SEED LICENSE	\$ 10.00
359	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 300.00
373	2009/2010 SEED LICENSE	\$ 10.00
373	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
373	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 350.00
408	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00

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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
408	2009/2011 PHARMACY PERMIT	\$ 200.00
408	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
409	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
409	2009/2011 PHARMACY PERMIT	\$ 200.00
410	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
410	2009/2011 PHARMACY PERMIT	\$ 200.00
412	2009/2010 SEED LICENSE	\$ 10.00
412	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
412	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 340.00
413	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
413	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
413	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 7,187.23
417	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
417	2009/2011 PHARMACY PERMIT	\$ 200.00
420	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
420	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
421	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
421	2009/2010 CITY BUSINESS LICENSE	\$ 7,213.92
421	2009/2010 CITY PRIVILEGE LICENSE	\$ 56.50
427	2009/2010 SEED LICENSE	\$ 10.00
427	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
427	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
430	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
430	2009/2011 PHARMACY PERMIT	\$ 95.00
437	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
441	2009/2010 COUNTY REGISTRATION	\$ 15.00
442	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
442	2009/2011 PHARMACY PERMIT	\$ 200.00
444	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
444	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
444	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 6,579.79
445	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
445	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
445	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 7,989.89
446	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
446	2009/2011 PHARMACY PERMIT	\$ 200.00
448	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
448	2009/2011 PHARMACY PERMIT	\$ 200.00
510	2009/2010 SEED LICENSE	\$ 10.00
510	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
510	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 325.00
519	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00

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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
519	2009/2011 PHARMACY PERMIT	\$ 200.00
519	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
521	2009/2011 BEER AND WINE LICENSE	\$ 600.00
522	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
522	2009/2011 PHARMACY PERMIT	\$ 200.00
525	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
525	ADD 2009/2011 PHARMACY TECH REGIST	\$ 50.00
525	2009/2011 PHARMACY PERMIT	\$ 200.00
526	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
526	2009/2011 PHARMACY PERMIT	\$ 200.00
530	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
530	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
530	2009/2010 COUNTY BUSINESS LICENSE	\$ 12.50
536	2009/2011 BEER AND WINE LICENSE	\$ 600.00
538	2009/2010 SEED LICENSE	\$ 10.00
538	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
538	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 300.00
539	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
539	2009/2011 PHARMACY PERMIT	\$ 200.00
547	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
547	2009/2010 TOWN BUSINESS LICENSE	\$ 312.50
547	2009/2010 TOWN BEER & WINE LICENSE	\$ 15.00
550	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
550	2009/2011 PHARMACY PERMIT	\$ 200.00
552	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
552	2009/2011 PHARMACY PERMIT	\$ 200.00
554	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
554	2009/2010 TOWN BUSINESS LICENSE	\$ 5,050.00
554	2009/2010 TOWN BEER AND WINE LICENSE	\$ 30.00
555	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
555	2009/2011 PHARMACY PERMIT	\$ 200.00
559	2009/2010 CITY BUSINESS LICENSE	\$ 2,241.45
559	VOID 2009/2010 CITY BUSIENSS LICENSE	\$ (3,225.99)
563	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
563	2009/2011 PHARMACY PERMIT	\$ 200.00
567	2009/2010 CITY BEER AND WINE LICENSE	\$ 1,250.00
568	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
568	2009/2011 PHARMACY PERMIT	\$ 200.00
578	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
578	2009/2011 PHARMACY PERMIT	\$ 200.00
582	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
587	2009/2011 BEER AND WINE LICENSE	\$ 600.00

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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
603	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
603	2009/2010 CITY BUSINESS LICENSE	\$ 236.50
605	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
605	2009/2010 CITY BUSINESS LICENSE	\$ 781.00
605	2009/2010 CITY BEER AND WINE LICENSE	\$ 16.50
605	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
606	2009/2010 SEED LICENSE	\$ 10.00
606	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
606	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
607	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
607	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
613	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
613	2009/2011 PHARMACY PERMIT	\$ 200.00
614	2009/2010 SEED LICENSE	\$ 10.00
614	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 305.00
615	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
615	2009/2011 PHARMACY PERMIT	\$ 200.00
617	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
617	2009/2011 PHARMACY PERMIT	\$ 95.00
620	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
624	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
624	2009/2011 PHARMACY PERMIT	\$ 200.00
626	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
626	2009/2011 PHARMACY PERMIT	\$ 200.00
633	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
633	2009/2010 CITY BUSINESS LICENSE	\$ 798.50
633	2009/2010 CITY BEER AND WINE LICENSE	\$ 15.00
633	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
634	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
634	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
637	2009/2011 BEER AND WINE LICENSE	\$ 600.00
638	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
638	2009/2011 PHARMACY PERMIT	\$ 200.00
639	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
639	2009/2011 PHARMACY PERMIT	\$ 95.00
640	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
640	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
640	2009/2010 COUNTY BUSINESS LICENSE	\$ 12.50
645	2009/2010 TOWN BUSINESS LICENSE	\$ 7,459.40
653	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
653	2009/2011 PHARMACY PERMIT	\$ 200.00
653	VOID PHARMACY TECHNICIAN PERMITS (3)	\$ (45.00)

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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
661	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
661	2009/2011 PHARMACY PERMIT	\$ 200.00
673	2009/2010 SEED LICENSE	\$ 10.00
673	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
673	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 345.00
700	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
700	2009/2010 PREPARED FOOD FEE	\$ 75.00
700	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
700	2009/2010 COUNTY BUSINESS LICENSE	\$ 12.50
701	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
701	2009/2011 PHARMACY PERMIT	\$ 200.00
702	2009/2011 7 DAY BEER AND WINE LICENSE	\$ 2,200.00
703	2009/2010 SEED LICENSE	\$ 10.00
703	2009/2010 PHARMACY TECHNICIAN PERMITS (2)	\$ 100.00
703	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
703	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 345.00
704	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
704	2009/2011 PHARMACY PERMIT	\$ 200.00
707	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
707	2009/2011 PHARMACY PERMIT	\$ 200.00
709	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
709	2009/2011 PHARMACY PERMIT	\$ 200.00
712	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
712	2009/2011 PHARMACY PERMIT	\$ 200.00
712	VOID 2009/2010 PHARMACY PERMIT	\$ (15.00)
713	2009/2010 SEED LICENSE	\$ 10.00
713	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
713	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 330.00
714	2009/2010 SEED LICENSE	\$ 10.00
714	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
714	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 335.00
715	2009/2010 SEED LICENSE	\$ 10.00
715	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
715	2009/2010 RETAIL FOOD & SMALL SCALE LIC	\$ 325.00
716	2009/2011 PHARMACY TECHNICIAN PERMIT (2)	\$ 60.00
716	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
716	2009/2011 PHARMACY PERMIT	\$ 200.00
717	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
717	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
718	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
718	2009/2011 PHARMACY PERMIT	\$ 200.00
719	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00

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EXHIBIT 3(b) - OTHER TAXES AND LICENSES**

<b>DESCRIPTION</b>	<b>TAXING AUTHORITY</b>	<b>AMOUNT</b>
719	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
719	2009/2011 PHARMACY PERMIT	\$ 200.00
720	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
720	2009/2011 PHARMACY PERMIT	\$ 200.00
721	2009/2010 STATE CHECK CASHING LICENSE	\$ 250.00
721	2009/2010 CITY/COUNTY BUSINESS LICENSE	\$ 4,620.40
722	2009/2011 PHARMACY TECHNICIAN PERMIT (2)	\$ 60.00
722	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
722	2009/2011 PHARMACY PERMIT	\$ 200.00
723	2009/2011 PHARMACY TECHNICIAN PERMIT	\$ 30.00
723	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
723	2009/2011 PHARMACY PERMIT	\$ 200.00
726	2009/2012 FED CONTROLLED SUBSTANCE	\$ 551.00
726	2009/2011 PHARMACY PERMIT	\$ 200.00
CORPORATE	VEHICLE TAGS	\$ 148.00
<b>Licenses</b>		<b>\$ 228,965.24</b>
522	2008 CITY PERSONAL PROPERTY TAX	\$ 2,459.54
577	2008 CITY PERSONAL PROPERTY TAX	\$ 5,136.91
CORPORATE	PERSONAL PROPERTY TAX	\$ 5,717.18
CORPORATE	REFUND VEHICLE PERSONAL PROPERTY TAX	\$ (722.44)
<b>Personal Property</b>		<b>\$ 12,591.19</b>
101	MONTHLY REAL ESTATE TAX	\$ 6,060.00
184	2008 PRO RATA REAL ESTATE TAX	\$ 77,756.80
268	2008 PRO RATA REAL ESTATE TAX	\$ 44,084.28
326	2008 PRO RATA REAL ESTATE TAX	\$ 46,908.35
396	CCA03 RECLASS 2009 R/E TAX REJECTED LEA	\$ (120.06)
413	2008 PRO RATA REAL ESTATE TAX	\$ 35,747.98
556	2009 POST PETITION PRO RATA R/E TAX	\$ 1,093.46
575	2009 POST PETITION PRO RATA R/E TAX	\$ 875.66
614	2008 PRO RATA REAL ESTATE TAX	\$ 15,689.97
633	2008 PRO RATA REAL ESTATE TAX	\$ 52,343.44
718	MONTHLY REAL ESTATE TAX	\$ 2,225.00
<b>Real Estate</b>		<b>\$ 282,664.88</b>
<b>Total Taxes and License Fees</b>		<b>\$ 686,408.34</b>



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EXHIBIT 4 - INSURANCE EXPIRATION STATEMENT**

Type of Policy	Insurance Co./Broker	Limits	Deductible/SIR	Effective Dates	2009 Premium
Commercial General Liability (1)	Ace American Insurance Company/Marsh USA Inc.	\$1,500,000 per Occurrence \$10,000,000 Annual Aggregate	\$500,000	3/12/09 – 3/12/10	\$564,765 (3)
Automobile Liability (1)	Ace American Insurance Company / Marsh USA Inc.	\$2 million	\$250,000	3/12/09 – 3/12/10	\$59,682 (3)
Workers' Compensation & Employers Liability (1)	Ace American Insurance Company / Marsh USA Inc.	Statutory Workers' Compensation Coverage Employers Liability Limits: \$1,000,000 per accident/disease	\$500,000	3/12/09 – 3/12/10	\$630,423 (3)
Umbrella (1)	XL Insurance America, Inc. / Marsh USA Inc.	\$25 million	\$10,000	3/12/09 – 3/12/10	\$164,400
Excess Liability (1)	Ace American Insurance Company / Marsh USA Inc.	\$25 million in excess of \$25 million	N/A	3/12/09 – 3/12/10	\$82,180 (3)
Excess Liability (1)	American Guarantee & Liability Insurance Co. / Marsh USA Inc.	\$25,000,000 part of \$50,000,000	N/A	3/12/09 – 3/12/10	\$41,410
Excess Liability (1)	Great American Insurance Co. of New York / Marsh USA Inc.	\$25,000,000 part of \$50,000,000	N/A	3/12/09 – 3/12/10	\$41,410
Excess Liability (1)	Liberty Insurance Underwriters, Inc. / Marsh USA Inc.	\$50,000,000 excess of \$100,000,000	N/A	3/12/09 – 3/12/10	\$64,375
Environmental (2)	Greenwich Insurance Co. / Marsh USA Inc.	\$25 million	\$250,000	1/30/08 – 1/30/11	\$60,665
D & O Executive Risk Package Policy Including Employment Practices Liability (1)	XL Specialty Insurance Co. (XL Professional) / McGriff, Seibels & Williams Inc.	\$25 million	\$0 (A) Direct Coverage to Directors and Officers. \$100,000 (B) Corporate Reimbursement \$100,000 (C) Securities Coverage	3/12/09 – 3/12/10	\$360,000

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EXHIBIT 4 - INSURANCE EXPIRATION STATEMENT**

Excess D & O Executive Risk Policy including Employment Practices Liability (1)	National Union Fire Insurance Co. (AIG) / McGriff, Seibels & Williams Inc.	\$25 in excess of \$25 million	N/A	3/12/09 - 3/12/10	\$244,800
D & O A Side Excess Liability (1)	Houston Casualty Co. / McGriff, Seibels & Williams, Inc.	\$10 xs \$50 million	N/A	3/12/09 - 3/12/10	\$66,931
Fiduciary (1)	Federal Insurance Co. (Chubb) / McGriff, Seibels & Williams, Inc.	\$10 million	\$50,000	3/12/09 - 3/22/09 (currently under extension to 3/22/09)	\$17,000
Commercial Crime (1)	National Union Fire Insurance Co. of Pennsylvania (AIG) / McGriff, Seibels & Williams, Inc.	\$10 million	\$500,000	3/12/09 - 3/12/10	\$34,872
Property (2)	IRL, Liberty, Axis, Arch, Continental, Montpelier, RSUI and Ironshore	\$200 million	\$250,000	12/22/08 - 12/22/09	\$1,277,476 (3)

(1) This insurance policy covers LSF5 BI-LO Holdings, LLC; LSF5 BI-LO Investments, LLC; BI-LO Holding, LLC; BI-LO, LLC; BG Cards, LLC; ARP Ballentine LLC; ARP James Island LLC; ARP Moonville LLC; ARP Chickamauga LLC; ARP Morganton LLC; ARP Hartsville LLC; and ARP Winston Salem LLC.

(2) This insurance policy covers LSF5-BI-LO Holdings, LLC; LSF5 BI-LO Investments, LLC; BI-LO Holding, LLC; BI-LO, LLC; LSF5 Bruno's Holdings, LLC; LSF5 Bruno's Investments, LLC; Bruno's Supermarkets, LLC; A.F. Stores, Inc.; Food Max of Georgia, Inc.; PM Associates, BG Cards, LLC; ARP Ballentine LLC; ARP James Island LLC; ARP Moonville LLC; ARP Chickamauga LLC; ARP Morganton LLC; ARP Hartsville LLC; and ARP Winston Salem LLC.

(3) Already paid prior to the Petition Date.

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EXHIBIT 5 - PAYMENTS TO SECURED CREDITORS**

**Activity under the DIP Facility<sup>1</sup>**

	Borrowings	Capitalized Fees	Capitalized Interest	Repayments	Balance
5/22/2009					18,940,513.50
5/25/2009					18,940,513.50
5/26/2009	39,100,000.00			(24,894,415.10)	33,146,098.40
5/27/2009	8,700,000.00			(12,698,649.86)	29,147,448.54
5/28/2009	5,100,000.00			(14,801,054.32)	19,446,394.22
5/29/2009	6,700,000.00			(5,488,265.43)	20,658,128.79
6/1/2009	37,400,000.00		176,653.24	(19,039,436.48)	39,195,345.55
6/2/2009	3,900,000.00			(13,080,093.91)	30,015,251.64
6/3/2009	8,600,000.00			(13,868,771.33)	24,746,480.31
6/4/2009	6,400,000.00			(10,209,517.94)	20,936,962.37
6/5/2009	8,400,000.00			(6,171,313.80)	23,165,648.57
6/8/2009	34,000,000.00			(23,985,606.20)	33,180,042.37
6/9/2009	4,700,000.00			(14,961,996.58)	22,918,045.79
6/10/2009	8,100,000.00	43,627.05		(14,339,155.91)	16,722,516.93
6/11/2009	5,700,000.00	222,880.87		(8,726,982.72)	13,918,415.08
6/12/2009	6,500,000.00			(2,138,964.54)	18,279,450.54
6/15/2009	34,800,000.00			(25,161,902.15)	27,917,548.39
6/16/2009	3,800,000.00			(13,074,705.07)	18,642,843.32
6/17/2009	7,400,000.00			(13,490,986.70)	12,551,856.62
6/18/2009	4,400,000.00			(8,284,128.67)	8,667,727.95
6/19/2009	6,800,000.00	13,325.25		(5,145,064.15)	10,335,989.05
<b>Pd. 6 Total</b>	<b>240,500,000.00</b>	<b>279,833.17</b>	<b>176,653.24</b>	<b>(249,561,010.86)</b>	<b>10,335,989.05</b>

**Adequate Protection Payments to Term Lenders<sup>2</sup>**

6/1/2009	Regularly scheduled payment	\$	1,450,000.00
6/2/2009	Proceeds from asset sales	\$	29,713.53
6/3/2009	Proceeds from asset sales	\$	88,955.35
6/4/2009	Proceeds from asset sales	\$	86,763.19
6/5/2009	Proceeds from asset sales	\$	52,532.38
6/8/2009	Proceeds from asset sales	\$	61,815.95
		<b>\$</b>	<b>1,769,780.40</b>

**FOOTNOTES:**

<sup>1</sup>On April 16, 2009, the Court entered its Final Order (A) Approving Senior Secured Superpriority Postpetition Financing (B) Authorizing Use of Cash Collateral, (C) Granting Liens and Providing Superpriority Administrative Expense Status, (D) Granting Adequate Protection and (E) Modifying Automatic Stay. The payments above represent activity made pursuant to the DIP Facility that was approved in the April 16, 2009 Order.

<sup>2</sup>On May 6, 2009, the Court entered its Consent Order Approving Adequate Protection Cash Payments and Related Items. These payments were made pursuant to that Order. Nothing in this report should be read to contradict the Debtors' legal positions taken in its Response to Term Lenders' Cross-Motion for Adequate Protection filed with the Court on April 1, 2009, or related filings.

**BI-LO, LLC ET AL. CASE NO. 09-02140 (HB)**  
**MONTHLY OPERATING REPORT MAY 24, 2009 TO JUNE 20, 2009**  
**EXHIBIT 6 - PAYMENTS TO PROFESSIONALS**

<b>Vendor Name</b>	<b>Amount</b>	<b>Service</b>
Erwin Penland Advertising Agency	\$ 10,287.07	Marketing
Dixon Hughes, PLLC	\$ 1,900.00	Finance
William Blair & Company, LLC	\$ 965,500.00	Financial Advisory
AP Services, LLC	\$ 423,100.00	Financial Advisory
Latham & Watkins, LLP	\$ 236,200.00	Legal
Kurtzman Carson Consultants	\$ 255,300.00	Noticing Agent
Nelson Mullins Riley & Scarborough, LLP	\$ 266,900.00	Legal
Total	<u>\$ 2,159,187.07</u>	