

OFFICE OF THE U.S. TRUSTEE - REGION 3

MONTHLY REPORTING REQUIREMENTS

All Chapter 11 debtors must serve the U.S. Trustee with the documents and reports identified below no later than the 15th of the month following the end of the month covered by the report.

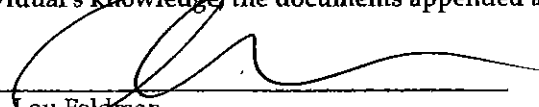
Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

For the Period Ending November 17, 2009

Required Documents	Document Attached	Previously Submitted	Explanation Attached
1. Income Statement.	( X )	( )	( )
2. Balance Sheet.	( X )	( )	( )
3. Statement of Cash Receipts and Disbursements.	( X )	( )	( )
4. Statement of Aged Receivables.	( X )	( )	( )
5. Statement of Aged Payables.	( X )	( )	( )
6. Statement of Operations, Taxes, Insurance and Personnel.	( X )	( )	( )
7. Tax Receipts.	( )	( )	( )
8. Other documents/reports as required by the U.S. Trustee:	( )	( )	( )

The undersigned individual certifies under penalty of perjury (28 U.S.C. Section 1746) that to the best of the individual's knowledge the documents appended are true and correct.

By:   
Lou Feldman

Dated: 4/16/10

Chief Tax Counsel  
 Title of Debtor Representative

**INCOME STATEMENT UNAUDITED**

For the Period Ending: November 17, 2009

Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

	<u>Current Month</u>	<u>Prior Month</u>
Gross Sales	\$ -	\$ -
Less: Returns and Allowances	-	-
Net Sales	-	-
Cost of Sales:		
Beginning Inventory	-	-
Add: Purchases	-	-
Less: Ending Inventory	-	-
Cost of Goods Sold	-	-
Other Operating Expenses:		
Officers Salaries	-	-
Direct Labor/Salaries	-	-
Benefits/Payroll Taxes	-	-
Supplies	-	-
Insurance	-	-
Rent	-	-
Depreciation	-	-
General & Administrative	78,451	88,255
Net Operating Profit (Loss)	(78,451)	(88,255)
Add: Income on Securities	168	2,649
Less: Other Income (Expense)	(9,773,991)	(929,976)
Interest Expense	(155)	-
Asbestos Related Fees, Expenses and Receivables	(779,950,000)	-
Equity in Income of Subsidiaries (1)		
- BMCA Holdings, Inc.	-	25,824,461
- B'Water Corp.	-	(50)
- Merick, Inc.	-	(2,404)
Total Other Income (Expense)	(789,724,146)	24,892,032
Income (Loss) Before Taxes	(789,802,428)	24,806,425
Income Taxes (Expense) Benefit	276,430,850	356,312
Net Income (Loss)	\$ (513,371,578)	\$ 25,162,737

(1) Equity in Income of Subsidiaries represents the net Profit (Loss) for the period shown of unconsolidated subsidiaries.

OFFICE OF THE U.S. TRUSTEE - REGION 3

BALANCE SHEET UNAUDITED

As of November 17, 2009

Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

	<u>11/17/09</u>	<u>11/1/09</u>
<b>ASSETS:</b>		
<b>Current Assets</b>		
Cash and Cash Equivalents	\$ 1,519,452	\$ 89,229,851
Restricted Cash	339,221,290	-
Inventory	-	-
Accounts Receivable	-	-
Income Tax Receivable	-	-
Accounts Receivable - Other	1,309,839	1,309,839
Tax Receivable Due from Affiliates	30,301,785	26,774,135
Receivables from Affiliates	1,391,096	953,139
Utility Deposits	-	-
Prepaid Retainers	-	-
Other Prepaid Expenses	-	-
Other (I/C Issued)	-	-
<b>Total Current Assets</b>	<u>373,743,461</u>	<u>118,266,963</u>
<b>Fixed Assets</b>		
Property and Equipment	752,387	752,387
Accumulated Depreciation	-	-
<b>Total Fixed Assets</b>	<u>752,387</u>	<u>752,387</u>
<b>Goodwill</b>		
Deferred Income Tax Assets	196,000,000	-
Insurance Receivable - Superfund	587,825	587,825
Other Assets - Israel Development Bonds	1,000	1,000
Investment in Subsidiaries (1)	-	-
- G-I Funding LLC	101,484,191	-
- BMCA Holdings Corp.	(148,108,076)	198,060,460
- ACI, Inc.	(204,216)	(204,218)
- B'water Corp.	(429,725)	7,580,275
- Mettick, Inc.	995,062	995,062
- Other Subs	1,000	1,000
<b>Total Assets</b>	<u>\$ 524,823,203</u>	<u>\$ 326,040,752</u>
<b>LIABILITIES:</b>		
<b>Post-Petition Liabilities:</b>		
Accounts Payable	\$ 75,189	\$ 470,454
Note Payable to Asbestos Trust	560,000,000	-
Payable to Affiliates	-	434,269
Subsidiary Tax Prepayment	-	-
Rents & Leases Payable	-	-
Taxes Payable	24,816,507	101,307,596
Accrued Interest	-	-
Deposits	14,257	14,257
Other	4,000,000	-
<b>Total Post Petition Liabilities</b>	<u>588,905,953</u>	<u>102,186,576</u>
<b>Pre-petition Liabilities</b>		
Accounts Payable - net of residual cash	-	-
Unsecured Debt	11,352	132,000
Notes Payable-Secured	-	-
Payable to Affiliates	-	167,627,670
Subsidiary Tax Prepayment	-	-
Deferred Income Taxes	114,657,393	115,069,504
Tax Reserve	10,000,000	10,000,000
Other Debt (priority Claims)	-	-
Taxes	-	-
Wages	-	-
Deposits	563	6,549
Retiree Benefits	2,290,411	2,290,411
Environmental Liability	18,230,489	10,720,074
Workers' Compensation	588,372	595,147
LBO Tender Payments	138,353	1,608,756
Other	66,398	72,238
<b>Total Pre-Petition Liabilities</b>	<u>145,983,312</u>	<u>308,126,350</u>
<b>Total Liabilities</b>	<u>734,889,265</u>	<u>410,312,925</u>
<b>Owners Equity (Deficit)</b>		
Preferred Stock	3	-
Capital Stock	-	-
Common Stock	19	1,712
Additional Paid In Capital	215,781,826	(4,169,864)
Opening Bal Equity	-	-
Retained Earnings	(130,210,189)	(128,022,400)
Net Income (Loss)	(296,044,416)	217,327,162
Intercompany Receivable	-	(169,815,459)
Accumulated Other Comprehensive Loss	406,676	406,676
<b>Partners' Investment (Deficit)</b>	-	-
<b>Total Owner Equity (Net Worth)</b>	<u>(210,066,082)</u>	<u>(84,272,173)</u>
<b>Total Liabilities and Owner Equity</b>	<u>\$ 524,823,203</u>	<u>\$ 326,040,752</u>

(1) Investment in Subsidiaries as shown is increased (decreased) by Equity in Income (Loss) of Subsidiaries per the Income Statement

**NOTES:**

1. Explain significant events, including contingent liabilities and pending lawsuits, which may have a material effect on the financial condition of the debtor.
2. Value assets at lower of cost of market and identify which method is being used.
3. Explain the method of inventory valuation if other than the lower of cost of market.
4. Identify any changes in stock holdings of "Insiders" during the reporting period.

**G-I Holdings, Inc.**  
**Summary of Cash Account Reconciliations**

**Exhibit-3**

For the Period November 2, 2009 through November 17, 2009	BOOK BALANCE 11/1/09	INFLOWS	OUTFLOWS	BOOK BALANCE 11/17/09
<b>BANK ACCOUNTS</b>				
Chase (A/C # 910-688315)	\$ 73,621	678,536,048	(677,147,520)	\$ 1,462,148
Bank of New York (A/C # 030-969946)	-	-	(460)	(460)
<b>SUBTOTAL</b>	<u>73,621</u>	<u>678,536,048</u>	<u>(677,147,980)</u>	<u>1,461,689</u>
<b>MONEY MARKET ACCOUNTS</b>				
Allegiant Funds (A/C # 619/14166)	15,014,889	-	(15,000,000)	14,889
Calvert Investments-Government Money Market Fund I (A/C # 6831073)	22,012,012	-	(22,000,000)	12,012
Evergreen Treasury Money Market Account (A/C # 497-1008586353)	25,759	-	-	25,759
Fidelity Investments - Treasury Fund (A/C # 00498666155)	49,355,103	10,000,000	(59,350,000)	5,103
<b>SUBTOTAL</b>	<u>86,407,764</u>	<u>10,000,000</u>	<u>(96,350,000)</u>	<u>57,764</u>
<b>RESTRICTED CASH</b>				
Bank of America (A/C # 51162008542766)	2,748,466	-	(27,345)	2,721,121
Deutsche Bank (A/C # 117014160016)	-	151,500,168	-	151,500,168
CitiBank (A/C # 796727-00)	-	185,000,000	-	185,000,000
<b>SUBTOTAL</b>	<u>2,748,466</u>	<u>336,500,168</u>	<u>(27,345)</u>	<u>339,221,290</u>
<b>TOTAL CASH &amp; CASH EQUIVALENTS</b>	<u>\$ 89,229,850</u>	<u>1,025,036,217</u>	<u>(773,525,325)</u>	<u>\$ 340,740,742</u>
<b>A/P ACCOUNT</b>				
Bank of New York (A/C # 030-969946)	\$ (430,454)	443,170	(87,905)	\$ (75,189)

OFFICE OF THE U.S. TRUSTEE - REGION 3STATEMENT OF CASH RECEIPTS AND DISBURSEMENTSFor the Period: November 2, 2009 - November 17, 2009Account Name: G-I HoldingsDepository: JP Morgan ChaseAccount No: 910-2-688315

<b>Beginning Cash Balance</b>	\$ 73,620.52
<b>Cash Receipts</b>	
Transfer in from Fidelity	200,000.00
Transfer in from Allegiant	15,000,000.00
Transfer in from Calvert	22,000,000.00
Transfer in from Fidelity	59,150,000.00
Deposit - Corvel Corp	47,510.37
Dividend from BMCA Holdings Corp	236,168,538.00
Capital contribution by G Holdings Inc	219,950,000.00
Dividend from BMCA Holdings Corp	110,000,000.00
Overnight loan from First General Insurance Co (FGIC)	8,010,000.00
Dividend from Bwater LLC	8,010,000.00
<b>Total Cash Receipts</b>	<u>678,536,048.37</u>
<b>Cash Disbursements</b>	
Transfer out to Bank of New York	(214,220.40)
Transfer out to Fidelity	(10,000,000.00)
Transfer out to Bank of New York	(142,792.03)
State Street Corporation - Retiree Benefits	(11,179.38)
Transfer out to Bank of New York	(26,530.55)
Transfer out to Bank of New York	(845.85)
Transfer out to Citibank - Collateral	(185,000,000.00)
Transfer out to Deutsche Bank - Collateral	(151,500,000.00)
Capital Contribution to G-I Funding LLC	(101,484,490.84)
Transfer out to Citibank - Fees	(509,000.00)
Milback Tweed Hadley & McCloy - Fees	(110,000.00)
BMCA - Management Fee	(78,333.33)
Transfer out to Bank of New York	(58,780.91)
Moses & Singer LLP - Fees	(51,192.20)
Transfer out to Wilmington Trust	(210,050,000.00)
Transfer out to CCR	(9,900,000.00)
Repay overnight loan plus interest to FGIC	(8,010,155.00)
<b>Total Cash Disbursements</b>	<u>(677,147,520.49)</u>
<b>Ending Cash Balance</b>	<u>\$ 1,462,148.40</u>

G-I Holdings Inc.  
**STATEMENT OF CASH RECONCILIATION**  
**For the Period Ended: November 17, 2009**

Depository: JP Morgan Chase  
Account No: 910-2-688315  
GL Account # 100032

Balance per Bank	\$ 1,348,688.75
Balance per General Ledger	\$ 1,462,148.40
Difference	<u>\$ (113,459.65)</u>

Reconciling Items:

Disbursements 11/18/09 - 11/29/09:	
Transfer out to Bank of New York	\$ (2,116.90)
State Street Corporation - Retiree Benefits	(11,179.38)
Medco - Retiree Benefits	(163.37)
Transfer out to Bank of New York	(100,000.00)
	<u>\$ (113,459.65)</u>



JPMORGAN CHASE BANK, N.A.  
 NORTHEAST MARKET  
 P O BOX 260180  
 BATON ROUGE LA 70826-0180

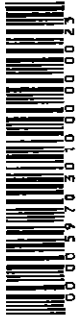
October 31, 2009 -  
 November 27, 2009

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Account Number  
 000009102688315

**Customer Service**

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



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G-I HOLDINGS INC  
 ATTN JOSEPH MORRIS 2/1  
 1361 ALPS RD  
 WAYNE NJ 07470

The Bank strictly prohibits the use of any account to conduct transactions (including, without limitation, the acceptance or receipt of credit or other receipt of funds through an electronic funds transfer, or by check, draft or similar instrument, or the proceeds of any of the forgoing) that are related, directly or indirectly, to unlawful internet gambling. The term "unlawful internet gambling," as used in this notice, shall have its meaning set forth in 12 C.F.R. Section Part 233, Section 132.2(bb). The Customer shall not conduct any transactions through the account that directly or indirectly involve or are related to unlawful internet gambling, including, without limitation, the acceptance or receipt of any funds or deposits in connection therewith.

**Commercial Checking**

**Summary**

	<i>Number</i>	<i>Amount</i>
Opening Ledger Balance		\$73,620.52
Opening Collected Balance		\$73,620.52
Deposits and Credits	10	\$678,536,048.37
Withdrawals and Debits	21	\$677,260,980.14
Checks Paid	0	\$.00
<b>Ending Ledger Balance</b>		<b>\$1,348,688.75</b>
<b>Ending Collected Balance</b>		<b>\$1,348,688.75</b>

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



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Account Number  
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G-I HOLDINGS INC

**Commercial Checking**

(continued)

**Deposits and Credits**

<i>Ledger Date</i>	<i>Value Date</i>	<i>Description</i>	<i>Amount</i>
11/04		FED WIRE CREDIT VIA: THE BANK OF NEW YORK MELLON/021000018 B/O: FIDELITY GRP OF FDS INSTL REDEREF: CHASE NYC/CTR/BNF=G-I HOLDINGS INC WAYNE NJ 07470-/AC-000000091026 RFB=O/B BK OF NYC OBI=072632193 D41603,1069500498666155, BBI=/TIME/12:22 IMAD: 1104B1Q8152C002863 TRN: 2321009308FF YOUR REF: O/B BK OF NYC	\$200,000.00
11/05		FED WIRE CREDIT VIA: PNC BANK, NA PHILADELPHIA/031000053 B/O: 2000118428 REF: CHASE NYC/CTR/BNF=G-I HOLDINGS INC WAYNE NJ 07470-/AC-000000091026 RFB=0000000000000015 BBI=/TIME/12:47 IMAD: 1105D3B74V5C000501 TRN: 2692709309FF YOUR REF: 0000000000000015	\$15,000,000.00
11/06		FED WIRE CREDIT VIA: STATE STREET BANK AND TRUST CO/011000028 B/O: G-I HOLDINGS INC WAYNE NJ 07470-3700 REF: CHASE NYC/CTR/BNF=G-I HOLDINGS INC WAYNE NJ 07470-/AC-000000091026 RFB=0000000000 BBI=/TIME/15:04 IMAD: 1106A1Q002CC003351 TRN: 4076209310FF YOUR REF: 0000000000	\$22,000,000.00
11/12		FED WIRE CREDIT VIA: THE BANK OF NEW YORK MELLON/021000018 B/O: FIDELITY GRP OF FDS INSTL REDEREF: CHASE NYC/CTR/BNF=G-I HOLDINGS INC WAYNE NJ 07470-/AC-000000091026 RFB=O/B BK OF NYC OBI=072706520 D41603,1069500498666155, BBI=/TIME/09:39 IMAD: 1112B1Q8153C002697 TRN: 1864909316FF YOUR REF: O/B BK OF NYC	\$59,150,000.00
11/12		DEPOSIT 1180	\$47,510.37
	11/16	2 DAY FLOAT	\$47,510.37
11/16		BOOK TRANSFER CREDIT B/O: BMCA HOLDINGS CORP WAYNE NJ 07470- REF: BMCA HOLDINGS DIVIDEND TO G-I/BNF/DDA/9102688315 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4667300320JO YOUR REF: CAP OF 09/11/16	\$236,168,538.00
11/16		BOOK TRANSFER CREDIT B/O: G HOLDINGS INC WAYNE NJ 07470- REF: RE: CAPITAL CONTRIBUTION G HOLDINGTO G-I/BNF/DDA/9102688315 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4469700320JO YOUR REF: CAP OF 09/11/16	\$219,950,000.00



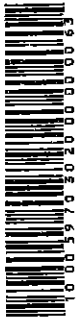


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November 27, 2009

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Account Number  
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G-I HOLDINGS INC



**Commercial Checking**  
(continued)

**Deposits and Credits**

Ledger Date	Value Date	Description	Amount
11/16		BOOK TRANSFER CREDIT B/O: BMCA HOLDINGS CORP WAYNE NJ 07470- REF: RE: BMCA HOLDINGS DIVIDEND TO G-I/BNF/DDA/9102688315 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4852300320JO YOUR REF: CAP OF 09/11/16	\$110,000,000.00
11/16		BOOK TRANSFER CREDIT B/O: FIRST GENERAL INSURANCE COMPANBURLINGTON VT 05401-8309 REF: OVERNIGHT LOAN TO G-I HOLDINGS/BNF/DDA/9102688315 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4905100320JO YOUR REF: CAP OF 09/11/16	\$8,010,000.00
11/17		BOOK TRANSFER CREDIT B/O: BWATER LLC WAYNE NJ 07470- REF:/BNF/DDA/9102688315 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 2845400321JO YOUR REF: CAP OF 09/11/17	\$8,010,000.00
<b>Total</b>			<b>\$678,536,048.37</b>

**Withdrawals and Debits**

Ledger Date	Value Date	Description	Amount
11/04		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0263207 TRN: 1601200308JO YOUR REF: CAP OF 09/11/04	\$214,220.40
11/05		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: FIDELITY GROUP OF FUNDS BEN: G-I HOLDINGS INC REF: GI HOLDINGS MASTER NUMBER: 41603 SSN: 0284315 TRN: 1856700309JO YOUR REF: NONREF	\$10,000,000.00
11/05		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0284304 TRN: 1856500309JO YOUR REF: CAP OF 09/11/05	\$142,792.03
11/05		FEDWIRE DEBIT VIA: STATE ST BOS/011000028 A/C: FBO EB 1603 REF: ATTENTION CAROL JOHNSON IMAD: 1105B1QG05C003535 TRN: 1856600309JO YOUR REF: NONREF	\$11,179.38
11/12		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0447889 TRN: 3514600316JO YOUR REF: CAP OF 09/11/12	\$26,530.55



G-I HOLDINGS INC

**Commercial Checking**

(continued)

**Withdrawals and Debits**

<i>Ledger Date</i>	<i>Value Date</i>	<i>Description</i>	<i>Amount</i>
11/13		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0285918 TRN: 1655400317JO YOUR REF: CAP OF 09/11/13	\$845.85
11/16		FEDWIRE DEBIT VIA: CITIBANK NYC/021000089 A/C: ESCROW CONCENTRATION ACCOUNT FBO 796727 - G-I HOLDINGS REF: RE: G-I COLLATERAL FBO: NO. 796727 - G-I HOLDINGS IMAD: 1116B1QGC05C005220 TRN: 4689000320JO YOUR REF: NONREF	\$185,000,000.00
11/16		FEDWIRE DEBIT VIA: DEUTSCHE BK NY/026003780 A/C: G-I HOLDINGS INC REF: ATTN: BARBARA KASTALEK RE: G-I COLLATERAL/TIME/17:22 IMAD: 1116B1QGC07C006578 TRN: 4782300320JO YOUR REF: NONREF	\$151,500,000.00
11/16		BOOK TRANSFER DEBIT A/C: G-I FUNDING LLC WAYNE NJ 07470-3700 REF: RE: G-I CAPITAL CONTRIBUTION TO G-IFUNDING LLC/BNF/DDA/844017244 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4537600320JO YOUR REF: NONREF	\$101,484,490.84
11/16		FEDWIRE DEBIT VIA: CITIBANK NYC/021000089 A/C: MEDIUM TERM FINANCE NEW YORK, N.Y. 10043 REF: RE: G-I HOLDINGS INC \$185MM TRANSACTION IMAD: 1116B1QGC05C005211 TRN: 4689100320JO YOUR REF: NONREF	\$509,000.00
11/16		BOOK TRANSFER DEBIT A/C: MILBANK TWEED HADLEY & MCCLOY NEW YORK NY 10005- REF: RE: BILL REF NO. 278452 RE: BILLINGPARTNER: WILLIAM BICEREF: G-I HOLDINGS LEGAL FEE/BNF/DDA/9101073923 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 4689200320JO YOUR REF: NONREF	\$110,000.00
11/16		CHIPS DEBIT VIA: CITIBANK/0008 A/C: BUILDING MATERIALS CORP OF AMESSN: 0315667 TRN: 1879400320JO YOUR REF: NONREF	\$78,333.33
11/16		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0315668 TRN: 1879300320JO YOUR REF: CAP OF 09/11/16	\$58,780.91
11/16		FEDWIRE DEBIT VIA: DBTCO AMERICAS NYC/021001033 A/C: MOSES & SINGER LLP REF: RE: G-I HOLDINGS LEGAL FEE IMAD: 1116B1QGC07C006574 TRN: 4782200320JO YOUR REF: NONREF	\$51,192.20

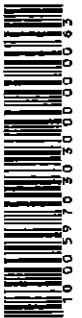


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Account Number  
000009102688315

G-I HOLDINGS INC



**Commercial Checking**  
(continued)

**Withdrawals and Debits**

Ledger Date	Value Date	Description	Amount
11/17		FEDWIRE DEBIT VIA: WILM TRUST/031100092 A/C: G-I HOLDINGS INC ASBESTOS PI SETTLEMENT TRUST REF: ATTN: JOE FEIL IMAD: 1117B1QGC07C001014 TRN: 0298600321JO YOUR REF: NONREF	\$210,050,000.00
11/17		FEDWIRE DEBIT VIA: PNCBANK PHIL/031000053 A/C: CENTER FOR CLAIMS RESOLUTION, REF: ATTN: G-I HOLDINGS IMAD: 1117B1QGC07C001429 TRN: 0377900321JO YOUR REF: NONREF	\$9,900,000.00
11/17		BOOK TRANSFER DEBIT A/C: FIRST GENERAL INSURANCE COMPANBURLINGTON VT 05401-8309 REF: LOAN REPAYMENT/BNF/DDA/844017236 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 2845500321JO YOUR REF: NONREF	\$8,010,155.00
11/18		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0263498 TRN: 1907200322JO YOUR REF: CAP OF 09/11/18	\$2,116.90
11/24		FEDWIRE DEBIT VIA: STATE ST BOS/011000028 A/C: FBO EB 1603 REF: ATTENTION CAROL JOHNSON IMAD: 1124B1QGC06C004328 TRN: 3429600328JO YOUR REF: NONREF	\$11,179.38
11/24		BOOK TRANSFER DEBIT A/C: MEDCO HEALTH SOLUTIONS INC,-A/FRANKLIN LAKES NJ 07417- REF: CUSTOMER CODE 3965/BNF/DDA/9102781060 JPMORGAN CHASE BANK NEW YORK NY 10004 TRN: 3429500328JO YOUR REF: NONREF	\$163.37
11/25		CHIPS DEBIT VIA: THE BANK OF NEW YORK MELLON/0001 A/C: G I HOLDINGS INC WAYNE N J SSN: 0337450 TRN: 3110500329JO YOUR REF: CAP OF 09/11/25	\$100,000.00
<b>Total</b>			<b>\$677,260,980.14</b>

**Daily Balance**

Date	Collected Balance	Ledger Balance	Date	Collected Balance	Ledger Balance
11/04	\$59,400.12	\$59,400.12	11/12	\$86,028,898.53	\$86,076,408.53
11/05	\$4,905,428.71	\$4,905,428.71	11/13	\$86,028,052.68	\$86,075,562.68
11/06	\$26,905,428.71	\$26,905,428.71	11/16	\$221,412,303.40	\$221,412,303.40



October 31, 2009 -  
November 27, 2009

Page 6 of 6

Account Number  
000009102688315

G-I HOLDINGS INC

**Commercial Checking**  
(continued)

**Daily Balance**

<i>Date</i>	<i>Collected Balance</i>	<i>Ledger Balance</i>	<i>Date</i>	<i>Collected Balance</i>	<i>Ledger Balance</i>
11/17	\$1,462,148.40	\$1,462,148.40	11/24	\$1,448,688.75	\$1,448,688.75
11/18	\$1,460,031.50	\$1,460,031.50	11/25	\$1,348,688.75	\$1,348,688.75

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

**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Allegiant Money Market Fund**  
**Account No: 2000118428**

<b>Beginning Cash Balance</b>	<b>\$ 15,014,888.92</b>
<b>Cash Receipts</b>	
Interest Income	-
<b>Total Cash Receipts</b>	<b>-</b>
<b>Cash Disbursements</b>	
Redemption 11/5/09	(15,000,000.00)
<b>Total Cash Disbursements</b>	<b>(15,000,000.00)</b>
<b>Ending Cash Balance</b>	<b>\$ 14,888.92</b>

G-I Holdings Inc.  
STATEMENT OF CASH RECONCILIATION  
For the Period Ended: November 17, 2009

Depository: Allegiant Money Market Fund  
Account No: 2000118428  
GL Account # 100003

Balance per Bank	\$	14,888.92
Balance per General Ledger	\$	14,888.92
Difference	\$	-

G-I Holdings, Inc.

Issuer: Allegiant  
 Fund Name: Government Money Market AAA  
 Fund Number: 105  
 Phone: 800-622-3863  
 Acct Number: 2000118428

Date	Ref No	Purchase/Redemption Interest	Daily Balance
2-Nov			15,014,888.92
3-Nov			15,014,888.92
4-Nov			15,014,888.92
5-Nov		(15,000,000.00)	14,888.92
6-Nov			14,888.92
7-Nov			14,888.92
8-Nov			14,888.92
9-Nov			14,888.92
10-Nov			14,888.92
11-Nov			14,888.92
12-Nov			14,888.92
13-Nov			14,888.92
14-Nov			14,888.92
15-Nov			14,888.92
16-Nov			14,888.92
17-Nov			14,888.92

**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Calvert First Government Money Market Fund**  
**Account No: 6831073**

<b>Beginning Cash Balance</b>	<b>\$ 22,012,012.20</b>
<b>Cash Receipts</b>	
Interest Income	<u>-</u>
<b>Total Cash Receipts</b>	<u>-</u>
<b>Cash Disbursements</b>	
Redemption 11/5/09	<u>(22,000,000.00)</u>
<b>Total Cash Disbursements</b>	<u>(22,000,000.00)</u>
<b>Ending Cash Balance</b>	<b><u><u>\$ 12,012.20</u></u></b>



**G-I Holdings Inc.**  
**STATEMENT OF CASH RECONCILIATION**  
**For the Period Ended: November 17, 2009**

**Depository: Calvert First Government Money Market Fund**  
**Account No: 6831073**  
**GL Account # 100004**

Balance per Bank	\$	12,012.20
Balance per General Ledger	\$	12,012.20
Difference	\$	<u>-</u>

G-I Holdings, Inc.

Issuer: Calvert  
Fund Name: First Government Money Market  
Fund Number: 901  
Phone: 800-368-2746  
Acct Number: 6831073

Date	Ref No	Purchase/Redemption Interest	Daily Balance
2-Nov			22,012,012.20
3-Nov			22,012,012.20
4-Nov			22,012,012.20
5-Nov		(22,000,000.00)	12,012.20
6-Nov			12,012.20
7-Nov			12,012.20
8-Nov			12,012.20
9-Nov			12,012.20
10-Nov			12,012.20
11-Nov			12,012.20
12-Nov			12,012.20
13-Nov			12,012.20
14-Nov			12,012.20
15-Nov			12,012.20
16-Nov			12,012.20
17-Nov			12,012.20

**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Evergreen Investments**  
**Account No: 1008586353**

<b>Beginning Cash Balance</b>	\$	25,759.17
Cash Receipts		
Purchase		-
Interest Income		-
<b>Total Cash Receipts</b>		-
Cash Disbursements		
Redemption		-
<b>Total Cash Disbursements</b>		-
<b>Ending Cash Balance</b>	\$	<u>25,759.17</u>

G-I Holdings Inc.  
**STATEMENT OF CASH RECONCILIATION**  
**For the Period Ended: November 17, 2009**

Depository: Evergreen Investments  
Account No: 1008586353  
GL Account # 100005

Balance per Bank	\$ 25,759.40
Balance per General Ledger	\$ 25,759.17
Difference	<u>\$ 0.23</u>
 <u>Reconciling Items:</u>	
Dividend reinvestment 11/29/09	\$ 0.23

## Contact Information



**Call Us**  
1-800-343-2898



**Visit us online**  
[www.EvergreenInvestments.com](http://www.EvergreenInvestments.com)



**Rep Name/Rep Number**  
Andrew Kevlahan/020J215

**Your Financial Advisor**  
FIRST CLEARING LLC  
C/O WACHOVIA SECURITIES LLC  
190 RIVER RD FL 1  
SUMMIT NJ 07901-1444

MB 01 000097 99412 B 2 A



GI HOLDINGS, INC.  
ATT: TREASURY DEPT  
1361 ALPS RD  
WAYNE NJ 07470-3700

## Your Portfolio

Value as of 11/30/2009 **\$25,759.40**

Change	11/01/2009 - 11/30/2009	Year-to-date
Opening Value	\$25,759.17	\$25,724.89
+ Additions	0.00	0.00
- Withdrawals	0.00	0.00
+ Reinvested Income	0.23	34.51
+/- Change in Value	0.00	0.00
<b>Closing Value</b>	<b>\$25,759.40</b>	<b>\$25,759.40</b>

### Learn More

The most current information for all Evergreen funds can be found at [EvergreenInvestments.com](http://EvergreenInvestments.com) under the Fund Performance tab. Visit the Web site to check the performance of your investments, keep track of market trends, and learn more about the products and services that can help you reach your financial goals.

### Help on the Web

## Evergreen Online

Visit [EvergreenInvestments.com](http://EvergreenInvestments.com) for the latest information on Evergreen Investments and its array of investment products. There you can easily find links to fund performance and pricing, fund fact sheets, quarterly commentaries and account access, as well as regular market updates from Evergreen's Chief Market Analyst, John Lynch. The site's design allows for simple navigation, letting you find the information you need, quickly and efficiently.

## Allocation

Below you will find your current investments and the percentage that each represents in your Evergreen portfolio.

Asset Category	Total Assets	Percent
MONEY MARKET FUNDS	\$25,759.40	100.0%

Asset allocation is a diversification strategy used to determine the blend of stocks, bonds, and cash appropriate for your investment goals and risk tolerance. You should work with your financial advisor to develop an asset allocation plan.



Evergreen Investments™

[www.EvergreenInvestments.com](http://www.EvergreenInvestments.com)



## Non-Retirement Account Activity

Registration	Account Number	Income Summary		Year-to-Date Earnings		
GI HOLDINGS, INC.	1008586353	Dividends			\$34.51	
		Short Term Cap Gains			\$0.00	
		Long Term Cap Gains			\$0.00	
		<b>Total</b>			<b>\$34.51</b>	
Fund Summary	Beginning Value as of 11/01/2009	Additions	Withdrawals	Reinvested Income	Change in Value	Ending Value as of 11/30/2009
Institutional Treasury MMKT-I	\$25,759.17	\$0.00	\$0.00	\$0.23	\$0.00	\$25,759.40
<b>Total</b>	<b>\$25,759.17</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.23</b>	<b>\$0.00</b>	<b>\$25,759.40</b>

### Institutional Treasury MMKT-I

Fund Number	497	Date	Transaction Description	Amount	Share Price	Number of Shares	Share Balance
Ticker Symbol	EIMXX		Opening Balance	\$25,759.17			25,759.170
Share Balance	25,759.400	11/30/2009	Div Reinvest	0.23	1.00	0.230	25,759.400
Share Price	\$1.00						
<b>Closing Value</b>	<b>\$25,759.40</b>						



Evergreen Investments<sup>SM</sup>

www.EvergreenInvestments.com



**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Fidelity Investments**  
**Account No: 00498666155**

<b>Beginning Cash Balance</b>	\$ 49,355,103.49
Cash Receipts	
Purchase 11/5/09	10,000,000.00
<b>Total Cash Receipts</b>	<u>10,000,000.00</u>
Cash Disbursements	
Redemption 11/4/09	(200,000.00)
Redemption 11/12/09	(59,150,000.00)
<b>Total Cash Disbursements</b>	<u>(59,350,000.00)</u>
<b>Ending Cash Balance</b>	<u><u>\$ 5,103.49</u></u>

G-I Holdings Inc.  
**STATEMENT OF CASH RECONCILIATION**  
**For the Period Ended: November 17, 2009**

Depository: Fidelity Investments  
Account No: 00498666155  
GL Account # 100006

Balance per Bank	\$	5,103.49
Balance per General Ledger	\$	5,103.49
Difference	\$	-



G-I Holdings, Inc.

Issuer: Fidelity  
 Fund Name: Treasury Money Markets  
 Fund Number: 695  
 Phone: 1-800-345-6505  
 Acct Number: 00498666155

Date	Ref No	Purchase/Redemption Interest	Daily Balance
2-Nov			49,355,103.49
3-Nov			49,355,103.49
4-Nov		(200,000.00)	49,155,103.49
5-Nov		10,000,000.00	59,155,103.49
6-Nov			59,155,103.49
7-Nov			59,155,103.49
8-Nov			59,155,103.49
9-Nov			59,155,103.49
10-Nov			59,155,103.49
11-Nov			59,155,103.49
12-Nov		(59,150,000.00)	5,103.49
13-Nov			5,103.49
14-Nov			5,103.49
15-Nov			5,103.49
16-Nov			5,103.49
17-Nov			5,103.49

**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Bank of America**  
**Account No: 51-16-200-8542766**

<b>Beginning Cash Balance</b>	\$ 2,748,466.20
Cash Receipts	
Income	-
<b>Total Cash Receipts</b>	-
Cash Disbursements	
Avalon Risk Fees	(27,345.00)
<b>Total Cash Disbursements</b>	(27,345.00)
<b>Ending Cash Balance</b>	<u><u>\$ 2,721,121.20</u></u>

G-I Holdings Inc.  
STATEMENT OF CASH RECONCILIATION  
For the Period Ended: November 17, 2009

Depository: Bank of America  
Account No: 51-16-200-8542766  
GL Account # 100030

Balance per Bank	\$	2,721,121.20
Balance per General Ledger	\$	2,721,121.20
Difference	\$	<u><u>-</u></u>



**Account Summary**

Nov. 01, 2009 through Nov. 30, 2009

Account: 51-16-200-8542766 G I HOLDING INC C

**Market Value \$2,721,121.20**

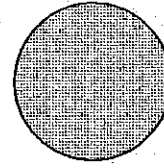
Income Summary		
Description	Current Period	YTD Since 01/01/09
Dividends - Taxable	\$2.82	\$5,153.34
Interest - Taxable	0.00	1,997.55
<b>Total Income</b>	<b>\$2.82</b>	<b>\$7,150.89</b>

Account Activity		
Description	Current Period	YTD Since 01/01/09
Beginning Market Value	\$2,748,463.38	\$2,743,002.28
Income	2.82	7,150.89
Disbursements	-27,345.00	-27,345.00
Bank Fees	0.00	-1,686.97
Change in Market Value	0.00	0.00
<b>Ending Market Value</b>	<b>\$2,721,121.20</b>	<b>\$2,721,121.20</b>
Change in Account Value	-27,342.18	-27,881.08
Accrued Income	0.00	0.00
<b>Ending Value + Accrued Income</b>	<b>\$2,721,121.20</b>	<b>\$2,721,121.20</b>

**Portfolio Allocation**

Description	Market Value	Book Value	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Current Yield
Cash/Currency	\$2,721,121.20	\$2,721,121.20	\$0.00	\$0.00	\$0.00	0.0%
<b>Total Assets</b>	<b>\$2,721,121.20</b>	<b>\$2,721,121.20</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>0.0%</b>
<b>Total</b>	<b>\$2,721,121.20</b>	<b>\$2,721,121.20</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>0.0%</b>

Cash/Currency 100.0%



**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: Deutsche Bank**  
**Account No: 117014160016**

<b>Beginning Cash Balance</b>	\$	-
<b>Cash Receipts</b>		
Purchases		151,500,000.00
Income		168.34
<b>Total Cash Receipts</b>		<u>151,500,168.34</u>
<b>Cash Disbursements</b>		<u>-</u>
<b>Total Cash Disbursements</b>		-
<b>Ending Cash Balance</b>	\$	<u><u>151,500,168.34</u></u>

Settlement Date



**Activity Detail**

Nov. 01, 2009 through Nov. 30, 2009

Account: 51-16-200-8542766 GI HOLDING INC C

Date	Description	Cash	Book Value	Realized Gain/Loss
<b>Income</b>				
<b>Dividends - Taxable</b>				
11/02/09	COLUMBIA GOVERNMENT RESERVES G TRUST CLASS INCOME FOR MONTH ENDED 10/31/09	\$2.82	\$0.00	\$0.00
	<b>Total Dividends - Taxable</b>	<b>\$2.82</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Total Income</b>				
		\$2.82	\$0.00	\$0.00
<b>Disbursements</b>				
<b>Other Expenses</b>				
11/16/09	AVALON RISK ASSOCIATES INC G-I HOLDINGS INC	-\$27,345.00	\$0.00	\$0.00
	<b>Total Other Expenses</b>	<b>-\$27,345.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Total Disbursements</b>				
		-\$27,345.00	\$0.00	\$0.00
<b>Net Automated Money Market Transactions</b>				
11/02/09	COLUMBIA GOVERNMENT RESERVES G TRUST CLASS	-\$2.82	\$2.82	
11/16/09	MONEY MARKET PURCHASE COLUMBIA GOVERNMENT RESERVES G TRUST CLASS MONEY MARKET SALE	27,345.00	-27,345.00	
<b>Total Net Automated Money Market Transactions</b>				
		\$27,342.18	-\$27,342.18	\$0.00

G-I Holdings Inc.  
**STATEMENT OF CASH RECONCILIATION**  
For the Period Ended: November 17, 2009

Depository: Bank of America  
Depository: Deutsche Bank  
Account No: 117014160016

Balance per Bank	\$ 151,501,010.00
Balance per General Ledger	\$ 151,500,168.34
Difference	<u>\$ 841.66</u>
 <u>Reconciling Items:</u>	
Interest Income 11/18/09 - 11/30/09	\$ 841.66



Deutsche Bank AG  
New York Branch  
60 Wall Street  
New York, NY 10005

Relationship Statement  
04 Nov 2009 - 01 Dec 2009  
28 days in statement period  
Page 1 of 1

G I HOLDINGS INC  
1361 ALPS ROAD  
WAYNE NJ 07470

① Questions?  
If you have questions about  
this statement, please call  
your account administrator.

Your customer number  
1701416

Money Market Deposit Account 117014160016

New York Branch

Summary

Balance as of 03 Nov 2009	0.00
2 Credits	151,501,010.00
0 Debits	0.00
0 Fees, service charges and adjustments	0.00
<b>Balance as of 01 Dec 2009</b>	<b>151,501,010.00</b>

A Message From Deutsche Bank

Effective December 16, 2008, Deutsche Bank  
New York lowered its prime lending  
rate to 3.25% from 4.00%.

All figures are in US DOLLARS.

Credits

	Value date	Description	
Interest earned	01 Dec	AC13714406 1701416 0002USD000NY	1,010.00
	<b>Total interest earned</b>		<b>1,010.00</b>
Miscellaneous credits	16 Nov	AC13660878 C228385 090017 4782300320JO 9102688315 G-I HOLDINGS INC	151,500,000.00
	<b>Total miscellaneous credits</b>		<b>151,500,000.00</b>
<b>Total credits</b>			<b>151,501,010.00</b>

Interest detail

	Period beginning date	Days in period	Principal balance	Interest rate	Interest amount
Interest calculation	16 Nov 2009	2	151,500,000.00	0.020000000	168.34
	18 Nov 2009	5	151,500,000.00	0.010000000	210.40
	23 Nov 2009	2	151,500,000.00	0.020000000	168.34
	25 Nov 2009	2	151,500,000.00	0.010000000	84.16
	27 Nov 2009	3	151,500,000.00	0.020000000	252.51
	30 Nov 2009	1	151,500,000.00	0.030000000	126.25
<b>Total interest calculated</b>					<b>1,010.00</b>



**OFFICE OF THE U.S. TRUSTEE - REGION 3**  
**STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**  
**For the Period: November 2, 2009 - November 17, 2009**

**Account Name: G-I Holdings**  
**Depository: CitiBank**  
**Account No: 796727-00**

<b>Beginning Cash Balance</b>	\$	-
<b>Cash Receipts</b>		
Deposit		185,000,000.00
Income		-
<b>Total Cash Receipts</b>		<u>185,000,000.00</u>
<b>Cash Disbursements</b>		-
<b>Total Cash Disbursements</b>		<u>-</u>
<b>Ending Cash Balance</b>	\$	<u><u>185,000,000.00</u></u>

**G-I Holdings Inc.**  
**STATEMENT OF CASH RECONCILIATION**  
**For the Period Ended: November 17, 2009**

**Depository: Bank of America**  
**Depository: CitiBank**  
**Account No: 796727-00**

Balance per Bank	\$ 185,000,000.00
Balance per General Ledger	\$ 185,000,000.00
Difference	<u>\$ -</u>

# STATEMENT OF TRANSACTIONS



Citibank, N.A.  
111 Wall Street  
New York, N.Y.  
10043

ACCOUNT CASH COLLATERAL SECURITY AGREEMENT  
AMONG G-I HOLDINGS INC., CITIBANK  
N.A., AND CITIBANK, N.A.; AS  
ISSUING BANK DATED AS OF 11/16/09

000536-000002  
G-I HOLDINGS INC.  
1361 ALPS ROAD  
WAYNE, NEW JERSEY 07470  
ATTN: JOHN MAITNER  
VICE PRESIDENT & TREASURER

PAGE 1		ACCOUNT NO.	796727-00	6	RUN DATE: 01/29/10	TIME: 21:57:18	02
DATE	TYPE	SHARES OR AMOUNT	DESCRIPTION	INCOME CASH	PRINCIPAL CASH	LEGEND	
YEAR	MO	DAY		( "-" INDICATES DISBURSEMENT OR DEBIT BALANCE)			
2009	12	31	OPENING BALANCE	.00	185,000,000.00	AMORT Amortization	
2010	01	29	CLOSING BALANCE	.00 *	185,000,000.00 *	BOT Bought DELD Delivered DIST Distribution DIV Dividend INT Interest RECD Received RED Redemption REV Reversal SOLD Sold SUB Subscription TSFD Transferred * Balance	

To the extent that any investment decisions reflected herein were made by CITIBANK, N.A. pursuant to the underlying account documentation, such decisions were not based on non-public material information. Confirmation of securities transactions effected by Citibank and the time of execution of such transactions are available upon request.

STATEMENT OF CASH RECEIPTS AND DISBURSEMENTSFor the Period: November 2, 2009 - November 17, 2009Account Name: G-I HoldingsDepository: Bank of New YorkAccount No: 030-0969946

<b>Beginning Cash Balance</b>	\$ (430,453.64)
-------------------------------	-----------------

Cash Receipts:

Transfer in from JP Morgan Chase	214,220.40
Transfer in from JP Morgan Chase	142,792.03
Transfer in from JP Morgan Chase	26,530.55
Transfer in from JP Morgan Chase	845.85
Transfer in from JP Morgan Chase	58,780.91
<b>Total Cash Receipts</b>	<u>443,169.74</u>

Cash Disbursements:

<u>Check #</u>	<u>Check Date</u>	<u>Payee</u>	<u>Expense Type</u>	
2362	11/06/09	Verizon	Misc Cost	(117.62)
2363	11/06/09	Capehart & Scatchard PA	Workers Comp	(164.00)
2364	11/06/09	Ober Kaler	Environmental	(215.00)
2365	11/06/09	Geisinger Clinic	Workers Comp	(564.23)
2366	11/06/09	William A March DPM	Workers Comp	(91.00)
2367	11/06/09	Corvel Corporation	Workers Comp	(12,875.59)
2368	11/06/09	Environmental Waste Minimization	Environmental	(26,315.55)
2369	11/06/09	Maplewood Pathology PC	Workers Comp	(52.06)
2370	11/11/09	Geisinger Clinic	Workers Comp	(58,780.91)
2371	11/11/09	Corvel Corporation	Workers Comp	(1,605.05)
<b>Total Cash Disbursements</b>				<u>(100,781.01)</u>

Void 2367	11/06/09	Corvel Corporation	Workers Comp	12,875.59
Bank Service Charge				(459.79)

<b>Ending Cash Balance</b>	<u>\$ (75,649.11)</u>
----------------------------	-----------------------

This account is a zero balance account used to fund accounts payable. The checks are funded when presented for payment. The negative balance arises from checks that have not been presented for payment. This is shown on the balance sheet on the accounts payable line.

G-I Holdings Inc.  
STATEMENT OF CASH RECONCILIATION  
For the Period Ended: November 17, 2009

Depository: Bank of New York  
Account No: 030-0969946  
GL Account # 100060

Balance per Bank	\$	-
Balance per General Ledger	\$	-
Outstanding Checks	\$	-

G-I Holdings Inc.Depository: Bank of New YorkAccount No: 030-0969946GL Account # 100060For the Period Ended: November 17, 2009Outstanding Checks

<u>Check #</u>	<u>Date</u>	<u>Payee</u>	<u>Amount</u>
3730	04/09/01	Clerk of Court Calrasieu Parish	\$ 45.80
4250	01/16/02	Estate of Fredrick Williams	2,000.00
4325	02/26/02	Estate of Julia Puskar	2,000.00
4394	03/29/02	Geisinger Medical Center	249.00
5000183	01/09/03	Louis Ferraro	3,600.00
5000187	01/09/03	Michael Baker	75.00
5000233	02/06/03	Geisinger Clinic	66.46
5000400	05/02/03	University Radiology Group	431.32
5000444	06/12/03	Landau Associates	5,416.85
5000499	07/18/03	Dewitt Denny & Painter	325.81
5000513	07/18/03	Sedgewick Detert Moran & Arnold	216.35
5000632	10/03/03	Morris County Duplicating	1,532.06
5000672	12/10/03	Advanced Personnel Services	1,855.84
5000742	01/13/04	Crozer Chester Med Center	111.00
5000816	02/27/04	Camden County MUA	159.68
157	08/12/04	Kramon & Graham	7,903.61
742	10/24/05	McCarter & English	4,228.29
829	01/06/06	Corvel Corporation	1,090.66
841	01/12/06	Capehart & Scatchard PA	796.00
898	02/10/06	Ace Ina	2,133.22
964	03/31/06	Thomas McCrone	666.67
1046	06/09/06	Capital Region Urologic Surgeons	72.48
1203	10/06/06	Benjamin F Stine Sr Estate	4,000.00
1356	02/23/07	B C Receiver of Taxes	272.11
1484	07/11/07	B C Receiver of Taxes	272.11
1559	08/31/07	Geisinger Clinic	1,822.79
1591	09/28/07	Marcum & Kliegman LLP	18,861.00
1625	10/30/07	B C Receiver of Taxes	576.88
1707	01/31/08	Cole, Schotz, Meisel, Forman & Leonard	5,178.00
1957	10/01/08	Illinois Environmental Protection Agency	800.00
2107	02/27/09	Robert L Komitor c/o Lowenstein Sandler	4,260.90
2109	02/27/09	Thomas Wilson c/o Lowenstein Sandler	951.32
2125	03/10/09	The Gilroy Law Firm PC	1,470.00
2366	11/06/09	William A March DPM	91.00
2369	11/06/09	Maplewood Pathology PC	52.06
2371	11/11/09	Corvel Corporation	1,605.05
<b>Total Outstanding</b>			<b>\$ 75,189.32</b>



**THE BANK OF NEW YORK MELLON**  
 BNY Mellon Trust of Delaware

**Commercial Checking**

**Account Number:** 030-0969946  
**Statement Period:** 10-31-2009 to 11-27-2009  
**Page:** 1 of 3  
**Request Statement**

G - I HOLDINGS, INC.  
 ATTN: ACCOUNT MANAGER  
 G-I HOLDINGS  
 1361 ALPS RD BLDG 2-1  
 WAYNE, NJ 07470-3700

**Important Information**

Hard copy advices notifying you of various actions may change in terms of format and/or terminology, but key information will be preserved.

<b>Account Summary</b>	<b>Items</b>	<b>Debits</b>	<b>Credits</b>	<b>Balance</b>
<b>Opening Balance:</b>				<b>0.00</b>
Deposits	0		0.00	
Wire Transfer Credits	7		545,286.64	
<b>Total Credits</b>	<b>7</b>		<b>545,286.64</b>	
Checks	12	-477,970.73		
All Other Debits	1	-459.79		
<b>Total Debits</b>	<b>13</b>	<b>-478,430.52</b>		
<b>Closing Balance:</b>				<b>66,856.12</b>

**Transaction Activity**

<b>Date</b>	<b>Description</b>	<b>Debits</b>	<b>Credits</b>	<b>Balance</b>
10-31	<b>Opening Balance</b>			<b>0.00</b>
11-04	B/O:G-I HOLDINGS INC CAP OF 09/11/04		214,220.40	
11-04	1 CHECK	-214,220.40		<b>0.00</b>
11-05	B/O:G-I HOLDINGS INC CAP OF 09/11/05		142,792.03	
11-05	1 CHECK	-142,792.03		<b>0.00</b>
11-12	B/O:G-I HOLDINGS INC CAP OF 09/11/12		26,530.55	
11-12	2 CHECKS	-26,530.55		<b>0.00</b>
11-13	B/O:G-I HOLDINGS INC CAP OF 09/11/13		845.85	
11-13	3 CHECKS	-845.85		<b>0.00</b>
11-16	B/O:G-I HOLDINGS INC CAP OF 09/11/16		58,780.91	
11-16	1 CHECK	-58,780.91		<b>0.00</b>
11-17	REFER TO SERVICE CHARGE ADVICE	-459.79		<b>-459.79</b>
11-18	B/O:G-I HOLDINGS INC CAP OF 09/11/18		2,116.90	
11-18	2 CHECKS	-1,657.11		<b>0.00</b>
11-25	B/O:G-I HOLDINGS INC CAP OF 09/11/25		100,000.00	<b>100,000.00</b>

11/27/09 02:50:31 PM 000016 X5000000291 PV B/B



THE BANK OF NEW YORK MELLON  
 BNY Mellon Trust of Delaware

**Commercial Checking**  
**Account Number:** 030-0969946  
**Statement Period:** 10-31-2009 to 11-27-2009  
**Page:** 2 of 3

**Transaction Activity**

Date	Description	Debits	Credits	Balance
11-27	2 CHECKS	-33,143.88		66,856.12
11-27	Closing Balance			66,856.12

**Daily Balance Summary**

Date	Ledger Balance	Date	Ledger Balance	Date	Ledger Balance
11-02	0.00	11-18	0.00	11-27	66,856.12
11-17	-459.79	11-25	100,000.00		

Balances in this section do not include back valued transactions.

**Checks**

Check No.	Amount	Date	Reference No.	Check No.	Amount	Date	Reference No.
2360	214,220.40	11-04	000063691867	2368*	26,315.55	11-12	000063083308
2361	142,792.03	11-05	000063134504	2369	52.06	11-18	000063818980
2362	117.62	11-13	000063183767	2370	58,780.91	11-16	000063431699
2363	164.00	11-13	000063215659	2371	1,605.05	11-18	000063875343
2364	215.00	11-12	000063841003	2372	5,099.44	11-27	000063255463
2365	564.23	11-13	000063246698	2376*	28,044.44	11-27	000063238309

\* Indicates skip in check number order.

**Important Information**

Please examine and reconcile this statement. Errors and improper transactions must be promptly reported to the Bank. Please direct any inquiries to your Bank of New York Mellon representative.





**ACCOUNT RECONCILIATION  
PAID ITEMS PROOF**

ACCOUNT NAME	ACCOUNT NUMBER	PERIOD
G.I. HOLDINGS INC	0300969946	10/31/09 - 11/27/09

TOTAL CHECKS PAID THIS PERIOD.....(ARP TOTAL PAGE).....	\$477,970.73	
REJECTED CHECKS.....(Schedule 1).....	\$0.00	
<b>TOTAL CHECKS PAID - ARP</b>	<b>\$477,970.73</b>	
OPENING BALANCE.....(From DDA Statement).....	\$0.00	OD
DEPOSITS.....(Credits from DDA Statement).....	\$545,286.64	
DEBIT ACTIVITY.....(Other than check activity from DDA Statement)		\$459.79
CREDIT REVERSAL.....(Returned checks from DDA Statement).....		\$0.00
CLOSING BALANCE.....(From DDA Statement).....	OD	\$66,856.12
CREDIT ADJUSTMENTS POSTED THIS PERIOD.....(Schedule 2)		\$0.00
DEBIT ADJUSTMENTS POSTED THIS PERIOD.....(Schedule 2)	\$0.00	
CREDIT ADJUSTMENTS POSTED NEXT PERIOD.....(Schedule 3)		\$0.00
DEBIT ADJUSTMENTS POSTED NEXT PERIOD.....(Schedule 3)	\$0.00	
CREDIT REVERSAL.....(Returned checks clearing next period).....		\$0.00
<b>SUBTOTAL - DDA</b>	<b>\$545,286.64</b>	<b>\$67,315.91</b>
<b>NET CHECKS PAID - DDA</b>	<b>\$477,970.73</b>	<b>\$0.00</b>

COMMENTS:

OFFICE OF THE U.S. TRUSTEE - REGION 3

STATEMENT OF AGED RECEIVABLES

For the Period Ending: November 17, 2009

Debtor Name: G-I Holding, Inc.

Case Number: 01-30135 (RG)

Total Due	Current 0-30 days	Past Due 31-60 days	Past Due 61-90 days	Past Due 91 & Over
Pre-petition				
\$ -				
Post-Petition				
\$ -				
Totals				
\$ -	\$ -	\$ -	\$ -	\$ -

Notes:

- 1 **Please explain what actions have been taken to collect receivables more than 60 days past due.**

Account Receivable - Other and Insurance Receivable - Asbestos represent amounts due from insurance companies relating to asbestos litigation, environmental litigation, workers compensation liabilities, and other contingent liabilities for which the Debtor maintains insurance. For certain of these receivables, the Debtor is unable to forecast the timing of insurance settlements and therefore of collections.

- 2 **Provide details on all receivables due from any affiliate of debtor in an attachment.**

The net increase in receivables due from affiliates of \$3,965,607 relates to amounts due from BMCA under the Tax Sharing Agreement of \$3,527,650, along with an increase in the amount due from subs of \$437,957 reclassified from Payable to Affiliates.

ACCOUNTS RECEIVABLE RECONCILIATION:

1. Opening Balance	\$ 29,624,937
2. New Accounts Receivables (Billings) this Month	
Due from Affiliates - Tax Sharing Agreement	3,527,650
Due from Affiliates - Reclass from Payable to Affiliates	437,957
3. Balance (add lines 1 and 2)	33,590,544
4. Amount Collected on Prior Accounts	-
5. Closing Balance (subtract line 4 from line 3)	\$ 33,590,544

STATEMENT OF AGED PAYABLESFor the Period Ending: November 17, 2009

Debtor Name: G-I Holding, Inc.  
Case Number: 01-30135 (RG)

Account Name	Description	Total Due	Current (0-30 days)	Past Due (31-60)	Past Due (61-90)	Past Due (91 & Over)
<b>You may combine all payables less than 30 days past due and show on one line.</b>						
	Current Outstanding Checks	\$ 1,748	\$ 1,748	\$ -	\$ -	\$ -
The Gilroy Law Firm PC	Workers Comp	1,470				1,470
Robert L Komitor c/o Lowenstein Sandler	Legal Expense	4,261				4,261
Thomas Wilson c/o Lowenstein Sandler	Legal Expense	951				951
Illinois Environmental Protection Agency	Legal Expense	800				800
Cole, Schotz, Meisel, Forman & Leonard	Legal Expense	5,178				5,178
Marcum & Kliegman LLP	Misc Costs	18,861				18,861
B C Receiver of Taxes	Misc Costs	1,121				1,121
Benjamin F Stine Sr Estate	Death Benefit	4,000				4,000
Capital Region Urologic Surgeons	Workers Comp	72				72
Thomas McCorne	Death Benefit	667				667
Ace Ina	Workers Comp	2,133				2,133
Corvel Corporation	Workers Comp	1,091				1,091
Capehart & Scatchard PA	Legal Expense	796				796
McCarter & English	Legal Expense	4,228				4,228
Kramon and Graham	Legal Expense	7,904				7,904
Camden County MUA	Tax	160				160
Crozer Chester Med Center	Workers Comp	111				111
Advanced Personnel Services	Legal Expense	1,856				1,856
Morris County Duplicating	Legal Expense	1,532				1,532
Dewitt Denney & Painter	Legal Expense	326				326
Sedgewick Detert Moran & Arnold	Legal Expense	216				216
Landau Associates	Legal Expense	5,417				5,417
University Radiology Group	Workers Comp	431				431
Geisinger Clinic	Retiree Benefits	1,889				1,889
Michael Baker	Misc Costs	75				75
Louis Ferraro	Death Benefit	3,600				3,600
Geisinger Medical Center	Workers Comp	249				249
Estate of Julia Puskar	Death Benefit	2,000				2,000
Estate of Fredrick Williams	Death Benefit	2,000				2,000
Court Clerk Calrasieu Paris	Court Fees	46				46
<b>TOTALS</b>		<b>\$ 75,189</b>	<b>\$ 1,748</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 73,441</b>

Note: Please include only post-petition debts and explain why accounts over 30 days past due have not been paid.

Accounts over 30 days represent outstanding checks.

## ACCOUNTS PAYABLE RECONCILIATION:

1. Opening Balance (total from prior report)	\$ 430,454
2. Total New Indebtedness Incurred this Month	1,748
3. Balance (add lines 1 and 2)	432,202
4. Amount Paid on Prior Accounts Payable	357,012
5. Closing Balance (subtract line 4 from line 3)	<u>\$ 75,189</u>

STATEMENT OF OPERATIONS, TAXES, INSURANCE AND PERSONNEL

For the Period Ending: November 17, 2009

Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

**1 What efforts have been made toward the preparation of a plan of reorganization?**

G-I's progress towards a plan in this case (and that of the jointly-administered debtor, ACI Inc.) has had three distinct phases: litigation, mediation, and an apparent resolution.

Two contested factual and legal issues were critical to confirming any chapter 11 plan in this case: (i) whether BMCA has any asbestos liability and (ii) the allowable amount of asbestos claims and demands against G-I. As a result, the early years of this case were taken up in litigation intended to address and resolve these issues. Principally, this involved (a) an adversary proceeding through which G-I sought a declaratory judgment that BMCA has no successor liability for G-I's asbestos claims and (b) competing estimation motions aimed at quantifying G-I's liability. The declaratory judgment litigation began before the Bankruptcy Court but primarily was addressed in the District Court, which withdrew the reference in this action. The parties engaged in substantial discovery and motion practice during this proceeding. Separately, after a request to remove G-I's estimation motion was denied, the bankruptcy court rendered a decision on certain threshold legal issues. Consistent with this decision, the parties presented various protocols and G-I was preparing to mail out a Court-approved questionnaire to a random sample of approximately 2,500 asbestos claimants in connection with the aggregate estimation of G-I's asbestos liability.

While these issues were proceeding, G-I, the Committee, and the Legal Representative participated in a mediation, following which the parties outlined the principal terms of a potential global settlement of their outstanding disputes in G-I's chapter 11 case and agreed to endeavor to complete the global settlement with comprehensive documentation in the form of a proposed chapter 11 plan and its ancillary documents. In order to avoid incurring additional expenses on litigation that would be eliminated if the global settlement was effectuated, the parties agreed to stay various pending litigation, including the declaratory judgment action and the estimation proceedings.

Documenting the settlement led to some difficulties which further mediation was not able to resolve, leading to a termination of the stays. But, the parties continued to negotiate and, recently, the parties were able to agree on a plan jointly proposed by G-I, the Committee and the Legal Representative which was filed on August 21, 2008. Contemporaneously, G-I filed related procedural motions for a bar date and for directives governing solicitations of holders of asbestos-related claims. Subsequently, on October 30, 2008, G-I, the Committee and the Legal Representative filed a First Amended Joint Plan of Reorganization, and G-I filed a related Disclosure Statement. Thereafter, on December 3, 2008, G-I, the Committee and the Legal Representative filed their Second Amended Joint Plan and G-I filed its First Amended Disclosure Statement. On December 4, 2008, the Court approved the First Amended Disclosure Statement and scheduled a Plan Confirmation Hearing for January 28, 2009. Subsequently, the Plan Confirmation Hearing was adjourned on a few occasions, ultimately commencing on September 30, 2009 and concluding October 6, 2009. Further, the Debtors, the Committee and the Legal Representative filed their Third Amended Joint Plan on July 2, 2009, filed their Fourth Amended Joint Plan on July 28, 2009, filed their Fifth Amended Joint Plan on August 19, 2009, filed their Sixth Amended Joint Plan on September 9, 2009, their Seventh Amended Joint Plan on September 30, 2009 and their Eighth Amended Joint Plan on October 5, 2009. Following the conclusion of the Plan Confirmation Hearing, the Debtors submitted Proposed Findings of Fact and Conclusions of Law related to confirmation of the Joint Plan. Subsequently, The IRS submitted Proposed Findings of Fact and Conclusions of Law. On November 12, 2009, the District Court and the Bankruptcy Court issued a joint Order Confirming the Eighth Amended Plan. On November 17, 2009, the Eighth Amended Plan became effective.

**2 Has the debtor, subsequent to the filing of the petition, made any payments on its pre-petition unsecured debt, except as have been authorized by the Court?**

Identify amount, who was paid and date paid:

      : Yes  
  X  : No

**3 Provide a narrative report of significant events affecting debtor's business: (attach separate sheet if necessary)**

There have been no significant events affecting the Debtor's business.

**4 List any payments on debt that has been personally guaranteed by any principal, partner or officer of the business.**

There have been no payments personally guaranteed by any principal, partner or officer of the business.

**5 If assets have been sold in other than the ordinary course of business, please provide details as to the assets sold, date of sale, total sales price, deductions (i.e. commissions), and net amount received.**

No assets have been sold in other than the ordinary course of business.

STATEMENT OF OPERATIONS, TAXES, INSURANCE AND PERSONNEL

For the Period Ending: November 17, 2009

Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

<b>6</b>	<b><u>STATUS OF TAXES</u></b>	<b>Amt. withheld or Accrued</b>	<b>Amount Paid</b>	<b>Date Paid</b>	<b>Post-Petition Taxes Past Due</b>
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FEDERAL TAXES

FICA  
Withholding  
Unemployment  
Income  
Other

STATE TAXES

Dept. of Labor and Industries  
Franchise Tax - Secretary of State of Delaware  
Income  
Income  
Employment Sec.  
Dept. of Revenue  
B&O  
Sales New York  
Sales New Jersey  
Excise

CITY TAXES

Local Tax - Binghamton City Tax  
Local Tax  
Local Tax

OTHER TAXES/Gross Receipts

City Business  
License  
Personal Property  
Real Property - Gloucester City  
Real Property - Bridgewater Township  
Real Property - South Bound Brook  
Real Property - Binghamton  
Other - Camden County MUA

Explain reason for any past due post-petition taxes:

\_\_\_\_\_

\_\_\_\_\_

**7** SCHEDULE OF SALARY AND OTHER PAYMENTS TO PRINCIPALS/EXECUTIVES/INSIDERS\*

<u>Payee Name</u>	<u>Position</u>	<u>Nature of Payment</u>	<u>Amount</u>
None	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

\*List accrued salaries whether or not paid and any draws of any kind or perks such as car, etc. made to or for the benefit of any proprietor, owner, partner, shareholder, officer, director or insider.

STATEMENT OF OPERATIONS, TAXES, INSURANCE AND PERSONNEL

For the Period Ending: November 17, 2009

Debtor Name: G-I Holdings, Inc.

Case Number: 01-30135 (RG)

**8 SCHEDULE OF PAYMENTS TO ATTORNEYS AND OTHER PROFESSIONALS**

	Appointment Date	Amount Paid this Month	Date of Court Approval	Aggregate Paid	Estimated Balance Due
<b>Debtor's Counsel</b>					
Riker, Danzig, Scherer, Hyland & Perretti, LLP	1/5/2001	\$ -	3/26/2001	\$ 13,169,254	\$ -
Weil Gotshal & Manges LLP	1/5/2001	\$ -	3/26/2001	\$ 35,901,339	\$ -
Kroll Associates	7/23/2001	\$ -	1/2/2002	\$ 2,235,372	\$ -
Akin, Gump, Strauss, Hauer & Feld LLP	10/27/2006	\$ -	12/22/2006	\$ 4,798,926	\$ -
Dewey & Leboeuf LLP	12/5/2007	\$ -	2/14/2008	\$ 3,749,389	\$ -
<b>Counsel Creditors' Comm.</b>					
Lowenstein & Sandler	2/20/2001	\$ -	4/11/2001	\$ 24,882,406	\$ -
Caplin & Drysdale	1/22/2001	\$ -	4/11/2001	\$ 27,009,491	\$ -
L Tersigni Consulting PC	3/2/2001	\$ -	3/2/2001	\$ 6,473,653	\$ -
Legal Analysis Systems Inc	6/13/2001	\$ -	8/6/2001	\$ 1,649,976	\$ -
Charter Oak Financial Consultants	7/23/2008	\$ -	7/24/2008	\$ 415,012	\$ -
<b>Future Claimants Representatives</b>					
C Judson Hamlin	5/29/2001	\$ -	10/10/2001	\$ 1,261,996	\$ -
Bederson & Company	1/8/2002	\$ -	1/16/2002	\$ 2,144,507	\$ -
Keating Muething & Klekamp PLL	1/8/2002	\$ -	2/5/2002	\$ 10,591,885	\$ -
Saiber LLC	12/18/2002	\$ -	1/24/2003	\$ 10,042,688	\$ -
<b>Trustee's Special Consultants</b>					
<b>Trustee's Counsel</b>					
<b>Accountant</b>					
<b>Other (Debtors)</b>					
Arnold & Porter LLP	10/2/2008	\$ -	10/29/2008	\$ 1,771,664	\$ -
EPIQ Bankruptcy Solutions LLC		\$ -		\$ 4,695,325	\$ -
SK Advertising		\$ -		\$ 770,173	\$ -
<b>Total</b>		<b>\$ -</b>		<b>\$ 151,563,055</b>	<b>\$ -</b>

Identify fees accrued but not paid:

\_\_\_\_\_

**9 Explain any changes in insurance coverage which occurred during the reporting period.**

\_\_\_\_\_

**10 PERSONNEL**

	Full Time	Part Time
Total number of employees at beginning of period:	-	-
Number hired during the period:	-	-
Number terminated or resigned during the period:	-	-
Total payroll for the period:	-	-

\_\_\_\_\_