

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re Goody's, LLC

Case No. 09-10124 (CSS)  
Reporting Period: December

**MONTHLY OPERATING REPORT**

File with Court and submit copy to United States Trustee within 20 days after end of month.

Submit copy of report to any official committee appointed in the case.

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Available Upon Request</b>	<b>Affidavit/Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1	X		X
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a		X	
Schedule of Professional Fees Paid	MOR-1b	X		
Copies of bank statements			X	
Cash disbursements journals			X	
Statement of Operations	MOR-2	X		X
Balance Sheet	MOR-3	X		X
Status of Postpetition Taxes	MOR-4	X		
Copies of IRS Form 6123 or payment receipt			X	
Copies of tax returns filed during reporting period			X	
Summary of Accounts Payables	MOR-4	X		
Listing of aged accounts payable	MOR-4	X		
Accounts Receivable Aging	MOR-5	X		
Debtor Questionnaire	MOR-5	X		

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

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature of Authorized Individual\*

1/31/2010  
\_\_\_\_\_  
Date

David G. Peek  
Printed Name of Authorized Individual

CFO  
\_\_\_\_\_  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

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See Separate File

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**

	BANK ACCOUNTS							CURRENT	FILING TO
	TRADE	OPER.	PAYROLL	UTIL DEP	CASE 2 UNSEC	LOAN DSB	CASH CONC.	MONTH	DATE
								ACTUAL	ACTUAL
<b>CASH BEGINNING OF MONTH</b>	-	54,066	6,079	700,000	1,000,000	3,834,894	1,488,140	7,083,178	2,746,641
<b>RECEIPTS</b>									
CASH SALES								-	58,933,104
CREDIT CARD RECEIVABLES								-	91,715,674
LOANS AND ADVANCES								-	-
SALE OF ASSETS [1]							10,600	10,600	3,753,155
OTHER [2]							1,079,348	1,079,348	64,356,751
TRANSFERS (FROM DIP ACCTS)		50,000				(50,000)		-	0
<b>TOTAL RECEIPTS</b>	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ (50,000)	\$ 1,089,948	\$ 1,089,948	\$ 218,758,685
<b>DISBURSEMENTS</b>									
TRADE						-		-	970,384
RENT		-					-	-	8,035,368
PAYROLL		-	-				-	-	13,949,818
UTILITIES		2,160				-		2,160	1,895,896
FREIGHT		42				-		42	111,748
INSURANCE		-				-		-	3,224,527
FINANCING EXPENSES		-						-	5,304,735
GENERAL AP [3]		72,757				145,098		217,856	81,353,559
PROFESSIONAL FEES		-				140,263		140,263	1,841,814
WIRES TO AGENT FOR SALES PROCEEDS		-						-	97,004,670
U.S. TRUSTEE QUARTERLY FEES								-	-
<b>TOTAL DISBURSEMENTS</b>	\$ -	\$ 74,960	\$ -	\$ -	\$ -	\$ 285,362	\$ -	\$ 360,321	\$ 213,692,521
Checks issued pre-petition clearing									0
<b>NET CASH FLOW [4]</b>	\$ -	\$ (24,960)	\$ -	\$ -	\$ -	\$ (335,362)	\$ 1,089,948	\$ 729,627	\$ 5,066,164
(RECEIPTS LESS DISBURSEMENTS)									0
<b>CASH - END OF MONTH</b>	\$ -	\$ 29,106	\$ 6,079	\$ 700,000	\$ 1,000,000	\$ 3,499,532	\$ 2,578,088	\$ 7,812,805	\$ 7,812,805
<b>OUTSTANDING CHECKS</b>									
<b>VOIDED CHECKS &amp; ADJ</b>									
<b>BOOK BALANCE</b>	\$ -	\$ 29,106	\$ 6,079	\$ 700,000	\$ 1,000,000	\$ 3,499,532	\$ 2,578,088	\$ 7,812,805	\$ 7,812,805

<sup>[1]</sup> Cash receipts for store fixed asset sales are included in Cash Sales and Credit Card Receivables.

<sup>[2]</sup> Other receipts reflect mainly wires from the GB/Hilco JV for inventory proceeds (holdback on the guaranteed amount and sharing proceeds) and return of \$1.4M in Credit Card Reserves from Chase Paymentech/First Data and American Express.

<sup>[3]</sup> Filing to date total includes March 2009 payments to PGDYS of \$21,157,222 for Tranche C Loan payoff and associated fees and payments totaling \$5,000,000 to the Plan Administrator for Goody's I Allowed Administrative Claims in accordance with the settlement agreement. April 2009 includes payments to PGDYS of \$10,000,000 for Tranche D Loan payoff and a payment of \$4,750,000 to the Plan Administrator for Allowed Class 8 Claims. May 2009 Includes payment to PGDYS of \$1,131,243.24. June 2009 includes payment to PGDYS of \$5,000,000 and interest of \$68,149.20.

<sup>[4]</sup> Net Cash Flow Filing to Date reflects activity for the post petition period from 1/14/09 through 01/02/10.

Notes:

1) Bank statements and cash disbursement journals are available upon request.

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**BANK RECONCILIATIONS - Continuation Sheet for MOR-1**

A bank reconciliation must be included for each bank account. The debtor's bank reconciliation may be substituted for this page.

Note:

On a monthly basis, the Debtor does prepare bank account reconciliations. Copies of the reconciliations are available upon request.

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**SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID**

This schedule is to include all retained professional payments from case inception to current month.

Payee	Period Covered	Amount Approved		Wire/Check		Amount Paid		Year to Date	
				Number	Date	Fees	Expenses	Fees	Expenses
Benesch, Friedlander, Coplan & Aronoff LLP	July - Sept 2009	\$5,103.50	(2)	Wire	12/18/2009	\$5,103.50	\$0.00	\$108,902.70	\$4,709.74
Benesch, Friedlander, Coplan & Aronoff LLP	October-09	\$5,264.24	(1)	Wire	12/18/2009	\$5,243.60	\$20.64	\$108,902.70	\$4,709.74
Cooley Godward Kronish LLP	July - Sept 2009	\$3,714.30	(2)	Wire	12/18/2009	\$3,714.30	\$0.00	\$258,686.90	\$10,446.76
Cooley Godward Kronish LLP	October-09	\$2,294.60	(1)	Wire	12/18/2009	\$2,113.20	\$181.40	\$258,686.90	\$10,446.76
Deloitte Tax LLP	July - Sept 2009	\$3,500.00	(2)	Wire	12/18/2009	\$3,500.00	\$0.00	\$140,000.00	\$430.62
Deloitte Tax LLP	September-09	\$29.58	(1)	Wire	12/3/2009	\$0.00	\$29.58	\$140,000.00	\$430.62
FTI Consulting Inc.	August-09	\$40,264.00	(1)	Wire	12/3/2009	\$40,264.00	\$0.00	\$704,687.50	\$46,980.88
FTI Consulting Inc.	September-09	\$67,856.00	(1)	Wire	12/3/2009	\$67,856.00	\$0.00	\$704,687.50	\$46,980.88
FTI Consulting Inc.	June - Sept 2009	\$32,912.00	(2)	Wire	12/18/2009	\$32,912.00	\$0.00	\$704,687.50	\$46,980.88
Skadden, Arps, Slate, Meagher & Flom LLP	Apr - June 2009	\$12,836.10	(2)	Wire	12/18/2009	\$12,836.10	\$0.00	\$299,619.50	\$10,931.37
Young, Conaway, Stargatt & Taylor LLP	September-09	\$58,964.74	(1)	Wire	12/3/2009	\$57,085.60	\$1,879.14	\$868,269.00	\$45,517.82
Young, Conaway, Stargatt & Taylor LLP	July - Sept 2009	\$28,229.80	(2)	Wire	12/18/2009	\$28,229.80	\$0.00	\$868,269.00	\$45,517.82

(1) Amount approved is based on 80% of Fees and 100% of Expenses

(2) Amount approved is the holdback amount for the period indicated.

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**STATEMENT OF OPERATIONS - Income Statement**

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

<b>REVENUES</b>	<b>Month</b>	<b>Cumulative Filing to Date</b>
Gross Revenues	-	158,549,881
Less: Returns and Allowances	-	-
Net Revenue	-	158,549,881
<b>COST OF GOODS SOLD</b>		
Cost of Goods Sold	-	102,205,774
Gross Profit	-	56,344,107
<b>OPERATING EXPENSES</b>		
Advertising	-	(708,270)
Office Expense	(655,607)	58,392,078
Rent and Lease Expense	-	(5,175,457)
Salaries/Commissions/Fees	-	10,985,611
Total Operating Expenses Before Depreciation	(655,607)	63,493,963
Depreciation/Depletion/Amortization	-	12,852,919
Net Profit (Loss) Before Other Income & Expenses	655,607	(20,002,774)
<b>OTHER INCOME AND EXPENSES</b>		
Other Income (attach schedule)	22	10,307
Interest Expense	-	9,535,877
Net Profit (Loss) Before Reorganization Items	655,628	(29,528,344)
<b>REORGANIZATION ITEMS</b>		
Professional Fees	309,745	5,780,464
U. S. Trustee Quarterly Fees	-	-
Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet)	-	-
Gain (Loss) from Sale of Equipment	-	-
Other Reorganization Expenses (attach schedule)	-	33,628,282
Total Reorganization Expenses	309,745	39,408,746
Income Taxes	-	-
Net Profit (Loss)	<b>\$ 345,884</b>	<b>\$ (68,937,089)</b>

Notes:

Month and Cumulative Filing to Date amounts reflect revenues and expenses for the complete fiscal periods January 4th to November 28, 2009. The Company is unable to provide financials exclusively for the post-petition period.

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STATEMENT OF OPERATIONS - continuation sheet

BREAKDOWN OF "OTHER" CATEGORY	Month	Cumulative Filing to Date
<b>Other Income</b>		
Interest Income - Other	22	11,600
<b>Other Reorganization Expenses</b>		
Liquidator Agent Fee	-	34,539,610

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**BALANCE SHEET**

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from postpetition obligations.

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH		BOOK VALUE AT END OF NOVEMBER
<b>CURRENT ASSETS</b>			
Unrestricted Cash and Equivalents	10,180,206		4,102,587
Accounts Receivable (Net)	17,865,893		17,913,334
Inventories			
Prepaid Expenses			
Professional Retainers	-		-
Other Current Assets (attach schedule)	-		-
<b>TOTAL CURRENT ASSETS</b>	\$ 28,046,100	\$	22,015,920
<b>PROPERTY AND EQUIPMENT</b>			
Machinery and Equipment	(1,967)		(1,967)
Furniture, Fixtures and Office Equipment	5,065,328		5,065,328
Leasehold Improvements	16,445		16,445
Vehicles	41,674		41,674
Less Accumulated Depreciation	(5,113,975)		(5,113,975)
<b>TOTAL PROPERTY &amp; EQUIPMENT</b>	\$ 7,505	\$	7,505
<b>OTHER ASSETS</b>			
Loans to Insiders*	-		-
Other Assets (attach schedule)	28,411,778		28,732,471
<b>TOTAL OTHER ASSETS</b>	\$ 28,411,778	\$	28,732,471
<b>TOTAL ASSETS</b>	\$ 56,465,383	\$	50,755,897
<b>LIABILITIES AND OWNER EQUITY</b>			
<b>LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)</b>			
Accounts Payable	51,401		45,940
Taxes Payable (refer to FORM MOR-4)	-		-
Notes Payable	-		-
Rent / Leases - Building/Equipment	-		-
Secured Debt / Adequate Protection Payments	-		-
Other Postpetition Liabilities (attach schedule)	-		-
<b>TOTAL POSTPETITION LIABILITIES</b>	\$ 51,401	\$	45,940
<b>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</b>			
Secured Debt	11,016		11,016
Priority Debt			
Unsecured Debt	74,605,069		68,738,825
<b>TOTAL PRE-PETITION LIABILITIES</b>	\$ 74,616,084	\$	68,749,840
<b>TOTAL LIABILITIES</b>	\$ 74,667,485	\$	68,795,781
<b>OWNER EQUITY</b>			
Capital Stock	54,527,778		54,527,778
Additional Paid-In Capital	-		-
Retained Earnings - Pre-Petition	(72,729,880)		(72,567,662)
Retained Earnings - Postpetition			
Adjustments to Owner Equity (attach schedule)			
Postpetition Contributions (Distributions) (Draws) (attach schedule)			
<b>NET OWNER EQUITY</b>	(18,202,102)		(18,039,884)
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	\$ 56,465,383	\$	50,755,897

Notes:

Bifurcation on the general ledger of pre-petition and post-petition as delineated by the January 13, 2009 filing date are subject to change as a result of on-going reconciliation.

Valuation of opening net assets of reorganized entities subject to change based on final tax/accounting professionals advice.

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**BALANCE SHEET - continuation sheet**

ASSETS		BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE AT END OF NOVEMBER
Other Current Assets			
Other Assets			
	Intangible Assets	22,923,513	22,923,513
	Intercompany and various assets/reserves	5,488,265	5,808,957
LIABILITIES AND OWNER EQUITY		BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE AT END OF NOVEMBER
Other Postpetition Liabilities			
Adjustments to Owner Equity			
Postpetition Contributions (Distributions) (Draws)			



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**STATUS OF POSTPETITION TAXES**

The beginning tax liability should be the ending liability from the prior month or, if this is the first report, the amount should be zero.  
Attach photocopies of IRS Form 6123 or payment receipt to verify payment or deposit of federal payroll taxes.  
Attach photocopies of any tax returns filed during the reporting period.

	<b>Beginning Tax Liability</b>	<b>Amount Withheld or Accrued</b>	<b>Amount Paid</b>	<b>Ending Tax Liability</b>
<b>Federal</b>				
Withholding	0			0
FICA	0			0
Unemployment	0			0
Other: _____	-	-	-	0
Total Federal Taxes	0	0	0	0
<b>State and Local</b>				
Withholding	0	0	0	0
Sales & Excise <sup>[1]</sup>	0			0
Unemployment	0	0	-	0
Real Property <sup>[2]</sup>	-			-
Personal Property <sup>[3]</sup>	-			-
Other: Local	0	0	0	0
Total State and Local	0	0	0	0
<b>Total Taxes</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

<sup>[1]</sup> Sales and Excise taxes are paid one month in arrears.

<sup>[2]</sup> The company owns no real property

<sup>[3]</sup> Personal Property Taxes are paid on an annual basis. No payments were made for the period. A post-petition accrual amount, if any, is not yet determinable.

\* Copies of tax returns are available upon request.

**SUMMARY OF ACCOUNTS PAYABLE**

Attach aged listing of accounts payable.

	Current	0-30	31-60	60-90	Total
Accounts Payable	(11,373)	(2,284)		(118,679)	(132,336)

Note:  
Bifurcation of pre-petition and post-petition as delineated by the January 13, 2009 filing date are subject to change as a result of on-going reconciliation

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**ACCOUNTS RECEIVABLE AGING**

<b>Accounts Receivable Aging</b>	<b>Amount</b>
0 - 30 days old	\$0
31 - 60 days old	-
61 - 90 days old	-
91+ days old	-
Total Credit Card Receivables	-
Less: Accrual for Transaction Fees	-
Credit Card Receivables (Net) <sup>[1]</sup>	\$0

**DEBTOR QUESTIONNAIRE**

<b>Must be completed each month</b>	<b>Yes</b>	<b>No</b>
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		X
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.		X

Note:

[1] The Credit Card Receivable Total does not include approximately \$63,000 in credit card reserves receivable from Discover.

Goody's LLC  
Accounts Payable Aging  
As of December 31, 2009

Vendor	Ven_Name	Class	Vendor_Class	Current	1 - 30 Past Due	90+ Past Due	Total
7004	HILL COMMUNICATIONS, INC.	Operating	MIS			(\$400.00)	(\$400.00)
7205	VERIZON #87	Operating	PUT			(\$93.44)	(\$93.44)
7918	AT AND T (WHSE)	Operating	PUT			(\$120.45)	(\$120.45)
7927	INTEGRATIVE LOGIC	Advertising	ADM			\$23,530.64	\$23,530.64
7957	MEDIA SOLUTIONS	Advertising	ADM			\$77,225.81	\$77,225.81
8209	TNWASTE, LLC	Operating	TSH			(\$1,827.80)	(\$1,827.80)
8298	TRANE HVAC PARTS AND SUPPLIES	Operating	MIS			(\$6,000.00)	(\$6,000.00)
8627	CENTURYTEL #307	Operating	PUT			(\$186.33)	(\$186.33)
9082	VERIZON NORTH #333	Operating	PUT			(\$16.13)	(\$16.13)
9544	DIANE SMEGO OS	Operating	EXP	(\$2,459.27)			(\$2,459.27)
9783	VERIZON NORTH #374	Operating	PUT			(\$12.55)	(\$12.55)
9812	LINDA MONTGOMERY FIN	Operating	EXP	(\$291.42)			(\$291.42)
9848	AT AND T #379	Operating	PUT			(\$24.06)	(\$24.06)
10109	LOUISIANA WATER COMPANY	Operating	PUT			(\$123.58)	(\$123.58)
10937	CITY OF WINDER #392	Operating	PUT			(\$4.00)	(\$4.00)
11097	VERIZON SOUTH	Operating	PUT			(\$119.02)	(\$119.02)
11315	CONNIE SHEPHERD FIN	Operating	EXP	(\$2,469.26)			(\$2,469.26)
11541	AT AND T #216	Operating	PUT			(\$41.98)	(\$41.98)
11562	GALLAHER AND ASSOCIATES INC	Operating	MIS			(\$1,422.00)	(\$1,422.00)
12382	MT. STERLING WATER AND SEWER	Operating	PUT			(\$66.95)	(\$66.95)
12479	EMBARQ #263	Operating	PUT			(\$56.32)	(\$56.32)
13303	CITY OF CLINTON	Operating	PUT			(\$9.99)	(\$9.99)
13509	AT AND T #437	Operating	PUT			(\$85.36)	(\$85.36)
15428	KENNETH A. BOYD	Operating	EXP	(\$1,478.36)			(\$1,478.36)
18528	CISION US INC.	Advertising	ADM			\$201.37	\$201.37
20207	GLENBEND LLC; C/O LAMAR ASSET	Operating	RNT			(\$16.84)	(\$16.84)
20331	1997 GRP LIMITED PARTNERSHIP	Operating	RNT			(\$7.26)	(\$7.26)
20396	REGENCY COMMERCIAL ASSOC., LLC	Operating	RNT			(\$17.42)	(\$17.42)
20405	REGENCY COMMERCIAL ASSC., LLC	Operating	RNT			(\$195.74)	(\$195.74)
20924	THE MARKETPLACE LLC: C/O	Operating	RNT			(\$6.97)	(\$6.97)
30005	ALLTEL CORPORATION #120	Operating	PUT			(\$202.36)	(\$202.36)
30017	AT AND T #232	Operating	PUT			(\$81.83)	(\$81.83)
30026	VERIZON SOUTH #200	Operating	PUT			(\$4.37)	(\$4.37)
30029	TDS TELECOM (18)	Operating	PUT			(\$31.02)	(\$31.02)
30043	TDS TELECOM (27)	Operating	PUT			(\$66.07)	(\$66.07)
30070	AT AND T #290	Operating	PUT			(\$69.18)	(\$69.18)
30076	AT AND T #119	Operating	PUT			(\$99.24)	(\$99.24)
30102	VERIZON #294	Operating	PUT			(\$41.41)	(\$41.41)
30135	AT AND T #224	Operating	PUT			(\$42.48)	(\$42.48)
30150	AT AND T #215	Operating	PUT			(\$42.26)	(\$42.26)
30175	AT AND T #205	Operating	PUT			(\$103.73)	(\$103.73)
30216	AT AND T #115	Operating	PUT			(\$193.17)	(\$193.17)
30217	AT AND T #113	Operating	PUT			(\$38.15)	(\$38.15)
30227	VERIZON NORTH #108	Operating	PUT			(\$1.21)	(\$1.21)
30287	EMBARQ #080	Operating	PUT			(\$35.88)	(\$35.88)
30291	AT AND T #191	Operating	PUT			(\$126.48)	(\$126.48)
30324	AT AND T	Operating	PUT			\$2,629.22	\$2,629.22
30365	HORIZON #130	Operating	PUT			(\$51.04)	(\$51.04)
30416	AT AND T #116	Operating	PUT			(\$42.36)	(\$42.36)
30424	VERIZON SOUTH #272	Operating	PUT			(\$34.36)	(\$34.36)
30425	AT AND T #240	Operating	PUT			(\$49.47)	(\$49.47)
30429	VERIZON #237	Operating	PUT			(\$115.53)	(\$115.53)
30430	AT AND T #266	Operating	PUT			(\$53.42)	(\$53.42)
30442	AT AND T #236	Operating	PUT			(\$54.16)	(\$54.16)
30447	AT AND T #293	Operating	PUT			(\$149.63)	(\$149.63)
30448	AT AND T #218	Operating	PUT			(\$53.18)	(\$53.18)
30451	AT AND T #279	Operating	PUT			(\$24.38)	(\$24.38)
30457	CITY OF LONGVIEW #232	Operating	PUT			(\$151.12)	(\$151.12)
30460	VERIZON NORTH #246	Operating	PUT			(\$99.95)	(\$99.95)
30464	AT AND T #252	Operating	PUT			(\$47.38)	(\$47.38)
30465	VERIZON SOUTHWEST #317	Operating	PUT			(\$146.31)	(\$146.31)
30475	AT AND T #264	Operating	PUT			(\$78.23)	(\$78.23)
30693	VERIZON NORTH #100	Operating	PUT			(\$70.00)	(\$70.00)
31069	AT AND T #251	Operating	PUT			(\$76.44)	(\$76.44)
31070	AT AND T #253	Operating	PUT			(\$58.39)	(\$58.39)
31072	EMBARQ #309	Operating	PUT			(\$7.53)	(\$7.53)
31077	AT AND T #311	Operating	PUT			(\$149.31)	(\$149.31)
31088	CITY OF CENTRALIA #320	Operating	PUT			(\$70.49)	(\$70.49)
31097	AT AND T #320	Operating	PUT			(\$77.18)	(\$77.18)

Goody's LLC  
Accounts Payable Aging  
As of December 31, 2009

Vendor	Ven_Name	Class	Vendor_Class	Current	1 - 30 Past Due	90+ Past Due	Total
31121	EMBARQ #330	Operating	PUT			(\$91.99)	(\$91.99)
31130	AT AND T #291	Operating	PUT			(\$82.82)	(\$82.82)
31136	AT AND T #315	Operating	PUT			(\$78.26)	(\$78.26)
31143	CITY OF LAKE CHARLES WATER	Operating	PUT			(\$17.98)	(\$17.98)
31163	AT AND T #340	Operating	PUT			(\$68.91)	(\$68.91)
31169	AT AND T #343	Operating	PUT			(\$139.04)	(\$139.04)
31175	AT AND T #327	Operating	PUT			(\$117.79)	(\$117.79)
31831	DAPHNE UTILITIES #347	Operating	PUT			(\$76.08)	(\$76.08)
31856	VERIZON #360	Operating	PUT			(\$163.02)	(\$163.02)
31857	FRONTIER #92	Operating	PUT			(\$55.58)	(\$55.58)
31897	BIRMINGHAM WATERWORKS #161	Operating	PUT			(\$1,645.47)	(\$1,645.47)
31909	MCI	Operating	PUT			(\$1,624.03)	(\$1,624.03)
31911	AT AND T #367	Operating	PUT			(\$102.22)	(\$102.22)
32434	BOAZ GAS BOARD #372	Operating	PUT			(\$175.04)	(\$175.04)
32560	AT AND T #378	Operating	PUT			(\$10.47)	(\$10.47)
32773	AT AND T #381	Operating	PUT			(\$137.72)	(\$137.72)
33060	THE WATER AND SEWER BRD OF THE	Operating	PUT			(\$10.98)	(\$10.98)
33065	GREENVILLE WATER COMMISSION	Operating	PUT			(\$46.36)	(\$46.36)
33088	CITY OF ROCKINGHAM #368	Operating	PUT			(\$28.35)	(\$28.35)
33101	ROGERSVILLE WATER COMM. #21	Operating	PUT			(\$93.97)	(\$93.97)
33307	CITY OF MOUNTAIN HOME	Operating	PUT			(\$30.71)	(\$30.71)
33319	PRINCETON WATER WORKS #108	Operating	PUT			(\$17.26)	(\$17.26)
33393	AT AND T #384	Operating	PUT			(\$43.09)	(\$43.09)
33409	CITY OF CORDELE #141	Operating	PUT			(\$24.73)	(\$24.73)
33427	AT AND T #385	Operating	PUT			(\$36.92)	(\$36.92)
33660	AT AND T #394	Operating	PUT			(\$58.52)	(\$58.52)
33759	QWEST #391	Operating	PUT			(\$1.22)	(\$1.22)
33796	AT AND T #386	Operating	PUT			(\$30.97)	(\$30.97)
34387	AT AND T #407	Operating	PUT			(\$25.68)	(\$25.68)
34400	AT AND T #406	Operating	PUT			(\$53.90)	(\$53.90)
34457	VERIZON #405	Operating	PUT			(\$100.62)	(\$100.62)
34466	EMBARQ #410	Operating	PUT			(\$101.44)	(\$101.44)
34596	AT AND T	Operating	PUT			(\$134.66)	(\$134.66)
34950	VERIZON # 138 RE-LO	Operating	PUT			(\$109.62)	(\$109.62)
35566	VERIZON #417	Operating	PUT			(\$206.97)	(\$206.97)
36194	AT AND T #428	Operating	PUT			(\$110.91)	(\$110.91)
36210	VERIZON #84	Operating	PUT			(\$82.40)	(\$82.40)
36212	VERIZON #419	Operating	PUT			(\$120.02)	(\$120.02)
36500	EMBARQ #433	Operating	PUT			(\$2.50)	(\$2.50)
36791	AMERITAS LIFE INSURANCE CORP.	Operating	INS			(\$436.71)	(\$436.71)
37339	VERIZON NORTH #129	Operating	PUT			(\$188.19)	(\$188.19)
38169	CITY OF RINCON #441	Operating	PUT			(\$36.36)	(\$36.36)
38426	MUZAK, LLC	Operating	MIS			\$81.20	\$81.20
38741	PEARL RIVER VALLEY EPA #153	Operating	PUT			(\$3,178.92)	(\$3,178.92)
38762	ROLLA MUNICIPAL UTILITIES	Operating	PUT			(\$14,762.35)	(\$14,762.35)
38789	PROGRESS ENERGY CAROLINAS #94	Operating	PUT			(\$202.32)	(\$202.32)
38810	ALABAMA POWER #54	Operating	PUT			(\$2,958.13)	(\$2,958.13)
38811	CLEVELAND UTILITIES #52	Operating	PUT			(\$364.58)	(\$364.58)
38826	CITY OF CAMDEN #11	Operating	PUT			(\$2,250.00)	(\$2,250.00)
38845	HUNTSVILLE UTILITIES #197	Operating	PUT			(\$2,491.35)	(\$2,491.35)
38860	NORTH GEORGIA ELECTRIC	Operating	PUT			(\$1,434.99)	(\$1,434.99)
38863	ALLEGHENY POWER #336	Operating	PUT			(\$1,748.41)	(\$1,748.41)
38877	DUKE ENERGY #361	Operating	PUT			(\$1,482.81)	(\$1,482.81)
38879	PROGRESS ENERGY CAROLINAS #362	Operating	PUT			(\$3,201.50)	(\$3,201.50)
38880	ENTERGY #363	Operating	PUT			(\$9,523.29)	(\$9,523.29)
38886	ENTERGY #384	Operating	PUT			(\$6,233.24)	(\$6,233.24)
38897	DUKE ENERGY #405	Operating	PUT			(\$1,912.03)	(\$1,912.03)
38899	KCP AND L #410	Operating	PUT			\$0.00	\$0.00
38912	ENTERGY #440	Operating	PUT			(\$3,684.31)	(\$3,684.31)
38923	NORTH GEORGIA EMC #3	Operating	PUT			(\$3,171.97)	(\$3,171.97)
38926	POWELL-CLINCH UTILITY DIST #9	Operating	PUT			(\$415.30)	(\$415.30)
38966	SEQUACHEE VALLEY ELECTRIC #445	Operating	PUT			(\$5,039.16)	(\$5,039.16)
38999	ALABAMA GAS CORPORATION #121	Operating	PUT			(\$115.46)	(\$115.46)
39015	ALABAMA GAS CORP. #154	Operating	PUT			(\$52.38)	(\$52.38)
39059	DUKE ENERGY #180	Operating	PUT			(\$1,584.29)	(\$1,584.29)
39073	MXENERGY #230	Operating	PUT			(\$187.96)	(\$187.96)
39086	KCP AND L #256	Operating	PUT			\$0.00	\$0.00
39089	ENTERGY #267	Operating	PUT			(\$3,215.01)	(\$3,215.01)
39099	ENTERGY #291	Operating	PUT			(\$9,716.28)	(\$9,716.28)

Goody's LLC  
Accounts Payable Aging  
As of December 31, 2009

Vendor	Ven_Name	Class	Vendor_Class	Current	1 - 30 Past Due	90+ Past Due	Total
39104	INDIANA MICHIGAN POWER #218	Operating	PUT			(\$535.13)	(\$535.13)
39105	APPALACHIAN POWER #360	Operating	PUT			(\$2,007.27)	(\$2,007.27)
39111	BESSEMER UTILITIES #204	Operating	PUT			(\$4,461.28)	(\$4,461.28)
39164	ORANGE COUNTY WCID #2 #379	Operating	PUT			(\$2.53)	(\$2.53)
39186	THE WATER WORKS AND SEWER #69	Operating	PUT			(\$89.30)	(\$89.30)
39193	PERSIA UTILITY DISTRICT #21	Operating	PUT			(\$76.13)	(\$76.13)
39240	GEORGIA POWER #238	Operating	PUT			(\$4,942.73)	(\$4,942.73)
39242	ENTERGY #235	Operating	PUT			(\$2,986.97)	(\$2,986.97)
39245	PROGRESS ENERGY CAROLINAS #176	Operating	PUT			(\$2,675.41)	(\$2,675.41)
39251	ATHENS UTILITIES #194	Operating	PUT			(\$225.00)	(\$225.00)
39253	HUNTSVILLE UTILITIES #284	Operating	PUT			(\$3,269.00)	(\$3,269.00)
39268	ALABAMA POWER #297	Operating	PUT			(\$2,005.05)	(\$2,005.05)
39271	ALABAMA POWER #288	Operating	PUT			(\$2,380.97)	(\$2,380.97)
39281	ENTERGY #235	Operating	PUT			(\$6,429.61)	(\$6,429.61)
39282	ALABAMA POWER #222	Operating	PUT			(\$392.13)	(\$392.13)
39284	ENTERGY #205	Operating	PUT			(\$5,566.76)	(\$5,566.76)
39286	ALABAMA POWER #195	Operating	PUT			(\$10,969.95)	(\$10,969.95)
39347	ENTERGY #303	Operating	PUT			(\$15,698.69)	(\$15,698.69)
39406	HORRY ELECTRIC #31	Operating	PUT			(\$4,557.46)	(\$4,557.46)
39409	ENTERGY #310	Operating	PUT			(\$16,995.97)	(\$16,995.97)
39414	GREYSTONE POWER CORP. #342	Operating	PUT			(\$1,028.09)	(\$1,028.09)
39575	ATMOS ENERGY #310	Operating	PUT			(\$131.41)	(\$131.41)
39586	TOWN OF ELKIN #433	Operating	PUT			(\$92.46)	(\$92.46)
39599	CITY OF BLUE RIDGE #18	Operating	PUT			(\$54.77)	(\$54.77)
39614	ALABAMA POWER #154	Operating	PUT			(\$1,923.88)	(\$1,923.88)
39622	BOARD OF PUBLIC UTILITIES 364	Operating	PUT			(\$1,168.06)	(\$1,168.06)
39626	ALABAMA POWER #161	Operating	PUT			(\$2,322.62)	(\$2,322.62)
39629	CITY UTILITIES #435	Operating	PUT			(\$1,918.16)	(\$1,918.16)
39633	ALABAMA POWER #430	Operating	PUT			(\$215.24)	(\$215.24)
39641	ALLEGHENY POWER #228	Operating	PUT			(\$4,366.59)	(\$4,366.59)
39652	ALABAMA POWER #69	Operating	PUT			(\$4,710.42)	(\$4,710.42)
39658	ALABAMA POWER #307	Operating	PUT			(\$4,777.63)	(\$4,777.63)
39696	MXENERGY #393	Operating	PUT			(\$121.11)	(\$121.11)
39719	INDIANA MICHIGAN POWER	Operating	PUT			(\$623.91)	(\$623.91)
39720	PUBLIC SERVICE COMPANY #331	Operating	PUT			(\$4,529.42)	(\$4,529.42)
39721	INDIANA AMERICAN WATER #115	Operating	PUT			\$0.00	\$0.00
39735	MOUNTAINEER GAS COMPANY #270	Operating	PUT			(\$440.47)	(\$440.47)
39740	PUBLIC SERVICE COMPANY #378	Operating	PUT			(\$3,614.24)	(\$3,614.24)
39781	AMERENUE #216	Operating	PUT			(\$1,536.02)	(\$1,536.02)
39783	WEST VIRGINIA AMERICAN WTR#270	Operating	PUT			\$0.00	\$0.00
39969	CLAY COUNTY CIRCUIT CLERK	Operating	GAR			\$25.00	\$25.00
40273	JAMES W. MONGIN	Operating	MIS	(\$408.88)			(\$408.88)
40534	GREG CHOATE	Operating	EXP	(\$419.06)			(\$419.06)
40845	INFOSYSTEMS INC.	Operating	MIS	(\$2,294.25)	(\$2,185.00)		(\$4,479.25)
41118	AT AND T	Operating	PUT		(\$98.96)		(\$98.96)
41628	UNITED PARCEL SERVICE	Operating	FRT			(\$1,975.95)	(\$1,975.95)
41967	REGIS J. HEBBELER	Operating	MIS	(\$1,552.74)			(\$1,552.74)
42725	CITY OF SUMTER #272	Operating	PUT			(\$23.04)	(\$23.04)
43129	CITY OF CANTON WATER DEPT #230	Operating	PUT			(\$100.00)	(\$100.00)
43603	AT AND T #345	Operating	PUT			(\$71.47)	(\$71.47)
45350	VERIZON #336	Operating	PUT			(\$76.54)	(\$76.54)
45600	TOWN OF CHRISTIANSBURG #87	Operating	PUT			(\$142.28)	(\$142.28)
49786	C. M. HENLEY COMPANY, LLC	Operating	MIS			(\$803.00)	(\$803.00)
	Total A/P Aging as of December 31, 2009			(\$11,373.24)	(\$2,283.96)	(\$118,679.29)	(\$132,336.49)

Goody's, LLC  
 December 2009 Summary of Disbursements by Entity

	GOODY'S, LLC	NEW SYDOOG LLC	NEW TREBOR OF TN, LLC	NEW GOFAMCLO LLC	NEW GOODY'S MS, L.P.	NEW GFCTX, L.P.	NEW GOODYS IN, L.P.	NEW GFCTN, L.P.	NEW GFCGA, L.P.	NEW GOODY'S RETAIL MS, L.P.	NEW GOODY'S GIFTCO, LLC	NEW GOODY'S ARDC, L.P	NEW GOODY'S TNDC, L.P.	NEW GOODY'S HOLDING TN, LLC	Total
Trade	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Payroll	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Utilities	(7,572)	-	-	-	-	-	-	9,731	-	-	-	-	-	-	2,160
Freight	42	-	-	-	-	-	-	-	-	-	-	-	-	-	42
Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Financing Expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
General AP	217,856	-	-	-	-	-	-	-	-	-	-	-	-	-	217,856
Professional Fees	140,263	-	-	-	-	-	-	-	-	-	-	-	-	-	140,263
US Trustee Fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total	350,590	-	-	-	-	-	-	9,731	-	-	-	-	-	-	360,321

**Goody's LLC**  
**December 09 Consolidating Balance Sheet**

	Goody's LLC	New SYDOOG	New Trebor	New Gofamclo	New Goody's MSLP	New Goody's IN	New GFCTX	New GFCTN	New GFCGA	New Giftco	New TNDC	New ARDC	New Goody's Retail MSLP	New Goody's Holding	Elimin.	Total
Unrestricted Cash and Equivalents	8,066,030	0	0	(2)	0	21,789	50,266	1,754,515	5,309	0	252,737	0	29,563	0	0	10,180,206
Accounts Receivable (Net)	17,859,307	1,335	0	1,335	5,263	1,286	(25)	8,443	(12,529)	0	0	0	1,478	0	0	17,865,893
Other Current Assets	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
<b>Total Current Assets</b>	<b>25,925,337</b>	<b>1,335</b>	<b>0</b>	<b>1,333</b>	<b>5,263</b>	<b>23,074</b>	<b>50,241</b>	<b>1,762,958</b>	<b>(7,220)</b>	<b>0</b>	<b>252,737</b>	<b>0</b>	<b>31,041</b>	<b>0</b>	<b>0</b>	<b>28,046,100</b>
Inventories	(12,347,815)	0	0	0	14,012,672	(378,025)	(101,378)	(197,543)	(1,144,878)	0	396,937	0	(239,971)	0	0	0
Machinery and Equipment	115,782	0	0	0	(87,175)	(127)	(128)	0	(30,319)	0	0	0	0	0	0	(1,967)
Furniture, Fixtures and Office Equipment	4,393,527	0	0	0	(9,092)	376,964	284,689	0	19,240	0	0	0	0	0	0	5,065,328
Leasehold Improvements	72,317	0	0	0	(2,488)	0	0	0	(53,384)	0	0	0	0	0	0	16,445
Vehicles	39,574	0	0	0	2,100	0	0	0	0	0	0	0	0	0	0	41,674
Accumulated Depreciation	(4,340,812)	0	0	0	580	(376,837)	(284,561)	0	(112,344)	0	0	0	0	0	0	(5,113,975)
Other Assets	12,925,777	3,671	152	46,741	1,727,540	2,258,052	2,820,101	1,808,695	1,865,361	2,692,159	790,162	80,284	2,899,208	37	(1,506,163)	28,411,778
Intercompany Receivables	6,319,185	524,518	0	0	12,864,112	10,068,043	11,158,973	6,584,033	8,160,776	15,987	6,611,996	22,929	12,207,385	0	(74,264,353)	273,585
Investment in Subsidiaries	50,630,331	0	9,095,026	42,861,297	14,486,264	0	0	0	0	0	0	0	0	28,710	(117,101,627)	0
<b>Total Assets</b>	<b>83,733,204</b>	<b>529,524</b>	<b>9,095,178</b>	<b>42,909,372</b>	<b>42,999,775</b>	<b>11,971,145</b>	<b>13,927,937</b>	<b>9,958,143</b>	<b>8,697,232</b>	<b>2,708,146</b>	<b>8,051,832</b>	<b>103,213</b>	<b>14,897,663</b>	<b>28,747</b>	<b>(192,872,144)</b>	<b>56,738,968</b>
Accounts Payable	51,401	0	0	0	0	0	0	0	0	0	0	0	0	0	0	51,401
Post-Petition Liabilities	51,401	0	0	0	0	0	0	0	0	0	0	0	0	0	0	51,401
Secured Debt	11,016	0	0	0	0	0	0	0	0	0	0	0	0	0	0	11,016
Unsecured Debt	40,773,818	(2,291)	200	(34,741)	34,343,719	(566,716)	(371,383)	171,834	(729,482)	1,350,670	122,159	(69,076)	(383,943)	300	0	74,605,069
Pre-Petition Liabilities	40,784,833	(2,291)	200	(34,741)	34,343,719	(566,716)	(371,383)	171,834	(729,482)	1,350,670	122,159	(69,076)	(383,943)	300	0	74,616,084
Intercompany Payables	60,745,382	9,730	8,426	54,879	6,606,754	3,182,851	2,062,851	2,652,162	1,264,408	971,667	5,068,931	226,359	3,321,187	1,225	(85,903,223)	273,585
<b>Total Liabilities</b>	<b>101,581,616</b>	<b>7,439</b>	<b>8,626</b>	<b>20,138</b>	<b>40,950,473</b>	<b>2,616,135</b>	<b>1,691,468</b>	<b>2,823,996</b>	<b>534,926</b>	<b>2,322,337</b>	<b>5,191,090</b>	<b>157,283</b>	<b>2,937,244</b>	<b>1,525</b>	<b>(85,903,223)</b>	<b>74,941,070</b>
Capital Stock	54,527,778	0	0	0	0	0	0	0	0	0	0	0	0	0	0	54,527,778
Retained Earnings - Prepetition	(72,376,190)	522,085	9,086,552	42,889,234	2,049,303	9,355,010	12,236,470	7,134,147	8,162,306	385,809	2,860,742	(54,070)	11,960,419	27,222	(106,968,920)	(72,729,880)
Net Owner Equity	(17,848,412)	522,085	9,086,552	42,889,234	2,049,303	9,355,010	12,236,470	7,134,147	8,162,306	385,809	2,860,742	(54,070)	11,960,419	27,222	(106,968,920)	(18,202,102)
<b>Total Liabilities and Owners Equity</b>	<b>83,733,204</b>	<b>529,524</b>	<b>9,095,178</b>	<b>42,909,372</b>	<b>42,999,775</b>	<b>11,971,145</b>	<b>13,927,937</b>	<b>9,958,143</b>	<b>8,697,232</b>	<b>2,708,146</b>	<b>8,051,832</b>	<b>103,213</b>	<b>14,897,663</b>	<b>28,747</b>	<b>(192,872,144)</b>	<b>56,738,968</b>

Notes:  
Bifurcation of pre-petition and post-petition as delineated by the January 13, 2009 filing date are subject to change as a result of on-going reconciliation  
Valuation of opening net assets of reorganized entities subject to change based on final tax/accounting professionals advice.

