

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF INDIANA
FORT WAYNE DIVISION

IN THE MATTER OF:

CASE NO. 16-11640

SUSAN'S, INC.

Chapter 11

DISCLOSURE STATEMENT

I.

A. Introduction

Susan's, Inc. aka Susan's Fashion, the Debtor-in-Possession, (hereinafter referred to as "Debtor" or "Debtor-in-Possession") provides this Disclosure Statement to all of its creditors in order to disclose that information deemed by the Debtor to be important and necessary for exercising their right to vote for acceptance of the Plan of Reorganization to be filed with the Court.

Those creditors whose claims are impaired under the Plan may vote on the Plan by filling out and mailing to Adam L. Hand, Beckman Lawson, LLP, 201 W. Wayne Street, Fort Wayne, Indiana 46802, a Ballot which will be supplied by the Court. In order for the Plan to be accepted by Ballot, Ballots of voting creditors who hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of allowed claims of all Classes must be cast in favor of the acceptance of the Plan.

NO REPRESENTATIONS CONCERNING THE DEBTOR (PARTICULARLY AS TO ITS FUTURE BUSINESS OPERATIONS, VALUE OF PROPERTY, OR THE VALUE OF ANY PROMISSORY NOTE TO BE ISSUED UNDER THE PLAN) ARE AUTHORIZED BY THE DEBTOR OTHER THAN AS SET FORTH IN THIS STATEMENT. ANY REPRESENTATIONS OR INDUCEMENTS MADE TO SECURE YOUR ACCEPTANCE WHICH ARE OTHER THAN AS CONTAINED IN THIS STATEMENT SHOULD NOT BE RELIED UPON BY YOU IN ARRIVING AT YOUR DECISION, AND SUCH ADDITIONAL REPRESENTATIONS AND/OR INDUCEMENTS SHOULD BE REPORTED TO COUNSEL FOR THE DEBTOR WHO IN TURN SHALL DELIVER SUCH INFORMATION TO THE BANKRUPTCY COURT FOR SUCH ACTION AS MAY BE DEEMED APPROPRIATE.

THE INFORMATION CONTAINED HEREIN HAS NOT BEEN SUBJECT TO A CERTIFIED AUDIT. THE RECORDS KEPT BY THE DEBTOR ARE DEPENDENT UPON INTERNAL ACCOUNTING PERFORMED BY THE DEBTOR. FOR THE FOREGOING REASON, AS WELL AS BECAUSE OF THE COMPLEXITY OF THE

DEBTORS' FINANCIAL MATTERS, THE DEBTOR IS UNABLE TO WARRANT OR REPRESENT THE INFORMATION CONTAINED HEREIN IS WITHOUT ANY INACCURACY, ALTHOUGH GREAT EFFORT HAS BEEN MADE TO BE ACCURATE.

B. General Information

Essentially, the purpose of any reorganization or rehabilitation under Chapter 11 is to preserve the assets of the Debtor and save them from disastrous or premature sales, such as at foreclosure, so that junior interests (junior mortgage holders and unsecured, general creditors, and Debtor) will receive the greatest possibility of preserving their right to recovery or equity in the Debtor's property. Plans of Reorganization providing for extensions of debt as a primary system of restructuring finances appear to be the most practical solution of the problem under Chapter 11 of our present Bankruptcy Code.

There are limitations on what a debtor can do under a Chapter 11 Plan. Primarily, a Plan may be confirmed over the objections of a Class of secured creditors only if the Court finds that those creditors are given fair and equitable treatment, and secured creditors must receive the "indubitable equivalent" of the value of their security. However, "indubitable equivalent" does not necessarily mean that secured creditors must receive payment right away. It means is that the secured creditors, if they must wait, are entitled to a reasonable rate of interest on their money until they are paid. In other words, where a secured creditor is receiving payment in full over a reasonable period of time, with an appropriate interest or discount factor being paid, that creditor is receiving all the law requires, that is - full payment over a reasonable period of time. Under the Bankruptcy Code, the term of any mortgage debt may be extended; payments required under the mortgage, of either principal or interest, may be postponed; and deferred or reduced payments of principal or interest may be added to the mortgage balance.

C. General Background

Debtor owns and operates a women's retail clothing boutique located at 6340 West Jefferson Boulevard, Fort Wayne, IN 46804 in Covington Plaza. Debtor's income is generated solely from the sale of women's clothing.

Debtor's financial problems stem in large measure from the termination of its traditional line of credit by Lake City Bank in 2008. Beginning in 1995, Debtor operated its business through a line of credit financed by Lake City Bank in the amount of \$194,000. Debtor made interest payments of approximately \$200 to \$300 per month for approximately 15 years. In 2008, when the banking industry was in turmoil, Lake City Bank converted the interest-only line of credit to a 4-year term loan with monthly principal and interest payments of \$4,800.

Debtor made the higher monthly payments for 4 years and never missed a payment. However, in 2012, Lake City Bank notified Debtor it would no longer extend financing to retailers and ceased all financing relationships with the Debtor. As a result, Debtor was forced to use cash advance companies charging extremely high rates of interest. The cash

advance companies took daily payments out of Debtor's credit card receipts and checking account. The daily payments eventually increased to \$1,400 per day or about \$28,000 per month. Debtor was paying over \$100,000 per year in interest. Each of these credit card receivable lenders was given a security interest in essentially all business assets.

After seeking legal counsel, in 2015, Debtor cut off the credit card receivable companies and began operating on a cash-on-delivery basis. As a result of the outstanding financial obligations owed to the various cash advance lenders, the resulting cash flow shortage, and its inability to pay its monthly obligations, Debtor sought relief under Chapter 11 of the United States Bankruptcy Code.

D. Commencement of the Chapter 11 Case

On August 5, 2016, Debtor filed a Voluntary Petition Under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Indiana, Fort Wayne Division. Debtor continues to operate the women's retail clothing boutique as Debtor-in-Possession under §§1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtor's reorganization case. The Bankruptcy Court entered its Order Appointing Chapter 11 Debtor-in-Possession on August 5, 2016.

E. Creditors' Committee

The office of the United States Trustee has not appointed a Committee of Unsecured Creditors.

F. Retention of Professionals

At the commencement of Debtor's reorganization case, Debtor retained Adam L. Hand, Beckman Lawson, LLP, as bankruptcy counsel, who has been authorized to represent Maxx Holding Corporation as Debtor-in-Possession by Order Authorizing Employment of Attorney dated September 22, 2016.

On January 13, 2017, Debtor filed a Motion to Employ Accountants Dulin, Ward and Dewald Nunc Pro Tunc.

G. Means of Plan Implementation

Debtor's Chapter 11 Plan filed proposes payment in full of the Administrative Claims, including super priority, if any, Priority Claims, and Allowed Secured Claims- Classes 1, 2, 3, and 4. These classes may remain impaired. All other Classes of Claims are impaired. The funding which will allow for the payments as provided under Debtor's Plan will result from the women's retail clothing boutique and possible secured financing, as permitted by the Plan. Attached as Exhibit A hereto is a projected monthly cash-flow statement stating the estimated income and expenses through 2017. Debtor's monthly projected cash-flow includes the insider compensation paid to shareholders Susan Johnson and Roger Johnson. Susan Johnson runs Debtor's day-to-day operations and Roger Johnson maintains Debtor's

financials, pays Debtor's taxes, and assists in the preparation of Debtor's tax filings. Susan's and Roger's annual salaries (\$58,000 and \$6,000 respectively) are believed to be at or below fair market value. Additionally, insiders Roger and Susan's Johnson will retain any and all outstanding shares in Debtor and, in exchange and as "new value," shall contribute \$10,000.00 to Debtor in the form of cash contributions. The \$10,000.00 constitutes 66% of the amount to be paid to unsecured creditors and was determined by projecting Debtor's net revenue in 2017, 2018, and 2019. Debtor is estimated to have net revenue of \$960.00 in 2017, \$10,000 in 2018 and \$10,000 in 2019. Mr. and Mrs. Johnson's new value equals 50% of Debtor's net revenue for the next three years. Accounting for taxes owed on net revenue, Mr. and Mrs. Johnson's contribution is reasonably equivalent to the interests they retain. Mr. and Mrs. Johnson's new value contributions will benefit unsecured creditors by increasing Debtor's likelihood of success, increasing Debtor's cash-flow during the early months of the year when Debtor's sales are slowest, and increasing the amount of inventory Debtor can purchase during those months to attract more customers.

H. Current (Post-Petition) Operating Report Information

Debtor has, since the filing of the Petition, continued its women's clothing retail boutique in the ordinary course. Since the date of filing, Debtor has had the following income and expenses as set forth in its monthly operating reports filed.

August 5-30, 2016:

Beginning Balance	\$5,782.25
Total Receipts	\$42,669.96
<u>Total Disbursements</u>	<u>\$(35,237.26)</u>
Increase	\$7,432.70

September 2016:

Total Receipts	\$66,965.71
<u>Total Disbursements</u>	<u>\$(46,358.30)</u>
Decrease	\$20,607.41

October 2016:

Total Receipts	\$78,789.83
<u>Total Disbursements</u>	<u>\$(88,676.98)</u>
Decrease	\$(9,887.15)

November 2016:

Total Receipts	\$ 72,494.33
<u>Total Disbursements</u>	<u>\$(67,081.97)</u>
Increase	\$ 5,412.36

December 2016:

Total Receipts	52,428.63
Total Disbursements	\$(53,037.19)
Decrease	\$ (608.56)

Women's clothing retail is extremely seasonal. Debtor's most profitable months occur between October and December- during the holidays - and fall off sharply January through March.

II.Debts and Assets AnalysisA. Assets1. Real Estate:

The Debtor does not own any Real Estate. Instead, Debtor leases the premises at 6340 West Jefferson Boulevard, Fort Wayne, Indiana 46804, Unit #B08A in Covington Plaza.

2. Personal Property:

Unless otherwise set forth herein, the amounts listed in Schedule "B" of the Schedules of Assets and Liabilities (filed on August 5, 2016, as amended) were accurate to the best of the Debtor's knowledge. Accordingly, the Debtor's personal property at the time of the Chapter 11 filing had a value as follows:

	<u>Current Value</u>
Cash	\$5,782.25
Accounts Receivable	N/A
Equipment*	\$725.00
Inventory*	\$13,500.00
Vehicle (2004 Astro Van)*	<u>\$400.00</u>
Total:	\$20,407.25

*On June 27, 2016, Scheerer McCulloch, Tim McCulloch, G.P.P.A. conducted an appraisal of each of these categories of assets using the fair market value approach. Mr. McCulloch's appraisal also included fixtures appraised at \$1,750.00. The fixtures have been excluded as Debtor's personal property because the fixtures become property of Debtor's landlord pursuant to its real estate lease. A copy of the June 27, 2016 appraisal is available by contacting Adam Hand at ahand@beckmanlawson.com or (260) 422-0800.

3. Preferences: Debtor is aware of one preference exceeding the \$5,850 threshold set forth in 11 U.S.C. Section 547. On June 2, 2016, Creditor CIT Group/Commercial Services, Inc. received \$7,500.00 in Allen Superior Court, Cause No. 02D09-1601-CC-101. Debtor intends to initiate an action to recover this preference.

B. Debts

The following information is a summary of the Debtor's debt obligations pursuant to information as set forth in the Schedules and claims filed in the case. These amounts are presented as an indication of the Debtor's financial status as of the commencement of the case.

1. Secured Creditors:

The following are creditors scheduled by the Debtor or filing proofs claiming security interests (secured in whole or in part) and the estimated amount of the collective claim:

JPMorgan Chase Bank, N.A.	\$ 51,754.74
Advantedge	\$ 31,795.55
OnDeck Capital Finance	\$ 106,000.00
IBIS Capital Group, LLC	<u>\$ 19,954.00</u>
 Total	 \$ 209,504.29*

*The amounts set forth above are the amounts of the respective claims as filed or scheduled. The amounts set forth above are not believed to be fully-secured based upon the value of the collateral securing each respective claim. Based upon Debtor's review of all UCC Financing Statements filed, Debtor believes only JPMorgan Chase Bank, N.A. is secured.

2. Unsecured Creditors:

All creditors not listed above are considered unsecured. The total of all claims listed by the Debtor in Schedule "F" (excluding creditors with a secured claim) or filed by creditors as unsecured is \$351,311.06. Debtor believes the actual amount of non-duplicated unsecured claims (excluding secured creditors deficiency claims) is approximately \$272,546.97.

3. Priority Claims:

Internal Revenue Service	\$1,178.13
Allen County Treasurer	<u>\$ 697.43</u>
 Total	 \$1,875.56

The IRS filed a claim in the amount of \$1,178.13 based on WT-FICA and CORP-INC taxes not yet due (for the tax periods 9/30/16 and 12/31/16). Debtor has since timely paid all payroll taxes for these tax periods and therefore, the IRS has no additional claim against Debtor.

4. <u>Summary:</u>	<u>Total Claim</u>	<u>Value of Security</u>	<u>Deficiency</u>
Creditors claiming security	\$ 209,504.29	\$20,407.25	\$189,097.04
Unsecured Creditors	\$ 272,546.97		
Priority Claims	<u>\$ 1,875.56</u>		
Total:	\$ 483,926.82		

It is expected that there will be some adjustment to these amounts when exact amounts of claims become known.

C. Calculation of Potential Distribution Percentage

The Plan provides for the pay out (i.e. distribution proceeds) to (i) priority claims of \$1,875.56 (to the extent not already paid), and (ii) unsecured claims totaling at least \$15,000.00 over the life of the Plan (\$5,000.00 per year for three (3) years). Unsecured creditors will also received the total value of any and all preferences recovered (the estimated preference claim is \$7,500 less attorney's fees incurred in collecting the preference claim). Accordingly, it can be assumed that at most \$20,000.00 will be paid to unsecured creditors (excluding priority claims). However, under no circumstances shall the amount paid to unsecured creditors decrease below \$15,000.00. The total non-duplicated, unsecured claims filed and/or allowed as scheduled is \$272,546.97. Including secured creditors' deficiency claims, the total unsecured claims increases to \$461,644.01. Additionally, there exist approximately \$1,875.56 for priority unsecured claims (to the extent not already paid). Also to be included with unsecured claims for treatment under the Plan are the deficiency claims of Classes 3, 4 and 5, if any.

With approximately \$20,000.00 available for distribution to general unsecured claims (which amount will decrease due to all professional fees incurred in the preference action but, under no circumstances, shall decrease below \$15,000.00), and \$272,546.97 in non-priority, unsecured claims (plus the deficiency claims of any secured creditors), such claimants, given these figures, would receive approximately 5.5% total payment under the terms of the Plan. Including secured creditors' deficiency claim into this calculation, unsecured creditors would receive approximately 3.3% total payment under the terms of the Plan. This percentage will increase as any disputed claims are disallowed, as deficiency levels are reduced, and if the priority unsecured claims are reduced in amount. There are no disputed claims expected as of the date of this filing.

D. Liquidation Analysis

The liquidation analysis is provided for comparison between what creditors may expect to receive in a Chapter 7 liquidation of the Debtor's business versus the treatment as proposed under the Plan of Reorganization.

As set forth above, there exists debts (scheduled and filed) totaling \$483,926.82 (\$209,504.29 secured, \$272,546.97 unsecured, and \$1,875.56 priority). All of Debtor's assets (excluding the 2004 Astro Van) are encumbered and Debtor does not otherwise possess any equity in any assets. Debtor asserts that in a liquidation of all assets, there would be insufficient funds to pay all claims in full. Debtor believes that in a liquidation of all assets, excluding any expenses incurred in a liquidation, proceeds from the liquidation would equal less than \$20,407.25. In a liquidation, Debtor (or the estate) would also incur substantial expenses, including but not limited to, auction fees equal to at least 6% of the proceeds from the liquidation of any and all personal property. Based on the total value of all assets of \$20,407.25, these commissions would equal approximately \$1,225.00. Debtor would also likely incur attorney's fees and accountant fees.

Administrative Expenses: Certain entities including Debtor's attorneys, accountants, appraisers, or other professionals authorized to be employed by the Debtor and professionals employed by the Unsecured Creditors' Committee, if any, may file Applications with the Bankruptcy Court for the allowance of compensation and reimbursement of expenses. Requests for compensation are subject to approval by the Bankruptcy Court after a hearing on notice at which the Debtor and other parties in interest may participate and, if appropriate, object to the allowance of any compensation and reimbursement of expenses. Attorney fees were \$9,716 through November 2016 are estimated to be \$15,000.00 at Confirmation. This amount may be greater or lesser depending upon matters involved in the Chapter 11 proceeding, including issues relating to claims and the confirmation of the Plan. Additional administrative expenses would include U.S. Trustee fees unsatisfied at the time of the Plan Confirmation, which at this time are estimated to be \$975.00. U.S. Trustee fees continue to accrue until the case is closed.

Priority Claims: Certain claims, including certain government taxing authority claims are entitled to a priority position over general unsecured creditors. The Bankruptcy Code requires payment of these priority claims before distribution to general unsecured creditors or interest holders. Priority tax claims equal \$1,875.56.

Administrative and priority claims (if any) would be entitled to payment prior to payment to general unsecured creditors.

As set forth in Part II, Sections A and B above, Debtor maintains that in a liquidation of all of its assets, there would be insufficient funds to pay all claims in full as scheduled by the Debtor. The value of Debtor's non-exempt real property is \$0.00. The fair market value of Debtor's personal property equals only \$20,407.25. Accordingly, a liquidation of all assets would result in proceeds equal, at most, to approximately \$20,407.25. However,

Debtor would incur expenses equal to at approximately \$1,225.00 and other costs, leaving a maximum of \$19,182.25. Given that the total claims (scheduled and/or filed) equal \$483,926.82 (\$209,504.29 secured, \$272,546.97 unsecured, and \$1,875.56 priority), there would be insufficient funds to pay even the secured claims in full.

III.

Bankruptcy Code Requirements for Confirmation

The Bankruptcy Court will confirm the Plan only if it finds that all of the requirements of § 1129 of the Bankruptcy Code are met. Among the requirements for confirmation of a Plan are that the Plan: (i) is accepted by all impaired classes of claims and equity interests, or if rejected or deemed rejected by an impaired Class, satisfies the “cramdown” standard; (ii) is feasible; and (iii) is in the “best interests” of creditors and stockholders (interest holders) impaired under the Plan.

Section 1129 of the Bankruptcy Code which sets forth the requirements that must be satisfied in order for the Plan to be confirmed, lists the following requirements for the approval of any plan of reorganization:

1. A plan must comply with the applicable provisions of the Bankruptcy Code.
2. The proponent of a plan must comply with the applicable provisions of the Bankruptcy Code.
3. A plan must be proposed in good faith and not by any means forbidden by law.
4. Any payment made or to be made by the proponent, by the debtor, or by a person issuing securities or acquiring property under a plan, for services or for costs and expenses in or in connection with the case, or in connection with such plan and incident to the case, must be approved by, or be subject to the approval of, the court as reasonable.
5. (i)(A) The proponent of a plan must disclose the identity and affiliations of any individual proposed to serve, after confirmation of such plan, as a director, officer, or voting trustee of the Debtor, an affiliate of the Debtor participating in a joint plan and the Debtor, or a successor to the Debtor under such plan; and
(B) The appointment to, or continuance in, such office of such individual, must be consistent with the interests of creditors and equity security holders and with public policy; and
(ii) The proponent of a plan must disclose the identity of any insider that will be employed or retained by the reorganized debtor, and the nature of any compensation for each insider.

6. Any governmental, regulatory commission with jurisdiction, after confirmation of a plan, over the rates of the debtor must approve any rate change provided for in such plan, or such rate change is expressly conditioned on such approval.

7. Each holder of a claim or interest in an impaired class of claims or interests must have accepted the plan or must receive or retain under the plan on account of such claim or interest property of a value, as of the effective date of the plan, that is not less than the amount that such holder would so receive or retain if the debtor were liquidated under Chapter 7 of the Bankruptcy Code on such date, or, if the class is a class of secured claims that elects non-recourse treatment of the claims under § 1111(b) of the Bankruptcy Code, each holder of a claim in such class will receive or retain under the plan on account of such claim property of a value, as of the effective date of the plan, that is not less than the value of such holder's interest in the estate's interest in the property that secures such claims. This is the so-called "best interests" test.

8. With respect to each class of claims or interests, such class must accept the plan or not be impaired under the plan (subject to the "cramdown" provisions discussed herein.)

9. Except to the extent that the holder of a particular claim has agreed to a different treatment of such claim, a plan must provide that:

(i) with respect to an administrative claim and certain claims arising in an involuntary case, on the effective date of the plan, the holder of the claim will receive on account of such claim cash equal to the allowed amount of the claim;

(ii) with respect to a class of priority wage, employee benefit, consumer deposit and certain other claims described in §507(a)(3)-(6) of the Bankruptcy Code, each holder of a claim of such class will receive

(A) if such class has accepted the plan, deferred cash payments of a value, as of the effective date of the plan, equal to the allowed amount of such claim; or

(B) if such class has not accepted the plan, cash on the effective date of the plan equal to the allowed amount of such claim; and

(iii) with respect to a priority tax claim of a kind specified in §507(a)(8) of the Bankruptcy Code, the holder of such claim will receive on account of such claim deferred cash payments, over a period not exceeding six (6) years after the date of assessment of such claim, of a value, as of the date of assessment of such claim of a value, as of the effective date of the plan equal to the allowed amount of such claim.

10. If a class of claims is impaired under a plan, at least one class of claims that is impaired under such plan must have accepted the plan, determined without including any acceptance of the plan by any insider.

11. Confirmation of a plan must not be likely to be followed by the liquidation, or the need for further financial reorganization, of the debtor or any successor to the debtor under the plan unless such liquidation or reorganization is proposed in the plan. This is the so-called “feasibility” requirement.

12. All fees payable under § 1930 of the Bankruptcy Code, as determined by the court at the hearing on confirmation of the plan, must have been paid or the plan must provide for the payment of all such fees on the effective date of the plan.

13. A plan must provide for the continuation after its effective date of payment of all retiree benefits, as that term is defined in § 1114 of the Bankruptcy Code, at the level established pursuant to either subsection (e)(1)(B) or (g) of §1114 of the Bankruptcy Code, at any time prior to confirmation of such plan, for the duration of the period the debtor has obligated itself to provide such benefits.

This Disclosure Statement discusses three of these requirements: (a) the feasibility of the Plan; (b) acceptance by impaired classes; and (c) the “best interests” standard. The Debtor believe that the Plan meets all the requirements of §1129(a) of the Bankruptcy Code (other than as to voting, which has not taken place) and will seek a ruling of the Court to this effect at the hearing on confirmation of the Plan. You are urged to consult your own attorneys to evaluate each of the standards for confirmation of the Plan under the Bankruptcy Code.

Vote Required for Acceptance; Confirmation

The Bankruptcy Code defines acceptance of a plan by an impaired class of claims as acceptance by holders of at least two-thirds in dollar amount, and more than one-half in number, of the claims of that class which actually cast ballots (other than any holders who are found by the Bankruptcy Court to have cast their ballots in bad faith). The Bankruptcy Code defines acceptance of a plan by an impaired class of equity interests as acceptance by holders of at least two-thirds in number of the equity interests of that class that actually cast ballots other than any holders who are found by the Bankruptcy Court to have cast their ballots in bad faith.

In addition to this voting requirement, § 1129 of the Bankruptcy Code requires that a plan be accepted by each holder of a claim or interest in an impaired class or that the plan otherwise be found by the Court to be in the best interests of each holder of a claim or interest in an impaired class. See “Best Interests Test” below.

If one Class of impaired Claims or Interests accepts the Plan, the Court may confirm the Plan under the “cramdown” provisions of §1129(b) of the Bankruptcy Code, which permits the confirmation of a plan over the dissenting votes of creditors or equity interest holders that have voted, as a Class, to reject the plan, provided that certain standards are met. See “Cramdown” below.

In the event any Voting Class votes against the Plan, and the Plan is not withdrawn, the terms of the Plan may be modified by the Debtor, as necessary to effect a “cramdown” on such dissenting Class or Classes by reallocating value from all Classes Junior to the objecting Class or Classes to any impaired senior Classes until such impaired senior Classes are paid in accordance with the absolute priority rule of § 1129(6) of the Bankruptcy Code. Any such modifications or amendments shall be filed with the Bankruptcy Court and served on all parties in interest entitled to receive notice of the hearing on the confirmation of the affected Plan. Subject to the conditions set forth in the Plan, a determination by the Bankruptcy Court that the Plan is not confirmable pursuant to § 1129 of the Bankruptcy Code will not limit or affect the Debtor’s ability to modify the Plan to satisfy the provisions of § 1129 of the Bankruptcy Code.

Best Interests Test

Notwithstanding acceptance of the Plan by each impaired Class, in order to confirm the Plan the Bankruptcy Court must determine that the Plan is in the best interests of each Holder of a Claim or Interest that has not accepted the Plan. Accordingly, if an impaired Class does not unanimously accept the Plan, the “best interests” test of § 1129(a)(7) of the Bankruptcy Code requires that the Court find that the Plan provides to each Holder of a claim or interest in such impaired Class a recovery on account of the Holder’s Claim or Interest that has a value of at least equal to the value of the Distribution that each such Holder would receive if the Debtor were liquidated under Chapter 7 of the Bankruptcy Code.

To estimate what members of each impaired Class of Claims or Interests would receive if the Debtor were liquidated in a Chapter 7 case, the Bankruptcy Court must first determine the aggregate dollar amount that would be available if the Debtor’s case were converted to a Chapter 7 liquidation by a Chapter 7 trustee (the “Liquidation Value”). The Liquidation Value would consist of the net proceeds from the disposition of the assets of the Debtor, augmented by the Cash held by the Debtor and reduced by certain costs and Claims that arise in a Chapter 7 liquidation case that do not arise in a Chapter 11 reorganization case including sale costs. Debtor believes that a Chapter 7 liquidation would have a material and adverse effect upon the values which would be received by its creditors when measured against such values assuming consummation of the Plan.

The Liquidation Value available to general creditor would be reduced by: (a) the Claims of secured creditors to the extent of the value of their collateral; and (b) the costs and expenses of the liquidation under Chapter 7, which would include: (i) the compensation of a trustee and its counsel and other professionals retained; (ii) disposition expenses; (iii) all unpaid expenses incurred by the Debtor during their Reorganization Case (such as compensation for attorneys, auctioneers and accountants) which are allowed in the Chapter 7 case; (iv) litigation costs; and (v) Claims arising from the operation of the Debtor during the pendency of the Chapter 11 and Chapter 7 liquidation cases. The liquidation itself would cause the realization of additional Priority Claims and would accelerate other priority payments which would otherwise be payable in the ordinary course. These Priority Claims would be paid in full out of the liquidation proceeds before the balance would be made available to pay most other Claims or to make any Distribution in respect of Interests. A

discussion concerning liquidation of the Debtor' assets is set forth above. See Section II(D) Liquidation Analysis.

Once the percentage liquidation recoveries for each Class is ascertained, the value of the Distribution available out of the Liquidation Value is compared with the value of the property offered to such Class under the Plan to determine if it is in the best interests of Holders of Allowed Claims or Allowed Interests, as the case may be, in such Class.

After considering the effect that a Chapter 7 liquidation would have on the value of the Debtor, including the costs of any Claims resulting from a Chapter 7 liquidation, the adverse effect of a forced sale on the prices of the Debtor's assets, the potentially adverse impact on the Debtor's business and the delay in the distribution of liquidation proceeds, the Debtor has reviewed estimated liquidation values for its Reorganization Case set forth above.

As set forth in Part II, Section D Liquidation Analysis above, Debtor's non-exempt assets are valued at approximately \$20,407.25. However, there exist \$209,504.29 of secured claims. Additionally, Debtor would incur approximately \$1,225.00 in expenses in a liquidation. U.S. Trustee fees equal \$975.00 per quarter. Attorney fees for the Chapter 11 are estimated at \$15,000. Debtor will also incur additional litigation fees in the CACH, LLC preference action. Debtor is offering the unsecured creditors a return of approximately 5.5% (3.3% with deficiency claims). Based on the analysis set forth therein, and subject to the assumptions and qualifications therein expressed, the Debtor believes that the Plan as proposed herein satisfies the requirements of the "best interests" test of § 1129(a)(7) of the Bankruptcy Code

Fair and Equitable Test, Cramdown

Any Voting Class that fails to accept the Plan will be deemed to have rejected the Plan. Notwithstanding such rejections, the Bankruptcy Court may confirm the Plan and the Plan will be binding upon all Classes, including the Classes rejecting the Plan, if the Debtor demonstrates to the Bankruptcy Court that at least one impaired Class of Claims has accepted the Plan and that the Plan "does not discriminate unfairly" and is "fair and equitable" with respect to each non-accepting Class. A plan does not discriminate unfairly if the legal rights of a dissenting class are treated in a manner consistent with the treatment of other classes whose legal rights are similar to those of the dissenting class and if no class receives more than it is entitled to for its claims or interests.

The Bankruptcy Code establishes different "fair and equitable" tests for the secured and unsecured creditors as follows:

1. Secured Creditors. Either (i) each secured creditor in a non-accepting impaired class retains the liens securing its secured claim and receives on account of its secured claim deferred cash payments having a present value equal to the amount of its allowed secured claim, (ii) each secured creditor in a non-accepting impaired class realizes the indubitable equivalent of its allowed secured claim or (iii) the property securing the claim is sold free and clear of liens with such liens to attach to the proceeds and the treatment of such liens on proceeds as provided in clause (i) or (ii) of this subparagraph.

2. Unsecured Creditors. Either (i) each unsecured creditor in a non-accepting impaired class receives or retains under the plan property having a present value equal to the amount of its allowed claim or (ii) the holders of claims and interests that are junior to the claims of the dissenting class will not receive or retain any property under the Plan.

THE DEBTOR BELIEVES THAT THE PLAN DOES NOT DISCRIMINATE UNFAIRLY WITH RESPECT TO ANY CLASS AND IS FAIR AND EQUITABLE WITH RESPECT TO EACH IMPAIRED CLASS, THEREFORE, THE DEBTOR INTENDS TO SEEK CONFIRMATION OF THE PLAN EVEN IF LESS THAN THE REQUISITE NUMBER OF FAVORABLE VOTES ARE OBTAINED FROM ANY VOTING CLASS.

Feasibility

The Bankruptcy Code requires that the Bankruptcy Court, in order to confirm the Plan must find that confirmation of the Plan is not likely to be followed by liquidation or the need for further financial reorganization of the Debtor (the “Feasibility Test”). For the Plan to meet the Feasibility Test, the Bankruptcy Court must find that reorganized Debtor, subsequent to the Effective Date, will have a reasonable expectation of generating, through its own operations or access to sources of debt and/or equity capital, funds sufficient to satisfy its obligations under the Plan and otherwise.

Assuming consummation of the Plan substantially as described herein and given the above information set forth regarding Means of Plan Implementation (Part G to this Disclosure Statement), the Debtor believes that the Plan meets the requirements of the Feasibility Test. Furthermore, as set forth in the projected annual cash-flow statement attached as Exhibit A, Debtor believes that the Plan meets the requirements of the Feasibility Test. Notably and as set forth herein (see page 5 above), Debtor’s business is seasonal. Exhibit A accounts for the seasonality of the business.

Furthermore, Debtor has analyzed its historical financials to assist in its feasibility determination and believes through eliminating the historical interest expenses associated with the credit card receivable lenders previously used, Debtor will operate in the black.

IV.

Legal Effect of Plan Confirmation

1. As to Cases Other than Individual Debtors. In cases in which the Debtor is not an individual, except as otherwise provided in the Plan or Confirmation Order, in accordance with §1141(d)(1) of the Bankruptcy Code, entry of the Confirmation Order acts as a discharge effective as of the effective date of all debts of, claims against, liens on, and interest in the Debtor, its assets or properties which debts, claims, liens and interest arose at any time before the entry of the Confirmation Order.

2. As to cases in which Debtor is an Individual. Unless after notice and hearing the Court orders otherwise for cause, confirmation of an individual Debtor's Chapter 11 Plan does not discharge any debt provided for in the Plan until the Court grants a discharge on completion of all payments under the Plan under 11 U.S.C. §1141(d)(5)(A) except that the Court may grant a discharge prior to Plan completion under sub-part (b) of that Section if there exists a lack of practical ability to modify the confirmed Plan and the distribution of all property under the Plan is no less than unsecured creditors would have received in a Chapter 7 liquidation.

3. Scope of Discharge. The discharge of the Debtor shall be effective as to each claim, regardless of whether a Proof of Claim therefor was filed, whether the claim is an allowed claim or whether the holder thereof votes to accept the Plan. On the effective date as to every discharge claim and interest any holder of such claim or interest shall be precluded from asserting against the reorganized Debtor or against *their* respective assets or properties any other or further claim or interest based upon any document, instrument, act, omission, transaction, or other activity of any kind or nature that occurred before the Confirmation date. Further, any holder of a claim or interest shall be precluded from asserting the same against the Debtor or the reorganized Debtor, except as specifically provided for in the Plan.

4. Injunction. In accordance with §524 of the Bankruptcy Code, the discharge provided by the Plan and §1141 of the Bankruptcy Code, inter alia, acts as an injunction against the commencement or continuation of any action, employment of process or act to collect, offset or recover the claims discharged hereby.

5. Applicability. The discharge provisions of the Plan do not apply to rights, claims or causes of action whether asserted or yet to be asserted against a non-Debtor except that no rights, claims or causes of action against Debtor can be asserted against the Debtor or reorganized Debtor.

6. Retention of Claims. Except as otherwise provided in the Plan including without limitation any contract, instrument, release or other agreement entered into in connection with the Plan or by Order of the Bankruptcy Court in accordance with § 1123(b) of the Bankruptcy Code, the reorganized Debtor shall retain and may enforce any claims, rights and causes of action that the Debtor or their estate may hold including without limitation any claims, rights or causes of action under §544 through §550 inclusive of the Bankruptcy Code or any other applicable law. After the effective date, reorganized Debtor may pursue any such claims, rights and causes of action in accordance with what is in their best interest.

7. Revesting and Vesting. Except as otherwise provided expressly in the Plan, on the effective date, all property comprising the estate of the Debtor shall revest in reorganized Debtor and shall become property of the reorganized Debtor free and clear of all claims, liens, charges, encumbrances and interests of creditors and equity security holders (other than as expressly provided in the Plan). As of the effective date reorganized Debtor shall operate his business and use, acquire and dispose of property including any post-petition cash collateral and settle or compromise claims or interests without supervision of the Court free of any restrictions of the Bankruptcy Code or Bankruptcy Rules other than those restrictions expressly imposed by the Plan and Confirmation Order.

8. Retention of Jurisdiction by the Bankruptcy Court. Notwithstanding Confirmation of the Plan or occurrence of the effective date, the Court shall retain jurisdiction over the reorganization case. Prior to the entry of a Final Order pursuant to Bankruptcy Rule 3022, the Bankruptcy Court shall retain jurisdiction:

- a. Over all claims against or interests in the Debtor;
- b. To determine the allocability of claims and interests upon objection to such claims by the Debtor or reorganized Debtor or the Creditors' Committee;
- c. To determine any tax liability pursuant to §505 of the Bankruptcy Code;
- d. To adjudicate any dispute under any executory lease or contract assumed during the reorganization case pursuant to §365 of the Bankruptcy Code;
- e. To resolve all matters related to the assumption, assumption and assignment, or rejection of any executory contract or unexpired lease of the Debtor;
- f. To determine requests for payment of administrative claims;
- g. To resolve controversies and disputes regarding the interpretation of the Plan including the determination of the priorities of distribution required by the Articles of the Plan.
- h. To implement the provisions of the Plan and enter orders in aid of Confirmation in consummation of the Plan including without limitation, appropriate orders to enforce the right, title and powers of reorganized Debtor from actions by holders of claims against or interests in the Debtor;
- i. To determine classification voting treatment allowance estimation withdrawal disallowance or reconsideration of claims and interests and any objections relating thereto;
- j. To fix, liquidate or estimate claims or interests;
- k. To modify the Plan pursuant to § 1127 of the Bankruptcy Code;

l. To correct any defect, to cure any mistake or omission or reconcile any inconsistency in the Plan or the Confirmation Order as may be necessary or appropriate to carry out the purposes and intent of the Plan;

m. To adjudicate any causes of action that arose prior to the Confirmation date or in connection with the implementation of the Plan including avoidance actions brought by the Debtor or reorganized Debtor as the representative of Debtor's estate or party in interest (as a representative of the Debtor's estate);

n. To resolve disputes concerning any disputed claims reserve or the administration thereof and claims for disputed distribution;

o. To resolve any disputes concerning any release of the Debtor under the Plan or the injunction against acts of employment of process, or actions against the Debtor arising under the Plan;

p. To resolve any disputes concerning whether a personal entity had sufficient notice of the reorganization case, the applicable claims bar date, the hearing on the approval of the disclosure statement as containing adequate information, the hearing on the Confirmation of the Plan for the purpose of determining whether a claim of interest is discharged under the Plan or for any other purpose;

q. To order the removal pursuant to § 1452 of Title 28 of the United States Code of any suit instituted against the Debtor, the estate, the reorganized Debtor or any person released pursuant to the Plan and to hear and determine any action so removed;

r. To enter a Final order closing the reorganization case; and

s. To hear and determine such other matters as may be provided for under Title 328 of any other title of the United States Code and any reference to the Bankruptcy Code, the Bankruptcy Code, the Bankruptcy Rules, other applicable law, the Plan or the Confirmation Order.

Summary of the Plan

In summary, the Plan calls for the Debtor to retain any and all property of the estate, including but not limited to, all personal property. The allowed secured claim (as defined in the Plan) of JPMorgan Chase Bank, N.A. (\$20,007.25) will retain its respective lien.¹ This allowed secured claim will be paid in full with interest. Payments to JPMorgan Chase Bank, N.A. shall be monthly based upon a five (5) year amortization with quarterly payments, commencing ninety (90) days after confirmation of the Plan. These payments will be made using income from the women's retail clothing boutique.

¹ Debtor's 2004 Astro Van does not have a lien and has therefore been excluded in calculating JPMorgan Chase Bank's secured claim.

Debtor will pay the sum of \$15,000.00 into an account for the payment of claims as follows: The amount of \$5,000.00 is to be paid on the first anniversary of the effective date, \$5,000.00 is to be paid on the second anniversary date of the effective date, and \$5,000.00 is to be paid on the third anniversary of the effective date. Any and all excess funds resulting from preference actions shall be deposited into an account for the payment of claims upon receipt. All priority tax claims shall also be paid as they become due. All of these funds are to be distributed as provided by the Plan. The eight Classes of Claims and the treatment thereof are as follows:

Class 1: will constitute holders of administrative expenses claims, including Debtor's attorneys. This Class will be paid in full within ninety (90) days after Confirmation unless earlier payment is authorized by the Court. The U.S. Trustee fees shall be paid in full in timely fashion pursuant to the quarterly fee payments schedule until such time as this Chapter 11 case is closed. The claims of Debtor's counsel, Beckman Lawson, LLP shall be paid no later than June 30, 2017.

Class 2: JPMorgan Chase Bank, N.A., administrative super priority claim. Pursuant to the Order Authorizing Use of Cash Collateral dated September 28, 2016, JPMorgan Chase Bank, N.A. may be entitled to an administrative super priority claim, pursuant to 11 U.S.C. § 507. JPMorgan Chase Bank, N.A.'s Allowed Claim, if any, shall equal (i) the sum of the value of Debtor's cash, accounts receivables (less bad debt), and inventory (less obsolete inventory) (collectively, the "Cash Collateral") as of the Filing Date; less (ii) the value of the Cash Collateral as of the date of Confirmation of the Plan. However, it is anticipated that, as of the date of confirmation, JPMorgan Chase Bank, N.A.'s administrative super priority claim will be \$0.00.

Class 3: JPMorgan Chase Bank, N.A., Secured Claim. JPMorgan Chase Bank, N.A.'s Allowed Claim shall equal \$20,007.25 less its Class 2 administrative super priority claim, if any. The allowed secured claim of this Class secured by a security interest in all personal property (excluding the 2004 Astro Van) shall be paid in full, with Interest (5.00%). A new payment shall result, which payment shall be quarterly based upon a five (5) year amortization, commencing thirty (30) days after Confirmation of the Plan. The security interest of this Class shall continue in effect. Said payments will continue until such time as the allowed secured claim is satisfied.

Class 4: Priority tax claims. The Allowed Claim of this Class, if any, shall be paid in full within thirty (30) days after Confirmation of the Plan. With respect to any taxes assessed pre-petition that are not delinquent and any additional taxes assessed post-petition on property to be retained by the Debtor, the Debtor shall pay such taxes in the ordinary course as they come due.

Class 5: Unsecured claims. The allowed, timely filed, non-duplicative Claims of this Class shall be paid out of the distribution proceeds as provided in this Plan (and as set forth in Article II, Section (C) above) at the rate of approximately \$5,000.00 per year for three years, plus any preference recoveries. Payment shall be on a pro-rata basis to the Allowed Claims. This amount will decrease in an amount equal to the attorney fees incurred during

any preference actions. Notwithstanding anything herein to the contrary, under no circumstances shall Class 5 receive less than \$15,000.00 and may be paid approximately \$20,000.00.

Class 6: Susan and Roger Johnson. This Class shall retain possession of any and all outstanding shares of Susan's, Inc. In exchange, Susan and Roger Johnson shall contribute at least \$3,333.00 per year as new value. Said contribution shall take the form of a cash contribution and shall be used in Debtor's operations to increase the likelihood of success of reorganization. The \$10,000.00 constitutes 66% of the amount to be paid to unsecured creditors and was determined by projecting Debtor's net revenue in 2017, 2018, and 2019. Debtor is estimated to have net revenue of \$960.00 in 2017, \$10,000 in 2018 and \$10,000 in 2019. Mr. and Mrs. Johnson's new value equals 50% of Debtor's net revenue for the next three years. Accounting for taxes owed on net revenue, Mr. and Mrs. Johnson's contribution is reasonably equivalent to the interests they retain. Mr. and Mrs. Johnson's new value contributions will benefit unsecured creditors by increasing Debtor's likelihood of success, increasing Debtor's cash-flow during the early months of the year when Debtor's sales are slowest, and increasing the amount of inventory Debtor can purchase during those months to attract more customers.

Class 7: Debtor. This Class shall remain in possession of the estate subject to the provisions of the Plan.

THE FOREGOING IS A BRIEF SUMMARY OF THE PLAN AND SHOULD NOT BE RELIED UPON FOR VOTING PURPOSES. CREDITORS ARE FURTHER URGED TO CONSULT WITH COUNSEL, OR WITH EACH OTHER, IN ORDER TO FULLY UNDERSTAND THE PLAN.

ADDITIONALLY, ANY CREDITOR DESIRING INFORMATION REGARDING THE DEBTOR THAT SUCH CREDITOR BELIEVES IS NOT SUPPLIED BY THE DISCLOSURE STATEMENT IS REQUESTED TO CONTACT THE ATTORNEYS FOR THE DEBTOR.

Respectfully submitted,
BECKMAN LAWSON, LLP

/s/ Adam L. Hand
Adam L. Hand, (#25620-02)
201 W. Wayne Street
Fort Wayne, IN 46802
(260) 422-0800
Attorneys for Debtor

CERTIFICATE OF SERVICE

I certify that on the 30th day of January 2017, a copy of the foregoing Amended Disclosure Statement was sent either electronically or by United States First Class Mail, postage pre-paid to:

Leonard W. Copeland; (leonard.w.copeland@usdoj.gov)

/s/ Adam L. Hand
Adam L. Hand

Exhibit A

Projected Monthly Cash-flow

2017 PROJECTION – SUSAN’S Inc.

	JAN	FEB	MAR	APR	MAY	JUN
Beg Cash	28725	15205	8685	15665	19545	22325

Income

Sales	29000	30000	51000	45000	48000	50000
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Expenses

Inventory	20000	14000	21500	18600	22700	24600
Payroll	5708	5708	5708	5708	5708	5708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
Off Sup	550	550	550	550	550	550
Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	15000
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Tot Expense	42520	36520	44020	41120	45220	62120
Income	(13520)	(6520)	6980	3880	2780	(12120)
Ending Cash	15205	8685	15,665	19545	22325	10205

2017 PROJECTION - SUSAN'S Inc.

	JUL	AUG	SEP	OCT	NOV	DEC
Beg Cash	10205	9685	12165	15145	21025	33805

Income

Sales	42000	45000	56000	55000	65000	48000
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Expenses

Inventory	20000	20000	30500	26600	29700	18600
Payroll	5708	5708	5708	5708	5708	15708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
Off Sup	550	550	550	550	550	550
Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	0
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Tot Expense	42520	42520	53020	50120	52220	51120
Income	(520)	2480	2980	5880	12780	(3120)
Ending Cash	9685	12165	15145	21025	33805	30685

2017 Gross Income: \$564,000

Expenses: \$563,040

- Sales and expenses are expected to be similar in 2018 and 2019. However, Debtor will not incur the \$15,000 in administrative/legal fees incurred in 2017. Shareholders Susan and Roger

Johnson will also begin contributing their new-value contributions beginning approximately May 2018 of \$3,333.00.

2018 PROJECTION – SUSAN’S Inc.

Income

Sales	28000	29000	50000	44000	47000	50000
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Expenses

Inventory	20000	14000	21500	18600	22700	24600
Payroll	5708	5708	5708	5708	5708	5708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
Off Sup	550	550	550	550	550	550
Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	0
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Unsecureds					5000	
Tot Expense	42520	36520	44020	41120	50220	47120
Income	(14520)	(7520)	5980	2880	(3220)	2120
New Value					3333	

2018 PROJECTION - SUSAN'S Inc.

Income

Sales	41000	44000	55000	54000	64000	48000
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Expenses

Inventory	20000	20000	30500	26600	29700	18600
Payroll	5708	5708	5708	5708	5708	15708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
Off Sup	550	550	550	550	550	550
Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	0
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Tot Expense	42520	42520	53020	50120	52220	51120
Income	(1520)	1480	1980	4880	11780	(3120)

2018 Gross Income: \$557,333

Expenses: \$553,040

Net: \$4,293

2019 PROJECTION – SUSAN’S Inc.

Income

Sales	28000	29000	50000	44000	47000	50000
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Expenses

Inventory	20000	14000	21500	18600	22700	24600
Payroll	5708	5708	5708	5708	5708	5708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
Off Sup	550	550	550	550	550	550
Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	0
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Unsecureds					5000	
Tot Expense	42520	36520	44020	41120	50220	47120
Income	(14520)	(7520)	5980	2880	(3220)	2120
New Value					3333	

2019 PROJECTION - SUSAN'S Inc.

Income

Sales	41000	44000	55000	54000	64000	48000
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Expenses

Inventory	20000	20000	30500	26600	29700	18600
Payroll	5708	5708	5708	5708	5708	15708
Taxes	5150	5151	5151	5150	5150	5150
Utilities	735	735	735	735	735	735
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Vehicle Exp	650	650	650	650	650	650
Cr Card Fees	1080	1080	1080	1080	1080	1080
Insurance	440	440	440	440	440	440
Rent	3207	3207	3207	3207	3207	3207
Travel	500	500	500	500	500	500
Legal	0	0	0	0	0	0
Accounting	380	380	380	380	380	380
Freight	170	170	170	170	170	170
Phone/Int	400	400	400	400	400	400
Advertising	500	500	500	500	500	500
Web Site	1100	1100	1100	1100	1100	1100
E-mail	350	350	350	350	350	350
Supplies	1400	1400	1400	1400	1400	1400
Misc.	200	200	200	200	200	200
Tot Expense	42520	42520	53020	50120	52220	51120
Income	(1520)	1480	1980	4880	11780	(3120)

2019 Gross Income: \$557,333

Expenses: \$553,040

Net: \$4,293