In re: BCC Sandusky Permanent LLC Debtor

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Case No. 17-30905-maw Chapter 11

CERTIFICATE OF NOTICE

District/off: 0647-3 User: mknei Page 1 of 2 Date Rcvd: Dec 14, 2017 Form ID: pdf733 Total Noticed: 49

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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on
Dec 16, 2017.
                           +BCC Sandusky Permanent LLC, 9380 Montgomery Rd # 202,
                                                                                                                              Cincinnati, OH 45242-7756
                          +Business Property Specialist Inc, NAI Daus, 23240 Chagrin Blvd,
αn
                                                                                                                                                    Suite 250.
                             Beachwood, OH 44122-5482
                          +Cushman & Wakefield U.S., Inc., 201 E 4th Street, Suite 1800, Cincing +NAI Daus, 23240 Chagrin Blvd. Suite 250, Cleveland, OH 44122-5482 +(p) French Nails Spa, LLC, 808 Crossings Road, Sandusky, OH 44870-8904 (p) GMRI, Inc. dba Olive Garden, PO Box 695012, Orlando, FL 32869-5012 +(p) Maurices, 425 West Superior Street, Duluth, MN 55802-2095
                                                                                                                                                  Cincinnati, OH 45202-4248
brok
25037980
25037981
25037982
                          +(p)LAD Holdings, LLC, 9380 Montgomery Road, Suite 202, Cincinnati, OH 45242-7756
+20 Marshall Melhorn LLC, Attn: Benjamin Heywood, Four Seagate 8th Floor,
25037983
24791418
                             Toledo OH 43604-2608
                          +20 Randal J Goodman and, Goodman Real Estate Services Group, 25333 Cedar Road Suite 305,
24791424
                             Lyndhurst OH 44124-3788
                          +20 The Bank of New York Trust Company,
                                                                                                  400 S Hope Street, Los Angeles CA 90071-2801
24791428
                          +ABC Appliance Inc, One Silverdome Industrial Park, Pontiac MI 48342-2994
+AMC Capital Holding LLC, 9380 Montgomery Road Suite 202, Cincinnati OH 45242-7756
+American Capital Partners Mgmt LLC, 9380 Montgomery Road Suite 202, Cincinnati, OH 45242-7756
American Capital Partners Mngmnt, 9830 Montgomery Road Suite 202, Cincinnati OH 45242-0000
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24791403
24861430
24791404
                          American Capital Partners Mngmnt, 9830 Montgomery Road Suite 202, Cincinr +C-III Management, 522 1 N O Connor Blvd Suite 600, Irving TX 75039-4414 Darden, 1000 Darden Center Drive, PO Box 695016, Orlando FL 32869-5016 Dollar Tree Stores Inc, 500 Wolvo Parkway, Chesapeake VA 23320-0000 +Eric R. Neuman, 1105-1107 Adams St., Toledo, OH 43604 Erie County Auditor, 247 Columbus Ave Rm 210, Sandusky, OH 44870-2635 +Erie County Treasurer, 323 Columbus Ave, Sandusky OH 44870-2602 +French Nails Spa LLC, 129 Madison Street, Port Clinton OH 43452-1176 +French Nails Spa LLC, 808 Crossings Rd, Sandusky, OH 44870-8904 +GMRI Inc. 5900 Lake Ellenor Dr. Orlando, FL 32809-4618
24791405
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24861431
                          +GMRI Inc, 5900 Lake Ellenor Dr, Orlando, FL 32809-4618
+George W Fels Court Appointee for, Timothy S Baird, 9050 Plainfield Rd Suite 3,
24861324
24861325
                             Cincinnati, OH 45236-1200
                          +Jo-Ann Stores LLC, 5555Darrow Road, Hudson OH 44236-4054
24791414
                                                                   Fifth Thrid Center, 1 South Main St Suite 1300,
24791415
                          +Joseph C Krella Esq,
                            Dayton OH 45402-2058
                          +LAD Holdings, 9549 Mongomery Rd 3rd Floor, Cincinnati OH 45242-7238
+LAD Holdings, 9380 Montgomery Rd Suite 202, Cincinnati, OH 45242-7756
+Mark Zelnik, 500 Trillium Drive, Galloway OH 43119-8397
24791416
24861289
24791417
                                                                                                                                   Four Seagate, 8th Floor,
24848163
                          +Marshall & Melnorn, DEC,
Toledo, OH 43604-2608
+Maurices Incorporated, 105 W Superior Street, Duluth MN 55802-3021
+Nichole Chimento Harris, 5097 Shattuc Ave, Cincinnati, OH 45208-4267
+Nicole Chimento Harris, 2145 Easthill Avenue, Cincinnati OH 45208-2615
                          +Marshall & Melhorn, LLC, c/o Benjamin Z. Heywood, Esq.,
24861432
24791420
                          +Panera LLC, Three Charles River Place, 63 Kendrick Street, Needham Heights MA 02494-2708
+Petco Animal Supplies Stores Inc, 654 Richland Hills Drive, San Antonio TX 78245-2149
+RAMB CO Sandusky LLC, 2095 Ravenna Street, Hudson OH 44236-3459
+Sally Beauty Supply LLC, 3001 Colorado Blvd, Denton TX 76210-6802
24791421
24791422
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                        +Sandy Bradshaw, 483 Conestoga Drive, Columbus OH 43213-2610
+Steven L. Diller, 124 East Main Street, Van Wert, OH 45891-1725
#+Tina Heink Schmidt, 3946 Mariah Dr, Eagle River, AK 99577-9752
+Tina Schmidt, 3700 Mount Carmel Road, Cincinnati OH 45244-1618
24791427
24797093
24861290
24791430
                          +Tolfin Corporation, DBA Crane s Mattress Supersotre, Findlay OH 45840-6753
24791431
                                                                                                                             1922 Tiffin Avenue,
                          +William Tippman, 7533 Pinehurst Dr, Cincinnati, OH 45244-3279
Zamp Enterprises Inc, 2208 Wellington Circle, Hudson OH 44236-0000
24861291
24791432
Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
                          +E-mail/Text: rnelson@ctks.com Dec 14 2017 22:00:15 Richard D. Nelson,
                             Cohen Todd Kite & Stanford, LLC,
                                                                                         250 East Fifth Street, Suite 2350,
                             Cincinnati, OH 45202-5136
24791413
                            E-mail/PDF: gecsedi@recoverycorp.com Dec 14 2017 22:05:14
                              2455 Paces Ferry Road NW, Atlanta GA 30339-4024
                          +E-mail/Text: Bankruptcy.notices@tax.state.oh.us Dec 14 2017 22:02:12
24976525
                          Ohio Department of Taxation, Bankruptcy Division, P.O. Box 530, +E-mail/Text: mark.vanderlaan@dinsmore.com Dec 14 2017 22:01:50
                                                                                                                                                       Columbus, OH 43216-0530
25062323
                             The Bank of New York Mellon Trust Company N.A., c/o I
255 E. 5th St., Ste. 1900, Cincinnati, OH 45202-4720
                                                                                                                  c/o Dinsmore & Shohl LLP.
                                                                                                                                                                TOTAL: 4
                   ***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****
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The Bank of New York Mellon Trust Company National

Suzanne D Baird

District/off: 0647-3 User: mknei Page 2 of 2 Date Rcvd: Dec 14, 2017

Form ID: pdf733 Total Noticed: 49

24791429 ##+Timothy S Baird, 6301 Augusta Lane, Cincinnati OH 45243-2305 TOTALS: 3, * 0, ## 1

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

Addresses marked '##' were identified by the USPS National Change of Address system as undeliverable. Notices will no longer be delivered by the USPS to these addresses; therefore, they have been bypassed. The debtor's attorney or pro se debtor was advised that the specified notice was undeliverable.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Dec 16, 2017 Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on December 14, 2017 at the address(es) listed below:

Donald W. Mallory on behalf of Trustee Richard D. Nelson dmallory@ctks.com, ddcass@ctks.com Eric R. Neuman on behalf of Debtor BCC Sandusky Permanent LLC eric@drlawllc.com,

kim@drlawllc.com;r50765@notify.bestcase.com John Michael Debbeler on behalf of Creditor Suzanne D Baird mdebbeler@graydon.law

Kim Martin Lewis on behalf of Creditor The Bank of New York Mellon Trust Company National Association kim.lewis@dinsmore.com, lisa.geeding@dinsmore.com

Paige L. Ellerman on behalf of Other Prof. NAI Daus pellerman@fbtlaw.com, pellerman@ecf.inforuptcy.com

Patrick D. Burns on behalf of Creditor Association patrick.burns@dinsmore.com, Raymond L. Beebe on behalf of Debtor BCC Sandusky Permanent LLC RLBCT@buckeye-express.com

Raymond L. Beebe on behalf of Debtor BCC Sandusky Permanent LLC RLBCT@buckeye-express.com Richard Boydston on behalf of Other Prof. George Fels rboydston@bgdlegal.com, rboydston@bgdlegal.com

Richard D. Nelson on behalf of Trustee Richard D. Nelson ricknelson@ctks.com Ronald E. Gold on behalf of Other Prof. NAI Daus rgold@fbtlaw.com,

pellerman@fbtlaw.com;awebb@fbtlaw.com

Scott R. Belhorn ust35 on behalf of U.S. Trustee Daniel M. McDermott, United States Trustee for Region 9 Scott.R.Belhorn@usdoj.gov

Steven L. Diller on behalf of Debtor BCC Sandusky Permanent LLC steven@drlawllc.com, kim@drlawllc.com;eric@drlawllc.com;r50765@notify.bestcase.com

riawiic.com;eric@driawiic.com;r50/65@notify.bestcase.com TOTAL: 12 The court incorporates by reference in this paragraph and adopts as the findings and orders of this court the document set forth below. This document has been entered electronically in the record of the United States Bankruptcy Court for the Northern District of Ohio.



Dated: December 14 2017

Mary Aln Whipple United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF OHIO WESTERN DIVISION

IN RE: : Case No. 17-30905

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BCC Sandusky Permanent, LLC, : Chapter 11 Proceeding

:

Debtor. : Judge Mary Ann Whipple

FOURTH AGREED ORDER GRANTING MOTION PURSUANT TO 11 U.S.C. § 363
OF THE BANKRUPTCY CODE FOR ENTRY OF AN ODER (I) AUTHORIZING THE
USE OF CASH COLLATERAL, (II) GRANTING ADEQUATE PROTECTION TO
PREPETITION SECURED LENDER PURSUANT TO 11 U.S.C. § 361
AND (III) APPROVING PROPOSED BUDGET

WHEREAS, Richard D. Nelson, the duly appointed Chapter 11 Trustee ("Trustee") in the above captioned case, previously filed a motion (the "Motion") requesting the entry of an order pursuant to 11 U.S.C. § 363 and Fed. R. Bankr. P. 4001, for the entry of a cash collateral order authorizing the use cash collateral as setforth on the proposed budget attached thereto as Exhibit A (the "First Budget") and to

provide adequate protection to prepetition secured lender as set forth therein (Doc. No. 164); and

WHEREAS, Lender consented to the Cash Collateral Order authorizing the use of the cash collateral as set-forth in the First Budget; and

WHEREAS, on August 18, 2017, this Court approved the Motion and entered the agreed cash collateral order which permitted the use of cash collateral through and including October 31, 1017 (the "Cash Collateral Order") (Doc. No. 170) as outlined in the First Budget; and

WHEREAS, Trustee and Lender agreed to an extension of the Cash Collateral Order (the "Second Cash Collateral Order") subject to the terms and uses outlined in the revised budget attached thereto as Exhibit A and (the "Second Budget") which was approved by this Court and is set to expire on November 26, 2017 (Doc. No. 216); and

WHEREAS, Trustee and Lender agreed to a further extension of the Cash Collateral Order (the "Third Cash Collateral Order") subject to the terms and uses outlined in the revised budget attached thereto as Exhibit A and (the "Third Budget") which was approved by this Court and is set to expire on December 17, 2017 (Doc. No. 227); and

WHEREAS, Trustee and Lender have determined and agreed that a further extension of the Third Cash Collateral Order is warranted under the circumstances to keep the Property in good repair and to keep this case administratively solvent until same is liquidated subject to the terms and uses outlined in the revised budget attached hereto as Exhibit A and incorporated herein by reference though and including January 28, 2018 (the "Fourth Budget"); and

- 2 -

WHEREAS, the Third Cash Collateral Order contemplated an extension to same if it was mutually agreed to by the Lender and the Trustee and in such a case, provided that the parties may upload a further agreed order extending same for the Court's consideration.

NOW THEREFORE, THE PARTIES BEING IN AGREEMENT, IT IS HEREBY FOUND AND DETERMINED THAT:

- A. <u>Jurisdiction and Venue</u>: This Court has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.
- B. <u>Capitalized Terms</u>: Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion;
- C. Party with Interest in Cash Collateral: Under the Loan Documents and circumstances set forth in the Motion, the Bank of New York Mellon Trust Company National Association, as trustee for Morgan Stanley Capital I Inc., Commercial Mortgage Pass-Through Certificates, Series 2007 IQ14, formerly known as Bank of New York Trust Company, National Association ("Lender"), claims an interest with respect to the Debtor's Property as more fully described in the Motion, including an interest in cash collateral as that term is defined under 11 U.S.C. § 363.¹
- D. <u>Necessity of Relief Requested</u>: In the event the Trustee was not permitted to use the Cash Collateral, the Trustee would be unable to operate in the ordinary

¹ Lender has not agreed that the Rents generated from the Property constitute cash collateral. Lender reserves the right to assert such Rents do not constitute property of the estate because they are subject to an absolute assignment of Rents to the Lender.

course of business or to maintain its Property. As such, the continued operation of the Debtor's business would not be possible and would likely result in immediate and irreparable harm to the estate and its creditors, and the possibility for a successful outcome in this Chapter 11 case would be gravely jeopardized. The relief requested in the Motion is, therefore, necessary, essential, and appropriate for the continued operation of the Debtor's business, and to facilitate the management and preservation of the Debtor's Property.

- E. <u>Lender Consent and No Objections</u>: Lender has consented to the use of the Cash Collateral as set forth in the First Budget, the Second Budget, the Third Budget and the Fourth Budget and no objections have been filed in opposition to the Motion.
- F. <u>Adequate Notice</u>: Proper and adequate notice of the Motion has been given under the Bankruptcy Code, the Bankruptcy Rules and the Local Rules of this Court; and that no other or further notice is necessary.
- G. <u>Appropriateness of Budget</u>: The Fourth Budget is reasonable and appropriate under the circumstances.
- H. <u>Appropriateness of Requested Relief</u>: The relief requested in the Motion is in the best interest of the Debtors' estate and its creditors.

After due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein, therefore:

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

- 1. The Motion shall be and hereby remains, GRANTED in all respects.
- 2. The Fourth Budget is approved in all respects.

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- 3. The Trustee shall be and hereby is, authorized to use Cash Collateral to pay all ordinary and necessary expenses in the ordinary course of its business including but not limited to:
 - a. Maintenance and preservation of the Property;
 - b. The continued operation of the Debtor's business, including but not limited to, maintenance fees, management fees and insurance costs for the Property;
 - c. Payment of real estate taxes on the Property;
 - d. Payment of expenses reasonably incurred in the performance of the responsibilities of the Debtor pursuant to rental agreements between the Debtor and the tenants of the Property;
 - e. Payments of professional fees approved by the Court and authorized by the Lender; and
 - f. Payment of incidental overhead expenses concerning the property.

For purposes herein, such expenses incurred from December 18, 2017 through and including January 28, 2018 shall conform to the Fourth Budget.

- 4. As and for adequate protection, Lender shall be entitled to the continued following:
 - a. Adequate Protection Lien. Notwithstanding the provisions of § 552(a) of the Bankruptcy Code, and in addition to any security interests preserved by § 552(b) of the Bankruptcy Code, as adequate protection of the Lender's asserted interest in the Debtor's Cash Collateral, subject to the Carve-Out (defined below), the Lender will be granted a replacement lien to the same extent, validity and priority as existed on the Petition Date under the Loan Documents, in Cash Collateral owned as of or acquired after the Petition Date. Lender's interest shall be deemed perfected immediately upon entry of the Order approving this Motion (the "Adequate Protection Lien"). However, under no circumstances shall Lender have a lien on any causes of action arising under §§ 542 et seq., 547, 548, 549, 550, 551 of the Bankruptcy Code or any of the Debtor's assets on which it did not have a lien or security interest pre-Petition Date.

- b. <u>Superpriority Post-Petition Administrative Claim</u>. Subject to the Carve-Out (defined below), as adequate protection of the Lender's interest in the Debtor's Cash Collateral, the Lender will be granted a superpriority administrative claim pursuant to § 364(c)(1) (the "<u>Superpriority Claim</u>").
- c. <u>Insurance</u>. The Trustee shall maintain insurance on the Property in an amount that is customarily appropriate to the nature of the Property. Trustee shall make arrangements to have such insurance, or other like insurance, issued in the name of the Debtor, with the Trustee being listed as co-loss payee.
- d. <u>Taxes</u>. The Trustee shall pay and keep current all real estate taxes which accrue post-Petition Date.
- e. <u>Distribution to Lender</u>. On a monthly basis, the net-cash flow remaining after payment of all approved expenses set forth in the Fourth Budget shall paid over to Lender.
- f. Accounting of Funds. Trustee shall continue to account for all funds.
- g. <u>Post-Petition Interest and Fees</u>. Lender will continue to accrue post-petition interest at the default rate set forth in the Loan Agreement and all post-petition default interest and costs, including attorneys' fees, will be added to Lender's Claim as is permissible under applicable law.
- 5. Lender agrees that the Lender's pre-Petition Date liens and security interests in the Debtor's property under the Loan Documents, the Adequate Protection Lien and the Superpriority Claim are expressly subject to (the "Carve-Out") (i) those professional attorney fees and expenses of Cohen, Todd, Kite & Stanford, LLC and Frost, Brown, Todd, LLC incurred or accrued from the Petition Date through January 28, 2018, provided however, the total amount for such fees and expenses shall not exceed the aggregate limitations for same set forth in the First Budget, the Second Budget, the Third Budget and the Fourth Budget, (ii) the professional fees of property manager NAI Daus from the Petition Date through January 28, 2018, provided however, the total amount for such fees and expenses shall not exceed the aggregate limitations

for same set forth in the First Budget, Second Budget, the Third Budget and the Fourth Budget and (iii) fees required to be paid to the Clerk of the Bankruptcy Court and to the Office of the Unites States Trustee under Section 1930(a), Title 28, United States Code.

- 6. The duration of the Trustee's authorization to utilize the Cash Collateral shall expire on January 28, 2017 unless an extension is mutually agreed to by the Lender and the Trustee in such case, the parties may upload a further agreed order extending this Order and the Fourth Budget for the Court's consideration.
- 7. The authorization of the use of Cash Collateral as outlined in the First Budget, Second Budget and Third Budget remains in full effect and is not altered by this Agreed Order.
- 8. Nothing in this Order shall be construed as to prejudice or prevent the United States Trustee or Trustee from challenging the secured claim(s) of the Lender under the Loan Documents. Nothing in this Order shall be construed as an admission by the Lender that the Rents constitute cash collateral or that the adequate protection set forth herein is adequate protection for the use of the Lender's collateral.
- 9. The findings and conclusions set forth herein constitute the Court's findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052, made applicable to this proceeding pursuant to Bankruptcy Rule 9014. To the extent that any of the findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the conclusions of law constitute findings of fact, they are adopted as such.
- 10. The Court shall retain jurisdiction as to all matters relating to the interpretation and implementation of this Order.

11. This Order is effective immediately upon entry.

SEEN AND AGREED TO BY:

/s/ Donald W. Mallory

Donald W. Mallory (007875)
Richard D. Nelson (003943)
Cohen, Todd, Kite & Stanford, LLC
250 East Fifth Street, Suite 2350
Cincinnati, Ohio 45202

Phone: (513) 333-5255
Facsimile: (513) 241-4490
Email: Dmallory@ctks.com
Ricknelson@ctks.com

Counsel to Chapter 11 Trustee

-and-

/s/ Kim Martin Lewis (per authorization 12/13/2017)

Kim Martin Lewis (OH #0043533) Dinsmore & Shohl, LLP 255 East Fifth St., Ste. 1900 Cincinnati, OH 45202

Telephone: 513-977-80200 Facsimile: 513-977-8141

E-mail: kim.lewis@dinsmore.com

Counsel to Lender

IT IS SO ORDERED.

EXHIBIT A

Name 12/24/2017 12/31/2017 1/7/2018 1.		12/24/2017	40/24/2047	4/=/0040			
Beginning Weekly Cash Balance 146,467 141,810 13,998 REVENUE			12/31/2017	1/7/2018	1/14/2018	1/21/2018	1/28/2018
Beginning Weekly Cash Balance 146,467 141,810 13,998	ky Permanent LLC						
REVENUE RENTAL INCOME Rent 0 0 121,054 TOTAL RENTAL INCOME 0 0 121,054 OTHER INCOME CAM Reimbursements 0 0 8,942 TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 0 718							
REVENUE RENTAL INCOME Rent 0 0 121,054 TOTAL RENTAL INCOME 0 0 121,054 OTHER INCOME CAM Reimbursements 0 0 8,942 TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 0 718							
RENTAL INCOME Rent 0 0 121,054 TOTAL RENTAL INCOME 0 0 121,054 OTHER INCOME CAM Reimbursements CAM RECEIPTS 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 718	Beginning Weekly Cash Balance	146,467	141,810	13,998	150,043	167,111	105,825
Rent 0 0 121,054 TOTAL RENTAL INCOME 0 0 121,054 OTHER INCOME CAM Reimbursements CAM RECEIPTS 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 718							
TOTAL RENTAL INCOME 0 0 121,054 OTHER INCOME CAM Reimbursements CAM Reimbursements 0 0 8,942 TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 718	OME						
OTHER INCOME CAM Reimbursements 0 0 8,942 TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Passthru Insurance 0 0 718		0	0	121,054	18,228	0	0
CAM Reimbursements 0 0 8,942 TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Value 0 0 718 Passthru Insurance 0 0 718	ENTAL INCOME	0	0	121,054	18,228	0	0
TOTAL OTHER INCOME 0 0 8,942 CAM RECEIPTS Value 0 0 718 Passthru Insurance 0 0 718	DME						
CAM RECEIPTS Passthru Insurance 0 0 718	oursements	0	0	8,942	609	0	0
Passthru Insurance 0 0 718	ER INCOME	0	0	8,942	609	0	0
Passthru Insurance 0 0 718	PTS						
Passthru Property Tax-Bldg 0 0 5,639		0	0	718	144	0	0
	operty Tax-Bldg	0	0	5,639	2,580	0	0
Passthru Water and Sewer 0 0 884	ater and Sewer	0	0	884	39	0	0
TOTAL CAM RECEIPTS 0 0 7,241	RECEIPTS	0	0	7,241	2,763	0	0
CAM Reserve 0 0 40	е	0	0	40	0	0	0
TOTAL REVENUE 0 0 137,277	:NUE	0	0	137,277	21,600	0	0
Total Cash Available 146,467 141,810 151,275	Cash Available	146,467	141,810	151,275	171,643	167,111	105,825
EXPENSES							
REPAIRS AND MAINTENANCE	D MAINTENANCE						
Maintenance Man 25 25 25	e Man	25	25	25	25	25	25
Electrical Repairs 167 167 167	epairs	167	167	167	167	167	167
Fire Suppression 167 0 0	ession	167	0	0	0	0	167
Sweeping 0 0 0		0	0	0	650	0	0
HVAC Repairs 0 0 0	airs	0	0	0	0	0	0
Landscaping 1,073 0 0	9	1,073	0	0	0	0	1,073
Repairs-Asphalt Concrete 0 0 0	phalt Concrete	0	0	0	0	0	0
Painting 0 0 0		0	0	0	0	0	0
Plumb Repairs 0 0 0	airs	0	0	0	0	0	0
Roof Repair 0 0 0	г	0	0	0	0	0	0
Snow Removal 1,000 0 0	oval	1,000	0	0	0	0	2,000
Repair or Maintenance-Unrecoverable 0 0 0							_
TOTAL REPAIRS AND MAINTENANCE 2,432 192 192	laintenance-Unrecoverable	0	0	0	100	0	0

REIMBURSABLE EXPENSES

-9-

Repair or Maintenance-Recoverable	85	0	0	0	0	85
TOTAL REIMBURSABLE EXPENSES	2,517	192	192	942	192	3,517
UTILITIES						
Public Electric	0	0	0	1,150	0	0
Vacant Electric	0	0	0	200	0	0
Gas-Vacant	0	0	0	0	54	0
Water and Sewer	0	0	0	1,200	0	0
Dumpster and Trash Removal	1,000	0	0	0	0	1,000
TOTAL UTILITIES	1,000	0	0	2,550	54	1,000
MANAGEMENT FEES						
Management Fees	0	4,760	0	0	0	0
TOTAL MANAGEMENT FEES	0	4,760	0	0	0	0
TAXES AND LICENSES						
Property Tax	0	0	0	0	0	0
Bank Fees	0	10	0	0	0	0
Comm Activity Tax-Ohio	0	0	0	0	0	0
TOTAL TAXES AND LICENSES	0	10	0	0	0	0
INSURANCE						
Insurance	1,175	0	0	0	0	1,175
TOTAL INSURANCE	1,175	0	0	0	0	1,175
TOTAL EXPENSES	4,692	4,962	192	3,492	246	5,692
TOTAL NOI BEFORE OWNERS EXPENSE	-4,692	-4,962	137,085	18,108	-246	-5,692
OWNERS EXPENSES						
Legal and Accounting	0	0	0	0	0	0
Pre-Chapter 11 Trustee Admin/Professional Fees	0	0	0	0	0	0
Chapter 11 Trustee Professional Fees	0	0	0	0	60,000	0
Postage (Weekly FedEx to Bankruptcy Trustee)	40	40	40	40	40	40
Miscellaneous Expense	100	0	0	0	0	100
TOTAL OWNERS EXPENSES	140	40	40	40	60,040	140
TOTAL NET OPERATING INCOME	-4,832	-5,002	137,045	18,068	-60,286	-5,832
TOTAL NOI AFTER DEBT SERVICE	-4,832	-5,002	137,045	18,068	-60,286	-5,832
Legal and Bankruptcy Costs						
US Trustee	1,000	1,000	1,000	1,000	1,000	1,000
TOTAL DEPRECIATION AMORTIZATION DAUS CODES	1,000	1,000	1,000	1,000	1,000	1,000
TOTAL WEEKLY INCOME - NET AFTER BANKRUPTCY COSTS	-5,832	-6,002	136,045	17,068	-61,286	-6,832
DISTRIBUTION TO LENDER PER ORDER		121,810				78,993
	1.0					. 5,550

- 10 -

WEEKLY CASH FLOW 141,810 13,998 150,043 167,111 105,825 21,175

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- 11 -