

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF DELAWARE**  
**In re TW Liquidation Corp. et al., f/k/a Townsends, Inc. et al. <sup>1</sup>**

**Case Nos.** 10-14092 through 10-14096 (Jointly Administered)  
**Reporting Period** 2/28/11-4/3/11

**MONTHLY OPERATING REPORT #4**

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Explanation / Affidavit / Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1	X	
Bank Reconciliations	MOR-1a	X	
Schedule of Professional Fees Paid	MOR-1b	X	
Copies of bank statements			See Note 16
Cash disbursements journals			See Note 16
Statement of Operations	MOR-2	X	
Balance Sheet	MOR-3	X	
Status of Postpetition Taxes	MOR-4	X	
Copies of IRS Form 6123 or payment receipt			See Note 16
Copies of tax returns filed during period			See Note 16
Summary of Unpaid Postpetition Debts	MOR-4	X	
Listing of aged accounts payable	MOR-4	X	
Accounts Receivable Reconciliation and 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.

/s/ Dalton T. Edgecomb  
Signature of Authorized Individual

April 27, 2011  
Date

Dalton T. Edgecomb  
Printed Name of Authorized Individual

Chief Restructuring Officer  
Title of Authorized Individual

1. The Debtors, followed by the last four digits of their respective taxpayer identification numbers, are:  
TW Liquidation Corp. (f/k/a Townsends, Inc.) (0681)  
TF Liquidation Corp. (f/k/a Townsend Farms, Inc.) (5263)  
TAR Liquidation Corp. (f/k/a Townsends of Arkansas, Inc.) (5644)  
TFAR Liquidation Corp. (f/k/a Townsend Farms of Arkansas, Inc.) (0027)  
TCW Liquidation LLC (f/k/a Crestwood Farms LLC) (7388)  
c/o 22855 DuPont Boulevard, Georgetown, DE 19947.

**TW LIQUIDATION CORP. et al.  
f/k/a TOWNSENDS, INC., et al.  
(DEBTORS-IN-POSSESSION)  
NOTES TO MONTHLY OPERATING REPORT #4  
PERIOD ENDING APRIL 3, 2011  
(UNAUDITED)**

**Reservation of Rights**

1. Nothing contained in this Monthly Operating Report shall constitute a waiver of any of the Debtors' rights or an admission with respect to their Chapter 11 cases, including, but not limited to, matters involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or re-characterization of contracts, assumption or rejection of contracts under the provisions of chapter 3 of title 11 of the United States Code (the "Bankruptcy Code") and/or causes of action under the provisions of Chapter 5 of the Bankruptcy Code or any other relevant applicable laws to recover assets or avoid transfers.
2. The Debtors reserve all rights to supplement or amend any financial statements contained in this Monthly Operating Report.

**Basis for Presentation**

3. Pursuant to the Order (A) Approving the Sale of Certain of the Debtors' Assets and (B) Approving the Assumption and Assignment of Contracts and Leases to Omtron, Ltd., dated February 18, 2011 (the "Omtron Asset Sale") and the Order (A) Approving the Sale of Certain of the Debtors' Assets and (B) Approving the Assumption and Assignment of Contracts and Leases to Peco Foods, Inc. dated February 17, 2011 (the "Peco Asset Sale", together, the "Asset Sales"), the Debtors sold virtually all of their assets in two transactions which closed on February 25, 2011. The accounting adjustments relating to the sale of these assets as reflected in these statements for the month ending April 3, 2011 and for prior periods, are preliminary in nature and subject to final adjustment, including a purchase price adjustment per Note 19. Per Note 2 and Note 19, the Debtors reserve all rights to supplement or amend any financial statements contained in this Monthly Operating Report, which could include supplements or amendments as a result of these transactions.
4. The amounts reflected in the financial statements contained herein are unaudited.
5. The financial statements contained herein were not intended to reconcile to any financial statements otherwise prepared or distributed by the Debtors.

6. The Monthly Operating Report is limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the monthly reporting requirements of the Bankruptcy Court and the United States Trustee.
7. The information presented herein has not been subject to all procedures that would typically be applied to financial information presented in accordance with U.S. Generally Accepted Accounting Principles (U.S. GAAP).
8. The results of operations herein are not necessarily indicative of results which may be expected from any other period or for the full year and may not necessarily reflect the combined results of operations, financial position and cash flows of the Debtors in the future.
9. Intercompany transactions and balances among and between the Debtors have been eliminated in the presentation of the consolidated Balance Sheet and the consolidated Statement of Operations.
10. As part of the financial statements contained herein, the Debtors make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of this report, and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates.

#### **Effects of the Bankruptcy Cases**

11. The financial statements contained in this Monthly Operating Report do not include the effects of all current or future claims relating to the cases. As of the date of this Monthly Operating Report, it is not possible to determine the extent of claims filed and to be filed, whether such claims will be disputed and whether they will be subject to discharge in the Chapter 11 cases. It is also not possible at this time to determine whether to establish any additional liabilities in respect of claims. Certain pre-petition trade accounts payable and debt balances are subject to further review and possible reclassification. Pre-petition liabilities may be subject to compromise or other treatment under the Debtors' Chapter 11 cases.
12. The Debtors may reject pre-petition executory contracts and unexpired leases, with the approval of the U.S. Bankruptcy Court. Damages resulting from rejection of executory contracts and unexpired leases are treated as pre-petition general unsecured claims and will be classified as liabilities subject to compromise.
13. Any differences between claim amounts listed by the Debtors in their Schedules of Assets and Liabilities (as may be amended) and claims filed by creditors will be investigated and, if necessary, the U.S. Bankruptcy Court will make the final determination as to the amount, nature and validity of claims. The determination of how liabilities will ultimately be settled and treated cannot be made until the U.S. Bankruptcy

Court approves a Chapter 11 plan of reorganization. Accordingly, the ultimate amount of such liabilities is not determinable at this time.

14. ASC-852 requires pre-petition liabilities of the debtor that are subject to compromise to be reported at the claim amounts expected to be allowed, even if they may be settled for lesser amounts. The amounts currently classified as liabilities subject to compromise may be subject to future adjustments depending on U.S. Bankruptcy Court actions, further developments with respect to disputed claims, determinations of the secured status of certain claims, if any, the values of any collateral securing such claims, or other events.
15. Amounts classified as secured represent the total balance of debt which may be secured without consideration as to the value of the underlying collateral. Inclusion of amounts in this category does not represent a concession or admission by the Debtors as to the appropriate classification, amount, or recognition of any underlying claim related to these amounts.
16. Copies of bank statements, journals, tax returns and other documentation are maintained at the Debtors' corporate accounting office.

### **Accounting Practices**

17. The Debtors' quarterly accounting calendar is on a 4-4-5 week basis. The first two months of each quarter close on the fourth Sunday. The third month closes on the fifth Sunday. Accordingly, this Monthly Operating Report covers the period from February 28, 2011 through Sunday, April 3, 2011 (5 weeks).
18. The below list is a summary description of certain of the Debtors' accounting practices and is not intended to be complete or comprehensive:
  - a. Cash (Operating Account) – Outstanding checks against the operating accounts are not relieved from Accounts Payable until cleared.
  - b. Cash (Payroll accounts) – It had been the Debtors' practice to report the Payroll accounts on the balance sheet net of Payroll Expense. As there is no Payroll Expense as of April 3, 2011, the Payroll accounts are reported at bank balance, less outstanding checks.
  - c. Accrued Expenses – It is the Debtors' customary practice to pay certain expenses as they come due without recording an accrued expense related thereto. Some of the expenses treated in this manner include accrued vacation pay and flexible spending account payments.

### **Subsequent Events**

19. Per Section 2.7 of the Asset Purchase Agreement between Peco Foods, Inc. and certain of the Debtors, and as approved by the Order Approving Agreement Related to Purchase Price Adjustment entered on April 18, 2011, the Purchase Price of the Peco Asset Sale is to be reduced based on the results of the physical inventory count, in the amount of

\$3.035 million. This amount due from the Debtors to Peco Foods was paid on April 20, 2011, \$2.0 million from the escrow account balance held for this purpose and \$1.035 million from general operating funds. A purchase price adjustment in the amount of \$2.0 million had been reserved for in February, 2011. The additional purchase price adjustment of \$1.035 million was accounted for in March, 2011 as an additional loss on the sale of assets. In addition, fees and expenses of \$1.471 million (net of the retainer for January and February, 2011) paid to the investment bankers for the transaction, SSG Capital Advisors, LLC, were also accounted for as an additional loss on the sale of assets in March, 2011.

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**  
**TW LIQUIDATION CORP. f/k/a TOWNSENDS, INC.**  
(\$000)

	ESCROW*	OPER**	BANK ACCTS		CURRENT PERIOD		CUMULATIVE FILING TO DATE	
			PAYROLL	CDA	ACTUAL	PROJECTED	ACTUAL	PROJECTED
<b>Cash Beginning of Month</b>	<b>\$26,367</b>	<b>\$54,013</b>	<b>\$65</b>	<b>\$0</b>	<b>\$80,445</b>	<b>\$0</b>	<b>\$2,245</b>	<b>\$5,700</b>
<b>RECEIPTS:</b>								
Accounts Receivable	-	200	-	-	200	-	91,607	97,196
Proceeds from Asset Sales	-	-	-	-	-	-	75,397	-
Loans and Advances (Interco)	-	-	-	-	-	-	-	-
Loans and Advances (DIP Loan)	-	-	-	-	-	-	12,000	12,000
Pending Transfer for Uncleared Checks	-	-	-	340	340	-	8,534	-
Transfers (From DIP accounts)	-	8,685	370	4,327	13,382	-	106,233	-
<b>TOTAL RECEIPTS</b>	<b>\$0</b>	<b>\$8,885</b>	<b>\$370</b>	<b>\$4,667</b>	<b>\$13,922</b>	<b>\$0</b>	<b>\$293,771</b>	<b>\$109,196</b>
<b>DISBURSEMENTS:</b>								
Payroll Related Items	-	\$0	\$114	\$0	\$114	\$0	\$8,388	\$8,564
Grain	-	-	-	-	-	-	-	-
Other Feed Ingredients	-	-	-	-	-	-	-	-
Grower Payments	-	-	-	-	-	-	-	-
Distribution	-	-	-	207	207	-	2,136	1,909
Packaging Supplies	-	-	-	-	-	-	1,540	1,307
Utilities	-	-	-	105	105	-	908	781
Fuel Costs	-	-	-	-	-	-	324	370
Co-Packaging	-	-	-	-	-	-	377	273
Leases	-	-	-	22	22	-	340	301
Broker Commission	-	-	-	622	622	-	1,578	1,042
Capital Expenditure Payables	-	-	-	-	-	-	-	-
Other Operating Payments	-	-	-	-	-	-	-	-
Contract Services	-	-	-	102	102	-	781	-
Insurance	-	-	-	35	35	-	235	-
Temporary Services	-	-	-	-	-	-	115	-
Freezers	-	-	-	7	7	-	1,037	-
Live Poultry Supplies & Services	-	-	-	-	-	-	-	-
Other	59	-	-	248	307	-	3,660	3,457
Loans and Advances (Interco)	-	-	256	2,448	2,704	-	84,083	87,597
Transfers (To DIP Accounts)	8,628	5,037	57	-	13,722	-	112,872	-
DIP Loan Repayment	-	12,000	-	-	12,000	-	12,000	-
Pre-Petition Secured Loan Repayment	-	40,000	-	-	40,000	-	40,000	-
Professional Fees	-	-	-	760	760	-	1,317	2,443
DIP Loan Interest	-	-	-	-	-	-	-	117
Working Capital Contingency	-	-	-	66	66	-	291	1,513
US Trustee Quarterly Fees	-	-	-	-	-	-	10	-
Court Costs	-	-	-	45	45	-	135	90
<b>TOTAL DISBURSEMENTS</b>	<b>\$8,687</b>	<b>\$57,037</b>	<b>\$427</b>	<b>\$4,667</b>	<b>\$70,818</b>	<b>\$0</b>	<b>\$272,127</b>	<b>\$109,764</b>
<b>NET CASH FLOW</b>	<b>(8,687)</b>	<b>(48,152)</b>	<b>(57)</b>	<b>-</b>	<b>(56,896)</b>	<b>-</b>	<b>21,644</b>	<b>(568)</b>
<b>CASH-END OF MONTH</b>	<b>\$17,680</b>	<b>\$5,861</b>	<b>\$8</b>	<b>\$0</b>	<b>\$23,549</b>	<b>\$0</b>	<b>\$23,889</b>	<b>\$5,132</b>

DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES:	FIRST QUARTER 2011			
	January-11	February-11	March-11	2011
<b>TOTAL DISBURSEMENTS</b>	<b>\$88,132</b>	<b>\$84,286</b>	<b>\$70,818</b>	<b>\$243,236</b>
Less transfers to debtor in possession accounts	(42,964)	(42,855)	(13,722)	(99,541)
Less transfers to intercompany	(37,083)	(31,636)	(2,704)	(71,423)
Plus estate disbursements made by outside sources	-	-	-	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES</b>	<b>\$8,085</b>	<b>\$9,795</b>	<b>\$54,392</b>	<b>\$72,272</b>

**US TRUSTEE FEES - FIRST QUARTER 2011****\$30,000**

\*Escrow Account includes Morris Nichols Arsht &amp; Tunnell LLP escrow account and Joint Escrow Account held by debtors and Peco Foods.

\*\*Operating Account includes debtor's Operating Account, Lockbox, Export Collections and Utility Escrow Account.

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**  
**TF LIQUIDATION CORP., f/k/a TOWNSEND FARMS, INC.**  
**(\$000)**

	BANK ACCTS*			CURRENT PERIOD		CUMULATIVE FILING TO DATE	
	OPER	PAYROLL	CDA	ACTUAL	PROJECTED	ACTUAL	PROJECTED
<b>Cash Beginning of Month</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
<b>RECEIPTS:</b>							
Accounts Receivable	-	-	-	-	-	-	-
Loans and Advances (Interco)	-	17	907	924	-	32,813	34,847
Loans and Advances (DIP Loan)	-	-	-	-	-	-	-
Pending Transfer for Uncleared Checks	-	-	-	-	-	-	-
Transfers (From DIP accounts)	-	-	-	-	-	-	-
<b>TOTAL RECEIPTS</b>	<b>\$0</b>	<b>\$17</b>	<b>\$907</b>	<b>\$924</b>	<b>\$0</b>	<b>\$32,813</b>	<b>\$34,847</b>
<b>DISBURSEMENTS:</b>							
Payroll Related Items	\$0	\$17	\$0	\$17	\$0	\$365	\$375
Grain	-	-	-	-	-	17,506	21,100
Other Feed Ingredients	-	-	60	60	-	6,354	6,531
Grower Payments	-	-	721	721	-	5,587	4,600
Distribution	-	-	24	24	-	193	100
Packaging Supplies	-	-	-	-	-	-	-
Utilities	-	-	2	2	-	157	300
Fuel Costs	-	-	13	13	-	176	161
Co-Packaging	-	-	-	-	-	-	-
Leases	-	-	-	-	-	74	80
Broker Commission	-	-	-	-	-	-	-
Capital Expenditure Payables	-	-	-	-	-	-	-
Other Operating Payments	-	-	-	-	-	-	-
Contract Services	-	-	8	8	-	103	-
Insurance	-	-	4	4	-	22	-
Temporary Services	-	-	-	-	-	62	-
Freezers	-	-	-	-	-	-	-
Live Poultry Supplies & Services	-	-	23	23	-	1,034	-
Other	-	-	52	52	-	1,167	1,600
Loans and Advances (Interco)	-	-	-	-	-	-	-
Transfers (To DIP Accounts)	-	-	-	-	-	-	-
DIP Loan Repayment	-	-	-	-	-	-	-
Pre-Petition Secured Loan Repayment	-	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-	-
DIP Loan Interest	-	-	-	-	-	-	-
Pre-Petition Debt Service	-	-	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	-	-	13	-
Court Costs	-	-	-	-	-	-	-
<b>TOTAL DISBURSEMENTS</b>	<b>\$0</b>	<b>\$17</b>	<b>\$907</b>	<b>\$924</b>	<b>\$0</b>	<b>\$32,813</b>	<b>\$34,847</b>
<b>NET CASH FLOW</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CASH-END OF MONTH</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES:	FIRST QUARTER 2011		
	January-11	February-11	March-11
<b>TOTAL DISBURSEMENTS</b>	<b>\$14,615</b>	<b>\$12,011</b>	<b>\$924</b>
Less transfers to debtor in possession accounts	-	-	-
Less transfers to intercompany	-	-	-
Plus estate disbursements made by outside sources	-	-	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES</b>	<b>\$14,615</b>	<b>\$12,011</b>	<b>\$924</b>

US TRUSTEE FEES - FIRST QUARTER 2011

\$20,000

\*Debtor has no bank accounts. Receipts and Disbursements flow through TW Liquidation Corp.'s bank accounts.

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**  
**TAR LIQUIDATION CORP., f/k/a TOWNSENDS OF ARKANSAS, INC.**  
**(\$000)**

	BANK ACCTS			CURRENT PERIOD		CUMULATIVE FILING TO DATE	
	OPER	PAYROLL	CDA	ACTUAL	PROJECTED	ACTUAL	PROJECTED
<b>Cash Beginning of Month</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
<b>RECEIPTS:</b>							
Accounts Receivable	-	-	-	-	-	-	-
Loans and Advances (Interco)	-	186	649	835	-	13,614	12,316
Loans and Advances (DIP Loan)	-	-	-	-	-	-	-
Pending Transfer for Uncleared Checks	-	-	-	-	-	-	-
Transfers (From DIP accounts)	-	-	-	-	-	-	-
<b>TOTAL RECEIPTS</b>	<b>\$0</b>	<b>\$186</b>	<b>\$649</b>	<b>\$835</b>	<b>\$0</b>	<b>\$13,614</b>	<b>\$12,316</b>
<b>DISBURSEMENTS:</b>							
Payroll Related Items	\$0	\$186	\$0	\$186	\$0	\$5,840	\$5,700
Grain	-	-	-	-	-	-	-
Other Feed Ingredients	-	-	-	-	-	-	-
Grower Payments	-	-	-	-	-	-	-
Distribution	-	-	248	248	-	1,680	1,532
Packaging Supplies	-	-	6	6	-	1,206	1,231
Utilities	-	-	83	83	-	553	580
Fuel Costs	-	-	-	-	-	352	336
Co-Packaging	-	-	-	-	-	-	-
Leases	-	-	-	-	-	247	250
Broker Commission	-	-	92	92	-	388	369
Capital Expenditure Payables	-	-	-	-	-	-	-
Other Operating Payments	-	-	-	-	-	-	-
Contract Services	-	-	30	30	-	410	-
Insurance	-	-	26	26	-	128	-
Temporary Services	-	-	-	-	-	-	-
Freezers	-	-	62	62	-	692	-
Live Poultry Supplies & Services	-	-	-	-	-	-	-
Other	-	-	102	102	-	2,111	2,318
Loans and Advances (Interco)	-	-	-	-	-	-	-
Transfers (To DIP Accounts)	-	-	-	-	-	-	-
DIP Loan Repayment	-	-	-	-	-	-	-
Pre-Petition Secured Loan Repayment	-	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-	-
DIP Loan Interest	-	-	-	-	-	-	-
Pre-Petition Debt Service	-	-	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	-	-	7	-
Court Costs	-	-	-	-	-	-	-
<b>TOTAL DISBURSEMENTS</b>	<b>\$0</b>	<b>\$186</b>	<b>\$649</b>	<b>\$835</b>	<b>\$0</b>	<b>\$13,614</b>	<b>\$12,316</b>
<b>NET CASH FLOW</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CASH-END OF MONTH</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

				FIRST QUARTER 2011
<b>DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES:</b>	<b>January-11</b>	<b>February-11</b>	<b>March-11</b>	
<b>TOTAL DISBURSEMENTS</b>	<b>\$5,572</b>	<b>\$5,439</b>	<b>\$835</b>	<b>\$11,846</b>
Less transfers to debtor in possession accounts	-	-	-	\$0
Less transfers to intercompany	-	-	-	\$0
Plus estate disbursements made by outside sources	-	-	-	\$0
<b>TOTAL DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES</b>	<b>\$5,572</b>	<b>\$5,439</b>	<b>\$835</b>	<b>\$11,846</b>

US TRUSTEE FEES - FIRST QUARTER 2011

\$13,000



**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**  
**TFAR LIQUIDATION CORP. f/k/a TOWNSEND FARMS OF ARKANSAS, INC.**  
**(\$000)**

	BANK ACCTS*			CURRENT PERIOD		CUMULATIVE FILING TO DATE	
	OPER	PAYROLL	CDA	ACTUAL	PROJECTED	ACTUAL	PROJECTED
<b>Cash Beginning of Month</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
<b>RECEIPTS:</b>							
Accounts Receivable	-	-	-	-	-	-	-
Loans and Advances (Interco)	-	-	575	575	-	31,863	35,458
Loans and Advances (DIP Loan)	-	-	-	-	-	-	-
Pending Transfer for Uncleared Checks	-	-	-	-	-	-	-
Transfers (From DIP accounts)	-	-	-	-	-	-	-
<b>TOTAL RECEIPTS</b>	<b>\$0</b>	<b>\$0</b>	<b>\$575</b>	<b>\$575</b>	<b>\$0</b>	<b>\$31,863</b>	<b>\$35,458</b>
<b>DISBURSEMENTS:</b>							
Payroll Related Items	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Grain	-	-	-	-	-	17,432	22,032
Other Feed Ingredients	-	-	-	-	-	5,411	6,070
Grower Payments	-	-	493	493	-	5,893	4,840
Distribution	-	-	12	12	-	143	100
Packaging Supplies	-	-	3	3	-	3	-
Utilities	-	-	2	2	-	108	175
Fuel Costs	-	-	-	-	-	135	111
Co-Packaging	-	-	-	-	-	-	-
Leases	-	-	-	-	-	82	80
Broker Commission	-	-	-	-	-	-	-
Capital Expenditure Payables	-	-	-	-	-	-	-
Other Operating Payments	-	-	-	-	-	-	-
Contract Services	-	-	-	-	-	200	-
Insurance	-	-	-	-	-	-	-
Temporary Services	-	-	-	-	-	74	-
Freezers	-	-	-	-	-	-	-
Live Poultry Supplies & Services	-	-	26	26	-	758	-
Other	-	-	39	39	-	1,614	2,050
Loans and Advances (Interco)	-	-	-	-	-	-	-
Transfers (To DIP Accounts)	-	-	-	-	-	-	-
DIP Loan Repayment	-	-	-	-	-	-	-
Pre-Petition Secured Loan Repayment	-	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-	-
DIP Loan Interest	-	-	-	-	-	-	-
Pre-Petition Debt Service	-	-	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	-	-	10	-
Court Costs	-	-	-	-	-	-	-
<b>TOTAL DISBURSEMENTS</b>	<b>\$0</b>	<b>\$0</b>	<b>\$575</b>	<b>\$575</b>	<b>\$0</b>	<b>\$31,863</b>	<b>\$35,458</b>
<b>NET CASH FLOW</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CASH-END OF MONTH</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES:				FIRST
	January-11	February-11	March-11	QUARTER 2011
<b>TOTAL DISBURSEMENTS</b>	<b>\$14,617</b>	<b>\$11,749</b>	<b>\$575</b>	<b>\$26,941</b>
Less transfers to debtor in possession accounts	-	-	-	-
Less transfers to intercompany	-	-	-	-
Plus estate disbursements made by outside sources	-	-	-	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES</b>	<b>\$14,617</b>	<b>\$11,749</b>	<b>\$575</b>	<b>\$26,941</b>

US TRUSTEE FEES - FIRST QUARTER 2011

\$20,000

\*Debtor has no bank accounts. Receipts and Disbursements flow through TW Liquidation Corp.'s bank accounts.

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**  
**TCW LIQUIDATION CORP., f/k/a CRESTWOOD FARMS LLC**  
**(\$000)**

	BANK ACCTS			CURRENT PERIOD		CUMULATIVE FILING TO DATE	
	OPER	PAYROLL	CDA	ACTUAL	PROJECTED	ACTUAL	PROJECTED
<b>Cash Beginning of Month</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
<b>RECEIPTS:</b>							
Accounts Receivable	-	-	-	-	-	-	-
Loans and Advances (Interco)	-	53	317	370	-	5,793	4,976
Loans and Advances (DIP Loan)	-	-	-	-	-	-	-
Pending Transfer for Uncleared Checks	-	-	-	-	-	-	-
Transfers (From DIP accounts)	-	-	-	-	-	-	-
<b>TOTAL RECEIPTS</b>	<b>\$0</b>	<b>\$53</b>	<b>\$317</b>	<b>\$370</b>	<b>\$0</b>	<b>\$5,793</b>	<b>\$4,976</b>
<b>DISBURSEMENTS:</b>							
Payroll Related Items	\$0	\$53	\$0	\$53	\$0	\$1,678	\$1,649
Grain	-	-	-	-	-	-	-
Other Feed Ingredients	-	-	-	-	-	-	-
Grower Payments	-	-	-	-	-	-	-
Distribution	-	-	-	-	-	-	-
Packaging Supplies	-	-	5	5	-	642	635
Utilities	-	-	15	15	-	238	275
Fuel Costs	-	-	-	-	-	-	-
Co-Packaging	-	-	-	-	-	-	-
Leases	-	-	-	-	-	292	275
Broker Commission	-	-	-	-	-	-	-
Capital Expenditure Payables	-	-	-	-	-	22	92
Other Operating Payments	-	-	-	-	-	-	-
Contract Services	-	-	37	37	-	487	-
Insurance	-	-	8	8	-	32	-
Temporary Services	-	-	-	-	-	97	-
Freezers	-	-	-	-	-	-	-
Live Poultry Supplies & Services	-	-	-	-	-	-	-
Other	-	-	252	252	-	2,300	2,050
Loans and Advances (Interco)	-	-	-	-	-	-	-
Transfers (To DIP Accounts)	-	-	-	-	-	-	-
DIP Loan Repayment	-	-	-	-	-	-	-
Pre-Petition Secured Loan Repayment	-	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-	-
DIP Loan Interest	-	-	-	-	-	-	-
Pre-Petition Debt Service	-	-	-	-	-	-	-
US Trustee Quarterly Fees	-	-	-	-	-	5	-
Court Costs	-	-	-	-	-	-	-
<b>TOTAL DISBURSEMENTS</b>	<b>\$0</b>	<b>\$53</b>	<b>\$317</b>	<b>\$370</b>	<b>\$0</b>	<b>\$5,793</b>	<b>\$4,976</b>
<b>NET CASH FLOW</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>CASH-END OF MONTH</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES:				FIRST QUARTER
	January-11	February-11	March-11	2011
<b>TOTAL DISBURSEMENTS</b>	\$2,279	\$2,437	\$370	\$5,086
Less transfers to debtor in possession accounts	-	-	(252)	(252)
Less transfers to intercompany	-	-	-	-
Plus estate disbursements made by outside sources	-	-	-	-
<b>TOTAL DISBURSEMENTS FOR CALCULATING US TRUSTEE QUARTERLY FEES</b>	<b>\$2,279</b>	<b>\$2,437</b>	<b>\$118</b>	<b>\$4,834</b>

US TRUSTEE FEES - FIRST QUARTER 2011

\$10,400

In re TW Liquidation Corp. et al., f/k/a Townsends, Inc. et al.

Case Nos.

10-14092 through 10-14096

(Jointly Administered)

Reporting Period

2/28/11-4/3/11

**BANK RECONCILIATIONS**  
**TW Liquidation Corp. et al., f/k/a Townsends, Inc. et al.**  
**Continuation Sheet for MOR-1**

The following lists all of the Debtors' bank accounts and the corresponding bank statement balances.  
Each account has been reconciled for the period ending 4/03/11.

<u>Account Holder<sup>1</sup></u>	<u>Acct Type</u>	<u>Bank</u>	<u>Account#</u>	<u>Balance</u>
TW Liquidation Corp.	CDA Account	PNC	1024865804	\$0.00
TW Liquidation Corp.	Operating Account	PNC	5797139466	\$6,188,600.52
TW Liquidation Corp.	Lockbox	Wachovia/Wells Fargo	2100011480151	\$0.00
TW Liquidation Corp.	Export Collections Account	US Bank	103674007309	\$1,000.00
TW Liquidation Corp.	Utility Escrow Account	PNC	5797414034	\$11,590.46
TW Liquidation Corp.	Payroll Account (NC) <sup>2</sup>	PNC	5797009012	\$17,963.99
TW Liquidation Corp.	Payroll Account (DE) <sup>2</sup>	PNC	5797175184	\$0.00
TW Liquidation Corp.	Payroll Account (Exec) <sup>2</sup>	PNC	5797143561	\$0.00
TAR Liquidation Corp.	Payroll Account (AR) <sup>2</sup>	PNC	5797002953	\$10,343.17
TCW Liquidation Corp.	Payroll Account (CW) <sup>2</sup>	Suntrust	1000036313293	\$4,908.11
TW Liquidation Corp.	Joint Escrow Account (Peco) <sup>3</sup>	Suntrust	7938941	\$2,000,437.07
Morris Nichols Arsht & Tunnell LLP	Escrow Account <sup>4</sup>	Wilmington Trust	10420164	\$ 15,680,392.04

**Notes:**

1. TF Liquidation Corp. and TFAR Liquidation Corp. do not have bank accounts.
2. Payroll accounts are reported on the balance sheet net of checks outstanding.
3. The Joint Escrow Account held at Suntrust was established to hold the Inventory Deposit per Section 2.6 of the Peco Food, Inc. Asset Purchase Agreement, to fund any potential deficiencies under the Purchase Price Adjustment per Section 2.7.
4. As of 4/03/11, Morris Nichols held certain proceeds in escrow from the Asset Sale transactions:

503(b)(9) Pool <sup>4</sup>	\$ 15,600,000.00
Omtron Tax Escrow	80,392.04
	<u>\$ 15,680,392.04</u>

In re TW Liquidation Corp. et al., f/k/a Townsends, Inc. et al.

Case Nos.

10-14092 through 10-14096

Reporting Period

Jointly Administered

2/28/11-4/3/11

**SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID**  
TW Liquidation Corp. et al., f/k/a Townsends, Inc. et al.

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date	
				Number	Date	Fees	Expenses	Fees	Expenses
Morris, Nichols, Arsht & Tunnell	12/19/10-12/31/10	68,562.15	TW Liquidation Corp.	Wire	02/15/11	59,506.40	9,055.75	59,506.40	9,055.75
Morris, Nichols, Arsht & Tunnell	01/01/11-01/31/11	150,313.33	TW Liquidation Corp.	1010700208	03/18/11	147,040.40	3,272.93	206,546.80	12,328.68
McKenna Long	12/19/10-12/31/10	27,539.13	TW Liquidation Corp.	1010700029	03/08/11	27,189.60	349.53	27,189.60	349.53
McKenna Long	01/01/11-01/31/11	72,571.31	TW Liquidation Corp.	1010700205	03/18/11	71,995.60	575.71	99,185.20	925.24
Huron Consulting Group	12/19/10-12/31/10	114,827.01	TW Liquidation Corp.	Wire	02/15/11	111,828.60	2,998.41	111,828.60	2,998.41
Huron Consulting Group	01/01/11-01/31/11	267,933.86	TW Liquidation Corp.	1010700193	03/18/11	258,547.60	9,386.26	370,376.20	12,384.67
Huron Consulting Group	02/01/11-02/28/11	205,822.43	TW Liquidation Corp.	Wire	03/31/11	201,678.00	4,144.43	572,054.20	16,529.10
JHCohn	12/29/10-01/31/11	113,509.89	* TW Liquidation Corp.	1010700199	03/18/11	111,243.20	2,266.69	111,243.20	2,266.69
Greenberg Traurig	12/19/10-12/31/10	154,090.87	TW Liquidation Corp.	1010630525	02/24/11	147,775.00	6,315.87	147,775.00	6,315.87
Greenberg Traurig	01/01/11-01/31/11	73,212.76	TW Liquidation Corp.	Wire	02/25/11	71,810.00	1,402.76	219,585.00	7,718.63
Greenberg Traurig	02/01/11-02/28/11	105,696.34	TW Liquidation Corp.	1010700117	03/12/11	93,926.50	11,769.84	313,511.50	19,488.47
Miller Advertising Agency	02/01/11-02/28/11	na	TW Liquidation Corp.	Wire	02/23/11	-	6,439.50	-	6,439.50
Qorval	01/01/11-01/31/11	na	TW Liquidation Corp.	1010630488	02/24/11	12,792.50	1,938.33	12,792.50	1,938.33
Donlin Rocano	01/01/11-10/12/11	na	TW Liquidation Corp.	Wire	01/12/11	-	6,666.00	-	6,666.00
Donlin Rocano	12/19/10-12/31/10	na	TW Liquidation Corp.	Wire	01/26/11	41,606.34	9,706.55	41,606.34	16,372.55
Donlin Rocano	01/13/11-01/31/11	na	TW Liquidation Corp.	1010629675	01/31/11	-	7,644.00	41,606.34	24,016.55
Donlin Recano	02/01/11	na	TW Liquidation Corp.	1010629709	02/03/11	-	13,042.00	41,606.34	37,058.55

\* Amount was retroactively adjusted to \$102,385.57

**STATEMENT OF OPERATIONS**  
**TW LIQUIDATION CORP. et al., f/k/a TOWNSENDS, INC. et al.**  
2/28/11-4/3/11  
(\$000)

	<b>TW Liquidation Corp.</b>	<b>TF Liquidation Corp.</b>	<b>TAR Liquidation Corp.</b>	<b>TFAR Liquidation Corp.</b>	<b>TWC Liquidation Corp.</b>	<b>Consolidating Entries</b>	<b>Consolidated</b>
<b>REVENUES</b>							
Poultry Revenue	\$0	\$0	\$0	\$0	\$0		\$0
Miscellaneous Sale Revenue	-	-	-	-	-		-
Less: Allowances and Commissions	-	-	-	-	-		-
Net Revenue	-	-	-	-	-		-
<b>COST OF GOODS SOLD</b>							
Cost of Goods Sold	362	36	109	(107)	187		587
Gross Profit (Loss)	(362)	(36)	(109)	107	(187)		(587)
<b>SELLING, GENERAL &amp; ADMINISTRATIVE EXPENSES</b>							
Administrative Expenses	(703)	-	(5)	-	-		(708)
Sales Expenses	57	-	-	-	-		57
Total Selling, General & Administrative Expenses	(646)	-	(5)	-	-		(651)
Net Profit (Loss) Before Other Income & Expenses	(1,008)	(36)	(114)	107	(187)		(1,238)
<b>OTHER INCOME AND EXPENSES</b>							
Franchise Tax Expense	-	-	-	-	-		-
Other Income-Equity in Earnings of Subsidiaries	(2,768)		(179)			2,947	-
Net Profit (Loss) Before Extraordinary and Reorganization Items	(3,776)	(36)	(293)	107	(187)	2,947	(1,238)
<b>EXTRAORDINARY ITEMS</b>							
Additional Gain/(Loss) on Sale of Assets	-	-	(2,230)	(276)	-		(2,506)
<b>REORGANIZATION ITEMS</b>							
Professional Fees (accrued estimate)	(945)						(945)
U.S. Trustee Quarterly Fees (accrued estimate)	(10)	(10)	(7)	(10)	(5)		(42)
Total Reorganization Expenses	(955)	(10)	(7)	(10)	(5)		(987)
<b>Net Profit (Loss)</b>	<b>(\$4,731)</b>	<b>(\$46)</b>	<b>(\$2,530)</b>	<b>(\$179)</b>	<b>(\$192)</b>	<b>\$2,947</b>	<b>(\$4,731)</b>

In re TW Liquidation Corp., f/k/a Townsends, Inc., et al.

Case Nos. 10-14092 through 10-14096

(Jointly Administered)

Reporting Period 2/28/11-4/3/11

**BALANCE SHEET**  
**TW LIQUIDATION CORP., et al., f/k/a TOWNSENDS, INC., et al.**  
**As of April 3, 2011**  
**(\$000)**

	<b>TW Liquidation Corp.</b>	<b>TF Liquidation Corp.</b>	<b>TAR Liquidation Corp.</b>	<b>TFAR Liquidation Corp.</b>	<b>TWC Liquidation Corp.</b>	<b>Consolidating Entries</b>	<b>Consolidated</b>
<b>ASSETS</b>							
<b>CURRENT ASSETS</b>							
Unrestricted Cash and Equivalents	\$6,197	\$0	\$0	\$0	\$0		\$6,197
Cash Held in Escrow	17,680	-	-	-	-		17,680
Restricted Cash and Cash Equivalents	12	-	-	-	-		12
Miscellaneous Receivables	225	-	-	-	-		225
Inventories	-	-	-	-	-		-
Prepaid Expenses	588	67	369	13	22		1,059
<b>TOTAL CURRENT ASSETS</b>	<b>24,702</b>	<b>67</b>	<b>369</b>	<b>13</b>	<b>22</b>		<b>25,173</b>
<b>PROPERTY AND EQUIPMENT</b>							
Land	-	-	-	-	-		-
Buildings	-	-	-	-	-		-
Equipment	-	-	-	-	-		-
Trademarks	-	-	-	-	-		-
Vehicles	-	-	-	-	-		-
Less Contributions in Aid	-	-	-	-	-		-
Less Accumulated Depreciation	-	-	-	-	-		-
<b>TOTAL PROPERTY &amp; EQUIPMENT</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		<b>-</b>
<b>OTHER ASSETS</b>							
Security Deposits	307	-	277	-	72		656
Goodwill	-	-	-	-	-		-
<b>TOTAL OTHER ASSETS</b>	<b>307</b>	<b>-</b>	<b>277</b>	<b>-</b>	<b>72</b>		<b>656</b>
<b>INVESTMENT IN SUBSIDIARIES</b>							
Investment in TF Liquidation Corp.	(660)	-	-	-	-	660	-
Investment in TAR Liquidation Corp.	15,954	-	-	-	-	(15,954)	-
Investment in TFAR Liquidation Corp.	-	-	149,699	-	-	(149,699)	-
Investment in TCW Liquidation Corp.	(38,586)	-	-	-	-	38,586	-
<b>TOTAL INVESTMENT IN SUBSIDIARIES</b>	<b>(23,292)</b>	<b>-</b>	<b>149,699</b>	<b>-</b>	<b>-</b>	<b>(126,407)</b>	<b>-</b>
<b>TOTAL ASSETS</b>	<b>\$1,717</b>	<b>\$67</b>	<b>\$150,345</b>	<b>\$13</b>	<b>\$94</b>	<b>(\$126,407)</b>	<b>\$25,829</b>

In re TW Liquidation Corp., f/k/a Townsends, Inc., et al.

Case Nos. 10-14092 through 10-14096  
(Jointly Administered)  
Reporting Period 2/28/11-4/3/11

**BALANCE SHEET**  
**TW LIQUIDATION CORP., et al., f/k/a TOWNSENDS, INC., et al.**  
**As of April 3, 2011**  
**(\$000)**

	<b>TW Liquidation Corp.</b>	<b>TF Liquidation Corp.</b>	<b>TAR Liquidation Corp.</b>	<b>TFAR Liquidation Corp.</b>	<b>TWC Liquidation Corp.</b>	<b>Consolidating Entries</b>	<b>Consolidated</b>
<b>LIABILITIES AND OWNER EQUITY</b>							
<b>LIABILITIES NOT SUBJECT TO COMPROMISE (Post-Petition)</b>							
Accounts Payable	\$3,120	\$37	\$155	\$159	\$2		\$3,473
Accrued Expenses	6,917	58	415	1	253		7,644
DIP Financing	-	-	-	-	-		-
Other Postpetition Liabilities - Workers Comp Liability	92	-	-	-	-		92
Other Postpetition Liabilities - Noncurrent Pension Liability	-	-	-	-	-		-
Other Postpetition Liabilities	1	-	-	-	-		1
<b>TOTAL POST-PETITION LIABILITIES</b>	<b>10,130</b>	<b>95</b>	<b>570</b>	<b>160</b>	<b>255</b>		<b>11,210</b>
<b>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</b>							
Secured Debt	41,243	-	-	-	700		41,943
Priority Debt	1,397	3,497	1,273	8,927	931		16,025
Unsecured Debt	13,324	1,393	2,514	2,326	1,471		21,028
<b>TOTAL PRE-PETITION LIABILITIES</b>	<b>55,964</b>	<b>4,890</b>	<b>3,787</b>	<b>11,253</b>	<b>3,102</b>		<b>78,996</b>
<b>TOTAL LIABILITIES</b>	<b>66,094</b>	<b>4,985</b>	<b>4,357</b>	<b>11,413</b>	<b>3,357</b>		<b>90,206</b>
<b>OWNER EQUITY</b>							
Common Stock	4	10	585	300	-	(895)	4
Treasury Stock	(6,653)	-	-	-	-	-	(6,653)
Additional Paid-In Capital	27,737	(139,258)	90,928	(784,580)	21,683	811,227	27,737
Accumulated Other Comprehensive Loss	(11,513)	-	-	-	-	-	(11,513)
Retained Earnings - Pre-Petition	(7,452)	143,305	51,024	772,911	121	(967,361)	(7,452)
Retained Earnings - Postpetition	(66,500)	(8,975)	3,451	(31)	(25,067)	30,622	(66,500)
<b>NET OWNER EQUITY</b>	<b>(64,377)</b>	<b>(4,918)</b>	<b>145,988</b>	<b>(11,400)</b>	<b>(3,263)</b>	<b>(126,407)</b>	<b>(64,377)</b>
<b>TOTAL LIABILITIES AND OWNER EQUITY</b>	<b>\$1,717</b>	<b>\$67</b>	<b>\$150,345</b>	<b>\$13</b>	<b>\$94</b>	<b>(\$126,407)</b>	<b>\$25,829</b>

In re TW Liquidation Corp., f/k/a Townsends, Inc., et al.

Case Nos. 10-14092 through 10-14096  
(Jointly Administered)  
Reporting Period 2/28/11-4/3/11

**STATUS OF POSTPETITION TAXES**  
**TW LIQUIDATION CORP. et al., f/k/a TOWNSENDS, INC. et al.**  
**(\$000's)**

	Beginning Tax Liability	Change in Liability	Amount Paid	Date Paid	Check NO. or EFT	Ending Tax Liability
<b>Federal</b>						
Unemployment	\$99	\$0				\$99
Total Federal Taxes	\$99	-				99
<b>State and Local</b>						
Withholding	11	(11)				-
Unemployment	145	-				145
Property Tax	-	-				-
Franchise Tax	38	-				38
Total State and Local Taxes	194	(11)				183
<b>Total Taxes</b>	<b>\$293</b>	<b>(\$11)</b>				<b>\$282</b>

Unless listed above all postpetition taxes have been paid.

**SUMMARY OF UNPAID POSTPETITION DEBTS**  
**TW LIQUIDATION CORP. et al., f/k/a TOWNSENDS, INC. et al.**  
**(\$000's)**

	Number of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	\$3,473	\$0	\$0	\$0	\$0	\$3,473
Wages Payable	-	-	-	-	-	-
Taxes Payable	-	-	-	-	-	-
Rent/Leases-Building	-	-	-	-	-	-
Rent/Leases-Equipment	-	-	-	-	-	-
Secured Debt/Adequate Protection Payments	-	-	-	-	-	-
Amounts Due to Insiders	-	-	-	-	-	-
Other:	-	-	-	-	-	-
Other:	-	-	-	-	-	-
<b>Total Postpetition Debts</b>	<b>\$3,473</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$3,473</b>



In re TW Liquidation Corp., f/k/a Townsends, Inc., et al.

Case No.

10-14092 to 10-14096

(Jointly Administered)

Reporting Period

2/28/11-4/3/11

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**  
**TW LIQUIDATION CORP. et al., f/k/a TOWNSENDS, INC. et al.**  
**(\$000's)**

<b>Accounts Receivable Reconciliation</b>	<b>Amount</b>
Total Accounts Receivable at the beginning of the reporting period	\$0
+ Amounts billed during the period	-
- Amounts collected/sold during the period	-
Total Accounts Receivable at the end of the reporting period	\$0
<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 Accounts Receivable	-
Amount considered uncollectible (Bad Debt Reserve)	-
Accounts Receivable (Net)	\$0

As of February 25, 2011, Accounts Receivable were sold to Omtron, Ltd.

**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 and explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X (see note)	
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 required documentation pursuant to the Delaware Local Rule 4001-3.		X

4. As of February 25, 2011, the Debtors had no employees and therefore have discontinued their workers compensation insurance policies, including excess insurance and membership in certain states' risk sharing associations or pools. As of the same date, the Debtors retain no real or personal property and therefore have discontinued any coverage relating to physical assets. General Liability insurance remains in effect.