

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
EL PASO DIVISION

In re
PREMIER PCS OF TX, LLC,
Debtor.

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§ Case No. 17-32021-HCM-11
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PREMIER PCS OF TX, LLC'S DISCLOSURE STATEMENT,
DATED MARCH 26, 2018

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Attachments:

- Exhibit "1" Text of 11 U.S.C. § 1129
- Exhibit "2" Richard Ahn's curriculum vitae
- Exhibit "3" Merchant Lenders list
- Exhibit "4" Debtor's Most Recent Monthly Operating Report
- Exhibit "5" Payments made of more than \$6,425.00 within 90 days of bankruptcy
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I. INTRODUCTION

This is the Disclosure Statement (the "Disclosure Statement") in the Chapter 11 case of PREMIER PCS OF TX, LLC (the "Debtor"). This Disclosure Statement contains information about the Debtor and describes the Plan of Reorganization (the "Plan") filed by the Debtor on March 26, 2018. The Plan is summarized below. A complete copy of the Plan has been mailed to you along with this Disclosure Statement. ***Your rights may be affected. You should read the Plan and this Disclosure Statement carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.***

The proposed distributions under the Plan are discussed in Section III of this Disclosure Statement. General unsecured creditors are classified in Classes and are being offered distribution ranging from 75% to 100% of their allowed claims respectively, to be distributed in installment payments. Classes of secured claims are to receive other treatments, as summarized below and as set forth in full detail in the Plan. All property tax creditors are grouped into a single, unimpaired Class, and they will continue to receive their regular non-bankruptcy amounts of payment, on time and in full.

A. Purpose of This Document

This Disclosure Statement describes:

- The Debtor, its background, the events leading to insolvency, and significant events during the bankruptcy case;
- How the Plan proposes to treat claims or equity interests of the type you hold (*i.e.*, what you will receive on your claim or equity interest if the Plan is confirmed);
- Who can vote on or object to the Plan;
- What factors the Bankruptcy Court (the "Court") will consider when deciding whether to confirm the Plan;
- Why the Debtor believes the Plan is feasible, and how the treatment of your claim or equity interest under the Plan compares to what you would receive on your claim or equity interest in liquidation; and
- The effect of confirmation of the Plan.

Be sure to read the Plan as well as this Disclosure Statement. This Disclosure Statement describes the Plan, but it is the Plan itself that will, if confirmed, establish your rights. Be sure

also to read the Definitions attached as Exhibit "1" to the Plan. Those Definitions govern the meanings of the terms in the Plan as well as the meaning of the terms in this Disclosure Statement.

B. Deadlines for Voting and Objecting; Date of Plan Confirmation Hearing

The Court has not yet confirmed the Plan described in this Disclosure Statement. This section describes the procedures pursuant to which the Plan will or will not be confirmed.

1. *Time and Place of the Hearing to Confirm the Plan.*

The hearing is set for _____, 2018 at _____ o'clock __.m. in the United States Bankruptcy Court for the Western District of Texas, El Paso Division, 511 E. San Antonio Street, Fourth Floor, El Paso, Texas 79901.

2. *Deadline For Voting to Accept or Reject the Plan.*

If you are entitled to vote to accept or reject the Plan, vote on the enclosed ballot and return the ballot in the enclosed envelope to the attorney for the Debtor, E.P. BUD KIRK, 600 Sunland Park Drive, Building Four, Suite 400, El Paso, Texas 79912. See section IV.A. below for a discussion of voting eligibility requirements.

Your ballot must be RECEIVED by 5:00 o'clock p.m. MT on _____ or it will not be counted.

3. *Deadline for Objecting to the Confirmation of the Plan.*

Objections to the confirmation of the Plan must be filed with the Court and served upon the Debtor's attorney, E.P. BUD KIRK, at 600 Sunland Park Drive, Building 4, Suite 400, El Paso, Texas 79912, on or before 5:00 o'clock p.m. MT on _____, 2018.

If you want additional information about the Plan, you should contact the Debtor's attorney, E.P. BUD KIRK, telephone number (915) 584-3773, facsimile number (915) 581-3452, or email budkirk@aol.com.

C. Disclaimer

The Court has not yet determined whether the Plan meets the legal requirements for confirmation, and the fact that the Court has approved this Disclosure Statement does not constitute an endorsement of the Plan by the Court, or a recommendation that it be accepted.

II BACKGROUND

A. A History of the Debtor and Events Leading to this Bankruptcy Filing

The Debtor is a Texas limited liability company that was formed in 2013. The Debtor has been in the business of selling consumer subscriptions to cellular telephone services with METRO PCS. METRO PCS is a nationwide business, affiliated with T-MOBILE WIRELESS. METRO PCS offers low-cost subscriptions for cellular telephone service. Customers of METRO PCS are not bound to multi-year cellular telephone service contracts. METRO PCS subscriptions are cancellable at will, and they generally costs about one-fourth to one-third of conventional cellular telephone contracts. Customers of METRO PCS must pay in advance for the cellular telephone services they receive. PREMIER PCS is a METRO PCS dealer which receives commissions upon the customers' advance payments for cellular telephone service.

The sole member of PREMIER PCS OF TX, LLC, is RICHARD AHN. Mr. AHN is a naturalized Korean-American whose *curriculum vitae* is hereto attached as Exhibit "2." He has an extraordinary background that includes training and service in the Korean Air Force as a military airplane pilot. He has extensive business experience in the United States. He became a U.S. Citizen in 2009, and he was successful in business in the United States while living in Atlanta, Georgia, from 1980 to 2013. He moved to Texas in 2013, and he formed the Debtor entity PREMIER PCS OF TX, LLC, in that year. He was recognized as dealer of the year by METRO PCS in 2014, 2015, and 2016.

PREMIER PCS OF TX, LLC (hereinafter "PREMIER PCS") was immediately successful. To capitalize further upon its early success, Mr. AHN decided in 2016 to embark upon a rapid plan of expanding its store locations. Up until that time PREMIER PCS had opened stores/dealerships

in the El Paso and Southern New Mexico areas. Mr. AHN decided to open additional METRO PCS stores, in West Texas, Northern New Mexico, and one in Durango, Colorado.

The cost of opening a METRO PCS store is generally around \$50,000 per location, for a dealer who is already approved by METRO PCS as an authorized distributor. PREMIER PCS expanded in 2016 and 2017, from 28 to 43 dealerships. The rapid expansions were not met with equally rapid profits. The money to fund the expansion, moreover, was costly money, borrowed from “merchant lenders.” “Merchant lenders” are private lenders who offer to purchase, for a fixed amount, a certain value of a business’ accounts receivable. Merchant lenders do not follow the conservative lending practices of national banking institutions. They are bolder in how much they are willing to lend, and they are also bolder in how much they charge for the lending. In most cases, their transactions are characterized in their contracts as outright purchases of the borrower’s accounts receivable. The purchase price is expressed in two ways: first, as the amount which the borrowing business will receive for the transfer of its accounts receivable. The other expression of the purchase price is how much the borrowing business has to agree to pay the merchant lender, in order to become the absolute owner of its accounts receivable again. In some cases, merchant lenders secure their advances to the borrower with security agreements and financing statements under the Uniform Commercial Code. Such documents typically cover other collateral besides the purchased receivables. In most instances, however, merchant lenders’ documents repeatedly deny a lending relationship, and they insist that the funders have become the absolute owners of the borrower’s receivables. Most merchant lenders do not bother with collateralization, because taking security looks like a lending relationship. Instead they secure themselves with sudden judicial remedies, such as confessions of judgment signed by the borrower at loan funding time, in case there is a default in repayment. They also insist that all of the borrower’s business be conducted through a single designated bank account at a nationwide bank, against which they have drafting privileges to assure themselves of timely and full installment payments. Usually the payments are due two to three times a week, and the payments are hefty. In the early days of a merchant loan the payments are not a problem because they can come out of the funds advanced. As the advanced funds get consumed, however, the payments become burdensome. The confessions of judgment are easily enforceable in the lender’s home

state (typically New York), and once entered without a hearing, the judgments will support garnishment writs (or “restraints”) against the designated bank account, immobilizing it.

The cost of borrowing from a merchant lender, if expressed as interest, *i.e.*, the costs of repayment over the time the money is loaned, is generally about 65% per annum. In order to exempt themselves from the reach of usury laws in states that would not condone such expensive borrowing rates, merchant lenders use documents in which the repayment periods are shorter than one year, and in which there are repeated denials of a borrowing relationship. Instead the documents stress that the transaction is an outright sale of the debtor’s accounts receivable.

There are some financial realities, however, that expose logical flaws in the merchant lender’s documents. One is, that no accounts receivable are identified as belonging to the merchant lender. A second is, that the debtor is left in full control of the collection of the accounts and the uses of the account proceeds once the daily or weekly payment to the merchant lender is made. A third is, that the debtor’s name appears on the designated bank account. A fourth financial reality, is that the Uniform Commercial Code has no special provision excepting merchant lenders from its scope. And another financial reality is that the definitions of “property of the bankruptcy estate,” in the Bankruptcy Code, recognize in the debtor an interest in “redeeming” property by paying off a debt upon it: here, the accounts receivable that were supposedly “sold” to the merchant lenders.

“Merchant lender” loans may seem like a good idea in the short run, when a debtor needs capital and cannot borrow it elsewhere. The repayment cost is exorbitant in comparison to payments on bank loans, however, and the large and sudden cash advances that come with the merchant loans, make the repayments feasible only for a short while. PREMIER PCS, once it started borrowing from merchant lenders, found that it had to keep on borrowing from them, or it would wind up in default before the expanded store locations produced enough revenue to pay off the loans.

By May of 2017, PREMIER PCS had incurred approximately \$1.19 million in merchant

lender debt, and servicing it was becoming impossible. To PREMIER PCS it appeared that the only solution was more borrowing, and no conventional bank was willing to step in and take on the debt load PREMIER PCS was carrying. In July of 2017 PREMIER PCS found a more enlightened merchant lender, to relieve the financial pressure on the business, and that was COMPLETE BUSINESS SOLUTIONS GROUP (hereinafter "CBSG"), of Philadelphia, PA. Between May and November of 2017, CBSG loaned PREMIER PCS over \$2.6 million. Those loans, however, were not enough to enable PREMIER PCS to satisfy the demands of some earlier merchant lenders upon PREMIER PCS, chiefly VICEROY CAPITAL FUNIDNG, then demanding approximately \$169,000, and GTR SOURCE, LLC, then owed approximately \$169,000 also. A chart hereto attached as Exhibit "3", depicts the balances PREMIER PCS owed to all its merchant lenders, as of December 1, 2017. In early December of 2017 VICEROY and GTR SOURCE, LLC declared PREMIER PCS in default, and had their New York attorney march their confessions of judgment to the courthouse in New York City and immediately submit garnishment orders (restraints) upon PREMIER PCS' main bank account at Wells Fargo Bank. Unable to use any money due to the first restraint filed by VICEROY CAPITAL FUNDING, PREMIER PCS filed for Chapter 11 relief on December 6, 2017. The bankruptcy filing prevented the restraint of GTR SOURCE, LLC from attaching.

B. Operations During The Reorganization Case

Prior to filing for Chapter 11 relief, PREMIER PCS was used to handling a gross sales volume of over \$22 million per year, and all of that ran through its Wells Fargo bank account. The VICEROY restraint, or "freeze" on that account, seriously immobilized PREMIER PCS, in these (and other) ways:

- a) PREMIER PCS is constantly placing cellphone subscriptions with METRO PCS, at a volume of more than \$1 million per month. A typical customer's order costs PREMIER PCS \$150; \$50 of that comes from the customer, and \$100 is "fronted" by PREMIER PCS to provide the customer, for no apparent charge, with a cell phone programmed by METRO PCS. METRO PCS "rebates" the cell phone cost to PREMIER PCS, generally in about ten days' time, and METRO PCS also pays

PREMIER PCS a commission upon the sale in about ten days' time. When its WELLS FARGO account was restrained, however, PREMIER PCS had no moveable funds. Although PREMIER PCS had subscriptions to place with METRO PCS, PREMIER PCS could not pay for the complimentary cell phones.

- b) PREMIER PCS had 253 employees at 43 store locations in El Paso, New Mexico, Colorado, and Texas, when the restraint hit the Wells Fargo account. The next payroll was going to cost \$150,000.00. PREMIER had to borrow the December 7 payroll from Mr. AHN personally.
- c) PREMIER PCS had 43 leases to pay for, and utilities at each of the 43 locations.

PREMIER PCS filed an Emergency Motion to Authorize Use of Cash Collateral (Docket #7) on December 7, 2017, and that Motion was granted after notice to parties in interest, on December 13, 2017 (Docket #17). On the same day the Bankruptcy Court granted PREMIER PCS' Motion to recognize METRO PCS as a "critical supplier" and to approve ongoing payments to them upon an existing line of credit; the logic being that the 43 stores otherwise would have nothing to sell that would work with METRO PCS transmitter services.

The restoring of bank account use to PREMIER PCS, however, was not prompt. Normal banking transactions did not resume until December 14th. Much of the Christmas shopping season was lost. (Affordable cell phones and subscriptions make ideal Christmas gifts; the giver can get the satisfaction of calls and attention from the donee.) METRO PCS proved to be slow to embrace its recognition as a critical supplier to PREMIER PCS, and it curtailed PREMIER PCS' line of credit, from \$1 million, net 30 days, to half a million, net 15 days.

PREMIER PCS OF TX, LLC filed Schedules and a Statement of Affairs on a timely basis. PREMIER PCS OF TX, LLC complied with the Guidelines of the United States Trustee by opening a "Debtor-in-Possession" bank account and closing the other bank accounts, providing proof of insurance on the estate's assets and operations, arranging for the United States Trustee to be notified if the insurance is ever about to lapse, providing a 90-day cash flow forecast, and

designating persons responsible for carrying out the duties of a Debtor-in-possession and for preparing the Monthly Operating Reports. PREMIER PCS OF TX, LLC attended the First Meeting of Creditors on January 11, 2018, which was presided over by KEVIN M. EPSTEIN, attorney for the United States Trustee's office. PREMIER PCS OF TX, LLC has filed operating reports with the United States Trustee for each month it has been in Chapter 11.

Each monthly operating report contains a summary of the previous months' gross revenues and expenses. The most recent monthly operating report, which covers January and February 2018, is attached hereto as Exhibit "4." As the operating report bears out, the Debtor continues in business and has stabilized its financial performance sufficiently that a Plan of Reorganization can be proposed. Expense reductions have been accomplished by PREMIER PCS OF TX, LLC. Revenue enhancements have been achieved through PREMIER PCS OF TX, LLC and are expected to continue.

C. Significant Orders, Motions, and Pleadings During the Bankruptcy Case

The Bankruptcy Court approved E.P. BUD KIRK's Application to be employed as Debtor's counsel on January 3, 2018 (Docket #28). Permission for the Debtor to use the cash collateral of one secured creditor, METRO PCS was granted on December 13, 2017 on an interim basis (Docket #17), and on January 23, 2018 on a final basis (Docket # 54). The Final Cash Collateral Order authorized the Debtor to make adequate protection payments of \$3,000 each Friday, to VICEROY FUNDING. Also on December 13, 2017 the Order Authorizing Payment to a Critical Supplier (METRO PCS TEXAS, LLC) was entered. Permission for the Debtor to continue use of utilities, subject to protective deposits, was granted on January 11, 2018 (Docket #43). Interim adequate protection payments of \$4,000 each Friday to CBSG, were approved on January 23, 2018.

In an effort to improve its cash flow, PREMIER PCS filed a Motion to Sell its most inefficient stores, on January 12, 2018 (Docket #46). Those stores are the ones most remote from PREMIER PCS headquarters in El Paso, *i.e.*, four stores in Albuquerque, three in Farmington,

New Mexico, and one in Durango, Colorado. The Court approved that sale, for \$560,000, on February 1, 2018 (Docket #68), and the sale has closed. The sale proceeds are being applied to the first lienholder (METRO PCS), pro-rated rent and gross receipts tax (where applicable), and to administrative expenses.

D. Insiders of the Debtor

The Bankruptcy Code provides for extra scrutiny of the financial dealings the Debtor has had with “insiders.” Insiders of a corporation or LLC are its officers, shareholders/members, and directors; any other business entities that are affiliates of the Debtor, and family members of the Debtor’s officers, members, and directors. If an insider has taken an advantage over any creditors in the case by using its closeness to the Debtor to gain special treatment, the transactions with the insider can be called back into the bankruptcy estate. *See Matter of Fabricators, Inc.*, 926 F.2d 1458, 1465 (5th Cir. 1991) (*held*, insiders’ claims are not to be treated worse than other creditors’ claims, unless they have engaged in inequitable conduct that harmed the estate). In this case, Mr. AHN obtained significant loans to PREMIER PCS from his fiancée and from close friends, to try to keep the company able to pay its other debts. PREMIER PCS has not made any repayment to them, nor any favored treatment. Likewise Mr. AHN has not extracted in the past any preferential treatment for the loans he has made to PREMIER PCS.

The accompanying Plan accordingly pays claims of insiders without punishing them for insider status. The insiders in this case, are all of the individuals (*i.e.*, actual persons) shown on the lists of creditors.

Under the bankruptcy laws, any insiders who have received transfers of assets from the Debtor within specified periods of time can be sued for recovery of those assets. Such transfers are treated under the Bankruptcy Code as “voidable” transfers. The Debtor believes and maintains that there are no voidable transfers in this case which could be pursued against any insiders, with the exception of DONALD KIM. The Debtor is pursuing that recovery (and defending a claim by DONALD KIM) in state court in Dallas, Texas.

E. Projected Recovery of Avoidable Transfers [Choose the option that applies]

The Debtor estimates that up to \$250,000.00 could be realized from the recovery of fraudulent, preferential, or other avoidable transfers in this case. Exhibit "5" hereto attached discloses preferential payments (*i.e.*, payments of more than \$6,425) that were made to creditors within 90 days of petition date.

The Debtor has not yet completed its investigation with regard to prepetition transactions. If you received a payment or other transfer within 90 days of the bankruptcy, or other transfer avoidable under the Code, the Debtor may seek to avoid that transfer.

The chief disincentives the Debtor has, against pursuing the preferences, are that such litigation would prolong this case and might not yield much money. A preference suit usually takes six months from start to finish. Lawsuits involve risk. Collection of any judgments could well take longer. Each quarter that PREMIER PCS spends in Chapter 11, costs it \$50,000 to \$60,000 in United States attorney's fees. This case is already proposing repayments of 70% or better to most of its creditors, so "re-shuffling" money through preference litigation is not likely to produce great swings in distribution. Moreover, "recoveries" in preference litigation against creditors still owed something would probably result in claim reductions rather than cash; so the litigation cost (attorney's fees) which the Debtor would have to pay, is another disincentive to pursue preferences. As for any moneys recovered against transferees who got paid off, those would have to be paid back again at dividends up to 75%.

The Debtor has ruled out, moreover, any potential action for a preference against CBSG, who is the only "merchant lender" who took the trouble to file a UCC-1 financing statement. CBSG filed a "blanket" financing statement on November 29, 2017 with the Texas Secretary of State. Within 30 days of that filing, however, CBSG had made very large advances of new money to the Debtor, and had renewed and extended earlier large loans. Similarly, FOX and Yellowstone, creditors on Exhibit 5, made advances within 30 days of their payment, or made new advances subsequent to their payment, thereby reducing their "preference" exposure.

F. Claims Objections

Except to the extent that a claim is already allowed pursuant to a final non-appealable order, the Debtor reserves the right to object to claims. Therefore, even if your claim is allowed for voting purposes, you may not be entitled to a distribution if an objection to your claim is later upheld. The procedures for resolving disputed claims are set forth in Article V of the accompanying Plan.

G. Current and Historical Financial Conditions

The identity and fair market value of the estate's assets are listed in Exhibit "6" to this Disclosure Statement, which consists of copies of the Debtor's Schedules of Assets. (Schedule A is real property; Schedule B is personalty.)

The Debtor did not issue any recent financial statements prior to bankruptcy, so there are none to attach.

The most recent post-petition operating report filed since the commencement of the Debtor's bankruptcy case is set forth as Exhibit "4."

Attached as Exhibit "7" to this Disclosure Statement is a cash flow projection based partly upon the Debtor's actual revenues from operations for the past three months, and upon the Debtor's average yearly performance over the past four years.

III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS

A. The Purpose of a Plan of Reorganization.

As required by the Code, the Plan places claims and equity interests in various classes and describes the treatment each class will receive. The Plan also states whether each class of claims or equity interests is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

B. Unclassified Claims

Certain types of claims are automatically entitled to specific treatment under the Code. They are not considered impaired, and holders of such claims do not vote on the Plan. They may object to the Plan, however, if in their view their treatment under the Plan does not comply with the Code. The Plan Proponent has accordingly not placed the following claims in any class:

1. Administrative Expenses

Administrative expenses are costs or expenses of administering the Debtor's Chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, or in the ordinary course of business, unless a particular claimant agrees to a different treatment.

The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan.

Type	Estimated Amount Owed	Proposed Treatment
Expenses Arising in the Ordinary Course of Business After the Petition Date, including utilities, rents for business premises, payroll to employees, regular taxes and tax depositing.	\$430,000.00/wk.	Paid in full on the effective date of the Plan, or according to regular terms of obligation if later.
The Value of Goods Received in the Ordinary Course of Business Within 20 Days Before the Petition Date.	N/A	Paid in full on the effective date of the Plan, or according to terms of obligation if later.
Professional Fees, as approved by the Court	\$30,000.00	Paid in full on the effective date of the Plan, or according to separate written agreement, or according to Court order if such fees have not been approved by the Court on the effective date of the Plan.
Clerk's Office Fees	\$1,000.00	Paid in full on the effective date of the Plan
Other administrative expenses	\$5,000.00	Paid in full on the effective date of the Plan

		or according to separate written agreement
Office of the U.S. Trustee Fees	\$50,000.00*	Paid in full on the thirtieth day of month following the quarter in which effective date of the Plan occurs
TOTAL	\$436,000.00	

2. Priority Tax Claims

Priority tax claims are unsecured income, employment, and other taxes described by § 507(a)(8) of the Code. Unless the holder of such a § 507(a)(8) priority tax claim agrees to different terms, it must receive the present value of such claim, in regular installments paid over a period not exceeding 5 years from the date of the order of relief (the first day of the case). The following chart lists the Debtor's estimated § 507(a)(8) priority tax claims and their proposed treatment under the Plan:

Description (name and type of tax)	Estimated Amount Owed	Date of Assessment	Treatment
INTERNAL REVENUE SERVICE (Amended Proof of Claim #2; \$5,696.32 FUTA for 2015)	\$5,696.32	2016	Pmt. interval: Monthly [Monthly] payment: \$500.00 Begin date: June 15, 2018 End date: May 15, 2019 Interest Rate %: 4% Total Payout Amount \$6,000.00

C. Classes of Claims and Equity Interests

The following are the classes set forth in the Plan, and the proposed treatment that they will receive under the Plan:

1. Classes of Secured Claims

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate

* On January 1, 2018 a new bracketology for U.S. Trustee's fees in Chapter 11 cases took effect. Debtors with quarterly disbursements over \$1 million must now pay a 1% U.S. Trustee's fee. It was partly to be able to satisfy this fee, that PREMIER PCS decided to sell its 8 least profitable stores.

(or that are subject to setoff) to the extent allowed as secured claims under § 506 of the Code. If the value of the collateral or setoffs securing the creditor's claim is less than the amount of the creditor's allowed claim, after the creditor has liquidated its collateral within the time prescribed by the Plan and filed a timely proof of claim for the deficiency, the deficiency will be classified as a general unsecured claim.

The following chart lists all classes containing Debtor's secured prepetition claims and their proposed treatment under the Plan:

Class #	Description	Insider (Yes or No)	Impairment	Treatment
1	<p>Secured claim of METRO PCS</p> <p>Collateral description: Blanket lien on inventory, accounts, equipment, furniture, intangibles, trade fixtures.</p> <p>Allowed Secured Amount \$530,000.00</p> <p>Priority of lien: First</p> <p>Principal owed \$530,000.00</p> <p>Total claim \$530,000.00</p>	No.	No.	<p>METRO PCS will continue to receive the regular contractual payments on its line of credit. Those payments are variable, depending upon the volume of sales the Debtor has, the number of phones it orders from METRO PCS. Usually this line of credit turns over at monthly or more frequent intervals.</p>
2	<p>Secured claim of ALPHA. COMM.</p> <p>Collateral description: Purchase money security interest in cellular phone demonstration equipment and accessories.</p> <p>Allowed Secured Amount \$17,000.00 (as of 12-6-17)</p>	No.	No.	<p>METRO PCS will continue to receive the regular contractual payments on its line of credit. Those payments are variable, depending upon the volume of sales the Debtor has, the number of phones it orders from ALPHA. COMM. Usually this line of credit turns over at monthly or more frequent intervals.</p> <p>Interest Rate %: Contractual rate</p>

	<p>Priority of lien: First on accessories (purchase money)</p> <p>Principal owed \$17,000.00</p> <p>Total claim \$17,000.00</p>			Treatment of Lien: Retained
3	<p>Secured claim of CBSG/PAR FUNDING</p> <p>Collateral description: Blanket lien on all assets</p> <p>Allowed Secured Amount \$2,545,000.00 after adequate protection payments.</p> <p>Priority of lien: Second</p>	No.	Impaired	<p>Monthly Pmt.: \$39,765.62</p> <p>Pmts. Begin: May 15, 2018</p> <p>Pmts. End: April 15, 2022</p> <p>(Balloon Pmt.)</p> <p>Interest Rate %: None</p> <p>Treatment of Lien: Retained</p>
4	<p>Secured claim of VICEROY CAPITAL FUNDING, LLC.</p> <p>Collateral description: Bank account.</p> <p>Allowed Secured Amount: \$127,826 after applying payments of \$3,000/week.</p>		Impaired.	<p>VICEROY CAPITAL FUNDING, LLC perfected its interest in the Debtor's Bank account at Wells Fargo by restraining it on December 4, 2017. Adequate protection payments of \$3,000 each Friday began on January 26, 2018. These payments shall continue each Friday until the claim is retired, without interest because interest was precomputed in the funding agreement.</p>
5	<p>Secured claims of CITY OF EL PASO TAX ASSESSOR/COLLECTOR</p> <p>Collateral description: Personal property in PREMIER PCS' El Paso stores</p> <p>Allowed Secured Amount: \$14,744.00 (has been paid down 3-16-18)</p> <p>Priority of lien: First liens</p>		Impaired.	<p>Monthly Pmt.: \$1,000/mo.</p> <p>Pmts. Begin: June 15, 2018</p> <p>Pmts. End: As soon as paid in full together with statutory interest.</p> <p>Most if not all of the remaining tax in this Class was paid by the Debtor on March 16, 2018. If there is any further amount still due it will be paid in installments of \$1,000 per month starting June</p>

	Principal owed:			15, 2018, with a like installment due on the first day of each month thereafter. The City Tax Collector shall retain its liens, pre- and post-petition, to secure all unpaid taxes whether accrued or yet to accrue.
	Total claim:			

2. *Class[es] of General Unsecured Claims*

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code. General unsecured claims may be separately classified, if they have different substantive rights, or different non-bankruptcy recourses, and the separate classification includes different treatment, and the separate classification is not a tactic to gerrymander the Plan voting. See *In re Greystone III Joint Venture*, 995 F.2d 1274 (5th Cir. 1991); *In re Greystone III Joint Venture*, 948 F.2d 134 (5th Cir. 1991), cert. denied 113 S.Ct. 72 (1992); *In re U.S. Truck*, 800 F.2d 581 (6th Cir. 1986) (other recourse); *Matter of Brisco Enterprises, Ltd. II*, 994 F.2d 1160, 1167 (5th Cir. 1993) (addressing separate business reasons of creditors).

The following chart identifies the Plan's proposed treatment of Class[es] 6 through 11, which contain general unsecured claims against the Debtor.

Class #	Description	Impairment	Treatment
6	Individuals who loaned money to PREMIER PCS and have recourse to a co-obligor.	Impaired.	These individuals and the amounts they are owed are listed on Plan of Reorganization Exhibit "D." These individuals' loan documents proclaimed the money advanced to PREMIER PCS was a loan and the interest thereon was at reasonable rates. In those respects their loans and entitlements under nonbankruptcy law are very different from the claims of the "merchant lenders" in Class 10. They are to be paid 100% of their allowed claims by a co-signer, HAN Y. PARK, a former business associate of Richard AHN's. Mr. AHN obtained Mr. PARK's promise to pay these persons, and \$300,000 in cash to capitalize PREMIER PCS' operations, after the Chapter 11 case was filed and PREMIER PCS' bank account was inaccessible. The \$300,000

			<p>in cash and the promise to pay the creditors on this Plan’s Exhibit “D” were given in exchange for a conveyance of Mr. AHN’s remaining half-interest in a business they had co-owned in Dallas, Texas. The members of this Class are impaired, however, because by accepting performance from Mr. PARK they are waiving all claims against PREMIER PCS unless Mr. PARK defaults. Mr. PARK is to pay the Class 6 members interest-only for three years, monthly starting May 1, 2018 and on the first day of each month thereafter. On May 1 of 2021, the Class 6 claims shall mature and be paid by Mr. PARK in full. Co-signed claims may be classified separately from other general unsecured claims, and that is not “unfair discrimination”. See <i>Chacon v. Bracher</i>, 202 F.3d 725 (5th Cir. 2000). Although <i>Chacon</i> is a Chapter 13 case the phrase “discriminate unfairly” also appears in 11 U.S.C. § 1129(b)(1), “with respect to each class of claims.”</p>
7	Administrative convenience class.	Impaired.	<p>These creditors hold general unsecured claims of \$2,000.00 or less. This classification is permitted under 11 U.S.C. § 1122(b). A list of these creditors is attached to the Plan as Exhibit “G.” They shall be paid 90% of their allowed claims on the 60th day after confirmation effective date.</p>
8	Ordinary general unsecured creditors. A list of these creditors is attached to the Plan as Exhibit “B.”	Impaired.	<p>There is an estimated pool of \$72,453.68 in claims for this Class. The Class is to be paid \$1,000.00 per month on the 15th of each month commencing June 15th, 2018, to be apportioned ratably among the members according to the allowed amounts of their claims, until each has received a dividend of 70%, estimated to occur between months 50 and 51 of the Plan.</p> <p>Classified in Class 8, but not wanting payment during the term of this Plan, is Chilson Lee, the <i>fiancée</i> of Richard Ahn. She chooses to bein Class 8 and accept less favorable treatment under 11 U.S.C. § 1123(a)(4). She has made loans to PREMIER PCS totaling \$600,000.00. The statute of limitations for her to recover her loans shall not run during the pendency of this</p>

			reorganization case and during the term of the Plan.
9	General unsecured claims from lease rejections.	Impaired.	<p>Claims for Rejected leases are a type of general unsecured claim that has different rights than those of other general unsecured creditors. A claim for a rejected lease has to be limited to a portion of the remaining rent term, and the claim, even if the lease is rejected post-petition, becomes an unsecured claim as of the day before petition date, for the greater of a year's rent or 15% of the remaining lease term; or, if applicable, for the remaining months on the lease if it has less than a year to run. A rejected lessor also had the potential recourse of obtaining a new tenant. <i>See Briscoe Enterprises</i>, 994 F.2d at 1067. Exhibit "C" to the Plan lists the holders of the rejected leases in this case, and the monthly rental for the affected premises. This class will be paid a dividend of 75% of their allowed claims, in monthly installments of \$500.00 for each class member, until the dividend is reached. Payments shall commence June 1, 2018. Creditors in Class 9 should refer to Plan Article VI regarding allowance of their claims.</p>
10	General unsecured claims of accounts receivable purchasers whose contracts proclaimed they were not lenders and who did not file financing statements.	Impaired.	<p>A list of these is attached to the Plan of Reorganization as its Exhibit "E," along with the amount for which they were scheduled or, as applicable, for which they filed a proof of claim. They shall be paid 60% of their allowed claims, in 48 level monthly installments of \$12,210.63 each, to be shared ratably according to the percentages and monthly amounts for the Class shown on Exhibit "E" hereto attached. Payment shall start May 15th, 2018. That 60% dividend will still return to them more money than they advanced to PREMIER PCS. The balance of such claims shall be discharged at Plan Confirmation.</p> <p>Any member of Class 10 who wishes to receive a higher dividend than 60% may opt into Class 11 and receive in addition to the 48 monthly payments provided for Class 10 creditors, an additional 15% (total 75%) of its allowed claim, paid in one more year's continuing level monthly installments after April 10, 2022. The</p>

		<p>fifth year payments shall be in the same amounts the “opting in” creditor received in the fourth year. In order to opt into Class 11 and be entitled to a dividend of 75% of their allowed claims, creditors opting in must waive any personal guarantees they have against RICHARD AHN. The ballot form furnished with this Plan will allow Class 10 creditors to indicate whether they are opting to go into Class 11. The ballot must be timely, and it will be the exclusive means of “opting in.”</p> <p>Creditors considering this option to go into Class 11 and waive their personal guarantees from RICHARD AHN individually should refer to the Liquidation Analysis which is Exhibit “8” to this Disclosure Statement. The Liquidation Analysis includes an estimate of the recovery to be made upon Mr. AHN’s personal guarantees if PREMIER PCS’ Plan is not accepted and this case becomes a Chapter 7 liquidation. The estimate is from Mr. AHN, and the amount is negligible.</p> <p>Class 10 creditors shall not retain any liens, confessions of judgment, or rights of restraint or drafting rights upon the Debtor’s bank account. These were not perfected pre-petition and are not entitled to perfection post-petition.</p>
11	General unsecured claims of merchant lenders who opt out of Class 10 and into Class 11.	<p>Creditors in Class 11 will receive level monthly payments equal to 75% of their allowed claims over 60 months, starting June 10, 2018. The 60 monthly payments shall be in the amounts shown on Plan Exhibit “E.” In order to opt into Class 11 they must waive the personal guarantees they hold from RICHARD AHN. That waiver shall cease to be effective if PREMIER PCS defaults and fails to make all of the Class 11 payments to that particular creditor. The ballot must be timely, and it will be the exclusive means of “opting in.”</p> <p>Class 11 creditors shall not retain any liens, confessions of judgment, or rights of restraint or drafting upon the Debtor’s bank account.</p>

3. *Class of Equity Interest Holders*

Equity interest holders are parties who hold an ownership interest (*i.e.* equity interest) in the Debtor. In a corporation, entities holding preferred or common stock are equity interest holders. In a partnership, equity interest holders include both general and limited partners. In a limited liability company ("LLC"), the equity interest holders are the members. Finally, with respect to the individual who is a debtor, the Debtor is the equity interest holder.

Class #	Description	Impairment	Treatment
12	Interest retained by the member of the Debtor LLC.	Impaired, because the LLC cannot be operated in disregard of the Plan.	Mr. AHN will retain his sole membership in the Debtor. The business is essentially a service business, and most of the services have to come from his management.

RICHARD AHN is the equity interest holder. Under the Plan he will retain his sole membership in PREMIER PCS OF TX, LLC. All of its assets are completely encumbered. *See* the Liquidation Analysis attached to this Disclosure Statement as its Exhibit "8."

D. Means of Implementing the Plan

1. *Source of Payments*

The Debtor PREMIER PCS OF TX, LLC will distribute all Plan payments. The sources of the Debtor's payments to creditors will be revenues from regular operations.

A cash flow projection by the Debtor is hereto appended as Exhibit "7." Exhibit "7" shows anticipated gross income and expenses by calendar month in 2018, 2019, 2020, 2021 and 2022.

2. *Post-Confirmation Management*

The Post-Confirmation Manager of the Debtor shall be RICHARD AHN. He will draw a salary of \$20,000.00 per month, in months when there is enough money to pay that salary.

E. Executory Contracts and Unexpired Leases

The Plan, in its Article VI, lists all executory contracts and unexpired leases that the Debtor will assume under the Plan. Assumption means that the Debtor has elected to continue to perform the obligations under such contracts and unexpired leases, and to cure defaults of the type that must be cured under the Code, if any. Plan Article VI also explains how the Debtor will cure and compensate the other party to such contract or lease for any such defaults.

If you object to the assumption of your unexpired lease or executory contract, the proposed cure of any defaults, or the adequacy of assurance of performance, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan, unless the Court has set an earlier time.

All executory contracts and unexpired leases that are not listed in Exhibit 5.1 will be rejected under the Plan. Consult your adviser or attorney for more specific information about particular contracts or leases.

If you object to the rejection of your contract or lease, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan.

Any claim based on the rejection of a contract or lease will be barred if the proof of claim is not timely filed, unless the Court orders otherwise.

F. Risk Factors

There are several events which could interfere with the successful completion of the Plan. One is that PREMIER PCS has no other business model than as a METRO PCS dealer. Industry competition and technological change could reduce the demand for METRO PCS subscriptions. Another risk is that Mr. AHN's health may fail. These risks are not good reasons to reject the Debtor's Plan; another Plan that might avoid these risks is not practical, and a forced liquidation would produce nothing for unsecured creditors.

G. Tax Consequences of the Plan

Creditors and Equity Interest Holders Concerned with How the Plan May Affect Their Tax Liability Should Consult Their Own Accountants, Attorneys, And/Or Advisors.

The following are the anticipated tax consequences of the Plan.

Tax consequences for the Debtor. The Debtor is current on its taxes, both pre- and post-petition. Outside of bankruptcy, a debtor generally experiences taxable income from debt forgiveness. In bankruptcy proceedings, debt forgiveness is non-taxable unless the debtor has positive tax attributes (e.g., loss carryforwards), and debt forgiveness income then can be imputed against the positive tax attributes, thereby reducing them. Upon information and belief, the Debtor has no positive tax attributes. The Debtor is also not seeking any major debt forgiveness. The Debtor sold eight of its stores during this Chapter 11 case. The Debtor will have minimal/if any taxable gains on the sale, because the sale proceeds were applied to reduce debts and pay administrative expenses.

Tax consequences for Creditors. Creditors should consult their own tax advisors, as to the tax effects of having a claim against the debtor resolved in bankruptcy proceedings, and whether professional fees incurred in the bankruptcy case are deductible from taxable income.

Tax consequences if receiving Plan payments. If you are a creditor who is entitled to claim tax benefits from a loss in doing business with the debtor, your subsequent receipt of Plan payments may have to be reported as income. **On this as on other tax issues, you should consult your own tax advisor.**

V. CONFIRMATION REQUIREMENTS AND PROCEDURES

To be confirmable, the Plan must meet the requirements listed in § 1129(a) or (b) of the Code. These include the requirements that the Plan must be proposed in good faith; that at least one impaired class of claims must accept the plan, without counting votes of insiders; the Plan must distribute to each creditor and equity interest holder at least as much as the creditor or equity interest holder would receive in a Chapter 7 liquidation case, unless the creditor or equity interest holder votes to accept the Plan; and that the Plan must be feasible. These requirements are not the only requirements listed in § 1129, and they are not the only requirements for confirmation. A

full copy of Code § 1129 is hereto attached as Exhibit “1.”

A. Who May Vote or Object

A creditor or equity interest holder has a right to vote for or against the Plan only if that creditor or equity interest holder has a claim or equity interest that is both (1) allowed or allowed for voting purposes and (2) impaired. A vote to reject the Plan will be counted for voting purposes but will not count as an objection to confirmation (*i.e.*, a legal and factual argument why the Plan cannot be confirmed).

Some parties in interest, however, are not entitled to vote to accept or reject the Plan. *See* paragraph IV.A.3 *below*. If they oppose the Plan, they must indicate their opposition by filing a formal objection with the Court and serving it on Debtor’ counsel.

In this case, the Plan Proponent believes that all Plan classes except Classes 1 and 2 are impaired and that all holders of claims, except in Classes 1 and 2 are therefore entitled to vote to accept or reject the Plan. The Plan Proponent believes that Classes 1 and 2 are unimpaired and that holders of claims in each of those classes (the METRO PCS line of credit, and the ALPHA. COMM. line of credit) therefore, do not have the right to vote to accept or reject the Plan.

Any party in interest may object to the confirmation of the Plan if the party believes that the requirements for confirmation are not met. Creditors who have not filed timely claims, or whose claim has been disallowed, or is not yet allowed while a claim objection is pending, are not parties in interest.

1. *Explanation: Allowed Claims or Allowed Equity Interests.*

Only a creditor or equity interest holder with an allowed claim or an allowed equity interest has the right to vote on the Plan. Generally, a claim or equity interest is allowed if either (1) the Debtor has scheduled the claim on the Debtor’s schedules, unless the claim has been scheduled as disputed, contingent, or unliquidated, or (2) the creditor has filed a proof of claim or equity interest, unless an objection has been filed to such proof of claim or equity interest. While such an

objection is pending, the claim is temporarily disallowed. When a claim or equity interest is not allowed, the creditor or equity interest holder holding the claim or equity interest cannot vote unless the Court, after notice and hearing, either overrules the objection or allows the claim or equity interest for voting purposes pursuant to Rule 3001(a) of the Federal Rules of Bankruptcy Procedure.

2. *Explanation: Impaired Claim or Impaired Equity Interests.*

As noted above, the holder of an allowed claim or equity interest has the right to vote only if it is in a class that is impaired under the Plan. As provided in § 1124 of the Code, a class is considered impaired if the Plan alters the legal, equitable, or contractual rights of the members of that class.

3. *Who is Not Entitled to Vote*

The holders of the following six types of claims and equity interests are not entitled to vote:

- holders of claims and equity interests that are under objection or that have been disallowed by an order of the Court;
- holders of other claims or equity interests that are not "allowed claims" or "allowed equity interests" (as discussed above), unless they have been "allowed" for voting purposes;
- holders of claims or equity interests in unimpaired classes;
- holders of unsecured claims entitled to priority pursuant to § 507(a)(2) or (a)(8) of the Code;
- holders of claims or equity interests in classes that do not receive or retain any value under the Plan; and
- persons or entities owed administrative expenses.

Even if you are not entitled to vote on the Plan, if you are a party in interest, you have a right to object to the confirmation of the Plan.

4. *Who Can Vote In More Than One Class*

A creditor whose claim has been allowed in part as a secured claim and in part as an unsecured claim, or who otherwise hold claims in multiple classes, is entitled to accept or reject a Plan in each capacity, and should cast one ballot for each claim.

B. Votes Necessary to Confirm the Plan

If impaired classes exist, the Court cannot confirm the Plan unless (1) at least one impaired class of creditors has accepted the Plan without counting the votes of any insiders within that class, and (2) all impaired classes have voted to accept the Plan, unless the Plan is eligible to be confirmed by "cram down" on non-accepting classes, as discussed later below in Section B.2.

1. *Votes Necessary for a Class to Accept the Plan*

A class of claims accepts the Plan if both of the following occur: (1) the holders of more than one half (1/2) of the allowed claims in the class, who vote, cast their votes to accept the Plan; and (2) the holders of at least two-thirds (2/3) in dollar amount of the allowed claims in the class, who vote, cast their votes to accept the Plan.

A class of equity interests accepts the Plan if the holders of at least two-thirds (2/3) in amount of the allowed equity interests in the class, who vote, cast their votes to accept the Plan.

2. *Treatment of Nonaccepting Classes*

Even if one or more impaired classes reject the Plan, the Court may nonetheless confirm the Plan if the nonaccepting claims are treated in the manner prescribed by § 1129(b) of the Code. A plan that binds nonaccepting classes is commonly referred to as a "cram down" plan. The Code allows the Plan to bind nonaccepting classes of claims or equity interests if it meets all the requirements for consensual confirmation except the voting requirements of § 1129(a)(8) of the

Code, and does not "discriminate unfairly" and is "fair and equitable" toward each impaired class that has not voted to accept the Plan.

You should consult your own attorney if a "cramdown" confirmation will affect your claim or equity interest, as the variations on this general principles set forth in the preceding paragraph are numerous and complex.

Generally, it is rare for a debtor to get a high rate of voting participation in the Plan confirmation process. Occasionally, the level of creditor apathy is such, that whole classes of claims may go without votes. In the event that at least one class has actually voted to accept the Plan, and one or more other classes attract no votes at all, the debtor will ask the Bankruptcy Court to rule that each class which had no votes cast at all, is "deemed" to have accepted the Plan. *See In re Cypresswood Land Partners, 1*, 409 B.R. 396 (S.D. Tex. 2009)(Bohm, B.J.), *following In re Ruti-Sweetwater, Inc.*, 836 F.2d 1263 (10th Cir. 1988) and construing Code § 1126(b)(1) together with § 1129(b); *See also In re Trevarrow Lanes, Inc.*, 183 B.R. 475 (Bankr. E.D. Mich. 1995), *holding* that Code Sections 1129(a)(10) and 1129(b), read together, preclude the reading of § 1129(a)(8) as requiring votes in all classes. Otherwise, the creditors who do not care enough to bother to vote, can make confirmation impossible to achieve. *Cypresswood Land Partners*, 409 B.R. at 430. THEREFORE IF YOU DISAPPROVE OF THE PLAN, YOU SHOULD VOTE TO REJECT IT, OR YOUR SILENCE WILL BE COUNTED AS A "DEEMED" ACCEPTANCE.**

C. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such claim and equity interest holders would receive in a Chapter 7 liquidation. A liquidation analysis is attached to this Disclosure Statement as Exhibit "8."

** Debtor does not mean to suggest that a sole accepting class can be a "deemed" class to satisfy § 1129(a)(10). *And see In re Adelpia Communications Corporation*, 368 B.R. 140 (Bankr. S.D. N.Y. 2007), *holding* that where a plan expressly and conspicuously informed creditors that non-voting classes would be presumed to have accepted the plan, "deemed acceptance" was appropriate.

D. Feasibility

The Court must find that confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization of the Debtor or any successor to the Debtor, unless such liquidation or reorganization is proposed in the Plan.

1. *Ability to Initially Fund Plan*

The Plan Proponent believes that the Debtor will have enough cash on hand on the Effective Date of the Plan to pay all the claims and expenses that are entitled to be paid on that date. A cash flow projection showing the amount of cash expected to be on hand on the Effective Date of the Plan, and the sources of that cash, is attached hereto as Exhibit “7.”

2. *Ability to Make Future Plan Payments And Operate Without Further Reorganization*

The Plan Proponent must also show that it will have enough cash over the life of the Plan to make the required Plan payments.

The Plan Proponent has provided projected financial information. That projection is Exhibit “7” to this Disclosure Statement.

The Plan Proponent’s financial projections show that the Debtor will have a positive annual average cash flow, after paying operating expenses and post-confirmation taxes, and Plan payments, over its five-year interval. The final Plan payment is expected to be paid on April 10, 2023.

For details see Exhibit “7” to this Disclosure Statement.

You Should Consult Your Accountant or other Financial Advisor If You Have Any Questions Pertaining to These Projections.

VI. EFFECT OF PLAN CONFIRMATION

A. DISCHARGE OF DEBTOR

Discharge. In the case of debtors who are natural persons, confirmation of the Plan does not discharge any debt treated in the Plan until the court grants a discharge on completion of all payments under the Plan. In cases of business entities, debts are generally discharged at confirmation, to the extent the Plan proposes not to pay them. A debtor will not be discharged from any debt excepted from discharge under § 523(a) of the Code; however, if the debt is one germane to Code § 523(d), the creditor must have brought and prevailed upon a timely complaint to determine dischargeability under Rule 4007 of the Federal Rules of Bankruptcy Procedure, to establish the debt's non-dischargeability.

B. Modification of Plan

The Plan Proponent may modify the Plan at any time before confirmation of the Plan. However, the Court may require a new disclosure statement and/or re-voting on the modified Plan. Once a Debtor who is a business entity has commenced making payments or transferring property under a Plan, it is too late to modify the Plan. In the case of a Debtor who is a natural person, upon request of the Debtor, the United States Trustee, or the holder of an allowed unsecured claim, the Plan may be modified at any time after confirmation of the Plan but before the completion of payments under the Plan, in order to increase or reduce the amount of payments under the Plan on claims of a particular class, or to extend or reduce the time period for such payments, or to alter the amount of distribution to a creditor whose claim is provided for by the Plan to the extent necessary to take account of any payment of the claim made other than under the Plan.

C. Final Decree

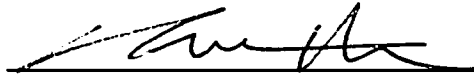
- (1) **In individuals' cases.** Once the estate has been fully administered in the case of an individual, as provided in Rule 3022 of the Federal Rules of Bankruptcy Procedure, the Plan Proponent, or such other party as the Court may designate in

the Plan Confirmation Order, may file a motion with the Court to obtain a final decree to close the case. Alternatively, the Court may enter such a final decree on its own motion. Independently of any motion to close the case, the Debtor may file a motion to be granted a discharge after the final payments to general unsecured creditors have been made. A motion and order to close the case must make some provision for payment of United States Trustee's fees and any remaining Court costs.

- (2) In entities' cases. The case may be closed upon motion of the Debtor as soon after confirmation as there is nothing else left for the Court to adjudicate. A motion and order to close the case must make some provision for payment of United States Trustee's fees and any remaining Court costs.

Dated: _____

PREMIER PCS OF TX, LLC

By:  _____

RICHARD AHN

Its: Managing Member



E.P. BUD KIRK
Texas State Bar No. 11508650
Terrace Gardens
600 Sunland Park Drive
Bldg. Four, Suite 400
El Paso, TX 79912
(915) 584-3773
(915) 581-3452 facsimile
budkirk@aol.com

Attorney for the Debtor

CERTIFICATE OF SERVICE

I do hereby certify that on the 26th day of March, 2018, I did cause a copy of the foregoing PREMIER PCS OF TX, LLC's Disclosure Statement Dated March 26, 2018 to be mailed by postage pre-paid U.S. Mail to U.S. Trustee, P.O. Box 1539, San Antonio, TX 78205-1539; to Premier PCS of TX, LLC, 9537 Dyer Street, Ste. B, El Paso, TX 79924; to Metro PCS Texas, LLC and MetroPCS California, LLC, c/o Stephen Stapleton, 901 Main Street, Ste. 3900, Dallas, TX 75202; to Viceroy Capital Funding, LLC, c/o Miranda & Maldonado, P.C., 5915 Silver Springs, Bldg. 7, El Paso, TX 79912; to City of El Paso, c/o Don Stecker, 711 Navarro Street, Ste. 300, San Antonio, TX 78205; to River Oaks Properties LTD, c/o Michael J. Shane, Gordon Davis Johnson & Shane P.C., P.O. Box 1322, El Paso, TX 79949-1322; to Ranchland Shopping Center, Ltd., c/o Clyde A. Pine, Jr., P.O. Drawer 1977, El Paso, TX 79950-1977; and to M&D Town Center, LLC and Robinson Brothers Investments, LLC, c/o Amanda H. Halstead, Mills Schmitz Halstead & Zaloudek, LLC, 600 17th Street, Suite 2800S, Denver, CO 8020.



E.P. BUD KIRK

EXHIBIT "1"

§ 1129. Confirmation of plan

(a) The court shall confirm a plan only if all of the following requirements are met:

(1) The plan complies with the applicable provisions of this title.

(2) The proponent of the plan complies with the applicable provisions of this title.

(3) The plan has been 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 the plan, for services or for costs and expenses in or in connection with the case, or in connection with the plan and incident to the case, has been approved by, or is subject to the approval of, the court as reasonable.

(5)(A)(i) The proponent of the plan has disclosed the identity and affiliations of any individual proposed to serve, after confirmation of the plan, as a director, officer, or voting trustee of the debtor, an affiliate of the debtor participating in a joint plan with the debtor, or a successor to the debtor under the plan; and

(ii) the appointment to, or continuance in, such office of such individual, is consistent with the interests of creditors and equity security holders and with public policy; and

(B) the proponent of the plan has disclosed the identity of any insider that will be employed or retained by the reorganized debtor, and the nature of any compensation for such insider.

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

(7) With respect to each impaired class of claims or interests--

(A) each holder of a claim or interest of such class--

(i) has accepted the plan; or

(ii) will 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 this title on such date; or

(B) if section 1111(b)(2) of this title applies to the claims of such class, each holder of a claim of 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.

(8) With respect to each class of claims or interests--

(A) such class has accepted the plan; or

(B) such class is not impaired under the plan.

(9) Except to the extent that the holder of a particular claim has agreed to a different treatment of such claim, the plan provides that--

(A) with respect to a claim of a kind specified in section 507(a)(2) or 507(a)(3) of this title, on the effective date of the plan, the holder of such claim will receive on account of such claim cash equal to the allowed amount of such claim;

(B) with respect to a class of claims of a kind specified in section 507(a)(1), 507(a)(4), 507(a)(5), 507(a)(6), or 507(a)(7) of this title, each holder of a claim of such class will receive--

(i) 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

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

(C) with respect to a claim of a kind specified in section 507(a)(8) of this title, the holder of such claim will receive on account of such claim

regular installment payments in cash--

(i) of a total value, as of the effective date of the plan, equal to the allowed amount of such claim;

(ii) over a period ending not later than 5 years after the date of the order for relief under section 301, 302, or 303; and

(iii) in a manner not less favorable than the most favored nonpriority unsecured claim provided for by the plan (other than cash payments made to a class of creditors under section 1122(b)); and

(D) with respect to a secured claim which would otherwise meet the description of an unsecured claim of a governmental unit under section 507(a)(8), but for the secured status of that claim, the holder of that claim will receive on account of that claim, cash payments, in the same manner and over the same period, as prescribed in subparagraph (C).

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

(11) Confirmation of the plan is not 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.

(12) All fees payable under section 1930 of title 28, as determined by the court at the hearing on confirmation of the plan, have been paid or the plan provides for the payment of all such fees on the effective date of the plan.

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

(14) If the debtor is required by a judicial or administrative order, or by statute, to pay a domestic support obligation, the debtor has paid all amounts payable under such order or such statute for such obligation that first become payable after the date of the filing of the petition.

(15) In a case in which the debtor is an individual and in which the holder of an allowed unsecured claim objects to the confirmation of the plan--

(A) the value, as of the effective date of the plan, of the property to be distributed under the plan on account of such claim is not less than the amount of such claim; or

(B) the value of the property to be distributed under the plan is not less than the projected disposable income of the debtor (as defined in section 1325(b)(2)) to be received during the 5-year period beginning on the date that the first payment is due under the plan, or during the period for which the plan provides payments, whichever is longer.

(16) All transfers of property under the plan shall be made in accordance with any applicable provisions of nonbankruptcy law that govern the transfer of property by a corporation or trust that is not a moneyed, business, or commercial corporation or trust.

(b)(1) Notwithstanding section 510(a) of this title, if all of the applicable requirements of subsection (a) of this section other than paragraph (8) are met with respect to a plan, the court, on request of the proponent of the plan, shall confirm the plan notwithstanding the requirements of such paragraph if the plan does not discriminate unfairly, and is fair and equitable, with respect to each class of claims or interests that is impaired under, and has not accepted, the plan.

(2) For the purpose of this subsection, the condition that a plan be fair and equitable with respect to a class includes the following requirements:

(A) With respect to a class of secured claims, the plan provides--

(i)(I) that the holders of such claims retain the liens securing such claims, whether the property subject to such liens is retained by the debtor or

transferred to another entity, to the extent of the allowed amount of such claims; and

(II) that each holder of a claim of such class receive on account of such claim deferred cash payments totaling at least the allowed amount of such claim, of a value, as of the effective date of the plan, of at least the value of such holder's interest in the estate's interest in such property;

(ii) for the sale, subject to section 363(k) of this title, of any property that is subject to the liens securing such claims, free and clear of such liens, with such liens to attach to the proceeds of such sale, and the treatment of such liens on proceeds under clause (i) or (iii) of this subparagraph; or

(iii) for the realization by such holders of the indubitable equivalent of such claims.

(B) With respect to a class of unsecured claims--

(i) the plan provides that each holder of a claim of such class receive or retain on account of such claim property of a value, as of the effective date of the plan, equal to the allowed amount of such claim; or

(ii) the holder of any claim or interest that is junior to the claims of such class will not receive or retain under the plan on account of such junior claim or interest any property, except that in a case in which the debtor is an individual, the debtor may retain property included in the estate under section 1115, subject to the requirements of subsection (a)(14) of this section.

(C) With respect to a class of interests--

(i) the plan provides that each holder of an interest of such class receive or retain on account of such interest property of a value, as of the effective date of the plan, equal to the greatest of the allowed amount of any fixed liquidation preference to which such holder is entitled, any fixed redemption price to which such holder is entitled, or the value of such interest; or

(ii) the holder of any interest that is junior to the interests of such class will not receive or retain under the plan on account of such junior interest any property.

(c) Notwithstanding subsections (a) and (b) of this section and except as provided in section 1127(b) of this title, the court may confirm only one plan, unless the order of confirmation in the case has been revoked under section 1144 of this title. If the requirements of subsections (a) and (b) of this section are met with respect to more than one plan, the court shall consider the preferences of creditors and equity security holders in determining which plan to confirm.

(d) Notwithstanding any other provision of this section, on request of a party in interest that is a governmental unit, the court may not confirm a plan if the principal purpose of the plan is the avoidance of taxes or the avoidance of the application of section 5 of the Securities Act of 1933. In any hearing under this subsection, the governmental unit has the burden of proof on the issue of avoidance.

(e) In a small business case, the court shall confirm a plan that complies with the applicable provisions of this title and that is filed in accordance with section 1121(e) not later than 45 days after the plan is filed unless the time for confirmation is extended in accordance with section 1121(e)(3).

EXHIBIT "2"

EXHIBIT "2"

Richard Ahn Curriculum Vitae

Name: Richard Y. Ahn Date of Birth: September 1, 1957

Home Address: 1213 Wind Ridge Drive El Paso, TX 79912

Personal: Immigrated from Seoul, Korea on October 12, 1980

Education: Korean Aviation College (completed two years) in Seoul Korea

Employment:

2013-Present: President/Owner PremierPCS of TX, LLC (MetroPCS Dealer) El Paso & ABQ Region 9537 Dyer Street Suite B El Paso TX 79924 / 915-231-6190 / fax: 915-219-8159

1997-1998: Convenience Store manager (Kansas City, Mo)

1982-1996: Insurance and Real Estate agent (Atlanta, GA)

Health: Average or Good

I, Richard Ahn, was a first dealer for metroPCS in Atlanta GA since 2002 and made expansions of metroPCS business in a number of cities in US.

I came to El Paso, TX in order to open metroPCS stores on 10-1-2013 and now I am operating 43 stores with 250 employees in El Paso, TX and Albuquerque, NM and Lubbock, TX markets.

I was recognized as dealer of the year by metroPCS for the last three years.

EXHIBIT "3"

Merchant Cash Advance Creditor List			
Name	Address	Contact	Phone
HOP	21500 Biscayne Blvd #600 Aventura FL 33180	Joe Isaacov	212-233-2606
Viceroy	40 Wall Street 28th Floor New York NY 10005	Mary Clark	347-282-5959
GTR Source LLC	40 Wall Street 28th Floor New York NY 10005	Steve Reich	646-531-4440
FOX Capital Group, Inc.	65 Broadway Ste 804 New York NY 10005	Chris Jones	212-931-0707
Yellowstone	1 Evertrust Plaza 14th Floor Jersey City NJ 07302	Steve Davis	347-269-3449

EXHIBIT "4"

Miscellaneous:

17-32021-hcm Premier PCS of TX, LLC

Type: bk

Chapter: 11 v

Office: 3 (El Paso)

Assets: y

Judge: hcm

Case Flag: DeBN-Yes

U.S. Bankruptcy Court

Western District of Texas

Notice of Electronic Filing

The following transaction was received from E. P. Bud Kirk entered on 3/16/2018 at 6:28 PM CDT and filed on 3/16/2018

Case Name: Premier PCS of TX, LLC

Case Number: 17-32021-hcm

Document Number: 84

Docket Text:

Report of Operations for January and February 2018 filed by E. P. Bud Kirk for Debtor Premier PCS of TX, LLC. (Kirk, E. P.)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:MOR Jan and Feb 2018.pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=988230274 [Date=3/16/2018] [FileNumber=24335299-0]
][02aa509d59182ef2dfc35bca418cf4282dded4bfb89e507c0624cc834dc54cc1595
10370b74315739040c1985058544375616195ec3b71e87e35974f2b1ea26c]]

17-32021-hcm Notice will be electronically mailed to:

Paul Hartman Cross on behalf of Creditor Viceroy Capital Funding, LLC
pcross@davenportlaw.com, phclease@msn.com

Herbert Ehrlich on behalf of Creditor Mimco, Inc.
herbert@ehrlichlawfirm.com

E. P. Bud Kirk on behalf of Debtor Premier PCS of TX, LLC
budkirk@aol.com

Carlos A. Miranda on behalf of Creditor Viceroy Capital Funding, LLC
cmiranda@eptxlawyers.com, wendy@eptxlawyers.com

J Seth Moore on behalf of Interested Party Doubletree Cell, Inc.
smoore@ctstlaw.com, jsteele@ctstlaw.com

J Seth Moore on behalf of Interested Party Hee Sung Kim
smoore@ctstlaw.com, jsteele@ctstlaw.com

Glenn D. Moses on behalf of Creditor Complete Business Solutions Group, Inc.
gmoses@gjb-law.com, ekelly@gjb-law.com; chopkins@gjb-law.com; vlambdin@gjb-law.com

Jared T. S. Pace on behalf of Interested Party Doubletree Cell, Inc.
jpace@ctstlaw.com, cpierce@ctstlaw.com

Jared T. S. Pace on behalf of Interested Party Hee Sung Kim
jpace@ctstlaw.com, cpierce@ctstlaw.com

Clyde A. Pine, Jr. on behalf of Creditor Ranchland Shopping Center, Ltd.
pine@mgmsg.com, clyde.pine@gmail.com

Michael J. Shane on behalf of Creditor River Oaks Properties, Ltd.
mshane@eplawyers.com, bsilva@eplawyers.com

William L. Siegel on behalf of Creditor MetroPCS California, LLC
bsiegel@cowlesthompson.com

Stephen C. Stapleton on behalf of Creditor MetroPCS Texas, LLC
sstapleton@cowlesthompson.com, cmeeker@cowlesthompson.com

Donald P. Stecker on behalf of Creditor City Of El Paso
don.stecker@lgbs.com

United States Trustee - EP12
USTPRegion07.SN.ECF@usdoj.gov

17-32021-hcm Notice will not be electronically mailed to:

James Borduin
3312 Peachtree Industrial Blvd., Suite 9
Duluth, GA 30096

Amanda H. Halstead on behalf of Creditor M&D Town Center LLC
Mills Schmitz Halstead & Zaloudek, LLC
600 17th Street, Suite 2800S
Denver, CO 80202

James W Rose, Jr on behalf of U.S. Trustee United States Trustee - EP12
Office of the United States Trustee
615 E Houston, Room 533
PO Box 1539

San Antonio, TX 78295-1539
james.rose@usdoj.gov

UNITED STATES BANKRUPTCY COURT

MOR-1

CASE NAME: PREMIER PCS OF TX LLC
 CASE NUMBER: 17-32021-hcm
 PROPOSED PLAN DATE:

PETITION DATE: 12-6-2017
 DISTRICT OF TEXAS: WTX
 DIVISION:

MONTHLY OPERATING REPORT SUMMARY FOR MONTH January , February YEAR 2018

MONTH	January	February				
REVENUES (MOR-6)	\$ 1,574,814.78	\$ 2,067,356.76				
INCOME BEFORE INT; DEPREC./TAX (MOR-6)	\$ -518,189.89	\$ 162,770.84				
NET INCOME (LOSS) (MOR-6)	\$ -518,189.89	\$ 162,770.84				
PAYMENTS TO INSIDER (MOR-9)	\$ 14,031.31	\$ 13,537.29				
PAYMENTS TO PROFESSIONALS (MOR-9)	\$ -	\$ 26,904.50				
TOTAL DISBURSEMENTS (MOR-7)	\$ 2,106,504.67	\$ 1,904,585.85				

*** The original of this document must be files with the United States Bankruptcy Court abd a copy must be sent to the United States Trustee***


REQUIRED INSURANCE MAINTAINED	
AS OF SIGNATURE DATE	EXP. DATE
CASUALTY YES	7-1-2018
LIABILITY YES	7-1-2018
VEHICLE NO	
WORKER'S YES	11-15-2018
OTHER NO	

CIRCLE ONE

ATTORNEY NAME: E.P. Bud Kirk
 FIRM NAME:
 ADDRESS: 600 Sunland Park Dr BLDG 4 SUITE 400
 CITY, STATE, ZIP: El Paso TX 79912
 TELEPHONE/FAX:915-584-3773/ 915-581-3452

Are all accounts receivable being collected within terms? YES
 Are all post-petition liabilities, including taxes, being paid within terms? YES
 Have any pre-petition liabilities been paid? YES
 If so, describe: MetroPCS Phone Purchase Payout
 Are all funds received being deposited into DIP bank accounts? YES
 Were any assets disposed of outside the normal course of business? NO
 If so, describe:
 Are all U.S. Trustee Quarterly Fee Payments current? YES
 What is the status of your Plan of Reorganization?

I certify under penalty of perjury that the following complete Monthly Operating Report (MOR), consisting of MOR-1 through MOR-9 plus attachments, is true and correct.

SIGNED  TITLE: Managing Member
 PRINT NAME: Richard Ahn DATE: 3-15-2018

MOR-1

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

COMPARATIVE BALANCE SHEETS

ASSETS	FILING DATE*	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	12-6-2017	January 2018	February 2018				
CURRENT ASSETS							
Cash		\$ 4,878.47	\$ 82,933.87				
Accounts Receivable, Net		\$ 20,000.00	\$ 20,000.00				
InventoryL Lower of Cost or Market		\$ 861,000.00	\$ 676,399.00				
Prepaid Expenses							
Investments							
Other							
TOTAL CURRENT ASSETS		\$ 885,878.47	\$ 779,332.87				
PROPERTY, PLANT & EQUIP. @ COST		\$ 774,765.47	\$ 774,765.47				
Less Accumulated Depreciation		\$ 116,129.00	\$ 116,129.00				
NET BOOK VALUE OF PP&E		\$ 658,636.47	\$ 658,636.47				
OTHER ASSETS							
1. Tax Deposits							
2. Investments in Subsidiaries							
3. Electric Deposit							
4. Lease Security Deposit		\$ 73,334.91	\$ 73,334.91				
TOTAL ASSETS		\$ 1,617,849.85	\$ 1,511,304.25				

* Per Schedules and Statement of Affairs

MOR-2

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

COMPARATIVE BALANCE SHEETS

LIABILITES & OWNER'S EQUITY	FILING DATE* 12-6-2017	MONTH January 2018	MONTH February 2018	MONTH	MONTH	MONTH	MONTH
LIABILITIES							
POST-PETITION LIABILITIES (MOR-4)		\$ 500,000.00	\$ 475,000.00				
PRE-PETITION LIABILITIES							
Note Payble - Secured							
Priority Debt							
Federal Income Tax							
FICA/Withholding							
Unsecured Debt							
Other							
TOTAL PRE-PETITION LIABILITIES	\$ 5,917,962.00	\$ 4,917,962.00	\$ 4,917,962.00				
TOTAL LIABILITIES	\$ 5,917,962.00	\$ 5,417,962.00	\$ 5,392,962.00				
OWNER'S EQUITY (DEFICIT)							
PREFERRED STOCK		\$ -					
COMMON STOCK		\$ -					
ADDITIONAL PAID-IN CAPITAL		\$ -					
RETAINED EARNINGS: Filing Date		\$ -					
RETAINED EARNINGS: Post Filing Date		\$ -					
TOTAL OWNER'S EQUITY (NET WORTH)		\$ 1,617,849.85	\$ 1,511,304.25				
TOTAL LIABILITIES & OWNERS EQUITY		\$ 7,035,811.85	\$ 6,904,266.25				

* Per Schedules and Statement of Affairs

MOR-3

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

SCHEDULE OF POST-PETITION LIABILITIES

	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	January 2018					
TRADE ACCOUNT PAYABLE	\$ 500,000.00	\$ 475,000.00				
TAX PAYABLE	\$ -					
Federal Payroll Taxes	\$ -					
State Payroll Taxes	\$ -					
Ad Valorem Taxes	\$ -					
Other Taxes	\$ -					
TOTAL TAXES PAYABLE	\$ -					
SECURED DEBT POST-PETITION	\$ -					
ACCRUED INTEREST PAYABLE	\$ -					
ACCURED PROFESSIONAL FEES*	\$ -					
OTHER ACCURED LIABILITIES	\$ -					
1	\$ -					
2	\$ -					
3	\$ -					
TOTAL POST-PETITION LIABILITIES (MOR-3)	\$ 500,000.00	\$ 475,000.00				

*Payment requires Court Approval

MOR-4

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

AGING OF POST-PETITION LIABILITIES
MONTH January 2018

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	OTHER
0-30	\$ 500,000.00					
31-60						
61-90						
91+						
TOTAL	\$ 500,000.00					

AGING OF ACCOUNTS RECEIVABLE

MONTH	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	OTHER
0-30 Days	\$ 20,000.00					
31-60 Days						
61-90 Days						
91+ Days						
TOTAL	\$ 20,000.00					

MOR-5

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC
CASE NUMBER: 17-32021-hcm

AGING OF POST-PETITION LIABILITIES
MONTH February 2018

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	OTHER
0-30	\$ 475,000.00					
31-60						
61-90						
91+						
TOTAL	\$ 475,000.00					

AGING OF ACCOUNTS RECEIVABLE

MONTH	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	OTHER
0-30 Days	\$ 20,000.00					
31-60 Days						
61-90 Days						
91+ Days						
TOTAL	\$ 20,000.00					

MOR-5

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

STATEMENT OF INCOME (LOSS)

	MONTH January 2018	MONTH February 2018	MONTH	MONTH	MONTH	MONTH	FILING TO DATE
REVENUES (MOR-1)	\$ 1,574,814.78	\$ 2,067,356.76					
TOTAL COST OF REVENUES	\$ 1,494,367.73	\$ 1,308,970.12					
GROSS PROFIT	\$ 80,447.05	\$ 758,386.64					
OPERATING EXPENSES:							
Selling & Marketing	\$ 11,510.16	\$ 11,492.09					
General & Administrative	\$ 573,095.47	\$ 543,681.92					
Insiders Compensation	\$ 14,031.31	\$ 13,537.29					
Professional Fees	\$ -	\$ 26,904.50					
Other	\$ -	\$ -					
Other	\$ -	\$ -					
TOTAL OPERATING EXPENSES	\$ 598,636.94	\$ 595,615.80					
INCOME BEFORE INT, DEPR/TAX (MOR-1)							
INTEREST EXPENSE							
DEPRECIATION							
OTHER (INCOME) EXPENSE*							
OTHER ITEMS**							
TOTAL INT, DEPR & OTHER ITEMS							
NET INCOME BEFORE TAXES	\$ -518,189.89	\$ 162,770.84					
FEDERAL INCOME TAXES							
NET INCOME (LOSS) (MOR-1)	\$ -518,189.89	\$ 162,770.84					

Accrual Accounting Required, Otherwise Footnote with Explanation.

* Footnote Mandatory

** Unusual and/or infrequent item(s) outside the ordinary course of business requires footnote

MOR-6

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

CASH RECEIPTS AND DISBURSEMENTS	MONTH January 2018	MONTH February 2018	MONTH	MONTH	MONTH	MONTH	FILING TO DATE
1. CASH -BEGINNING OF MONTH	\$ 497,117.51	\$ 4,878.47					
RECEIPTS:							
2. CASH SALES	\$ 1,524,814.78	\$ 1,557,356.76					
3. COLLECTION OF ACCOUNTS RECEIVABLE	\$ -						
4. LOANS & ADVANCES (attach list)	\$ -						
5. SALES OF ASSETS	\$ 50,000.00	\$ 510,000.00					
6. OTHER (attach list)	\$ -						
TOTAL RECEIPTS**	\$ 1,574,814.78	\$ 2,067,356.76					
(Withdrawal) Contribution by Individual Debtor MFR-2*							
DISBURSEMENTS:							
7. NET PAYROLL	\$ 318,583.10	\$ 296,426.60					
8. PAYROLL TAXES PAID	\$ 99,898.06	\$ 77,280.24					
9. SALES, USE & OTHER TAXES PAID	\$ 23,993.59	\$ 11,461.24					
10. SECURED/RENTAL/LEASES	\$ 99,311.09	\$ 84,275.48					
11. UTILITIES & TELEPHONE	\$ 32,574.27	\$ 24,977.53					
12. INSURANCE	\$ 5,446.16	\$ 34,077.16					
13. INVENTORY PURCHASES	\$ 1,494,367.73	\$ 1,308,970.12					
14. VEHICLE EXPENSES	\$ -	\$ -					
15. TRAVEL & ENTERTAINMENT	\$ 2,061.43	\$ 720.89					
16. REPAIRS, MAINTENANCE & SUPPLIES	\$ 5,259.08	\$ -					
17. ADMINISTRATIVE & SELLING	\$ 11,510.16	\$ 11,492.09					
18. OTHER (attach list)	\$ -						
TOTAL DISBURSEMENTS FROM OPERATIONS	\$ 2,093,004.67	\$ 1,849,681.35					
19. PROFESSIONAL FEES	\$ -	\$ 26,904.50					
20. U.S. TRUSTEE FEES	\$ 6,500.00	\$ -					
21. OTHER REORGANIZATION EXPENSES (attach list)	\$ 7,000.00	\$ 28,000.00					
TOTAL DISBURSEMENTS**	\$ 2,106,504.67	\$ 1,904,585.85					
22. NET CASH FLOW	\$ -518,189.89	\$ 162,770.84					
23. CASH-END OF MONTH (MOR-2)	\$ 4,878.47	\$ 82,933.87					

* Applies to Individual debtors only

** Numbers for the current month should balance (match)

RECEIPTS and CHECKS/OTHER DISBURSEMENTS lines on MOR-8

MOR-7

Revised 07/01/98

21. OTHER: CBSG: \$4,000.00 / Viceroy: \$3,000 = \$7,000.00 started on 1-26-2017 (Friday) and follows every Friday. Appropriate Payment Protection

CASE NAME: PREMIER PCS OF TX LLC
CASE NUMBER: 17-32021-hcm

**CASH ACCOUNT RECONCILIATION
MONTH OF January 2018**

BANK NAME	Wells Fargo	Wells Fargo	Wells Fargo	Wells Fargo				
ACCOUNT NUMBER	████████7878	████████7886	████████6774	████████7860				
ACCOUNT TYPE	OPERATING General	PAYROLL	Merchant Service	Qpay				TOTAL
BANK BALANCE	\$ 69,494.31	\$ 10,014.06	\$ 178,343.37	\$ 239,265.77				\$ 497,117.51
DEPOSITS IN TRANSIT	\$ 1,324,038.95	\$ 382,334.09	\$ 1,412,639.67	\$ 1,434,919.15				\$ 4,553,931.86
OUTSTANDING CHECKS	\$ 1,389,661.18	\$ 391,590.81	\$ 1,590,835.92	\$ 1,674,082.99				\$ 5,046,170.90
ADJUSTED BANK BALANCE	\$ 3,872.08	\$ 757.34	\$ 147.12	\$ 101.93				\$ 4,878.47
BEGINNING CASH-PER BOOKS	\$ 69,494.31	\$ 10,014.06	\$ 178,343.37	\$ 239,265.77				\$ 497,117.51
RECEIPTS*	\$ 58,955.96	\$ -	\$ 583,839.67	\$ 932,019.15				\$ 1,574,814.78
TRANSFERS BETWEEN ACCOUNTS	\$ 995,606.59	\$ 458,634.09	\$ 935,300.00	\$ 950,900.00				\$ 3,340,440.68
(WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2	\$ -	\$ -	\$ -	\$ -				\$ -
CHECKS/OTHER DISBURSEMENTS*	\$ 320,328.93	\$ 315,290.81	\$ 1,470,884.93	\$ -				\$ 2,106,504.67
ENDING CASH-PER BOOKS	\$ 3,872.08	\$ 757.34	\$ 147.12	\$ 101.93				\$ 4,878.47

MOR-8

*Numbers should balance (match) TOTAL RECEIPTS and
TOTAL DISBURSEMENTS lines an MOR-7

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC
CASE NUMBER: 17-32021-hcm

**CASH ACCOUNT RECONCILIATION
MONTH OF February 2018**

BANK NAME	Wells Fargo	Wells Fargo	Wells Fargo	Wells Fargo				
ACCOUNT NUMBER	██████████ 7878	██████████ 7886	██████████ 6774	██████████ 7860				
ACCOUNT TYPE	OPERATING General	PAYROLL	Merchant Service	Qpay				TOTAL
BANK BALANCE	\$ 3,872.08	\$ 757.34	\$ 147.12	\$ 101.93				\$ 4,878.47
DEPOSITS IN TRANSIT	\$ 1,705,414.08	\$ 352,000.00	\$ 1,372,174.26	\$ 1,364,025.56				\$ 4,793,613.90
OUTSTANDING CHECKS	\$ 1,637,649.70	\$ 350,970.16	\$ 1,364,717.56	\$ 1,362,221.08				\$ 4,715,558.50
ADJUSTED BANK BALANCE	\$ 71,636.46	\$ 1,787.18	\$ 7,603.82	\$ 1,906.41				\$ 82,933.87
BEGINNING CASH-PER BOOKS	\$ 3,872.08	\$ 757.34	\$ 147.12	\$ 101.93				\$ 4,878.47
RECEIPTS*	\$ 128,193.00	\$ -	\$ 540,174.26	\$ 888,989.50				\$ 1,557,356.76
TRANSFERS BETWEEN ACCOUNTS	\$ 1,323,586.14	\$ 409,000.00	\$ 891,000.00	\$ 790,000.00				\$ 3,413,586.14
(WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2	\$ -	\$ -	\$ -	\$ -				\$ -
CHECKS/OTHER DISBURSEMENTS*	\$ 316,645.50	\$ 293,970.16	\$ 1,293,970.19	\$ -				\$ 1,904,585.85
ENDING CASH-PER BOOKS	\$ 71,636.46	\$ 1,787.18	\$ 7,603.82	\$ 1,906.41				\$ 82,933.87

MOR-8

*Numbers should balance (match) TOTAL RECEIPTS and
TOTAL DISBURSEMENTS lines an MOR-7

Revised 07/01/98

CASE NAME: PREMIER PCS OF TX LLC

CASE NUMBER: 17-32021-hcm

PAYMENTS TO INSIDERS AND PROFESSIONALS

Of the total disbursements shown for the month, list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U.S. Bankruptcy Code) and the professionals.

Also, for insiders, identify the type of compensation paid (e.g., salary, commission, bonus, etc.) (Attach additional pages as necessary).

INSIDERS: NAME/COMP TYPE	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	January 2018	February 2018	March 2018			
1 Richard Ahn	\$ 14,031.31	\$ 13,537.29				
2						
3						
4						
5						
6						
TOTAL INSIDERS (MOR-1)	\$ 14,031.31	\$ 13,537.29				

PROFESSIONALS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	January 2018	February 2018	March 2018			
1 E.P. Bud Kirk		\$ 26,904.50				
2						
3						
4						
5						
6						
TOTAL PROFESSIONALS (MOR-1)	\$ -	\$ 26,904.50				

MOR-9

Revised 07/01/98

EXHIBIT "5"

EXHIBIT "5"

PAYMENTS OF MORE THAN \$6,425 MADE WITHIN 90 DAYS OF BANKRUPTCY

(Payment Report from 9-5-2017 to 12-6-2017 for Merchant Cash Advance Creditors)		
FOX	\$ 8,997.00	
FOX	\$ 100,306.25	
Yellowstone	\$ 40,852.00	
Yellowstone	\$ 212,800.00	
CBSG	\$ 42,000.00	
CBSG	\$ 202,200.00	
CBSG	\$ 845,583.00	
CBSG	\$ 119,000.00	
CBSG	\$ 123,250.00	
CBSG	\$ 95,860.96	
BFS	\$ 164,970.00	
GTR	\$ 129,974.00	
Viceroy	\$ 134,973.00	
Viceroy	\$ 181,467.00	
HOP	\$ 352,000.00	
Vernon	\$ 60,225.00	
Vernon	\$ 363,275.00	
Nexgen	\$ 73,028.02	
Queen	\$ 138,240.00	
Queen	\$ 112,840.00	
Total	\$ 3,501,841.23	

EXHIBIT "6"

Fill in this information to identify the case:

Debtor name Premier PCS of TX, LLC
United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXAS
Case number (if known) 17-32021

Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/16

Part 1 Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ <u>0.00</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ <u>3,613,000.00</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ <u>3,613,000.00</u>

Part 2 Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ <u>3,816,200.00</u>
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ <u>0.00</u>
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ <u>1,328,577.55</u>
4. Total liabilities Lines 2 + 3a + 3b	\$ <u>5,143,777.55</u>

Put in the information to identify the case:

Debtor name Premier PCS of TX, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXAS

Case number (if known) 17-32021

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

1215

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1 Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Table with 4 columns: Name of institution (bank or brokerage firm), Type of account, Last 4 digits of account number, Current value of debtor's interest. Rows include Wells Fargo, JPMorgan Chase Bank, N.A., BBVA Compass Bank, and Prosperity Bank USA.

4. Other cash equivalents (Identify all)

5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$193,000.00

Part 2 Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
Yes Fill in the information below.

Debtor Premier PCS of TX, LLC
Name

Case number (if known) 17-32021

Part 3 Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
 Yes Fill in the information below.

11. Accounts receivable
11a. 90 days old or less: Counter claim in Dallas suit

	<u>1,000,000.00</u>	-	<u>0.00</u>	=	<u>\$1,000,000.00</u>
	face amount		doubtful or uncollectible accounts		

	<u>1,000,000.00/mo.</u>	-	<u>0.00</u>	=	<u>\$1,000,000.00/mo.</u>
	face amount		doubtful or uncollectible accounts		

	<u>20,000.00/mo.</u>	-	<u>0.00</u>	=	<u>\$20,000.00/mo.</u>
	face amount		doubtful or uncollectible accounts		

12. Total of Part 3. \$2,020,000.00
Current value on lines 11a + 11b = line 12. Copy the total to line 82.

Part 4 Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
 Yes Fill in the information below.

Part 5 Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
 Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies <u>Inventory</u>	<u>12/5/2017</u>	<u>\$1,200,000.00</u>	<u>cost value</u>	<u>\$1,200,000.00</u>

23. Total of Part 5. \$1,200,000.00
Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?
 No
 Yes

Debtor Premier PCS of TX, LLC Case number (if known) 17-32021
 Name

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?
 No
 Yes. Book value 1,000,000 Valuation method cost value Current Value 0
26. Has any of the property listed in Part 5 been appraised by a professional within the last year?
 No
 Yes

Part 6 Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?
 No. Go to Part 7.
 Yes Fill in the information below.

Part 7 Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?
 No. Go to Part 8.
 Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture <u>Office furniture</u>	<u>\$150,000.00</u>	<u>fmv</u>	<u>\$150,000.00</u>
40. Office fixtures			
41. Office equipment, including all computer equipment and communication systems equipment and software <u>Office equipment</u>	<u>\$50,000.00</u>	<u>fmv</u>	<u>\$50,000.00</u>

42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7. Add lines 39 through 42. Copy the total to line 86. \$200,000.00

44. Is a depreciation schedule available for any of the property listed in Part 7?
 No
 Yes
45. Has any of the property listed in Part 7 been appraised by a professional within the last year?
 No
 Yes

Part 8 Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?
 No. Go to Part 9.
 Yes Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			

Debtor Premier PCS of TX, LLC Case number (if known) 17-32021
Name

- 48. Watercraft, trailers, motors, and related accessories *Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels*
- 49. Aircraft and accessories
- 50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)
Lease from ADT Security
Systems-surveillance equipment, alarms \$0.00 \$0.00

51. Total of Part 8. \$0.00
Add lines 47 through 50. Copy the total to line 87.

52. Is a depreciation schedule available for any of the property listed in Part 8?
 No
 Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?
 No
 Yes

Part 9 Real property

54. Does the debtor own or lease any real property?
 No. Go to Part 10.
 Yes Fill in the information below.

Part 10 Intangibles and Intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?
 No. Go to Part 11.
 Yes Fill in the information below.

Part 11 All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
Include all interests in executory contracts and unexpired leases not previously reported on this form.
 No. Go to Part 12.
 Yes Fill in the information below.

Debtor **Premier PCS of TX, LLC**
Name

Case number (if known) **17-32021**

Part 12 Summary

In Part 12 copy all of the totals from the earlier parts of the form
Type of property

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	<u>\$193,000.00</u>	
81. Deposits and prepayments. Copy line 9, Part 2.	<u>\$0.00</u>	
82. Accounts receivable. Copy line 12, Part 3.	<u>\$2,020,000.00</u>	
83. Investments. Copy line 17, Part 4.	<u>\$0.00</u>	
84. Inventory. Copy line 23, Part 5.	<u>\$1,200,000.00</u>	
85. Farming and fishing-related assets. Copy line 33, Part 6.	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	<u>\$200,000.00</u>	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	<u>\$0.00</u>	
88. Real property. Copy line 58, Part 9.....>		<u>\$0.00</u>
89. Intangibles and intellectual property. Copy line 68, Part 10.	<u>\$0.00</u>	
90. All other assets. Copy line 78, Part 11.	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$3,613,000.00</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$3,613,000.00</u>

EXHIBIT "7"

PREMIER PCS OF TX LLC		PROJECTED 60 Months PROFIT AND LOSS STATEMENT (Cash Basis) Year 2018										
Sales:	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Phone Box (Unit Sales)	5500	7500	7800	6000	6500	6500	6500	7000	6500	6000	7000	8000
Phone Sales and Commission : \$65 per unit	\$ 357,500	\$ 487,500	\$ 507,000	\$ 390,000	\$ 422,500	\$ 422,500	\$ 422,500	\$ 455,000	\$ 422,500	\$ 390,000	\$ 455,000	\$ 520,000
Accessory Profit	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Qpay Airtime collection Fees	\$ 38,000	\$ 38,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000
Sales of Assets	\$ 50,000	\$ 510,000										
Miscellaneous	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000
Total Gross Profit	\$ 530,500	\$ 1,120,500	\$ 627,000	\$ 510,000	\$ 542,500	\$ 542,500	\$ 542,500	\$ 575,000	\$ 542,500	\$ 510,000	\$ 575,000	\$ 640,000
Operating Expenses:												
Payment for Credit Limit of metroPCS		\$ 400,000										
Officer/Mgmt Payroll	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Payroll including Payroll Taxes	\$ 350,000	\$ 350,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000
Rental- Real Property	\$ 90,000	\$ 90,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Lease- Personal property	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Lease Settlement	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500
Misc. Operating & Admin Expenses	\$ 15,500	\$ 15,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500
IRS Estimated Tax	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000	\$ 7,000
Credit Card Processing & Bank Fees	\$ 14,000	\$ 14,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000	\$ 13,000
Utilities	\$ 40,000	\$ 40,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000
Accounting Service	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Business Property Taxes	\$ 3,000	\$ 3,000	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500
Legal Fees	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
US Trustee Fees	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Including Workers' Comm	\$ 16,500	\$ 16,500	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000
Total Operating Expenses	\$ 600,000	\$ 1,000,000	\$ 613,000	\$ 488,000	\$ 489,500	\$ 452,500	\$ 452,500	\$ 577,500	\$ 452,500	\$ 452,500	\$ 452,500	\$ 452,500
Net Gain/(Loss) from Operations	\$ -69,500	\$ 120,500	\$ 14,000	\$ 22,000	\$ 53,000	\$ 90,000	\$ 90,000	\$ -2,500	\$ 90,000	\$ 57,500	\$ 122,500	\$ 187,500
Total Profit 2018	\$ 775,000.00											
Average Net Profit per Month	\$ 64,583.33											

Payment to Creditors	\$ -	\$ -	\$ -	\$ -	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000	\$ 65,000
Net Gain After Payment	\$ -69,500	\$ 120,500	\$ 14,000	\$ 22,000	\$ -12,000	\$ 25,000	\$ 25,000	\$ -67,500	\$ 25,000	\$ -7,500	\$ 57,500	\$ 122,500

PREMIER PCS OF TX LLC PROJECTED 60 Months PROFIT AND LOSS STATEMENT (Cash Basis) Year 2019

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Sales:												
Phone Box (Unit Sales)	5775	7875	8190	6300	6825	6825	6825	7350	6825	6300	7000	8000
Phone Sales and Commission : \$65 per unit	\$ 375,375	\$ 511,875	\$ 532,350	\$ 409,500	\$ 443,625	\$ 443,625	\$ 443,625	\$ 477,750	\$ 443,625	\$ 409,500	\$ 455,000	\$ 520,000
Accessory Profit	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000
Qpay Airtime collection Fees	\$ 38,000	\$ 38,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000
Miscellaneous	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
Total Gross Profit	\$ 483,375	\$ 619,875	\$ 637,350	\$ 514,500	\$ 548,625	\$ 548,625	\$ 548,625	\$ 582,750	\$ 548,625	\$ 514,500	\$ 560,000	\$ 625,000
Operating Expenses:												
Officer/Mgmt Payroll	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Payrollincluding Payroll Taxes	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000
Rental- Real Property	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Lease-Personal property	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Lease Settlement	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Misc. Operating & Admin Expenses	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500
IRS Estimated Tax	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000
Credit Card Processing & Bank Fees	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000
Utilities	\$ 40,000	\$ 40,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000
Accounting Service	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Business Property Taxes	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Legal Fees	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
US Trustee Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Including Workers' Comm	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000
Total Operating Expenses	\$ 469,000	\$ 469,000	\$ 586,000	\$ 461,000	\$ 459,500	\$ 459,500	\$ 459,500	\$ 584,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 459,500
Net Gain/(Loss) from Operations	\$ 14,375	\$ 150,875	\$ 51,350	\$ 53,500	\$ 89,125	\$ 89,125	\$ 89,125	\$ -1,750	\$ 89,125	\$ 55,000	\$ 100,500	\$ 165,500
Total Profit 2018	\$ 945,850.00											
Average Net Profit per Month	\$ 78,820.83											

Payment to Creditors	\$ 65,000	\$ 65,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000
Net Gain After Payment	\$ -50,625	\$ 85,875	\$ -1,650	\$ 500	\$ 36,125	\$ 36,125	\$ 36,125	\$ -54,750	\$ 36,125	\$ 2,000	\$ 47,500	\$ 112,500

Viceroy Payment of \$12,000 will be ended on February 2019

PREMIER PCS OF TX LLC PROJECTED 60 Months PROFIT AND LOSS STATEMENT (Cash Basis) Year 2020												
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Sales:												
Phone Box (Unit Sales)	6000	7875	8200	6300	6825	6825	6825	7350	6825	6300	7000	8000
Phone Sales and Commission : \$65 per unit	\$ 390,000	\$ 511,875	\$ 533,000	\$ 409,500	\$ 443,625	\$ 443,625	\$ 443,625	\$ 477,750	\$ 443,625	\$ 409,500	\$ 455,000	\$ 520,000
Accessory Profit	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000
Qpay Airtime collection Fees	\$ 38,000	\$ 38,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000
Miscellaneous	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
Total Gross Profit	\$ 498,000	\$ 619,875	\$ 638,000	\$ 514,500	\$ 548,625	\$ 548,625	\$ 548,625	\$ 582,750	\$ 548,625	\$ 514,500	\$ 560,000	\$ 625,000
Operating Expenses:												
Officer/Mgmt Payroll	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Payroll including Payroll Taxes	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000
Rental- Real Property	\$ 95,000	\$ 95,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Lease-Personal property	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Lease Settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Misc. Operating & Admin Expenses	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500
IRS Estimated Tax	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000
Credit Card Processing & Bank Fees	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000
Utilities	\$ 40,000	\$ 40,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000
Accounting Service	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Business Property Taxes	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Legal Fees	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
US Trustee Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Including Workers' Comm	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000
Total Operating Expenses	\$ 492,500	\$ 492,500	\$ 584,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 584,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 459,500
Net Gain/(Loss) from Operations	\$ 5,500	\$ 127,375	\$ 53,500	\$ 55,000	\$ 89,125	\$ 89,125	\$ 89,125	\$ -1,750	\$ 89,125	\$ 55,000	\$ 100,500	\$ 165,500
Total Profit 2018	\$ 917,125.00											
Average Net Profit per Month	\$ 76,427.08											

Payment to Creditors	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000
Net Gain After Payment	\$ -47,500	\$ 74,375	\$ 500	\$ 2,000	\$ 36,125	\$ 36,125	\$ 36,125	\$ -54,750	\$ 36,125	\$ 2,000	\$ 47,500	\$ 112,500

PREMIER PCS OF TX LLC PROJECTED 60 Months PROFIT AND LOSS STATEMENT (Cash Basis) Year 2021												
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Sales:												
Phone Box (Unit Sales)	6000	7875	8200	6300	7000	7000	7000	7300	7000	6300	7000	8000
Phone Sales and Commission : \$65 per unit	\$ 390,000	\$ 511,875	\$ 533,000	\$ 409,500	\$ 455,000	\$ 455,000	\$ 455,000	\$ 474,500	\$ 455,000	\$ 409,500	\$ 455,000	\$ 520,000
Accessory Profit	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000
Qpay Airtime collection Fees	\$ 38,000	\$ 38,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000
Miscellaneous	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
Total Gross Profit	\$ 498,000	\$ 619,875	\$ 638,000	\$ 514,500	\$ 560,000	\$ 560,000	\$ 560,000	\$ 579,500	\$ 560,000	\$ 514,500	\$ 560,000	\$ 625,000
Operating Expenses:												
Officer/Mgmt Payroll	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Payroll including Payroll Taxes	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000
Rental- Real Property	\$ 95,000	\$ 95,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Lease-Personal property	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Lease Settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Misc. Operating & Admin Expenses	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500
IRS Estimated Tax	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000
Credit Card Processing & Bank Fees	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000
Utilities	\$ 40,000	\$ 40,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000
Accounting Service	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Business Property Taxes	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Legal Fees	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
US Trustee Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Including Workers' Comm	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000
Total Operating Expenses	\$ 492,500	\$ 492,500	\$ 584,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 584,500	\$ 459,500	\$ 459,500	\$ 459,500	\$ 459,500
Net Gain/(Loss) from Operations	\$ 5,500	\$ 127,375	\$ 53,500	\$ 55,000	\$ 100,500	\$ 100,500	\$ 100,500	\$ -5,000	\$ 100,500	\$ 55,000	\$ 100,500	\$ 165,500
Total Profit 2018	\$ 959,375.00											
Average Net Profit per Month	\$ 79,947.92											

Payment to Creditors	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000
Net Gain After Payment	\$ -47,500	\$ 74,375	\$ 500	\$ 2,000	\$ 47,500	\$ 47,500	\$ 47,500	\$ -58,000	\$ 47,500	\$ 2,000	\$ 47,500	\$ 112,500

PREMIER PCS OF TX LLC		PROJECTED 60 Months PROFIT AND LOSS STATEMENT (Cash Basis) Year 2022										
	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Sales:												
Phone Box (Unit Sales)	6000	7875	8200	6300	7000	7000	7000	7300	7000	6300	7000	8000
Phone Sales and Commission : \$65 per unit	\$ 390,000	\$ 511,875	\$ 533,000	\$ 409,500	\$ 455,000	\$ 455,000	\$ 455,000	\$ 474,500	\$ 455,000	\$ 409,500	\$ 455,000	\$ 520,000
Accessory Profit	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000	\$ 60,000
Qpay Airtime collection Fees	\$ 38,000	\$ 38,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000	\$ 35,000
Miscellaneous	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
Total Gross Profit	\$ 498,000	\$ 619,875	\$ 638,000	\$ 514,500	\$ 560,000	\$ 560,000	\$ 560,000	\$ 579,500	\$ 560,000	\$ 514,500	\$ 560,000	\$ 625,000
Operating Expenses:												
Officer/Mgmt Payroll	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000
Payroll including Payroll Taxes	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 395,000	\$ 270,000	\$ 270,000	\$ 270,000	\$ 270,000
Rental- Real Property	\$ 95,000	\$ 95,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000	\$ 70,000
Lease-Personal property	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Lease Settlement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Misc. Operating & Admin. Expenses	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500	\$ 15,500
IRS Estimated Tax	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000	\$ 15,000
Credit Card Processing & Bank Fees	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000	\$ 14,000
Utilities	\$ 40,000	\$ 40,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000	\$ 32,000
Accounting Service	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Business Property Taxes	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Legal Fees	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
US Trustee Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Insurance Including Workers' Comm	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000	\$ 16,000
Total Operating Expenses	\$ 492,500	\$ 492,500	\$ 584,500	\$ 459,500	\$ 462,500	\$ 462,500	\$ 462,500	\$ 587,500	\$ 462,500	\$ 462,500	\$ 462,500	\$ 462,500
Net Gain/(Loss) from Operations	\$ 5,500	\$ 127,375	\$ 53,500	\$ 55,000	\$ 97,500	\$ 97,500	\$ 97,500	\$ -8,000	\$ 97,500	\$ 52,000	\$ 97,500	\$ 162,500
Total Profit 2018	\$ 935,375.00											
Average Net Profit per Month	\$ 77,947.92											

Payment to Creditors	\$ 53,000	\$ 53,000	\$ 53,000	\$ 53,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net Gain After Payment	\$ -47,500	\$ 74,375	\$ 500	\$ 2,000	\$ 97,500	\$ 97,500	\$ 97,500	\$ -8,000	\$ 97,500	\$ 52,000	\$ 97,500	\$ 162,500

All payment for Credotors shall be ended on April 2022 with 48 payments

EXHIBIT "8"

EXHIBIT "8"

Premier PCS of TX, LLC's
Liquidation Analysis

The assets of PREMIER PCS of TX, LLC (hereinafter "PREMIER PCS") at the time this Disclosure Statement and Plan of Reorganization are being voted on, consist of the following:

Real property. None.

Vehicles. None.

Accounts Receivable. All accounts receivable come from METRO PCS. These consist of rights to reimbursement for cell phones purchased by PREMIER PCS for its customers, and commissions upon sales of the subscriptions. At this time those reimbursement rights are worth \$20,000.00 per day and the commission rights are worth \$15,000.00 per day, respectively. In a liquidation, PREMIER PCS would not be sending in new subscriptions and would not be making payments on its line of credit. METRO PCS would accordingly ask the court for setoff and would hold its disbursements to PREMIER PCS until the line of credit it has extended to PREMIER PCS (\$530,000.00) was covered, and then METRO PCS would remit the balance to the Trustee, who would have to respect the next-in-priority perfected security interest of COMPLETE BUSINESS SOLUTIONS GROUP ("CBSG"), on which the balance owing is over \$2.5 million.

Inventory. PREMIER PCS currently has about \$500,000 (cost value) in new cellular phone inventory. The logical best market for it is to return it to METRO PCS, which is uniquely capable of putting it back into service, and in ideal circumstances the return would defray the amount of setoff METRO PCS would want against PREMIER PCS for accounts due to PREMIER PCS. Ideal circumstances, however, tend to be rare circumstances. Alternatively the Trustee might sell the inventory to other METRO PCS dealers, but if he did so, the proceeds would have to go to the lienholders (METRO PCS and CBSG, in that sequence).