

Monthly Operating Report

CASE NAME: VVP Holdings, LLC
CASE NUMBER: 11-33564-hdh-11
JUDGE: Harlin D. Hale

ACCRUAL BASIS

UNITED STATES BANKRUPTCY COURT  
 NORTHERN  
 DISTRICT OF  
 TEXAS  
 DIVISION 6

MONTHLY OPERATING REPORT

MONTH ENDING: July 2011

IN ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED STATES CODE, I DECLARE UNDER PENALTY OF PERJURY THAT I HAVE EXAMINED THE FOLLOWING MONTHLY OPERATING REPORT (ACCRUAL BASIS-1 THROUGH ACCRUAL BASIS-7) AND THE ACCOMPANYING ATTACHMENTS AND, TO THE BEST OF MY KNOWLEDGE, THESE DOCUMENTS ARE TRUE, CORRECT AND COMPLETE. DECLARATION OF THE PREPARER (OTHER THAN RESPONSIBLE PARTY): IS BASED ON ALL INFORMATION OF WHICH PREPARER HAS ANY KNOWLEDGE.

RESPONSIBLE PARTY:



/s/ Ricardo Maiz  
 ORIGINAL SIGNATURE OF RESPONSIBLE PARTY

President, Chief Executive Officer, Chief Financial  
 Officer and Treasurer  
 TITLE

Ricardo Maiz  
 PRINTED NAME OF RESPONSIBLE PARTY

August 18, 2011  
 DATE

PREPARER:



/s/ Lura Bond-Alvea  
 ORIGINAL SIGNATURE OF PREPARER

Vice President and Secretary  
 TITLE

Lura Bond-Alvea  
 PRINTED NAME OF PREPARER

August 18, 2011  
 DATE



**Monthly Operating Report**

**CASE NAME: VVP Holdings, LLC**

**ACCRUAL BASIS-1**

**CASE NUMBER: 11-33564-hdh-11**

**COMPARATIVE BALANCE SHEET**

ASSETS	SCHEDULE AMOUNT	2nd Qtr Total 2011	MONTH	MONTH	MONTH
			July 2011		
1. UNRESTRICTED CASH		\$0	\$0		
2. RESTRICTED CASH		\$0	\$0		
3. TOTAL CASH	\$152,000	\$0	\$0	\$0	\$0
4. ACCOUNTS RECEIVABLE (NET)					
5. INVENTORY					
6. NOTES RECEIVABLE					
7. PREPAID EXPENSES					
8. OTHER (ATTACH LIST)					
9. TOTAL CURRENT ASSETS	\$152,000	\$0	\$0	\$0	\$0
10. PROPERTY, PLANT & EQUIPMENT					
11. LESS: ACCUMULATED DEPRECIATION / DEPLETION					
12. NET PROPERTY, PLANT & EQUIPMENT		\$0	\$0	\$0	\$0
13. DUE FROM INSIDERS					
14. OTHER ASSETS - NET OF AMORTIZATION (ATTACH LIST)					
15. OTHER (ATTACH LIST)	\$645,764	\$645,764	\$645,764		
16. TOTAL ASSETS	\$797,764	\$645,764	\$645,764	\$0	\$0
<b>POSTPETITION LIABILITIES (2)</b>					
17. ACCOUNTS PAYABLE					
18. TAXES PAYABLE					
19. NOTES PAYABLE					
20. PROFESSIONAL FEES					
21. SECURED DEBT					
22. OTHER (ATTACH LIST)					
23. TOTAL POSTPETITION LIABILITIES		\$0	\$0	\$0	\$0
<b>PREPETITION LIABILITIES</b>					
24. SECURED DEBT	\$25,829				
25. PRIORITY DEBT	\$0				
26. UNSECURED DEBT (1)	\$122,500,000				
27. OTHER (ATTACH LIST)	\$12,578,765	\$12,605,293	\$12,605,293		
28. TOTAL PREPETITION LIABILITIES	\$135,104,595	\$12,605,293	\$12,605,293	\$0	\$0
29. TOTAL LIABILITIES	\$135,104,595	\$12,605,293	\$12,605,293	\$0	\$0
<b>EQUITY</b>					
30. PREPETITION OWNERS' EQUITY		\$35,110,879	\$35,110,879		
31. POSTPETITION CUMULATIVE PROFIT OR (LOSS)		(\$47,070,408)	(\$47,070,408)		
32. DIRECT CHARGES TO EQUITY (ATTACH EXPLANATION)					
33. TOTAL EQUITY	\$0	(\$11,959,529)	(\$11,959,529)	\$0	\$0
34. TOTAL LIABILITIES & OWNERS' EQUITY	\$135,104,595	\$645,764	\$645,764	\$0	\$0

1) The Scheduled Unsecured Debt includes liabilities for which the Debtor is a guarantor or codebtor. The month end balances are not reflective of these guarantees as only primary obligations of the Debtor are reflected on their books and records.

2) Certain prepetition liabilities, such as accrued warranty, which the Debtor is allowed to pay pursuant to a first day order of the Bankruptcy Court, are reported as Postposition Liabilities to avoid the necessity of breaking said accrual between pre and postpetition.

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**CASE NAME: VVP Holdings, LLC**

**ACCRUAL BASIS-1**

**CASE NUMBER: 11-33564-hdh-11**

**MOR-1 Detailed Lists**

Line #27, Other Assets	SCHEDULE AMOUNT	2nd Qtr Total 2011	MONTH	MONTH	MONTH
			July 2011		
Intercompany receivables (not trade)	\$645,764	\$645,764	\$645,764		
<b>Total Line #27, Other Assets</b>	\$645,764	\$645,764	\$645,764		

Line #27, Other Pre Petition Liabilities	SCHEDULE AMOUNT	2nd Qtr Total 2011	MONTH	MONTH	MONTH
			July 2011		
Affiliate payables (debt and accrued interest)	\$11,295,405	\$11,330,913	\$11,330,913		
Intercompany payables (not trade)	\$1,283,360	\$1,274,380	\$1,274,380		
<b>Total Line #27, Other Pre-Petition Liabilities</b>	\$12,578,765	\$12,605,293	\$12,605,293		

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**CASE NAME: VVP Holdings, LLC**  
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**ACCRUAL BASIS-2**

<b>INCOME STATEMENT</b>					
	<b>2nd Quarter</b>	<b>MONTH</b>	<b>MONTH</b>	<b>MONTH</b>	<b>Quarter</b>
<b>REVENUES</b>	<b>Total</b>	July 2011			
1. GROSS REVENUES	\$0	\$0			
2. LESS: RETURNS & DISCOUNTS					
3. NET REVENUE	\$0	\$0	\$0	\$0	\$0
<b>COST OF GOODS SOLD</b>					
4. MATERIAL					
5. DIRECT LABOR					
6. DIRECT OVERHEAD					
7. TOTAL COST OF GOODS SOLD	\$0	\$0	\$0	\$0	\$0
8. GROSS PROFIT	\$0	\$0	\$0	\$0	\$0
<b>OPERATING EXPENSES</b>					
9. OFFICER / INSIDER COMPENSATION					
10. SELLING & MARKETING					
11. GENERAL & ADMINISTRATIVE					
12. RENT & LEASE					
13. OTHER (ATTACH LIST)	\$0	\$0	\$0		
14. TOTAL OPERATING EXPENSES	\$0	\$0	\$0	\$0	\$0
15. INCOME BEFORE NON-OPERATING INCOME & EXPENSE	\$0	\$0	\$0	\$0	\$0
<b>OTHER INCOME &amp; EXPENSES</b>					
16. NON-OPERATING INCOME (ATT. LIST)	\$69,000	\$0			\$0
17. NON-OPERATING EXPENSE (ATT. LIST)					
18. INTEREST EXPENSE	(\$26,527)	\$0			\$0
19. DEPRECIATION / DEPLETION					
20. AMORTIZATION					
21. OTHER (ATTACH LIST)			\$0		\$0
22. NET OTHER INCOME & EXPENSES	\$42,473	\$0	\$0	\$0	\$0
<b>REORGANIZATION EXPENSES</b>					
23. PROFESSIONAL FEES	\$0	\$0	\$0		
24. U.S. TRUSTEE FEES					
25. OTHER (ATTACH LIST)	\$46,631,888	\$0			\$0
26. TOTAL REORGANIZATION EXPENSES	\$46,631,888	\$0	\$0	\$0	\$0
27. INCOME TAX (non-cash accruals/adjustments)	\$480,993	\$0			\$0
28. NET PROFIT (LOSS)	(\$47,070,408)	\$0	\$0	\$0	\$0

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ACCRUAL BASIS-2

<b>CASE NAME: VVP Holdings, LLC</b>
<b>CASE NUMBER: 11-33564-hdh-11</b>

Line #25	2nd Quarter Total	MONTH	MONTH	MONTH
		July 2011		
Loss on sale of assets (cash) as of 6/17/2011	\$152,000			
Write-off on investment in subsidiary, Vitro America, I	\$46,479,888			
<b>Total Line #25</b>	\$46,631,888	\$0	\$0	\$0

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**CASE NAME: VVP Holdings, LLC**  
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**ACCRUAL BASIS-3**

CASH RECEIPTS AND DISBURSEMENTS	2nd Quarter	MONTH	MONTH	MONTH	QUARTER
	Total	July 2011			TOTAL
1. CASH - BEGINNING OF MONTH	\$152,000	\$0	\$0	\$0	\$0
<b>RECEIPTS FROM OPERATIONS</b>					
2. CASH SALES					
<b>COLLECTION OF ACCOUNTS RECEIVABLE</b>					
3. PREPETITION					
4. POSTPETITION					
5. TOTAL OPERATING RECEIPTS	\$0	\$0	\$0	\$0	\$0
<b>NON - OPERATING RECEIPTS</b>					
6. LOANS & ADVANCES (ATTACH LIST)					
7. SALE OF ASSETS					
8. OTHER (ATTACH LIST)					
9. TOTAL NON-OPERATING RECEIPTS	\$0	\$0	\$0	\$0	\$0
10. TOTAL RECEIPTS	\$0	\$0	\$0	\$0	\$0
11. TOTAL CASH AVAILABLE	\$0	\$0	\$0	\$0	\$0
<b>OPERATING DISBURSEMENTS</b>					
12. NET PAYROLL					
13. PAYROLL TAXES PAID					
14. SALES, USE & OTHER TAXES PAID					
15. SECURED / RENTAL / LEASES					
16. UTILITIES					
17. INSURANCE					
18. INVENTORY PURCHASES					
19. VEHICLE EXPENSES					
20. TRAVEL					
21. ENTERTAINMENT					
22. REPAIRS & MAINTENANCE					
23. SUPPLIES					
24. ADVERTISING					
25. OTHER (ATTACH LIST) - Bank fees	\$0	\$0		\$0	\$0
26. TOTAL OPERATING DISBURSEMENTS	\$0	\$0	\$0	\$0	\$0
<b>REORGANIZATION EXPENSES</b>					
27. PROFESSIONAL FEES					
28. U.S. TRUSTEE FEES	\$0	\$0			\$0
29. OTHER (ATTACH LIST)	\$152,000	\$0			\$0
30. TOTAL REORGANIZATION EXPENSES	\$152,000	\$0	\$0	\$0	\$0
31. TOTAL DISBURSEMENTS	\$152,000	\$0	\$0	\$0	\$0
32. NET CASH FLOW	(\$152,000)	\$0	\$0	\$0	\$0
33. CASH - END OF MONTH	\$0	\$0	\$0	\$0	\$0

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**CASE NAME: VVP Holdings, LLC**

ACCRUAL BASIS-3 Detail

**CASE NUMBER: 11-33564-hdh-11**

**MOR-3 Detailed Lists**

<b>Line #29, Other (Attach List)</b>	<b>2nd Quarter Total</b>	<b>MONTH July 2011</b>	<b>MONTH</b>	<b>MONTH</b>
6/17/2011 sale of substantially all assets (cash)	\$152,000			
<b>Total Line #29, Other (Attach List)</b>	\$152,000	\$0	\$0	\$0

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**CASE NAME: VVP Holdings, LLC**  
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**ACCRUAL BASIS-4**

ACCOUNTS RECEIVABLE AGING	SCHEDULE AMOUNT	MONTH	MONTH	MONTH
1. 0-30				
2. 31-60				
3. 61-90				
4. 91+				
5. TOTAL ACCOUNTS RECEIVABLE	\$0	\$0	\$0	\$0
6. AMOUNT CONSIDERED UNCOLLECTIBLE				
7. ACCOUNTS RECEIVABLE (NET)	\$0	\$0	\$0	\$0

AGING OF POSTPETITION TAXES AND PAYABLES		MONTH: July, 2011			
TAXES PAYABLE	0-30 DAYS	31-60 DAYS	61-90 DAYS	91+ DAYS	TOTAL
1. FEDERAL					
2. STATE					
3. LOCAL					
4. OTHER (ATTACH LIST)					
5. TOTAL TAXES PAYABLE	\$0	\$0	\$0	\$0	\$0
6. ACCOUNTS PAYABLE					

STATUS OF POSTPETITION TAXES		MONTH: July, 2011			
	BEGINNING TAX LIABILITY*	AMOUNT WITHHELD AND/OR ACCRUED	AMOUNT PAID	ENDING TAX LIABILITY	
<b>FEDERAL</b>					
1. WITHHOLDING**	\$0			\$0	
2. FICA-EMPLOYEE**	\$0			\$0	
3. FICA-EMPLOYER**	\$0			\$0	
4. UNEMPLOYMENT	\$0			\$0	
5. INCOME	\$0			\$0	
6. OTHER (ATTACH LIST)	\$0			\$0	
7. TOTAL FEDERAL TAXES	\$0	\$0	\$0	\$0	
<b>STATE AND LOCAL</b>					
8. WITHHOLDING	\$0			\$0	
9. SALES	\$0			\$0	
10. EXCISE	\$0			\$0	
11. UNEMPLOYMENT	\$0			\$0	
12. REAL PROPERTY	\$0			\$0	
13. PERSONAL PROPERTY	\$0			\$0	
14. OTHER (ATTACH LIST)	\$0			\$0	
15. TOTAL STATE & LOCAL	\$0			\$0	
16. TOTAL TAXES	\$0	\$0	\$0	\$0	

\* The beginning tax liability should represent the liability from the prior month or, if this is the first operating report, the amount should be zero.

\*\* Attach photocopies of IRS Form 6123 or your FTD coupon and payment receipt to verify payment or deposit



Monthly Operating Report

ACCRUAL BASIS-5

<b>CASE NAME: VVP Holdings, LLC</b>	
<b>CASE NUMBER: 11-33564-hdh-11</b>	

NOTE - bank account was sold as part of  
Asset Purchase Agreement executed on 6/17/2011

The debtor in possession must complete the reconciliation below for each bank account, including all general, payroll and tax accounts, as well as all savings and investment accounts, money market accounts, certificates of deposit, government obligations, etc. Accounts with restricted funds should be identified by placing an asterisk next to the account number. Attach additional sheets if necessary.

MONTH: July 2011

BANK RECONCILIATIONS	Account #1	Account #2	Account #3	Account #4	Account #5	Account #6	Account #7	Account #8	Account #9	TOTAL
A. BANK:										
B. ACCOUNT NUMBER:										
C. PURPOSE (TYPE):										
1. BALANCE PER BANK STATEMENT										
2. ADD: TOTAL DEPOSITS NOT CREDITED										
3. SUBTRACT: OUTSTANDING CHECKS										
4. OTHER RECONCILING ITEMS										
5. MONTH END BALANCE PER BOOKS										
6. NUMBER OF LAST CHECK WRITTEN										

INVESTMENT ACCOUNTS	DATE OF PURCHASE	TYPE OF INSTRUMENT					PURCHASE PRICE		PURCHASE PRICE	CURRENT VALUE
7. BANK, ACCOUNT NAME & NUMBER										
8.										
9.										
10.										
11. TOTAL INVESTMENTS							\$0		\$0	\$0

CASH		
12. CURRENCY ON HAND		
13. TOTAL CASH - END OF MONTH		

**Monthly Operating Report**

**CASE NAME: VVP Holdings, LLC**

**ACCUAL BASIS-6**

**CASE NUMBER: 11-33564-hdh-11**

MONTH: July 2011

**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 TO PROFESSIONALS. ALSO, FOR PAYMENTS TO INSIDERS, IDENTIFY THE TYPE OF COMPENSATION PAID (e.g. SALARY, BONUS, COMMISSIONS, INSURANCE, HOUSING ALLOWANCE TRAVEL, CAR ALLOWANCE, ETC.). ATTACH ADDITIONAL SHEETS IF NECESSARY

INSIDERS			
NAME	TYPE OF PAYMENT	AMOUNT PAID	TOTAL PAID TO DATE
1.			
2.			
3.			
4.			
5.			
6.	TOTAL PAYMENTS TO INSIDERS	\$0	\$0

PROFESSIONALS					
NAME	DATE OF COURT ORDER AUTHORIZIN PAYMENT	AMOUNT APPROVED	AMOUNT PAID	TOTAL PAID TO DATE	TOTAL INCURRED & UNPAID *
1.					
2.					
3.					
4.					
5.					
6.	TOTAL PAYMENTS TO PROFESSIONALS	\$0	\$0	\$0	\$0

\* INCLUDE ALL FEES INCURRED, BOTH APPROVED AND UNAPPROVED

**POSTPETITION STATUS OF SECURED NOTES, LEASES PAYABLE AND ADEQUATE PROTECTION PAYMENTS**

NAME OF CREDITOR	SCHEDULED MONTHLY PAYMENTS DUE	AMOUNTS PAID DURING MONTH	TOTAL UNPAID POSTPETITION
1.			
2.			
3.			
4.			
5.			
6.	TOTAL		

**Monthly Operating Report**

<b>CASE NAME: VVP Holdings, LLC</b>
<b>CASE NUMBER: 11-33564-hdh-11</b>

**ACCRUAL BASIS-7**

**MONTH:** July 2011

**QUESTIONNAIRE**

	<b>YES</b>	<b>NO</b>
1. HAVE ANY ASSETS BEEN SOLD OR TRANSFERRED OUTSIDE THE NORMAL COURSE OF BUSINESS THIS REPORTING PERIOD?		X
2. HAVE ANY FUNDS BEEN DISBURSED FROM ANY ACCOUNT OTHER THAN A DEBTOR IN POSSESSION ACCOUNT?		X
3. ARE ANY POSTPETITION RECEIVABLES (ACCOUNTS, NOTES, OR LOANS) DUE FROM RELATED PARTIES?		X
4. HAVE ANY PAYMENTS BEEN MADE ON PREPETITION LIABILITIES THIS REPORTING PERIOD?		X
5. HAVE ANY POSTPETITION LOANS BEEN RECEIVED BY THE DEBTOR FROM ANY PARTY?		X
6. ARE ANY POSTPETITION PAYROLL TAXES PAST DUE?		X
7. ARE ANY POSTPETITION STATE OR FEDERAL INCOME TAXES PAST DUE?		X
8. ARE ANY POSTPETITION REAL ESTATE TAXES PAST DUE?		X
9. ARE ANY OTHER POSTPETITION TAXES PAST DUE?		X
10. ARE ANY AMOUNTS OWED TO POSTPETITION CREDITORS DELINQUENT?		X
11. HAVE ANY PREPETITION TAXES BEEN PAID DURING THE REPORTING PERIOD?		X
12. ARE ANY WAGE PAYMENTS PAST DUE?		X

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "YES," PROVIDE A DETAILED EXPLANATION OF EACH ITEM. ATTACH ADDITIONAL SHEETS IF NECESSARY.

1. The Debtors finalized the sale of assets under the Court approved APA on June 17, 2011.

**INSURANCE**

	<b>YES</b>	<b>NO</b>
1. ARE WORKER'S COMPENSATION, GENERAL LIABILITY AND OTHER NECESSARY INSURANCE COVERAGES IN EFFECT?	X	
2. ARE ALL PREMIUM PAYMENTS PAID CURRENT?	X	
3. PLEASE ITEMIZE POLICIES BELOW.		

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "NO," OR IF ANY POLICIES HAVE BEEN CANCELLED OR NOT RENEWED DURING THIS REPORTING PERIOD, PROVIDE AN EXPLANATION BELOW. ATTACH ADDITIONAL SHEETS IF NECESSARY.

Note 1: All insurance policies are listed under Vitro America LLC's monthly operating report.

<b>INSTALLMENT PAYMENTS</b>			
<b>TYPE OF POLICY</b>	<b>CARRIER</b>	<b>PERIOD COVERED</b>	<b>PAYMENT AMOUNT &amp; FREQUENCY</b>