

Fill in this information to identify the case:

Debtor Name Pioneer Health Systems LLC

United States Bankruptcy Court for the: District of Delaware

Case number: 24-10279-JKS☐ Check if this is an amended filing

Official Form 425C

Monthly Operating Report for Small Business Under Chapter 11

12/17

Month: 8/1/24-8/31/24Date report filed: 09/20/2024
MM / DD / YYYYLine of business: Healthcare - OrthopedicsNAISC code: 5511

In accordance with title 28, section 1746, of the United States Code, I declare under penalty of perjury that I have examined the following small business monthly operating report and the accompanying attachments and, to the best of my knowledge, these documents are true, correct, and complete.

Responsible party: Colin Chenault

DocuSigned by:

Original signature of responsible party

COLIN CHENULT

Printed name of responsible party

Colin Chenault

C724E52CEC1F49C...

1. Questionnaire

Answer all questions on behalf of the debtor for the period covered by this report, unless otherwise indicated.

Yes	No	N/A
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If you answer **No** to any of the questions in lines 1-9, attach an explanation and label it **Exhibit A**.

- | | | | |
|--|-------------------------------------|--------------------------|-------------------------------------|
| 1. Did the business operate during the entire reporting period? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Do you plan to continue to operate the business next month? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Have you paid all of your bills on time? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Did you pay your employees on time? | <input type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. Have you deposited all the receipts for your business into debtor in possession (DIP) accounts? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Have you timely filed your tax returns and paid all of your taxes? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. Have you timely filed all other required government filings? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. Are you current on your quarterly fee payments to the U.S. Trustee or Bankruptcy Administrator? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. Have you timely paid all of your insurance premiums? | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If you answer **Yes** to any of the questions in lines 10-18, attach an explanation and label it **Exhibit B**.

- | | | | |
|---|--------------------------|-------------------------------------|--------------------------|
| 10. Do you have any bank accounts open other than the DIP accounts? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 11. Have you sold any assets other than inventory? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 12. Have you sold or transferred any assets or provided services to anyone related to the DIP in any way? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 13. Did any insurance company cancel your policy? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 14. Did you have any unusual or significant unanticipated expenses? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 15. Have you borrowed money from anyone or has anyone made any payments on your behalf? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 16. Has anyone made an investment in your business? | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

Debtor Name Pioneer Health Systems LLCCase number 24-10279-JKS

17. Have you paid any bills you owed before you filed bankruptcy?

☐ ☒ ☐

18. Have you allowed any checks to clear the bank that were issued before you filed bankruptcy?

☐ ☒ ☐**2. Summary of Cash Activity for All Accounts****19. Total opening balance of all accounts**\$ 64,705.14

This amount must equal what you reported as the cash on hand at the end of the month in the previous month. If this is your first report, report the total cash on hand as of the date of the filing of this case.

20. Total cash receipts

Attach a listing of all cash received for the month and label it *Exhibit C*. Include all cash received even if you have not deposited it at the bank, collections on receivables, credit card deposits, cash received from other parties, or loans, gifts, or payments made by other parties on your behalf. Do not attach bank statements in lieu of *Exhibit C*.

Report the total from *Exhibit C* here.\$ 490,000.00**21. Total cash disbursements**

Attach a listing of all payments you made in the month and label it *Exhibit D*. List the date paid, payee, purpose, and amount. Include all cash payments, debit card transactions, checks issued even if they have not cleared the bank, outstanding checks issued before the bankruptcy was filed that were allowed to clear this month, and payments made by other parties on your behalf. Do not attach bank statements in lieu of *Exhibit D*.

Report the total from *Exhibit D* here.- \$ 238,388.00**22. Net cash flow**

Subtract line 21 from line 20 and report the result here.

This amount may be different from what you may have calculated as *net profit*.+ \$ 251,612.00**23. Cash on hand at the end of the month**

Add line 22 + line 19. Report the result here.

Report this figure as the *cash on hand at the beginning of the month* on your next operating report.

This amount may not match your bank account balance because you may have outstanding checks that have not cleared the bank or deposits in transit.

= \$ 316,317.14**3. Unpaid Bills**

Attach a list of all debts (including taxes) which you have incurred since the date you filed bankruptcy but have not paid. Label it *Exhibit E*. Include the date the debt was incurred, who is owed the money, the purpose of the debt, and when the debt is due. Report the total from *Exhibit E* here.

24. Total payables\$ 4,830.38*(Exhibit E)*

Debtor Name Pioneer Health Systems LLCCase number 24-10279-JKS**4. Money Owed to You**

Attach a list of all amounts owed to you by your customers for work you have done or merchandise you have sold. Include amounts owed to you both before, and after you filed bankruptcy. Label it *Exhibit F*. Identify who owes you money, how much is owed, and when payment is due. Report the total from *Exhibit F* here.

25. **Total receivables** \$ 0.00
(*Exhibit F*)

5. Employees

26. What was the number of employees when the case was filed? 0
27. What is the number of employees as of the date of this monthly report? 0

6. Professional Fees

28. How much have you paid this month in professional fees related to this bankruptcy case? \$ 39,125.52
29. How much have you paid in professional fees related to this bankruptcy case since the case was filed? \$ 280,279.73
30. How much have you paid this month in other professional fees? \$ 0.00
31. How much have you paid in total other professional fees since filing the case? \$ 8,395.00

7. Projections

Compare your actual cash receipts and disbursements to what you projected in the previous month. Projected figures in the first month should match those provided at the initial debtor interview, if any.

	Column A		Column B		Column C
	Projected	—	Actual	=	Difference
	Copy lines 35-37 from the previous month's report.		Copy lines 20-22 of this report.		Subtract Column B from Column A.
32. Cash receipts	\$ <u>368,848.57</u>	—	\$ <u>490,000.00</u>	=	\$ <u>121,151.43</u>
33. Cash disbursements	\$ <u>373,553.71</u>	—	\$ <u>238,388.00</u>	=	\$ <u>135,165.71</u>
34. Net cash flow	\$ <u>-4,705.14</u>	—	\$ <u>251,612.00</u>	=	\$ <u>246,906.86</u>
35. Total projected cash receipts for the next month:					\$ <u>278,885.19</u>
36. Total projected cash disbursements for the next month:					— \$ <u>535,202.33</u>
37. Total projected net cash flow for the next month:					= \$ <u>-256,317.14</u>

Debtor Name Pioneer Health Systems LLCCase number 24-10279-JKS**8. Additional Information**

If available, check the box to the left and attach copies of the following documents.

- ☒ 38. Bank statements for each open account (redact all but the last 4 digits of account numbers).
- ☒ 39. Bank reconciliation reports for each account.
- ☒ 40. Financial reports such as an income statement (profit & loss) and/or balance sheet.
- ☒ 41. Budget, projection, or forecast reports.
- ☐ 42. Project, job costing, or work-in-progress reports.

EXHIBIT C

Date	Vendor	Amount	purpose
8/8/2024	TFGH Ventures	200,000.00	DIP funding
8/13/2024	Eminent Medical Center	15,000.00	management fees
8/27/2024	Intercompany Transfer	25,000.00	bill payments
8/28/2024	TFGH Ventures	250,000.00	DIP funding
		490,000.00	

EXHIBIT D

Date	Vendor	Amount	purpose
8/5/2024	Intralinks	3,455.38	data room
8/9/2024	David Hassinger	24,583.33	idependent contractor monthly payment
8/9/2024	CBIZ	4,320.00	professional fees
8/15/2024	Intercompany Transfer	140,000.00	bill payments
8/21/2024	Epiq	39,125.52	claims agent
8/27/2024	David Hassinger	5,644.58	DIP interest
8/27/2024	Principal	994.10	insurance premium
8/29/2024	TFGH Ventures	16,913.33	DIP interest/fees
8/15/2024	Chase	3,351.76	Account analysis settlement charges
		238,388.00	

EXHIBIT E

Vendor	Invoice #	Date	Due Date	Aging	Approval Status	Payment Status	Open Balance	
Baum Glass Jayne Carwile & Peters PLLC	38401	4/9/2024	5/9/2024	114	Approved	Unpaid	632.50	legal fees
Baum Glass Jayne Carwile & Peters PLLC	38740	8/1/2024	7/10/2024	52	Approved	Unpaid	27.50	legal fees
Baum Glass Jayne Carwile & Peters PLLC	36987	8/1/2024	8/5/2024	26	Approved	Unpaid	247.50	legal fees
Baum Glass Jayne Carwile & Peters PLLC	36864	8/1/2024	7/7/2024	55	Approved	Unpaid	110.00	legal fees
Baum Glass Jayne Carwile & Peters PLLC	38530	8/1/2024	5/31/2024	92	Approved	Unpaid	357.50	legal fees
Intralinks Inc.	INV02360574	8/19/2024	8/19/2024	12	Approved	Paid	533.00	data room
Intralinks Inc.	INV02360592	8/19/2024	8/19/2024	12	Approved	Paid	2,922.38	data room
							4,830.38	

EXHIBIT G



JPMorgan Chase Bank, N.A.
P O Box 182051
Columbus, OH 43218 - 2051

August 01, 2024 through August 30, 2024

Account Number: [REDACTED] 0095

Customer Service Information

If you have any questions about your statement, please contact your Customer Service Professional.

00000444 WBS 201 141 24424 NNNNNNNNNN 1 000000000 C1 0000

PIONEER HEALTH SYSTEMS LLC
US TRUSTEE ESCROW ACCOUNT
3300 DALLAS PKWY
STE 200
PLANO TX 75093-7849

Commercial Checking

Summary

	Number	Market Value/Amount	Shares
Opening Ledger Balance		\$60,000.00	
Deposits and Credits	0	\$0.00	
Withdrawals and Debits	0	\$0.00	
Checks Paid	0	\$0.00	
Ending Ledger Balance		\$60,000.00	

Your service charges, fees and earnings credit have been calculated through account analysis.

* Annual Percentage Yield Earned - the percentage rate earned if balances remain on deposit for a full year with compounding, no change in the interest rate and all interest rate and all interest is left in the account.

Please examine this statement of account at once. By continuing to use the account, you agree that: (1) the account is subject to the Bank's deposit account agreement, and (2) the Bank has no responsibility for any error in or improper charge to the account (including any unauthorized or altered check) unless you notify us in writing of this error or charge within sixty days of the mailing or availability of the first statement on which the error or charge appears.

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JPMorgan Chase Bank, N.A.
P O Box 182051
Columbus, OH 43218 - 2051

August 01, 2024 through August 30, 2024

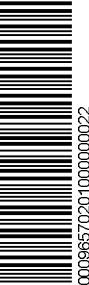
Account Number: [REDACTED] 1168

CUSTOMER SERVICE INFORMATION

If you have any questions about your statement, please contact your Customer Service Professional.

00009657 DDA 201 212 24424 NNNNNNNNNN 1 000000000 60 0000

PIONEER HEALTH SYSTEMS LLC
DEBTOR IN POSSESSION
3300 DALLAS PKWY
STE 200
PLANO TX 75093-7849



CHECKING SUMMARY

Commercial Checking

	INSTANCES	AMOUNT
Beginning Balance		\$4,705.14
Deposits and Additions	4	490,000.00
Electronic Withdrawals	7	- 235,036.24
Other Withdrawals, Fees & Charges	1	- 3,351.76
Ending Balance	12	\$256,317.14

DEPOSITS AND ADDITIONS

DATE	DESCRIPTION	AMOUNT
08/08	Book Transfer Credit B/O: Pnc Bank National Association Akron OH 44308- US Org:/4734761026 Tfgh Ventures LLC Ogb: Aba/043000096 Pnc Bank, N.A. Ref:/Ins/Aba/043000096Pncbank/Ref/2488K0143Rlh6Urp Trn: 3052851221Ez	\$200,000.00
08/13	Fedwire Credit Via: Bokf NA/111014325 B/O: Eminent Medical Center Operating Llrichardson, TX 75080- Ref: Chase Nyc/Ctr/Bnf=Pioneer Health Systems LLC Plano TX 75093-7849 US/Ac -000000003776 Rfb=O/B Bokf NA Obi=I NV #7 Imad: 0813J3Q5021C000557 Trn: 0502451226Ff	15,000.00
08/27	Online Transfer From Chk ...7758 Transaction#: 21858425304	25,000.00
08/28	Book Transfer Credit B/O: Pnc Bank National Association Akron OH 44308- US Org:/4734761026 Tfgh Ventures LLC Ogb: Aba/043000096 Pnc Bank, N.A. Ref:/Ins/Aba/043000096Pncbank/Ref/248Sj511678R57Yx Trn: 2295661241Ez	250,000.00
Total Deposits and Additions		\$490,000.00



August 01, 2024 through August 30, 2024

Account Number: [REDACTED] 1168

ELECTRONIC WITHDRAWALS

DATE	DESCRIPTION	AMOUNT
08/05	Orig CO Name:Bill.Com Orig ID:1204895317 Desc Date: CO Entry Descr:Payables Sec:CCD Trace#:021000026716479 Eed:240805 Ind ID:015Zawamaz4lksv Ind Name:Pioneer Health Systems Intralinks Inc. Bill.Com 015Zawama Z4lksv Multiple Invoices (Details O N Stub) Trn: 2186716479Tc	\$3,455.38
08/09	Orig CO Name:Bill.Com Orig ID:1204895317 Desc Date: CO Entry Descr:Payables Sec:CCD Trace#:021000026168464 Eed:240809 Ind ID:015Uzjxgio4Ppms Ind Name:Pioneer Health Systems Multiple Payments Bill.Com Payables 015Uzjxgio4Ppms Trn: 2226168464Tc	28,903.33
08/15	Online Transfer To Chk ...9613 Transaction#: 21734567797	140,000.00
08/21	Orig CO Name:Bill.Com Orig ID:1204895317 Desc Date: CO Entry Descr:Payables Sec:CCD Trace#:021000029805709 Eed:240821 Ind ID:015Wycukar54Z7J Ind Name:Pioneer Health Systems Epiq Corporate Restructuring LLC Bi Li.Com 015Wycukar54Z7J Inv 90881717 Trn: 2349805709Tc	39,125.52
08/27	Orig CO Name:Bill.Com Orig ID:1204895317 Desc Date: CO Entry Descr:Payables Sec:CCD Trace#:021000022799746 Eed:240827 Ind ID:015Vpmsboc5E19B Ind Name:Pioneer Health Systems David Hassinger Bill.Com 015Vpmsbo C5E19B Inv 08.24 Dip Loan Int Trn: 2402799746Tc	5,644.58
08/27	Orig CO Name:Principal-Ccapnl Orig ID:9Indpnleft Desc Date:082524 CO Entry Descr:Prin Finansec:CCD Trace#:091000012799744 Eed:240827 Ind ID:463611100200026 Ind Name:Pioneer Health Systems Cca Billing Trn: 2402799744Tc	994.10
08/29	Orig CO Name:Bill.Com Orig ID:1204895317 Desc Date: CO Entry Descr:Payables Sec:CCD Trace#:021000024595236 Eed:240829 Ind ID:015Dprcfjg5Gx4Q Ind Name:Pioneer Health Systems Tfgh Ventures LLC Bill.Com 015Dprcf Jg5Gx4Q Multiple Invoices Trn: 2424595236Tc	16,913.33
Total Electronic Withdrawals		\$235,036.24

OTHER WITHDRAWALS, FEES & CHARGES

DATE	DESCRIPTION	AMOUNT
08/15	Account Analysis Settlement Charge	\$3,351.76
Total Other Withdrawals, Fees & Charges		\$3,351.76

Your service charges, fees and earnings credit have been calculated through account analysis.

DAILY ENDING BALANCE

DATE	AMOUNT
08/05	\$1,249.76
08/08	201,249.76
08/09	172,346.43
08/13	187,346.43
08/15	43,994.67
08/21	4,869.15
08/27	23,230.47
08/28	273,230.47
08/29	256,317.14



August 01, 2024 through August 30, 2024

Account Number: [REDACTED] 1168

IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC FUNDS TRANSFERS:

Call us at 1-866-564-2262 or write us at the address on the front of this statement immediately if you think your statement or receipt is incorrect or if you need more information about a transfer listed on the statement or receipt.

For personal accounts only: We must hear from you no later than 60 days after we sent you the FIRST statement on which the problem or error appeared. Be prepared to give us the following information:

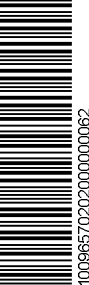
- Your name and account number;
- A description of the error or the transaction you are unsure about, and why you think it is an error or want more information; and
- The amount of the suspected error.

We will investigate your complaint and will correct any error promptly. If we take more than 10 business days (or 20 business days for new accounts) to do this, we will credit your account for the amount you think is in error so that you will have use of the money during the time it takes us to complete our investigation.

For business accounts, see your deposit account agreement or other applicable agreements that govern your account for details.

IN CASE OF ERRORS OR QUESTIONS ABOUT NON-ELECTRONIC FUNDS TRANSFERS: Contact us immediately if your statement is incorrect or if you need more information about any non-electronic funds transfers on this statement. For more details, see your deposit account agreement or other applicable agreements that govern your account.

JPMorgan Chase Bank, N.A. Member FDIC





August 01, 2024 through August 30, 2024

Account Number: [REDACTED] 1168

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10:59 AM
09/02/24

Pioneer Health System LLC
Reconciliation Summary
1021 · Chase Bank - 0095, Period Ending 08/31/2024

	<u>Aug 31, 24</u>
Beginning Balance	60,000.00
Cleared Balance	60,000.00
Register Balance as of 08/31/2024	60,000.00
Ending Balance	60,000.00

10:59 AM

09/02/24

Pioneer Health System LLC
Reconciliation Detail
1021 · Chase Bank - 0095, Period Ending 08/31/2024

Type	Date	Num	Name	Clr	Amount	Balance
Beginning Balance						60,000.00
Cleared Balance						60,000.00
Register Balance as of 08/31/2024						60,000.00
Ending Balance						60,000.00

2:53 AM
09/05/24

Pioneer Health System LLC
Reconciliation Summary
1020 · Chase Bank, Period Ending 08/31/2024

	<u>Aug 31, 24</u>
Beginning Balance	4,705.14
Cleared Transactions	
Checks and Payments - 8 items	-238,388.00
Deposits and Credits - 4 items	490,000.00
	<u>251,612.00</u>
Total Cleared Transactions	
Cleared Balance	<u>256,317.14</u>
Register Balance as of 08/31/2024	256,317.14
Ending Balance	256,317.14

2:54 AM

09/05/24

Pioneer Health System LLC Reconciliation Detail

1020 - Chase Bank, Period Ending 08/31/2024

Type	Date	Num	Name	Clr	Amount	Balance
Beginning Balance						4,705.14
Cleared Transactions						
Checks and Payments - 8 items						
General Journal	08/05/2024	Inter Co		X	-3,455.38	-3,455.38
General Journal	08/09/2024	Inter Co		X	-28,903.33	-32,358.71
Transfer	08/15/2024			X	-140,000.00	-172,358.71
Check	08/15/2024			X	-3,351.76	-175,710.47
General Journal	08/21/2024	Inter Co		X	-39,125.52	-214,835.99
General Journal	08/27/2024	Inter Co		X	-5,644.58	-220,480.57
Check	08/27/2024			X	-994.10	-221,474.67
General Journal	08/29/2024	Inter Co		X	-16,913.33	-238,388.00
Total Checks and Payments					-238,388.00	-238,388.00
Deposits and Credits - 4 items						
General Journal	08/08/2024	DIP L...		X	200,000.00	200,000.00
Deposit	08/13/2024			X	15,000.00	215,000.00
Transfer	08/27/2024			X	25,000.00	240,000.00
General Journal	08/28/2024	DIP L...		X	250,000.00	490,000.00
Total Deposits and Credits					490,000.00	490,000.00
Total Cleared Transactions					251,612.00	251,612.00
Cleared Balance					251,612.00	256,317.14
Register Balance as of 08/31/2024					251,612.00	256,317.14
Ending Balance					251,612.00	256,317.14



DOC Corporate Group LLC Consolidated
Month and Year to Date Operating Statements by Entity
For the Period Ended August 31, 2024

	Month-to-Date					
	Pioneer	DCG	DOC LLC	DOCTX3	PAS	Total
<u>Revenue</u>						
Service Income	-	-	-	3,662,392	446,264	4,108,656
PT Revenue	-	-	-	1,536,839	391,205	1,928,044
Surgical Revenue	-	-	-	1,272,557	146,843	1,419,400
Pain Management	-	-	-	460,285	248,897	709,182
Telehealth Revenue	-	-	-	440	-	440
Management Fees	136,000	-	-	-	-	136,000
Service Revenue Adjustments	-	-	-	(2,448,716)	(268,336)	(2,717,052)
PT Revenue Adjustments	-	-	-	(1,111,683)	(235,315)	(1,346,999)
Surgical Revenue Adjustments	-	-	-	(824,025)	(90,875)	(914,900)
Pain Management Adjustments	-	-	-	(340,360)	(149,338)	(489,698)
Managed Services Agreement Revenue	-	-	-	-	-	-
Refunds	-	-	(6,415)	-	-	(6,415)
Total Net Revenue	136,000	-	(6,415)	2,207,728	489,345	2,826,658
<u>Cost of Goods Sold</u>						
Cost of Sales	-	-	38,730	-	-	38,730
Cost of Sales - Surgical	-	-	7,526	-	-	7,526
Cost of Sales - PM	-	-	742	-	-	742
Total Cost of Goods Sold	-	-	46,998	-	-	46,998
% of Revenues	0.0%	0.0%	0.0%	0.0%	0.0%	1.7%
Gross Margin	136,000	-	(53,413)	2,207,728	489,345	2,779,660
% of Revenues	100.0%	0.0%	0.0%	100.0%	100.0%	98.3%
<u>Sales & Marketing:</u>						
Advertising and Promotion	-	-	1,090	-	-	1,090
Social and Electronic	-	-	80,999	-	-	80,999
Production	-	-	50	-	-	50
Marketing Expenses	-	8	4,618	-	-	4,625
Travel - Marketing	-	-	2,728	-	-	2,728
Meals & Entertainment - Marketing	-	-	6,051	-	-	6,051
Salaries & Wages	-	-	35,257	-	-	35,257
Payroll Tax Expense	-	-	2,666	-	-	2,666
Employee Benefits	-	-	521	-	-	521
Total Sales & Marketing	-	8	133,979	-	-	133,986
% of Revenues	0.0%	0.0%	0.0%	0.0%	0.0%	4.7%
<u>G&A Labor:</u>						
Salaries and Wages	-	376,263	989,845	-	-	1,366,108
Payroll Tax Expense	-	26,969	57,497	-	-	84,466
Employee Benefits	-	28,604	140,378	-	-	168,982
Worker's Comp Insurance	-	-	1,275	-	-	1,275
Employee Related Expenses	-	1,023	4,663	-	-	5,686
HR Services & Payroll Processing Fees	-	5,100	-	-	-	5,100
Contract Labor	24,583	16,564	87,476	-	-	128,623
Total G&A Labor Costs	24,583	454,522	1,281,133	-	-	1,760,239
% of Revenues	18.1%	0.0%	0.0%	0.0%	0.0%	62.3%



DOC Corporate Group LLC Consolidated
Month and Year to Date Operating Statements by Entity
For the Period Ended August 31, 2024

Month-to-Date						
	Pioneer	DCG	DOC LLC	DOCTX3	PAS	Total
<u>Facility & Telecom:</u>						
Rent Expense	-	5,306	98,628	-	-	103,933
Property Taxes and Insurance	-	-	26,257	-	-	26,257
Repairs and Maintenance	-	-	30,014	-	-	30,014
Utilities	-	257	10,453	-	-	10,710
Total Facility & Telecom Costs	-	5,563	165,352	-	-	170,915
% of Revenues	0.0%	0.0%	0.0%	0.0%	0.0%	6.0%
<u>General & Administrative:</u>						
Recruiting Expenses	-	895	549	-	-	1,444
Recruiting Expenses - PM	-	-	-	-	-	-
Bank Service Charges	3,352	-	-	-	-	3,352
Merchant Service Bank Fees	-	-	22,266	-	-	22,266
Computer Expenses	-	163	492	-	-	655
Internet	-	800	11,320	-	-	12,121
Software Expenses	-	2,649	45,228	-	-	47,877
IT Services	-	12,661	8,580	-	-	21,241
Conferences and Education	-	-	-	-	-	-
Professional Memberships	-	-	-	-	-	-
Business Licenses & Credentials	-	-	7,724	-	-	7,724
Dues and Subscriptions	3,455	3,296	492	-	-	7,244
Training	-	4,000	-	-	-	4,000
Training Materials	-	-	-	-	-	-
Business Insurance	994	6,440	23,612	-	-	31,045
Office Expenses	143	558	17,616	-	-	18,318
Postage Expenses	-	240	80	-	-	320
Medical Supplies	-	-	14,810	-	-	14,810
Uniforms	-	420	1,679	-	-	2,099
Managed Services Agreement Fees	-	-	-	-	-	-
Professional Fees	-	-	22,683	-	-	22,683
Accounting Services	-	17,639	-	-	-	17,639
Legal Fees	743	-	413	-	-	1,155
Franchise Tax Expense	-	-	10,000	-	-	10,000
Telecommunications	-	1,015	2,325	-	-	3,340
Travel Expense	-	3,518	3,730	-	-	7,248
Meals and Entertainment	-	636	1,881	-	-	2,517
Bad Debt Expense	-	-	-	60,051	-	60,051
Restructuring Expense	53,706	-	-	-	-	53,706
Total General and Admin.	62,393	54,930	195,483	60,051	-	372,856
% of Revenues	45.9%	0.0%	0.0%	2.7%	0.0%	13.2%
Total Operating Expenses	86,976	515,022	1,775,947	60,051	-	2,437,996
% of Revenues	64.0%	0.0%	0.0%	2.7%	0.0%	86.3%
Operating Income (EBITDA)	49,024	(515,022)	(1,829,360)	2,147,677	489,345	341,664
% of Revenues	36.0%	0.0%	0.0%	97.3%	100.0%	12.1%
Depreciation Expense	-	2,316	56,701	-	-	59,017
Interest Expense	7,978	243	2,543	-	-	10,763
Other Income	-	-	110	-	-	110
Net Income	41,046	(517,581)	(1,888,713)	2,147,677	489,345	271,774
% of Revenues	30.2%	0.0%	0.0%	97.3%	100.0%	9.6%
Managed Services Agreement Revenue	-	-	-	-	-	-
Adjusted Operating Income (EBITDA)			(1,829,360)	2,147,677	489,345	807,662



**DOC Corporate Group LLC Consolidated
Combining Balance Sheet by Entity
August 31, 2024**

Cash

	Pioneer	DOC Corp Group	DOC LLC	DOCTX3	Sean Hassinger	PAS Services PLLC	ICT	Total
Chase Bank	256,317	8,024	290,257	256,384	-	15,920	-	826,903
Chase Bank - 6730	60,000	-	3,917	-	-	-	-	63,917
Chase Medical - 9552	-	3,297	12,000	-	-	-	-	15,297
Cash in Drawer	-	-	475	-	-	-	-	475
Bill.com Money Out Clearing	-	-	2,568	-	-	-	-	2,568
Total Cash	316,317	11,322	309,217	256,384	-	15,920	-	909,160

Accounts Receivable

Accounts Receivable	-	-	225,818	6,665,886	-	19,433,394	-	26,325,098
AR-Other	1,165,184	-	-	-	-	-	-	1,165,184
Nore Receivable	583,662	-	-	-	-	-	-	583,662
Allowance for Contractual Adjustments	-	-	(152,691)	(4,497,527)	-	(11,930,911)	-	(16,581,129)
Allowance for Doubtful Accounts	-	-	(61,497)	(1,879,617)	-	-	-	(1,941,114)
Total Accounts Receivable	1,748,845	-	11,630	288,742	-	7,502,483	-	9,551,701

Other Current Assets

Prepaid Expenses	14,520	15,257	32,542	-	-	-	-	62,319
Prepaid Insurance	-	11,474	37,684	-	-	-	-	49,157
Inventory	-	-	123,915	-	-	-	-	123,915
Total Other Current Assets	14,520	26,731	194,140	-	-	-	-	235,391

Fixed Assets

Construction in Process	-	-	389,180	-	-	-	-	389,180
Furniture and Office Equipment	-	154,482	820,692	-	-	-	-	975,174
Machinery & Equipment (Clinic)	-	-	2,050,046	-	-	-	-	2,050,046
Leasehold Improvements	-	-	6,554,572	-	-	-	-	6,554,572
Software	-	-	287,481	-	-	-	-	287,481
Vehicles	-	55,033	-	-	-	-	-	55,033
Total Fixed Assets	-	209,515	10,101,970	-	-	-	-	10,311,485
Accumulated Depreciation	-	(147,280)	(5,665,991)	-	-	-	-	(5,813,270)
Net Fixed Assets	-	62,235	4,435,980	-	-	-	-	4,498,215
ROU Asset	-	-	11,099,787	-	-	-	-	11,099,787
Total Net Fixed Assets	-	62,235	15,535,766	-	-	-	-	15,598,002

Other Assets

Prepaid Security Deposit - LT	-	2,631	145,991	-	-	-	-	148,622
Lease Asset - Direct Costs	-	-	5,729	-	-	-	-	5,729
Digital Record	-	-	1,513	-	-	-	-	1,513
Investment - DOC LLC	(23,329,063)	-	-	-	-	-	-	(23,329,063)
Investment in DCG	310,729	-	-	-	-	-	-	310,729
Investment in DOCTX	(393,340)	-	-	-	-	-	-	(393,340)
Investment in PAS	1,887,172	-	-	-	-	-	-	1,887,172
Investment in SHMD	(17,584)	-	-	-	-	-	-	(17,584)
Investment in ICT	566,166	-	-	-	-	-	-	566,166
InterCo DOC LLC /DCG	-	70,123	(55,257)	-	-	-	-	14,867
InterCo DOC LLC /DOCTX3	-	-	(12,114,496)	12,114,496	-	-	-	-
InterCo DOC LLC /Sean Hassinger	-	-	17,584	-	(17,584)	-	-	-
InterCo DOC LLC /KIRE	-	-	(55,707)	-	-	-	-	(55,707)
InterCo DOC LLC /PAS Services PLLC	-	-	2,250,417	-	-	(2,250,417)	-	-
InterCo DCG /PHS LLC	2,052,301	(2,052,301)	-	-	-	-	-	-
InterCo DOC LLC /ICT LLC	-	-	(656,828)	-	-	-	656,828	-
InterCo DOC LLC /PHS LLC	(631,186)	-	631,186	-	-	-	-	-
Total Other Assets	(19,554,804)	(1,979,546)	(9,829,868)	12,114,496	(17,584)	(2,250,417)	656,828	(20,860,896)
Total Assets	(17,475,122)	(1,879,258)	6,220,886	12,659,622	(17,584)	5,267,986	656,828	5,433,358



**DOC Corporate Group LLC Consolidated
Combining Balance Sheet by Entity
August 31, 2024**

	Pioneer	DOC Corp Group	DOC LLC	DOCTX3	Sean Hassinger	PAS Services PLLC	ICT	Total
<u>Current Liabilities</u>								
Accounts Payable	586,493	40,737	1,653,982	-	-	-	-	2,281,213
Other Liabilities	227,000	-	-	29,439	-	-	-	256,439
Employee Medical Expense Liability	-	703,816	-	-	-	-	-	703,816
Accrued Expenses	-	176,170	1,937,684	-	-	-	-	2,113,854
Payroll Liabilities	-	709,055	75,601	-	-	-	-	784,656
401K Liability	-	22,608	-	-	-	-	-	22,608
Lease Liability	-	-	11,702,613	-	-	-	-	11,702,613
Current Portion - Note Payable	2,188,789	-	110,765	-	-	-	-	2,299,554
Current Portion - Capital Lease Payable	-	-	40,124	-	-	-	-	40,124
Total Current Liabilities	3,002,282	1,652,387	15,520,770	29,439	-	-	-	20,204,877
<u>Long Term Liabilities</u>								
Notes Payable	3,209,073	-	18,259	-	-	-	-	3,227,332
Convertible Notes	2,532,819	-	-	-	-	-	-	2,532,819
Convertible Note - Blake Lyman	50,000	-	-	-	-	-	-	50,000
Convertible Note - Brandi Jones	50,000	-	-	-	-	-	-	50,000
Capital Leases Payable	-	-	34,482	-	-	-	-	34,482
Note Payable - David Hassinger	2,023,670	-	-	-	-	-	-	2,023,670
Note Payable - James P Griffin	658,258	-	-	-	-	-	-	658,258
Note Payable - Sean Hassinger	1,081,831	-	-	-	-	-	-	1,081,831
Note Payable - TFGH Ventures LLC	450,000	-	-	-	-	-	-	450,000
Note Payable - J Guy Conces	-	-	1,500,000	-	-	-	-	1,500,000
Total Long Term Liabilities	10,055,652	-	1,552,741	-	-	-	-	11,608,393
<u>Equity</u>								
Owner Contributions	-	-	10,735,107	-	-	-	-	10,735,107
Retained Earnings	(30,533,056)	(3,531,645)	(21,587,732)	12,630,183	(17,584)	5,267,986	656,828	(37,115,019)
Total Shareholders Equity	(30,533,056)	(3,531,645)	(10,852,625)	12,630,183	(17,584)	5,267,986	656,828	(26,379,912)
Total Liabilities and Equity	(17,475,122)	(1,879,258)	6,220,886	12,659,622	(17,584)	5,267,986	656,828	5,433,358



DOC Corporate Group LLC Consolidated
Rolling Twelve Months Cash Flows Statements
As of August 31, 2024

	Sep-23	Oct-23	Nov-23	Dec-23	Jan-24	Feb-24	Mar-24	Apr-24	May-24	Jun-24	Jul-24	Aug-24	Last 12 Months
<u>Cash From Operating Activities</u>													
Net Income	(271,453)	(95,806)	(126,069)	1,772,618	(260,844)	(286,964)	(79,865)	228,950	260,772	146,799	245,822	271,774	1,805,735
Non-Cash Adjustments to Net Income													
Depreciation	65,534	67,461	66,930	66,930	62,919	62,919	62,826	62,646	61,118	60,398	59,792	59,017	758,489
ROU Asset	150,064.63	150,751.29	151,441.08	345,023.59	76,448.63	76,797.66	77,150.59	77,506.46	77,863.89	78,223.21	78,584.11	78,946.57	1,418,802
Changes in Certain Assets and Liabilities													
Accounts Receivable, net	(156,653)	(387,852)	(327,982)	(916,218)	(177,897)	(314,693)	(234,644)	(366,613)	(126,809)	(186,598)	(309,365)	(275,833)	(3,781,157)
Other Current Assets	1,007	(23,730)	(7,967)	(24,130)	44,118	(33,709)	48,747	11,328	(2,230)	49,437	(6,779)	3,372	59,465
Trade Payables	231,964	375,802	121,519	119,591	32,940	140,316	59,730	(245,076)	(15,044)	(91,872)	(1,948)	(83,418)	644,504
Other Current Liabilities	(10,302)	65,088	18,497	370,683	274,995	(2,210,209)	480,444	283,207	(133,049)	(204,343)	(3,129)	(379,420)	(1,447,539)
Total Cash Flows From Operating Activities	10,161	151,714	(103,631)	1,734,498	52,680	(2,565,542)	414,387	51,949	122,623	(147,956)	62,976	(325,562)	(541,701)
<u>Cash From Investing Activities</u>													
Purchases/Sales of Fixed Assets, Net	(105,698)	(285,922)	0	(9,174)	211,890	(2,580)	(3,707)	(4,978)	(17,558)	(8,373)	(12,463)	(10,487)	(249,051)
Change in Other Assets	324	324	324	72,692	323	324	324	324	14,694	324	324	(14,543)	75,756
Total Cash Flows From Investing Activities	(105,375)	(285,598)	324	63,519	212,213	(2,256)	(3,384)	(4,655)	(2,864)	(8,050)	(12,139)	(25,031)	(173,295)
<u>Cash From Financing Activities</u>													
Proceeds/(Repayments) of Debt	864	(1,775)	2,419	(1,891,593)	3,391	2,183,620	(18,476)	69,120	(18,016)	(18,153)	(18,291)	431,570	724,681
Member Draws	-	-	-	-	-	-	-	-	-	-	-	-	-
Proceeds from Equity	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Cash Flows From Financing Activities	864	(1,775)	2,419	(1,891,593)	3,391	2,183,620	(18,476)	69,120	(18,016)	(18,153)	(18,291)	431,570	724,681
Net Change in Cash Balances	(94,349)	(135,659)	(100,888)	(93,576)	268,284	(384,178)	392,528	116,415	101,743	(174,158)	32,546	80,978	9,685
Beginning Cash Balance	899,475	805,126	669,467	568,580	475,004	743,288	359,109	751,637	868,052	969,794	795,636	828,183	899,475
Ending Cash Balance	805,126	669,467	568,580	475,004	743,288	359,109	751,637	868,052	969,794	795,636	828,183	909,160	909,160

	Cash Out	Collections	PAS	FSA	DIP Loan	Balance
8/30/2024	#N/A	123,431	650			830,820
8/31/2024	-					830,820
9/1/2024	-					830,820
9/2/2024	-					830,820
9/3/2024	17,718	156,960	23,069			993,131
9/4/2024	39,380	77,330	14,386			1,045,467
9/5/2024	350	113,728	9,563			1,168,408
9/6/2024	30,926	130,506	19,825			1,287,812
9/7/2024	-					1,287,812
9/8/2024	-					1,287,812
9/9/2024	50,927	97,804	47,171			1,381,860
9/10/2024	60,500	108,533	11,271			1,441,164
9/11/2024	-	108,533	11,271			1,560,968
9/12/2024	1,123,088	108,533	11,271		-	557,684
9/13/2024	164,331	108,533	11,271	15,000		528,158
9/14/2024	-					528,158
9/15/2024	-					528,158
9/16/2024	534,124	108,533	11,271			113,838
9/17/2024	-	108,533	11,271			233,642
9/18/2024	35,000	108,533	11,271			318,446
9/19/2024	3,326	108,533	11,271			434,923
9/20/2024	15,350	108,533	11,271			539,377
9/21/2024	-					539,377
9/22/2024	36,142					503,236
9/23/2024	25,459	108,533	11,271			597,581
9/24/2024	10,218	108,533	11,271			707,167
9/25/2024	35,000	108,533	11,271			791,971
9/26/2024	490,015	108,533	11,271			421,760
9/27/2024	15,350	108,533	11,271			526,214
9/28/2024	3,000					523,214
9/29/2024	850					522,364
9/30/2024	13,100	108,533	11,271	15,000		644,068