

In Re:
 The Tuling Company, Inc.
 Debtor(s).

CHAPTER 11 (NON-BUSINESS)
 Case Number: 8: 14-bk-11492-ES
 Operating Report Number: 1
 For the Month Ending: 31-Mar-14

I. CASH RECEIPTS AND DISBURSEMENTS
 A. (PRE-PETITION GENERAL ACCOUNT*)

1. TOTAL RECEIPTS PER ALL PRIOR GENERAL ACCOUNT REPORTS	\$0.00
Intercompany Transfer	0.00
2. LESS: TOTAL DISBURSEMENTS PER ALL PRIOR GENERAL ACCOUNT REPORTS	0.00
Intercompany Transfer	0.00
3. BEGINNING BALANCE:	-286,201.23
	Note 1
4. RECEIPTS DURING CURRENT PERIOD:	659,125.00
Intercompany transfer	0.00
	Note 2
5. BALANCE:	372,923.77
6. LESS: TOTAL DISBURSEMENTS DURING CURRENT PERIOD	1,505.02
Intercompany Transfer	0.00
7. ENDING BALANCE:	\$371,418.75
	Note 3
8. Account Number:	***9491
Depository Name & Location:	California Bank and Trust
	Lawndale, CA

* All receipts must be deposited into the general account.
 ** Include receipts from the sale of any real or personal property out of the ordinary course of business; attach an exhibit specifying what was sold, to whom, terms, and date of Court Order or Report of Sale.
 ***This amount should be the same as the total from page 2.

Note 1: Beginning balance in this account is as of the petition date (3/10/14)

Note 2: This deposit represents a cashier's check for \$659,125.00 deposited in January 2014 and was returned from Chase Bank on 3/6/14. After consulting with California Bank, the amount of the cashier's check was redeposited on 3/31/14

Note 3: The Trustee expects that this balance will be turned over to him in the next 60-90 days.

In Re:

 The Tulving Company, Inc.

 Debtor(s).

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Intercompany Transfer	0.00	
2. LESS: TOTAL DISBURSEMENTS PER ALL PRIOR GENERAL ACCOUNT REPORTS	0.00	
Intercompany Transfer	0.00	
3. BEGINNING BALANCE:	200.00	Note 1
4. RECEIPTS DURING CURRENT PERIOD:	0.00	
Intercompany transfer	0.00	
5. BALANCE:	200.00	
6. LESS: TOTAL DISBURSEMENTS DURING CURRENT PERIOD	0.00	
Intercompany Transfer	0.00	
7. ENDING BALANCE:	\$200.00	Note 2
8. Account Number:	***2481	
Depository Name & Location:	California Bank and Trust	
	Lawndale, CA	

* All receipts must be deposited into the general account.

** Include receipts from the sale of any real or personal property out of the ordinary course of business; attach an exhibit specifying what was sold, to whom, terms, and date of Court Order or Report of Sale.

***This amount should be the same as the total from page 2.

Note 1: Beginning balance in this account is as of the petition date (3/10/14)

Note 2: The Trustee expects that this balance will be turned over to him in the next 60-90 days.



Statement of Accounts

Page 1 of 5

This Statement: March 31, 2014

Last Statement: February 28, 2014

Account [REDACTED] 9491

DIRECT INQUIRIES TO:

Customer Service 1 (800) 400-6080

0002453

4091-06-0000-CBT-PG0007-00009

THE TULVING COMPANY INC
HOLD AT UT UTSC 0888
DO NOT MAIL

San Marcos
978 San Marcos Blvd.
San Marcos, CA 92078-1123
(760) 471-3000

Get the rewards you deserve with a personal or business credit card from California Bank & Trust. We offer plenty of choices for AmaZing™ Visa[®] credit cards that fit your needs perfectly. Choose a card that offers generous reward points on your purchases or one that gives you excellent cash back rewards. We're also making some very special offers this month that give you even MORE reward bonuses if you apply now. Stop by your local branch or visit www.calbanktrust.com to learn more and pick the card that's right for you. Subject to credit approval; fees and restrictions may apply.

SUMMARY OF ACCOUNT BALANCE

Account Type	Account Number	Checking/Savings Ending Balance	Outstanding Balances Owed
Business Analyzed Account	[REDACTED] 29491	\$371,418.75	

BUSINESS ANALYZED ACCOUNT 2230129491

103 9

Previous Balance	Deposits/Credits	Charges/Debits	Checks Processed	Ending Balance
449,717.46	862,282.07	741,424.76	199,156.02	371,418.75

6 DEPOSITS/CREDITS

Date	Amount	Description
03/03	53,734.00	ONLINE XFER FROM DDA THE TULVING* ID: [REDACTED]
03/03	11,287.50	DEPOSIT [REDACTED]
03/04	132,532.05	ONLINE XFER FROM DDA THE TULVING* ID: [REDACTED]
03/07	4,525.45	PAYCHEX TPS TAXES [REDACTED]
03/10	1,078.07	PAYCHEX TPS TAXES [REDACTED]
03/31	659,125.00	Adj-140-01-4464100093-DISPUTED ITEM 2403400038

6 CHARGES/DEBITS

Date	Amount	Description
03/03	10,000.00	WIRE/OUT- [REDACTED]
03/03	50,000.00	WIRE/OUT- [REDACTED]
03/04	6,011.71	PAYCHEX TPS TAXES [REDACTED]
03/06	14,783.03	PAY SEQ # 005353102416 [REDACTED]
03/06	659,125.00	PAY SEQ # 001701200285 [REDACTED]
03/21	1,505.02	ANALYSIS SERVICE FEE [REDACTED]



MEMBER FDIC



P.O. Box 489, Lawndale, CA 90260-0489

Page 3 of 5
March 31, 2014
THE TULVING COMPANY INC
9491

7 CHECKS PROCESSED

Number.....	Date.....	Amount	Number.....	Date.....	Amount	Number.....	Date.....	Amount
0	03/03	93,962.50	61294*	03/03	42,270.00	61312*	03/03	39,234.00
0*	03/03	15,255.30	61306*	03/04	8,000.00	101025*	03/04	359.29
61225*	03/03	74.93						

* Not in check sequence

AGGREGATE OVERDRAFT AND RETURNED ITEM FEES

	Total for This Period	Total Year-to-Date
Total Overdraft Fees	\$0.00	\$0.00
Total Returned Item Fees	\$0.00	\$0.00

To learn more about our other products and services that may lower the cost of managing account overdrafts or to discuss removing overdraft coverage from your account, please contact Customer Service or visit your local branch.

DAILY BALANCES

Date.....	Balance	Date.....	Balance	Date.....	Balance
03/03	263,942.23	03/07	-287,279.30	03/21	-287,706.25
03/04	382,103.28	03/10	-286,201.23	03/31	371,418.75
03/06	-291,804.75				



MEMBER FDIC

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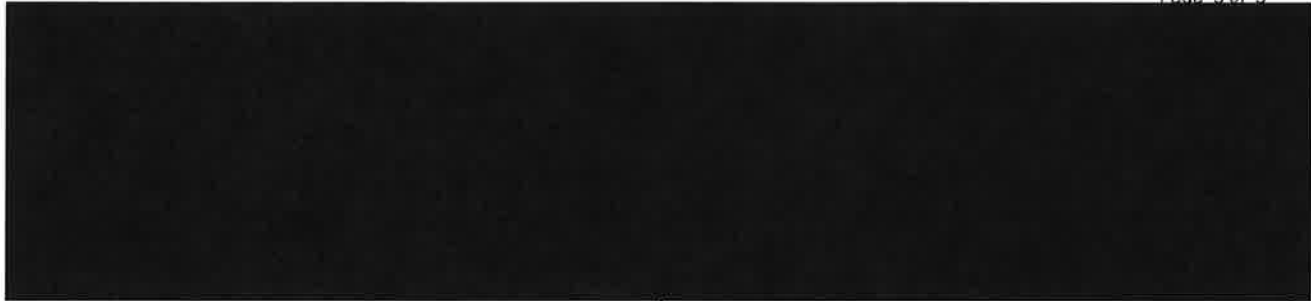
Page 4 of 5

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California Bank & Trust

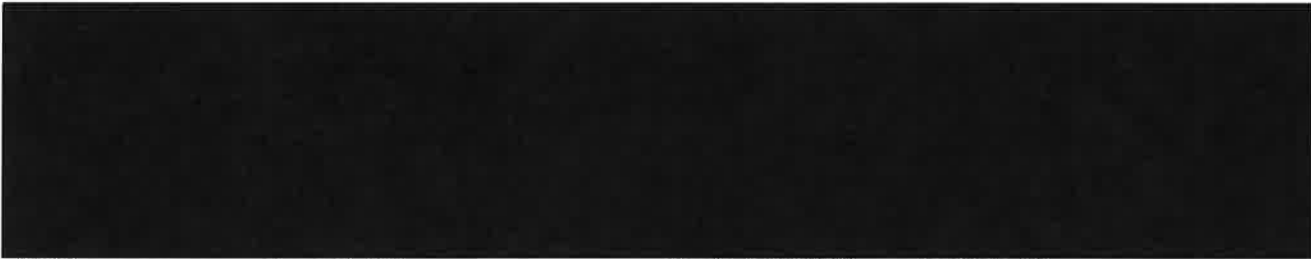
ACCOUNT # [REDACTED] 9491

This Statement:
March 31, 2014
Page 5 of 5



Ref# 53106337 \$11287.50

Ref# 53102416 \$14783.03



Ref# 53185596 \$93962.50

Ref# 53127584 \$15255.30



Ref# 53004899

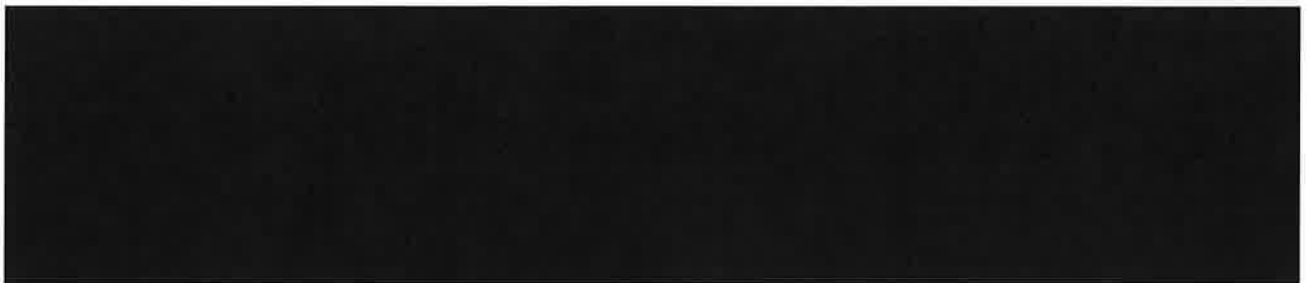
\$74.93

Ch# 61225

Ref# 53034037

\$42270.00

Ch# 61294



Ref# 53129413

\$8000.00

Ch# 61306

Ref# 53006687

\$39234.00

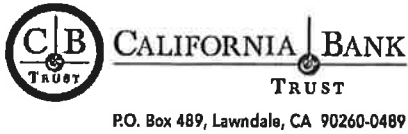
Ch# 61312



Ref# 53150652

\$359.29

Ch# 101025



Statement of Accounts
Page 1 of 4
This Statement: March 31, 2014
Last Statement: February 28, 2014
Account: [REDACTED] 2481

DIRECT INQUIRIES TO:
Customer Service 1 (800) 400-6080

0002452 4091-06-0000-CBT-PC0007-00000
THE TULVING COMPANY INC
HOLD AT UT UTSC 0888
DO NOT MAIL

San Marcos
978 San Marcos Blvd.
San Marcos, CA 92078-1123
(760) 471-3000

Get the rewards you deserve with a personal or business credit card from California Bank & Trust. We offer plenty of choices for AmAZing™ Visa® credit cards that fit your needs perfectly. Choose a card that offers generous reward points on your purchases or one that gives you excellent cash back rewards. We're also making some very special offers this month that give you even MORE reward bonuses if you apply now. Stop by your local branch or visit www.calbanktrust.com to learn more and pick the card that's right for you. Subject to credit approval; fees and restrictions may apply.

SUMMARY OF ACCOUNT BALANCE

Account Type	Account Number	Checking/Savings Ending Balance	Outstanding Balances Owed
Business Analyzed Account	[REDACTED] 2481	\$200.00	

BUSINESS ANALYZED ACCOUNT 2230062481

103 0

Previous Balance	Deposits/Credits	Charges/Debits	Checks Processed	Ending Balance
200.00	186,266.05	186,266.05	0.00	200.00

2 DEPOSITS/CREDITS

Date	Amount	Description
03/03	53,734.00	WIRE/IN-2014030300002652; [REDACTED]
03/04	132,532.05	WIRE/IN-2014030400005015; [REDACTED]

2 CHARGES/DEBITS

Date	Amount	Description
03/03	53,734.00	ONLINE XFER TO DDA THE TULVING ID: [REDACTED]
03/04	132,532.05	ONLINE XFER TO DDA THE TULVING ID: [REDACTED]

0 CHECKS PROCESSED

There were no transactions this period.

AGGREGATE OVERDRAFT AND RETURNED ITEM FEES

	Total for This Period	Total Year-to-Date
Total Overdraft Fees	\$0.00	\$0.00
Total Returned Item Fees	\$0.00	\$0.00

To learn more about our other products and services that may lower the cost of managing account overdrafts or to discuss removing overdraft coverage from your account, please contact Customer Service or visit your local branch.



MEMBER FDIC

An Easy Approach To Balancing Your Account

To reconcile your checkbook balance to your statement balance: Mark off each entry in your check register that has been charged to your account during the statement period. List the checks you have written, but are not yet charged to your account in the "Checks Outstanding" column below. Then, follow the instructions in lines 1 through 10.

CHECKS OUTSTANDING		CHECKBOOK BALANCE	
Check Number	Check Amount	1. LIST your checkbook balance.	
		2. ADD any deposits or other credits listed on the front of this statement which you have not recorded in your checkbook (such as payroll credits or other direct electronic deposits).	
		3. SUBTOTAL:	
		4. SUBTRACT any charges listed on the front of this statement which you have not recorded (such as service charges, automatic transfers, electronic transactions, etc).	
		5. ADJUSTED CHECKBOOK BALANCE:	
		<i>This balance should agree with line 10, below.</i>	
STATEMENT BALANCE		STATEMENT BALANCE	
		6. LIST your current statement balance as shown on the front of this statement.	
		7. ADD deposits made, but not shown on this statement.	
		8. SUBTOTAL:	
		9. SUBTRACT total from "Checks Outstanding."	
		10. ADJUSTED STATEMENT BALANCE:	
		<i>This balance should agree with line 5, above.</i>	
TOTAL:		<i>Transfer to Line 9.</i>	

PROMPTLY EXAMINE YOUR STATEMENT AND REPORT ANY PROBLEM

You must promptly examine your account statements and report any discoverable errors, unauthorized signatures, alterations, missing endorsements, or unauthorized transfers. Failure to do so may result in your loss of certain rights or remedies. For example, you must identify the discoverable alteration or forgery of a check within 30 days of us sending you, or making available to you, the statement reflecting that check, and you must also immediately report to us what you find. Businesses should check their account transactions daily, for which various online services are available. For additional information, please see your deposit account agreement and application service agreement(s) for details. See also the consumer disclosures below.

CONSUMER ACCOUNTS: IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC TRANSFERS OR MONEY RESERVE TRANSACTIONS

If you think your statement is wrong, or if you need more information about a transfer on this statement or on a receipt, please telephone or write us. Please use the telephone number or address listed on the front of this statement to contact us as you can. We must hear from you no later than 60 days after we sent or made available the FIRST statement on which the problem or error appeared. The provisions in this paragraph do not apply to business or other non-personal accounts. The owners of those accounts must settle all unauthorized transactions or errors within 24 hours of receipt of the item posting in order to be returned.

1. Tell us your name and account number.
2. Describe the error or transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
3. Tell us the dollar amount of the suspected error.

We will investigate your complaint and correct any error promptly. If we take more than 10 business days to do this, we will recredit 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 MONEY RESERVE ACCOUNTS:

IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR PERSONAL CREDIT LINE
(This is a Summary of Your Billing Rights).

If you think your statement is wrong, or you need more information about a transaction on your statement, write us at the address on the front of this statement as soon as possible. We must hear from you no later than 60 days after we sent you the first statement on which the error or problem appeared.

You can telephone us but doing so will not preserve your rights. In your letter, give us the following information.

1. Your name and account number.
2. The dollar amount of the suspected error.
3. Describe the error and explain, if you can, why you believe there is an error. If you need more information, describe the item you are unsure about.

You do not have to pay any amount in question while we are investigating, but you are still obligated to pay the parts of your bill that are not in question. The charge in question may remain on your statement, and we may continue to charge you interest on that amount. But, if we determine that we made a mistake, you will not have to pay the amount in question or any interest or other fees related to that amount. While we investigate your question, we cannot report you as delinquent or take any action to collect the amount you question. You must notify us in writing. You can telephone us, but doing so will not preserve your rights. Contact us at California Bank & Trust, PO Box 25787, Salt Lake City, UT 84125-0787.

Balance Subject to Interest Rate: We use the method called "average daily balance", (including current transactions) to calculate the daily balance. If you have any further questions about the method and how resulting interest charges are determined, please feel free to contact us at 1-800-400-6080.

We may report information about your Money Reserve account to credit bureaus. Late payments, missed payments, or other defaults on your account may be reflected in your credit report.

Please notify us if we report any inaccurate information about your account(s) to a credit bureau. Your written notice describing the specific inaccuracy should be sent to us at the following address: California Bank & Trust, PO Box 25787, Salt Lake City, UT 84125-0787.

Thank you for banking with California Bank & Trust.

Become an Online Banking Customer for 24-hour account access.

***Review account balances *Review posted transactions * Pay bills * Transfer funds
Sign up today at www.calbanktrust.com or call 888-217-1285.**



P.O. Box 489, Lawndale, CA 90260-0489

Page 3 of 4
March 31, 2014
THE TULVING COMPANY INC
[REDACTED] 2481

.....
DAILY BALANCES

<i>Date</i>	<i>Balance</i>	<i>Date</i>	<i>Balance</i>
03/03	200.00	03/04	200.00



MEMBER FDIC

0002452-0000002-0006432

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Page 4 of 4

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- | | No | Yes |
|--|----|-----|
| 1. Has the debtor-in-possession made any payments on its pre-petition unsecured debt, except as have been authorized by the court? If "Yes", explain below:
Please see Disclaimer below. | X | |
| 2. Has the debtor-in-possession during this reporting period provided compensation or remuneration to any officers, directors, principals, or other insiders without appropriate authorization? If "Yes", explain below:
Please see Disclaimer below. | X | |
| 3. State what progress was made during the reporting period toward filing a plan of reorganization
Please see Disclaimer below. | | |
| 4. Describe potential future developments which may have a significant impact on the case:
Please see Disclaimer below. | | |
| 5. Attach copies of all Orders granting relief from the automatic stay that were entered during the reporting period.
Please see Disclaimer below. | | |
| 6. Did you receive any exempt income this month, which is not set forth in the operating report? If "Yes", please set forth the amounts and sources of the income below.
Please see Disclaimer below. | X | |

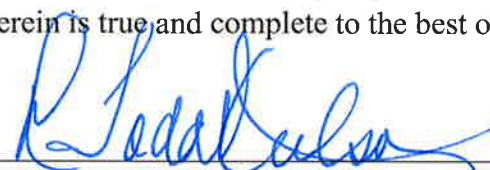
Disclaimer

The Debtor filed its chapter 11 case on March 10, 2014 and the Bankruptcy Court approved the appointment of R. Todd Neilson, as chapter 11 Trustee of the Debtor's estate, by order entered March 21, 2014. This Monthly Operating Report ("MOR") is limited and deals solely with assets that have come into the Estate and into the Trustee's possession and control. The Trustee has made no payments on pre-petition debt and has not provided compensation or remuneration to any officers, directors, principals or insiders of the Debtor without appropriate authorization.

The Debtor has not filed schedules or statement of financial affairs. The Trustee is in the initial stages of taking reasonable steps to investigate and secure assets of the estate and to determine the estate's liabilities.

I, R. Todd Neilson, Ch. 11 Trustee
 declare under penalty of perjury that I have fully read and understood the foregoing Trustee operating report and that the information contained herein is true and complete to the best of my knowledge.

4/30/14
 Date


 Chapter 11 Bankruptcy Trustee

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 10100 Santa Monica Boulevard, 13th Floor, Los Angeles, California 90067

A true and correct copy of the foregoing document **THE TULVING COMPANY, INC. MONTHLY OPERATING REPORT** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):

Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On April 30, 2014, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On April 30, 2014, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served):

Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on April 30, 2014, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Via Federal Express

The Honorable Erithe A. Smith
United States Bankruptcy Court - Central District of California
Ronald Reagan Federal Building and Courthouse
411 West Fourth Street, Suite 5040 / Courtroom 5A
Santa Ana, CA 92701-4593

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

April 30, 2014

Janice G. Washington

/s/ Janice G. Washington

Date

Printed Name

Signature

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1 **1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

2 **8:14-bk-11492-ES Notice will be electronically mailed to:**

3 Andrew S Bisom on behalf of Debtor The Tulving Company Inc
4 abisom@bisomlaw.com

5 Candice Bryner on behalf of Interested Party Candice Bryner
6 candice@brynerlaw.com

7 Stephen L Burton on behalf of Attorney Stephen L. Burton
8 steveburtonlaw@aol.com

9 Linda F Cantor, ESQ on behalf of Other Professional Pachulski Stang Ziehl & Jones LLP
10 lcantor@pszjlaw.com, lcantor@pszjlaw.com

11 Linda F Cantor, ESQ on behalf of Trustee R. Todd Neilson (TR)
12 lcantor@pszjlaw.com, lcantor@pszjlaw.com

13 Nancy S Goldenberg on behalf of U.S. Trustee United States Trustee (SA)
14 nancy.goldenberg@usdoj.gov

15 Lawrence J Hilton on behalf of Creditor Jeffrey Roth
16 lhilton@oneil-llp.com, ssimmons@oneil-llp.com; kdonahue@oneil-llp.com

17 John H Kim on behalf of Interested Party Courtesy NEF
18 jkim@cookseylaw.com

19 Matthew B Learned on behalf of Interested Party Courtesy NEF
20 bknotice@mccarthyholthus.com

21 Elizabeth A Lossing on behalf of U.S. Trustee United States Trustee (SA)
22 elizabeth.lossing@usdoj.gov

23 R. Todd Neilson (TR)
24 tneilson@brg-expert.com, sgreenan@brg-expert.com; tneilson@ecf.epiqsystems.com; ntroszak@brg-expert.com

25 Gary A Pemberton on behalf of Interested Party Courtesy NEF
26 gpemberton@shbllp.com, hdillion@shbllp.com; tlenz@shbllp.com

27 Robert J Pfister on behalf of Interested Party Courtesy NEF
28 rpfister@ktbslaw.com

Michael B Reynolds on behalf of Interested Party Courtesy NEF
mreynolds@swlaw.com, kcollins@swlaw.com

United States Trustee (SA)
ustpreion16.sa.ecf@usdoj.gov

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2. SERVED BY UNITED STATES MAIL

Debtor

The Tulving Company Inc
P.O. Box 6200
Newport Beach, CA 92658

Counsel for Debtor

Andrew S Bisom
The Bisom Law Group
8001 Irvine Center Drive, Ste. 1170
Irvine, CA 92618

Trustee

R. Todd Neilson (TR)
BRG, LLP
2049 Century Park East
Suite 2525
Los Angeles, CA 90067

U.S. Trustee

United States Trustee (SA)
411 W Fourth St., Suite 9041
Santa Ana, CA 92701-4593

Counsel for U.S. Trustee

Nancy S Goldenberg
411 W Fourth St Ste 9041
Santa Ana, CA 92701-8000

Laurence P Nokes on behalf of Interested Party John Frankel

Nokes & Quinn
410 Broadway St Ste 200
Laguna Beach, CA 92651

Accountants for Landlord

Brent Murdoch
Murdoch & Morris, LLP
114 Pacifica, Ste. 320
Irvine, CA 92618

Interested Party

Frye & Hsieh
Douglas J Frye Esquire
24955 Pacific Coast Highway # A201
Malibu, CA 90265

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA