

UNITED STATES BANKRUPTCY COURT

Northern DISTRICT OF Georgia

Newnan Division

In Re. Air Pros Dallas L.L.C.

§
§
§
§

Case No. 25-10361

Debtor(s)

Lead Case No. 25-10356

☒ Jointly Administered

Monthly Operating Report

Chapter 11

Reporting Period Ended: 05/31/2025

Petition Date: 03/16/2025

Months Pending: 3

Industry Classification: 2 3 8 2

Reporting Method:

Accrual Basis ☒

Cash Basis ☐

Debtor's Full-Time Employees (current):

0

Debtor's Full-Time Employees (as of date of order for relief):

0

Supporting Documentation (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- ☐ Statement of cash receipts and disbursements
- ☒ Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit
- ☐ Statement of operations (profit or loss statement)
- ☐ Accounts receivable aging
- ☐ Postpetition liabilities aging
- ☐ Statement of capital assets
- ☐ Schedule of payments to professionals
- ☐ Schedule of payments to insiders
- ☐ All bank statements and bank reconciliations for the reporting period
- ☐ Description of the assets sold or transferred and the terms of the sale or transfer

/s/ Andrew Hede

Signature of Responsible Party

06/25/2025

Date

Andrew Hede

Printed Name of Responsible Party

One Vanderbilt Ave, 24th floor, New York, NY 10017
Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore § 1320.4(a)(2) applies.



25103562506250000000000006

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

Part 1: Cash Receipts and Disbursements	Current Month	Cumulative
a. Cash balance beginning of month	\$0	
b. Total receipts (net of transfers between accounts)	\$0	\$0
c. Total disbursements (net of transfers between accounts)	\$0	\$0
d. Cash balance end of month (a+b-c)	\$0	
e. Disbursements made by third party for the benefit of the estate	\$0	\$0
f. Total disbursements for quarterly fee calculation (c+e)	\$0	\$0

Part 2: Asset and Liability Status (Not generally applicable to Individual Debtors. See Instructions.)	Current Month
a. Accounts receivable (total net of allowance)	\$0
b. Accounts receivable over 90 days outstanding (net of allowance)	\$0
c. Inventory (Book <input type="radio"/> Market <input type="radio"/> Other <input checked="" type="radio"/> (attach explanation))	\$0
d. Total current assets	\$0
e. Total assets	\$0
f. Postpetition payables (excluding taxes)	\$0
g. Postpetition payables past due (excluding taxes)	\$0
h. Postpetition taxes payable	\$0
i. Postpetition taxes past due	\$0
j. Total postpetition debt (f+h)	\$0
k. Prepetition secured debt	\$0
l. Prepetition priority debt	\$0
m. Prepetition unsecured debt	\$0
n. Total liabilities (debt) (j+k+l+m)	\$0
o. Ending equity/net worth (e-n)	\$0

Part 3: Assets Sold or Transferred	Current Month	Cumulative
a. Total cash sales price for assets sold/transferred outside the ordinary course of business	\$0	\$0
b. Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business	\$0	\$0
c. Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b)	\$0	\$0

Part 4: Income Statement (Statement of Operations) (Not generally applicable to Individual Debtors. See Instructions.)	Current Month	Cumulative
a. Gross income/sales (net of returns and allowances)	\$0	
b. Cost of goods sold (inclusive of depreciation, if applicable)	\$0	
c. Gross profit (a-b)	\$0	
d. Selling expenses	\$0	
e. General and administrative expenses	\$0	
f. Other expenses	\$0	
g. Depreciation and/or amortization (not included in 4b)	\$0	
h. Interest	\$0	
i. Taxes (local, state, and federal)	\$0	
j. Reorganization items	\$0	
k. Profit (loss)	\$0	\$0

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

Part 5: Professional Fees and Expenses

a.			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i>					
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
i						
ii						
iii						
iv						
v						
vi						
vii						
viii						
ix						
x						
xi						
xii						
xiii						
xiv						
xv						
xvi						
xvii						
xviii						
xix						
xx						
xxi						
xxii						
xxiii						
xxiv						
xxv						
xxvi						
xxvii						
xxviii						
xxix						
xxx						
xxxi						
xxxii						
xxxiii						
xxxiv						
xxxv						
xxxvi						

Case No. 25-10361

xxxvii						
xxxviii						
xxxix						
xl						
xli						
xlii						
xliii						
xliv						
xlv						
xlvi						
xlvii						
xlviii						
xlix						
l						
li						
lii						
liii						
liv						
lv						
lvi						
lvii						
lviii						
lix						
lx						
lxi						
lxii						
lxiii						
lxiv						
lxv						
lxvi						
lxvii						
lxviii						
lxix						
lxx						
lxxi						
lxxii						
lxxiii						
lxxiv						
lxxv						
lxxvi						
lxxvii						
lxxviii						

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

	lxxix						
	lxxx						
	lxxxi						
	lxxxii						
	lxxxiii						
	lxxxiv						
	lxxxv						
	lxxxvi						
	lxxxvii						
	lxxxviii						
	lxxxix						
	xc						
	xc i						
	xc ii						
	xc iii						
	xc iv						
	xc v						
	xc vi						
	xc vii						
	xc viii						
	xc ix						
	c						
	ci						

b.			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i>					
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
	i					
	ii					
	iii					
	iv					
	v					
	vi					
	vii					
	viii					
	ix					
	x					
	xi					
	xii					
	xiii					
	xiv					

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

xv						
xvi						
xvii						
xviii						
xix						
xx						
xxi						
xxii						
xxiii						
xxiv						
xxv						
xxvi						
xxvii						
xxviii						
xxix						
xxx						
xxxi						
xxxii						
xxxiii						
xxxiv						
xxxv						
xxxvi						
xxxvii						
xxxviii						
xxxix						
xl						
xli						
xlii						
xliii						
xliv						
xlv						
xlvi						
xlvii						
xlviii						
xliv						
l						
li						
lii						
liii						
liv						
lv						
lvi						

Case No. 25-10361

lvii						
lviii						
lix						
lx						
lxi						
lxii						
lxiii						
lxiv						
lxv						
lxvi						
lxvii						
lxviii						
lxix						
lxx						
lxxi						
lxxii						
lxxiii						
lxxiv						
lxxv						
lxxvi						
lxxvii						
lxxviii						
lxxix						
lxxx						
lxxxi						
lxxxii						
lxxxiii						
lxxxiv						
lxxxv						
lxxxvi						
lxxxvii						
lxxxviii						
lxxxix						
xc						
xc i						
xcii						
xciii						
xciv						
xcv						
xcvi						
xcvii						
xcviii						

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

c.	xcix						
	c						
All professional fees and expenses (debtor & committees)							

Part 6: Postpetition Taxes**Current Month****Cumulative**

a.	Postpetition income taxes accrued (local, state, and federal)	\$0	\$0
b.	Postpetition income taxes paid (local, state, and federal)	\$0	\$0
c.	Postpetition employer payroll taxes accrued	\$0	\$0
d.	Postpetition employer payroll taxes paid	\$0	\$0
e.	Postpetition property taxes paid	\$0	\$0
f.	Postpetition other taxes accrued (local, state, and federal)	\$0	\$0
g.	Postpetition other taxes paid (local, state, and federal)	\$0	\$0

Part 7: Questionnaire - During this reporting period:

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes ☐ No ☒
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes ☐ No ☒
- c. Were any payments made to or on behalf of insiders? Yes ☐ No ☒
- d. Are you current on postpetition tax return filings? Yes ☒ No ☐
- e. Are you current on postpetition estimated tax payments? Yes ☒ No ☐
- f. Were all trust fund taxes remitted on a current basis? Yes ☒ No ☐
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes ☒ No ☐
- h. Were all payments made to or on behalf of professionals approved by the court? Yes ☐ No ☒ N/A ☐
- i. Do you have:
- Worker's compensation insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
 - Casualty/property insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
 - General liability insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes ☐ No ☒
- k. Has a disclosure statement been filed with the court? Yes ☒ No ☐
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361

Part 8: Individual Chapter 11 Debtors (Only)

- | | | |
|--|-------|-----|
| a. Gross income (receipts) from salary and wages | _____ | \$0 |
| b. Gross income (receipts) from self-employment | _____ | \$0 |
| c. Gross income from all other sources | _____ | \$0 |
| d. Total income in the reporting period (a+b+c) | _____ | \$0 |
| e. Payroll deductions | _____ | \$0 |
| f. Self-employment related expenses | _____ | \$0 |
| g. Living expenses | _____ | \$0 |
| h. All other expenses | _____ | \$0 |
| i. Total expenses in the reporting period (e+f+g+h) | _____ | \$0 |
| j. Difference between total income and total expenses (d-i) | _____ | \$0 |
| k. List the total amount of all postpetition debts that are past due | _____ | \$0 |
- l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C § 101(14A)? Yes ☐ No ☒
- m. If yes, have you made all Domestic Support Obligation payments? Yes ☐ No ☐ N/A ☒

Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.

/s/ Andrew Hede

Signature of Responsible Party

Chief Restructuring Officer

Title

Andrew Hede

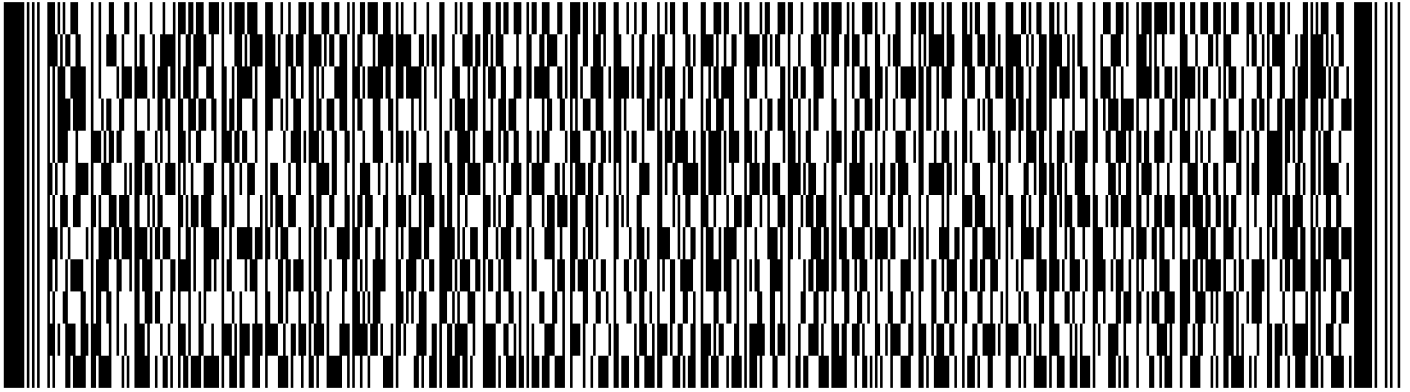
Printed Name of Responsible Party

06/25/2025

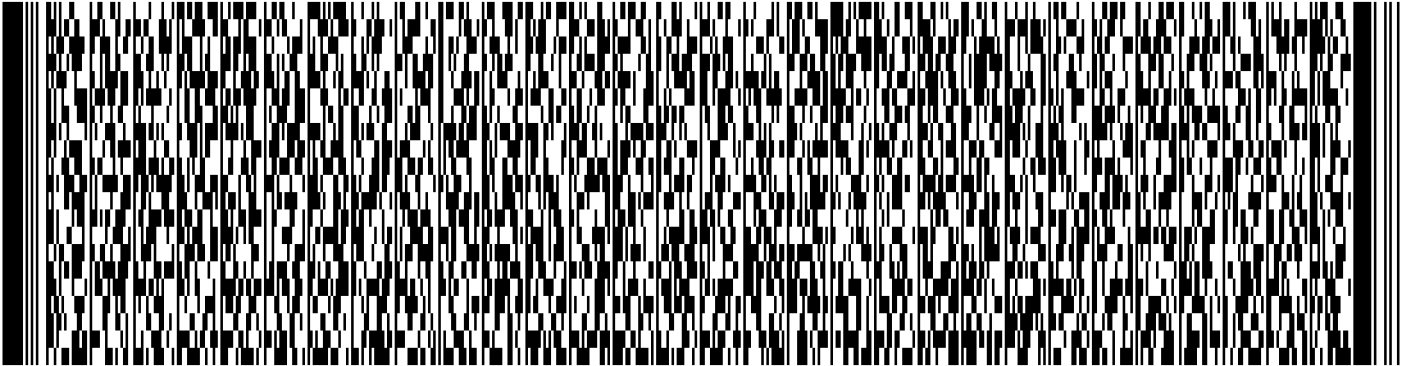
Date

Debtor's Name Air Pros Dallas L.L.C.

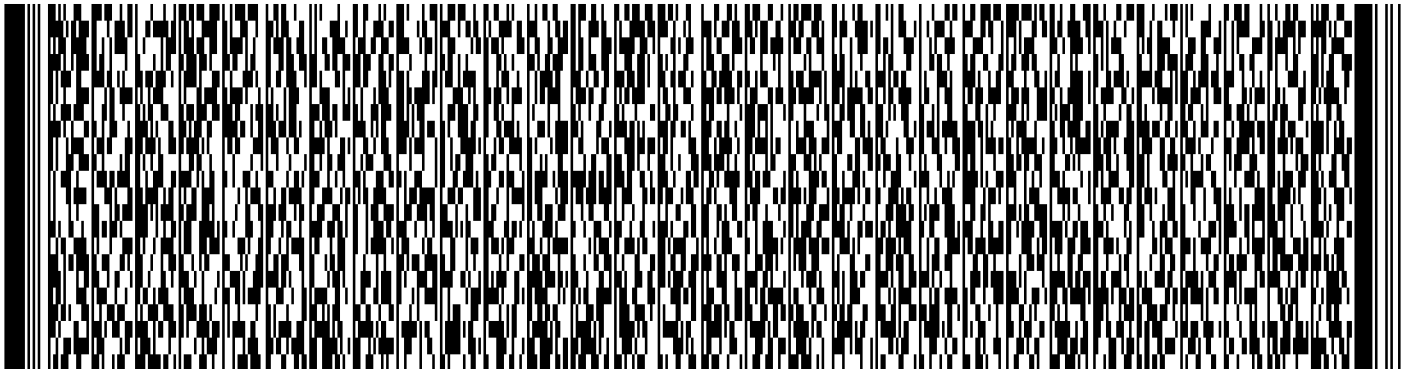
Case No. 25-10361



PageOnePartOne



PageOnePartTwo



PageTwoPartOne



PageTwoPartTwo

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361



Bankruptcy1to50



Bankruptcy51to100



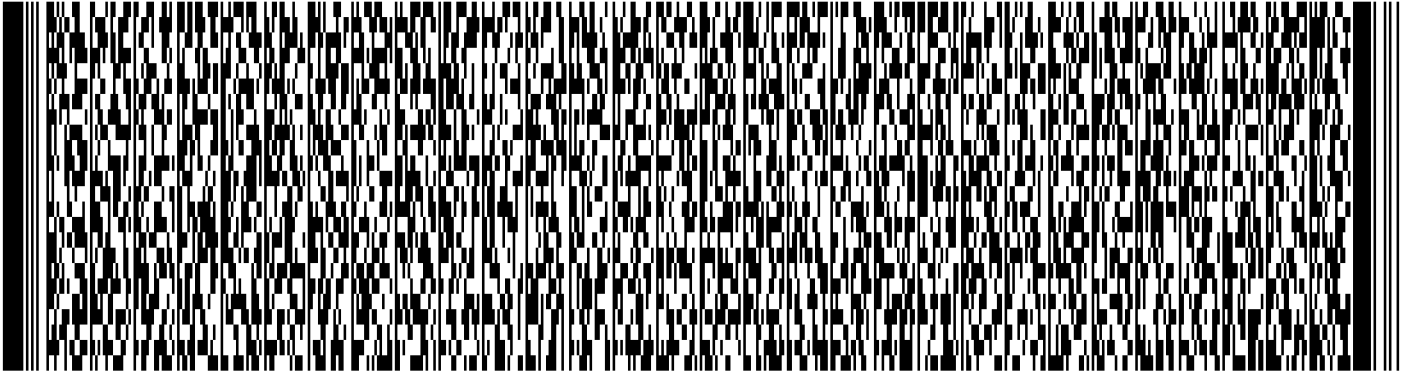
NonBankruptcy1to50



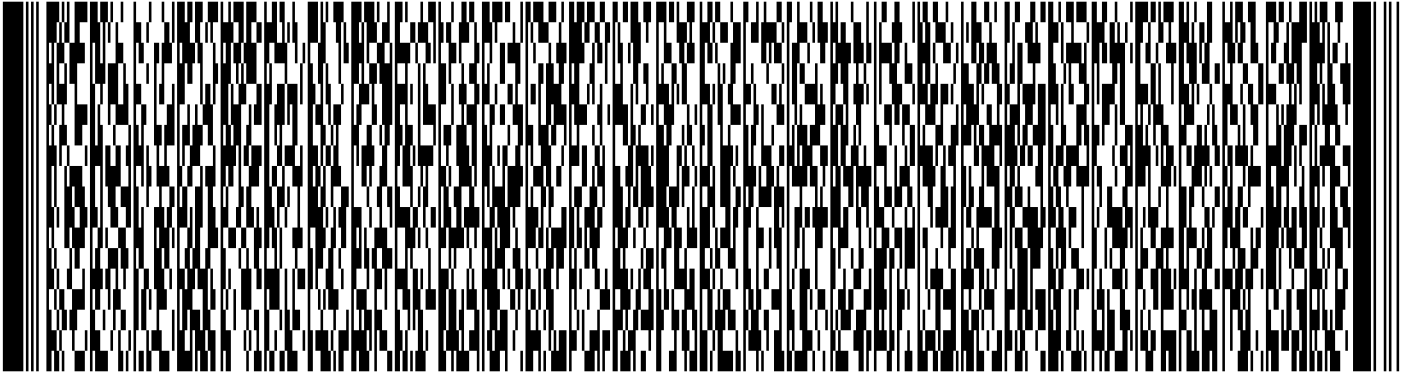
NonBankruptcy51to100

Debtor's Name Air Pros Dallas L.L.C.

Case No. 25-10361



PageThree



PageFour

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

In re:

AFH AIR PROS, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10356 (PMB)

(Jointly Administered)

**EXPLANATORY NOTES TO THE DEBTORS'
MONTHLY OPERATING REPORTS FOR MAY 2025**

On March 16, 2025, each of the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) filed voluntary petitions (the “Chapter 11 Cases”) under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Northern District of Georgia (the “Bankruptcy Court”).

The following explanatory notes should be referred to, and referenced, in connection with any review of the Debtors’ consolidated Monthly Operating Report (the “MOR”).

Introduction. The MOR is unaudited and does not purport to represent a financial statement prepared in accordance with accounting principles generally accepted in the United States (“GAAP”) and is not intended to fully reconcile to the consolidated financial statements prepared by the Debtors. Information contained in the MOR has been derived from the Debtors’ books and records, but does not reflect in all circumstances presentation for GAAP reporting purposes. To comply with their obligations during these Chapter 11 Cases, the Debtors have prepared the MOR using the best information presently available to them. The information presented in the MOR is true and accurate to the best of the Debtors’ knowledge, information, and belief, based on currently available data. The Debtors reserve the right to amend or supplement this MOR, if necessary.

Explanatory Notes and Assumptions.

1. **Accrued Expenses:** Given the constraints of the Debtors’ accounting system and to ensure the timely filing of the MORs, certain accrued expenses incurred in the ordinary course of business have been included as liabilities subject to compromise as of March 31, 2025.

¹ The last four digits of AFH Air Pros, LLC’s tax identification number are 1228. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at <https://www.veritaglobal.net/AirPros>. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 150 S. Pine Island Road, Suite 200, Plantation, Florida 33324.

2. **Disbursement Systems and Cash:** Cash is received and disbursed by the Debtors in a manner consistent with the practices as described in the *Emergency Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Maintenance of Bank Accounts and Continued Use of Existing Business Forms and Checks, (II) Authorizing the Continued Use of Cash Management System, (III) Waiving Certain Investment and Deposit Guidelines, (IV) Authorizing the Debtors to Maintain Corporate Card Program and Honor Prepetition Obligations Related Thereto, and (V) Granting Administrative Expense Status to Postpetition Intercompany Claims* [D.I. 11] (the “Cash Management Motion”) and related orders [D.I. 31 & 187].

As described in the Cash Management Motion, the Debtors’ cash receipts that enter the cash management system through the “Fully Integrated Zero-Balance Operating Accounts” in the name of most operating Debtors are swept at the end of each day and are subsequently deposited into a corporate concentration account in the name of Air Pros, LLC. The cash disbursements for purposes of calculating the fees owed to the Office of the United States Trustee exclude these daily intercompany zero-balance transfers. In addition, given these zero-balance account transfer mechanics, on certain of the Debtors’ MORs the ending cash balance identified in Part 1 will not equal the cash balance in other parts of the MOR (on a bank or book basis, e.g., on the balance sheet).

3. **Payments to Insiders:** The only insider payments made by the Debtors were ordinary course payroll to Brian Smith, Chief Operating Officer of the Debtors. These payments were made by Debtor Air Pros Solutions, LLC.

4. **Supporting Documentation:** Bank Reconciliation. In accordance with the Monthly Operating Report Instructions in connection with the completion of *UST Form 11-MOR, Part 1, Cash Receipts and Disbursements*, reported cash receipts and disbursements exclude intercompany and debtor-to-debtor transactions. As a result, for those Debtors with net intercompany cash outflows or inflows during the reporting period, the ending cash balances reported on Form 11-MOR Part 1 may not match the ending cash balances per the Debtors’ bank statements or the Debtors’ books and records.

5. **Post-petition Financing:** As described in the *Emergency Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition financing and to Use Cash Collateral, (B) Granting Liens and Superpriority Claims, (C) Granting Adequate Protection, (D) Modifying the Automatic Stay, (E) Scheduling Final Hearing, and (F) Granting Related Relief* [D.I. 13] (the “DIP Financing Motion”), and the final order approving the DIP Financing Motion [D.I. 255], the Debtors obtained post-petition financing to continue operations and fund these chapter 11 cases. The details of the post-financing are set forth in the DIP Financing Motion.

6. **Debtors’ Full-Time Employees:** In accordance with the MOR instructions, the Debtors’ full-time employee headcount in a given month is calculated based on work hours per entity during that month. The count of full-time employees at the petition date was based on the employee census of active employees as of that date. Hours worked month-to-month fluctuate as technicians work more or less based on customer demand.

Air Pros Dallas LLC
Balance Sheet
As of May 31, 2025

Air Pros Dallas LLC

Assets

Current Assets

Cash	-
Accounts Receivable, Net	-
Inventory	-
Prepaid Expenses	-
Other Current Assets	-
Restricted Deposits	-

Total Current Assets -

Fixed Assets, net	-
Right to Use Asset, Net	-
Goodwill	-
Intangible, Net	-
Investment in sub	-
Intercompany Receivable	-
Other Assets	-

Total Assets -

Liabilities and Shareholder Equity (Deficit) -

Current Liabilities -

Accounts Payable, Postpetition	-
Accrued Professional Fees, Postpetition	-
DIP Loan	-

Postpetition Payables -

Postpetition Taxes Payable -

Total Current Liabilities -

Liabilities Subject to Compromise

Accounts Payable, Prepetition	-
Accrued Liabilities	-
Taxes Payable, Prepetition	-
Accrued Interest	-
Deferred Revenue	-
Other Liabilities	-
Financing Lease Obligation, Current Portion	-
Operating Lease Obligation, less Current Portion	-
Intercompany Payable	-
Financing Lease Obligation, less Current Portion	-
Operating Lease Obligation, less Current Portion	-
Notes Payable	-
Earnout Liability	-
Holdback Liability	-
Warrant Liability	-
Revolving Line of Credit	-
Term Loan Payable	-
Original Issue Discount	-

Total Liabilities Subject to Compromise -

Total Liabilities -

Members' Interest -

Warrants -

Retained Earnings -

Net Income -

Total Members' Interest -

Total Liabilities and Members Interest -