

UNITED STATES BANKRUPTCY COURT

Northern DISTRICT OF California

In Re. Spruce Pine, LP

Case No. 24-10532

Debtor(s)

Lead Case No. 24-10545

Jointly Administered

Monthly Operating Report

Chapter 11

Reporting Period Ended: 03/31/2025

Petition Date: 09/12/2024

Months Pending: 7

Industry Classification: 5 3 1 3

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/ Thomas B. Rupp

Signature of Responsible Party

04/17/2025

Date

Thomas B. Rupp

Printed Name of Responsible Party

Keller Benvenuti Kim LLP
425 Market Street, 26th Floor
San Francisco, CA 94105
Address

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



Case: 24-10545 Doc# 1326 Filed: 04/17/25 Entered: 04/17/25 12:00:00 PM

Part 1: Cash Receipts and Disbursements	Current Month	Cumulative
a. Cash balance beginning of month	\$1,160	
b. Total receipts (net of transfers between accounts)	\$100	\$1,600
c. Total disbursements (net of transfers between accounts)	\$0	\$340
d. Cash balance end of month (a+b-c)	\$1,260	
e. Disbursements made by third party for the benefit of the estate	\$0	\$0
f. Total disbursements for quarterly fee calculation (c+e)	\$0	\$340

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 checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation))	\$0
d. Total current assets	\$1,260
e. Total assets	\$1,260
f. Postpetition payables (excluding taxes)	\$500
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)	\$500
k. Prepetition secured debt	\$0
l. Prepetition priority debt	\$0
m. Prepetition unsecured debt	\$1,500
n. Total liabilities (debt) (j+k+l+m)	\$2,000
o. Ending equity/net worth (e-n)	\$-740

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	\$-100	
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)	\$100	\$-740

Part 5: Professional Fees and Expenses

			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
a.	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					
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ci						

			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative	
b.	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						
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	xcix					
	c					
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

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 <input type="radio"/> No <input checked="" type="radio"/> |
| m. If yes, have you made all Domestic Support Obligation payments? | Yes <input type="radio"/> No <input type="radio"/> N/A <input checked="" type="radio"/> |

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/ Bradley D. Sharp

Signature of Responsible Party

Chief Restructuring Officer

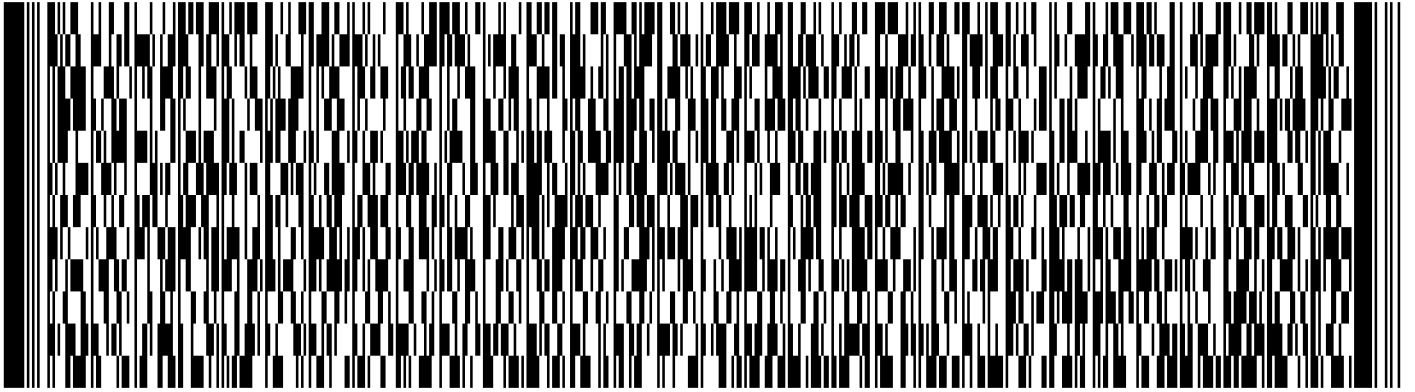
Title

Bradley D. Sharp

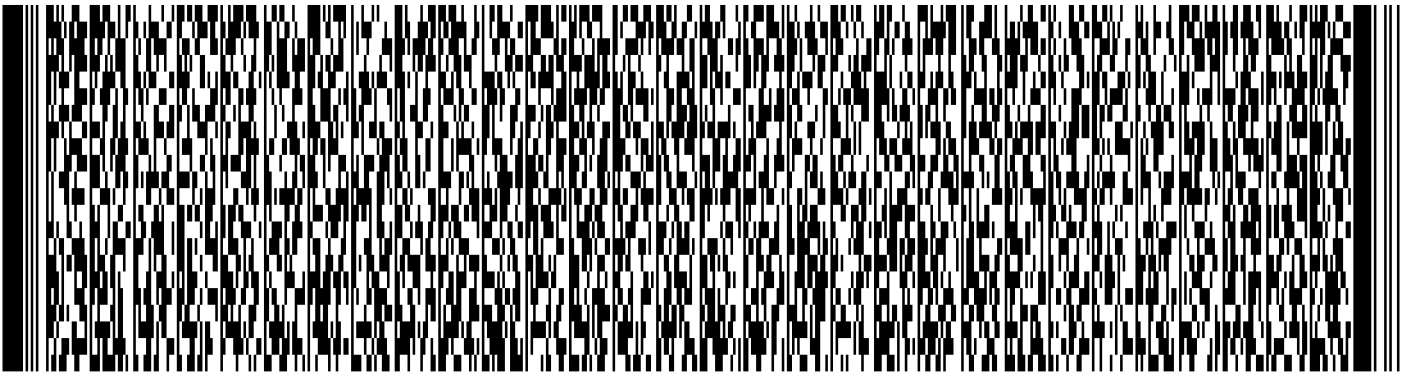
Printed Name of Responsible Party

04/17/2025

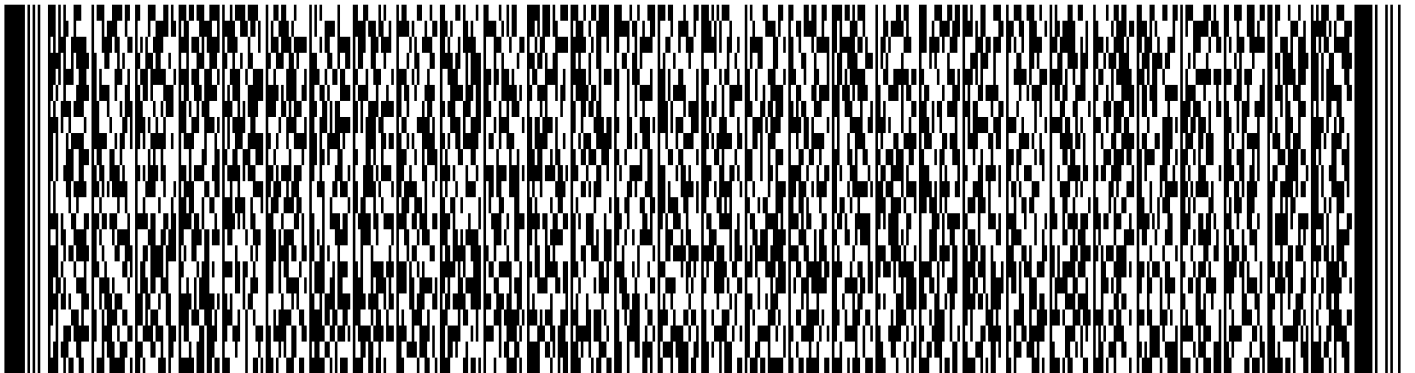
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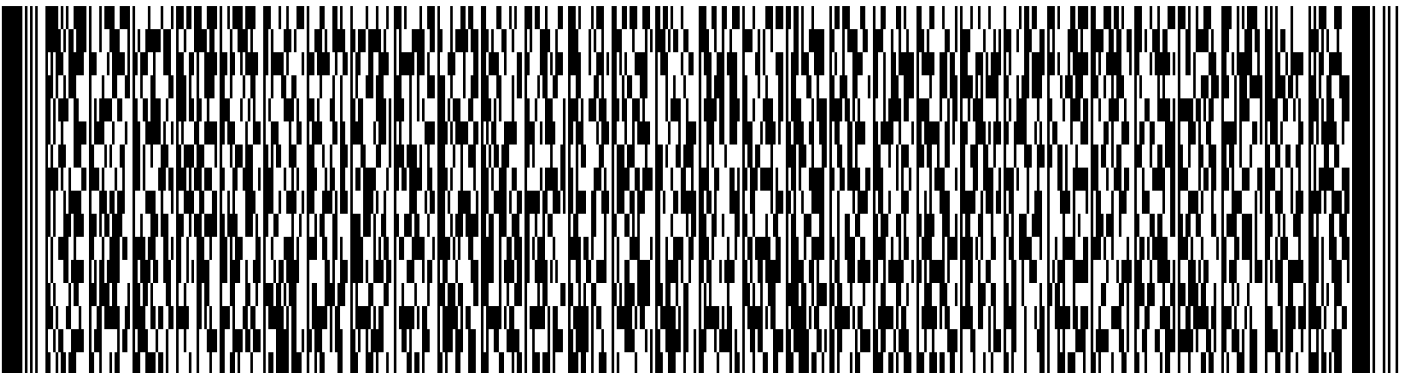
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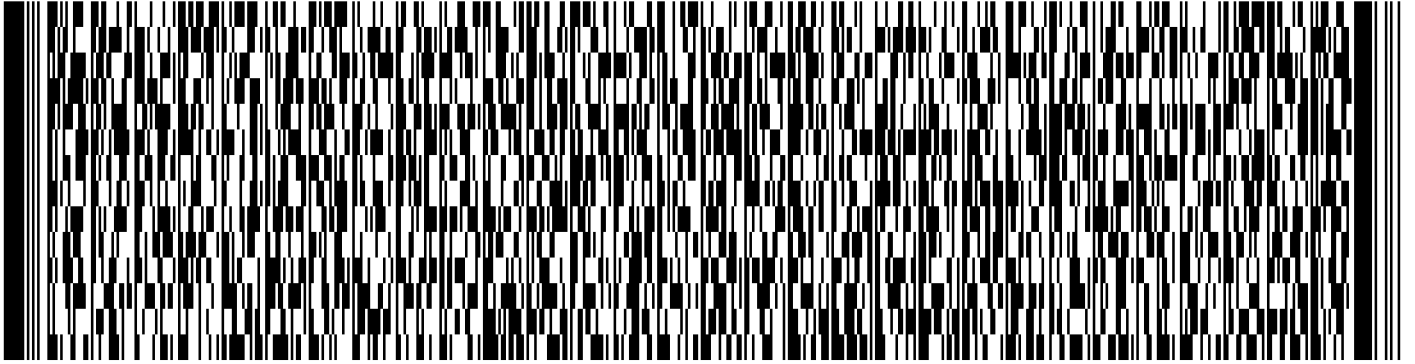
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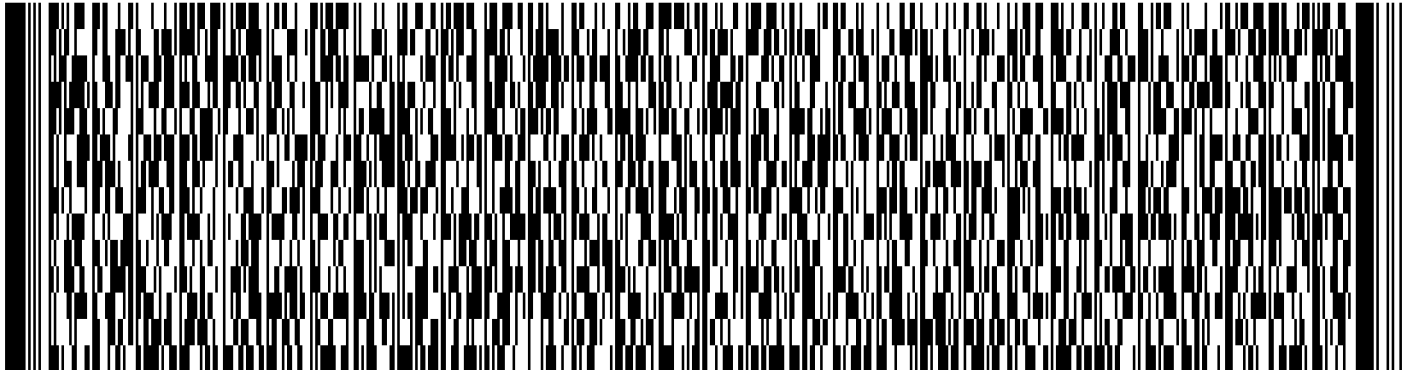
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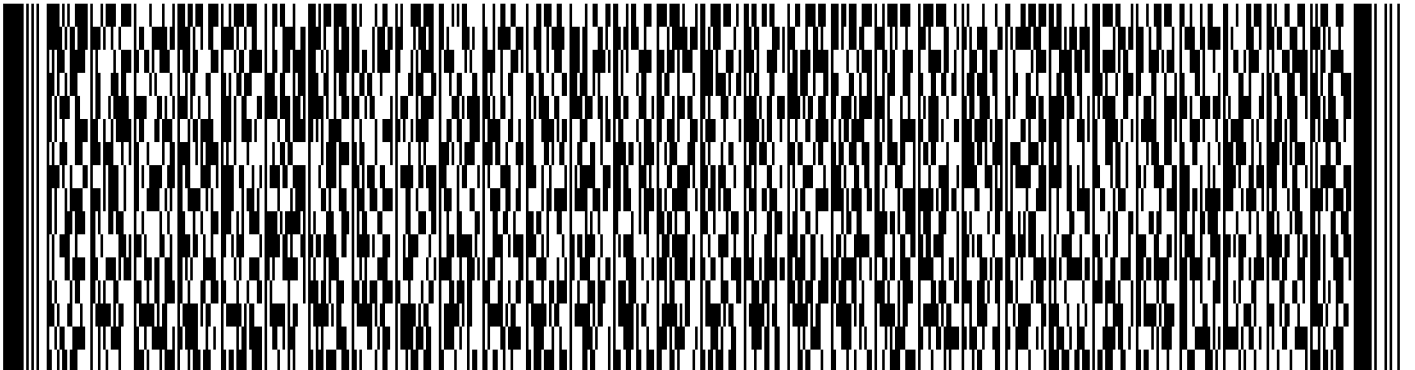
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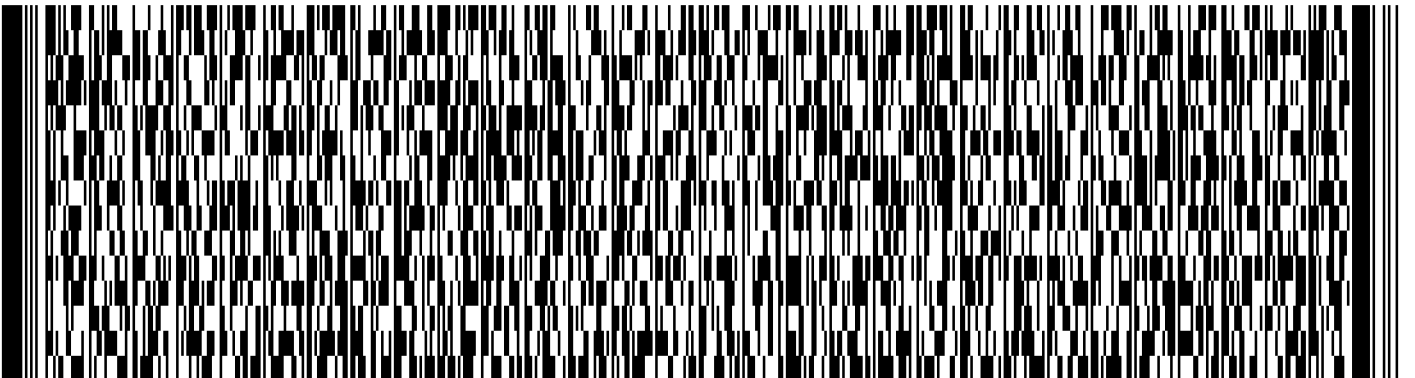
Bankruptcy1to50



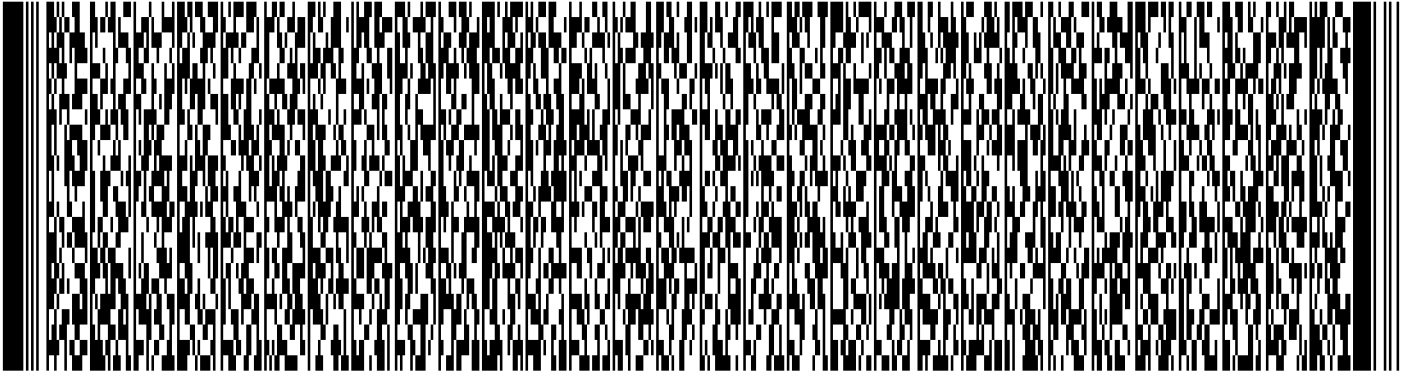
Bankruptcy51to100



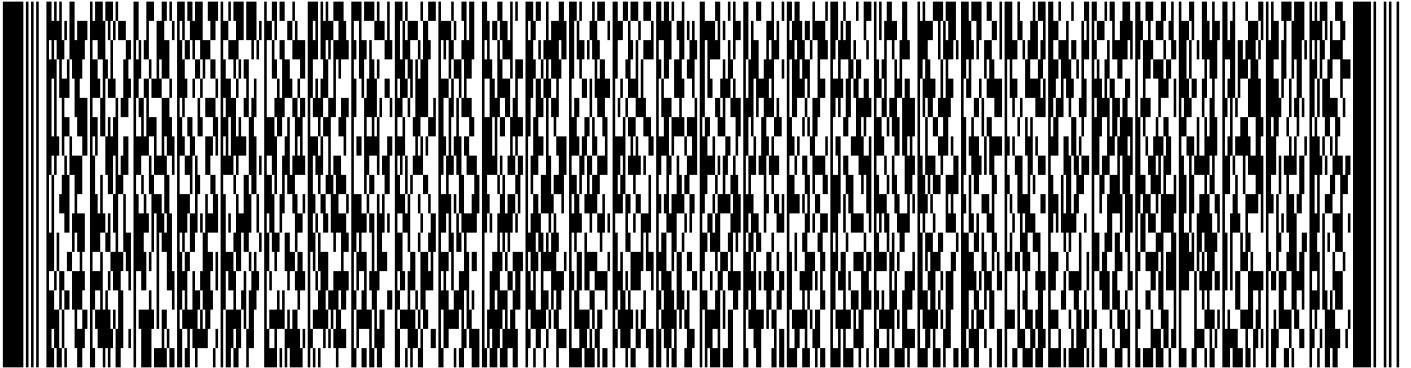
NonBankruptcy1to50



NonBankruptcy51to100



PageThree



PageFour

In re LeFever Mattson, a California corporation, et al.

Lead Case No. 24-10545 (CN)

Global Notes to Monthly Operating Reports

General Notes: On September 12, 2024 (the “Petition Date”), LeFever Mattson, a California corporation, (“LeFever Mattson”) and certain of its affiliates (collectively, the “Debtors”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Northern District of California (Santa Rosa Division) (the “Bankruptcy Court”), commencing the chapter 11 cases now jointly administered, for procedural purposes only, under Lead Case No. 24-10545 (the “Chapter 11 Cases”).¹ The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors are providing the information and documents provided herewith (collectively, and for all Debtors, the “Monthly Operating Reports”) pursuant to the in response to the *Uniform Periodic Reports in Cases Filed Under Chapter 11 of Title 11*, promulgated by the United States Trustee Program, and the *United States Trustee Chapter 11 Operating and Reporting Guidelines for Debtors in Possession* (Revised March 31, 2023). All information in these Monthly Operating Reports relates solely to the Debtors, and not to any non-Debtor affiliate. The following notes and statements and limitations should be referred to, and referenced in connection with, any review of the Monthly Operating Reports.

Basis of Presentation: The Debtors are submitting their Monthly Operating Reports solely for the purposes of complying with requirements applicable in these Chapter 11 Cases. The financial information included in the Monthly Operating Reports is unaudited and has not been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) and does not include all of the information and footnotes required by U.S. GAAP. The Monthly Operating Reports are not intended to reconcile to any financial statements otherwise prepared or distributed by the Debtors. The financial information contained herein is presented per the Debtors’ books and records without, among other things, all adjustments or reclassification that may be necessary or typical in accordance with U.S. GAAP. It is possible that not all assets, liabilities, income, or expenses have been recorded at the time of production. The financial information included in the Monthly Operating Reports has not been subjected to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP or any other recognized financial reporting framework, and, upon application of such procedures, the Debtors believe that the financial information could be subject to changes, and these changes could be material. The results of operations contained in the financial statements provided with these Monthly Operating Reports are not necessarily indicative of results that may be expected from any

¹ Debtor Windscape Apartments, LLC, filed its chapter 11 petition on August 6, 2024. Debtors Pinewood Condominiums, LP, and Ponderosa Pines, LP, filed their chapter 11 petitions on October 2, 2024.

other period or for the full year and may not necessarily reflect the results of operations and financial position of the Debtors in the future.

The Debtors' books and records are kept on a cash basis. Accounts Receivable and Accounts Payable have been included in the responses to Part 2: Asset and Liability Status but are not included in the balance sheets attached with each monthly operating report.

Certain Debtors have joint ownership of assets with other Debtors. The asset account balances and activity have been allocated based on the Debtor's ownership percentage.

Reservation of Rights: The Debtors reserve all rights to amend or supplement their Monthly Operating Reports in all respects, as may be necessary or appropriate. Nothing contained in these Monthly Operating Reports shall constitute a waiver of any of the Debtors' rights under any applicable law or an admission with respect to any issue in the Chapter 11 Cases.

Bank Accounts: To the extent a Debtor has joint ownership of a property with another Debtor, the bank statements have been included for the property for each Debtor.

Internal Transfers: Transfers between Debtors are reflected as Intercompany Transfers on the Statements of Cash Receipts and Disbursements. The cumulative amounts of the internal transfers are shown as Intercompany Assets or Intercompany Liabilities on the Balance Sheets.

Payments Made on Prepetition Debt: On or about September 25, 2024, the Bankruptcy Court entered interim orders (the "Interim Orders") authorizing, but not directing, the Debtors to, among other things, pay certain prepetition claims relating to (a) employee wages, salaries, and other compensation and benefits; (b) insurance premiums; and (c) the continued use of the Debtors' Cash Management System. Final orders granting such relief were entered on or about October 17-21, 2024 (the "Final Orders," and, collectively with the Interim Orders, the "First Day Orders"). Payments made on prepetition debt pursuant to the First Day Orders are not recorded in Attachment 1.

Payments to Insiders: Except as otherwise indicated in a supplemental statement, all payments made by the Debtors to "Insiders," as such term is defined in 11 U.S.C. § 101(31), constituted the regular compensation owed to those persons or reimbursements in the ordinary course of business.

Windtree, LP: Windtree, LP is an entity that was historically controlled by Ken Mattson. It was recently discovered that Windtree, LP is the owner of record for three properties located in Perris, California, at 333 Wilkerson Ave., 371 Wilkerson Ave., and 411 Wilkerson Ave. The Debtors do not have any records related to these properties and are working to obtain information.

1050 Elm Street: At the commencement of the Chapter 11 Cases, the Debtors' books and records reflected the owner of 1050 Elm Street in Napa, California, as Tradewinds Apartments, LP. After review of conflicting information regarding the ownership of 1050 Elm Street, it has been determined that 1050 Elm Street is owned by Pinecone, LP and not Tradewinds Apartments, LP. Previous operating reports for Pinecone, LP and Tradewinds Apartments, LP have been amended to reflect this ownership determination.

Spruce Pine, LP
24-10532
Statement of Cash Receipts and Disbursements
3/31/2025

	<u>Current Month</u>	<u>Accumulated Total</u>
Receipts		
Operating		
Rental Income	\$ -	\$ -
Other Operating Cash Receipts	100	100
Total Operating Receipts	<u>\$ 100</u>	<u>\$ 100</u>
Non-Operating		
Other Non-Operating Cash Receipts	\$ -	\$ -
Intercompany Transfers	-	1,500
Adjustments to Intercompany Balances	-	-
DIP Funding	-	-
Asset Sales	-	-
Total Non-Operating Receipts	<u>\$ -</u>	<u>\$ 1,500</u>
Total Receipts	<u>\$ 100</u>	<u>\$ 1,600</u>
Disbursements		
Operating		
Payroll & Payroll Taxes	\$ -	\$ -
Insurance	-	-
Utilities	-	-
Repairs & Maintenance	-	-
Admin Expense	-	340
Professional Fees	-	-
Other Operating Disbursements	-	-
Management Fees	-	-
Taxes (sales, property, other)	-	-
Total Operating Disbursements	<u>\$ -</u>	<u>\$ 340</u>
Non-Operating		
Debt Service	\$ -	\$ -
Other Non-Operating Disbursements	-	-
Restructuring Fees	-	-
Owner Distributions	-	-
Intercompany Transfers	-	-
Transfers to Non-Debtors	-	-
Adjustments to Intercompany Balances	-	-
Capital Expenditures	-	-
Total Non-Operating Disbursements	<u>\$ -</u>	<u>\$ -</u>
Total Disbursements	<u>\$ -</u>	<u>\$ 340</u>
Net Cash Receipts and Disbursements	<u>\$ 100</u>	<u>\$ 1,260</u>
Total Disbursements less Intercompany Disbursements	<u>\$ -</u>	<u>\$ 340</u>

Spruce Pine, LP
24-10532
Balance Sheet
3/31/2025

	<u>Current Month</u>
Assets	
Current Assets	
Cash & Equivalents	\$ 1,260
Accounts Receivable	-
Notes Receivable	-
Intercompany Receivables	-
Intercompany Receivables - US Trustee Fees	-
Other Receivables	-
Total Current Assets	<u>\$ 1,260</u>
Fixed Assets	
FF&E	\$ -
Capital Assets	-
Accumulated Depreciation	-
Total Fixed Assets	<u>\$ -</u>
Other Assets	\$ -
Other Assets (To Be Reconciled)	-
Total Other Assets	<u>\$ -</u>
Total Assets	<u>\$ 1,260</u>
Liabilities	
Current Liabilities	
Current Liabilities	\$ -
Security Deposits	-
Other Payables	-
Intercompany Liabilities - LM	1,500
Intercompany Liabilities - Other	-
Intercompany Liabilities - US Trustee Fees	500
Other Liabilities	-
Other Liabilities (To Be Reconciled)	-
Total Current Liabilities	<u>\$ 2,000</u>
Long-Term Liabilities	
Deferred Gain (Loss)	\$ -
Notes Payable	-
Notes Payable - LM	-
Total Long-Term Liabilities	<u>\$ -</u>
Total Liabilities	<u>\$ 2,000</u>
Equity	
Capital	\$ -
Retained Earnings	-
YTD Net Income	(740)
Total Equity	<u>\$ (740)</u>
Total Liabilities and Equity	<u>\$ 1,260</u>

Spruce Pine, LP
 24-10532
 Statement of Operations
 3/31/2025

	<u>Current Month</u>	<u>Accumulated Total</u>
Income		
Revenue		
Rental Income	\$ -	\$ -
Garage Income	-	-
Other Revenue		
Other Income	-	-
Total Revenue	<u>\$ -</u>	<u>\$ -</u>
Expense		
Operating Expense		
Admin Expense	\$ (100)	\$ 240
Bank Fees	-	-
Commissions	-	-
Garage Expense	-	-
Insurance	-	-
Landscaping	-	-
Licenses & Fees	-	-
Marketing	-	-
Payroll	-	-
Professional Fees	-	-
Property Expense	-	-
Rent Expense	-	-
Repairs & Maintenance	-	-
Utilities	-	-
Other Operating Expense	-	-
Total Operating Expense	<u>\$ (100)</u>	<u>\$ 240</u>
Non-Operating Expense		
Restructuring Fees	\$ -	\$ 500
Interest Expense	-	-
Tax	-	-
Total Non-Operating Expense	<u>\$ -</u>	<u>\$ 500</u>
Total Expense	<u>\$ (100)</u>	<u>\$ 740</u>
Net Income	<u>\$ 100</u>	<u>\$ (740)</u>

Spruce Pine, LP
 24-10532
 Bank Reconciliation
 3/31/2025

Bank Account	Balance Per Bank Statement	Outstanding Deposits	Outstanding Checks	Attributed to Other Debtors	Attributed to Non-Debtors	Other Activity	Reconciled Balance
East West LeFever Mattson EW Bank	2,116,954	-	(27,824)	(2,081,041)	-	(6,830)	1,260
Grand Total	2,116,954	-	(27,824)	(2,081,041)	-	(6,830)	1,260

9300 Flair Dr., 1St FL
El Monte, CA. 91731

Direct inquiries to:
888 761-3967

ACCOUNT STATEMENT

Page 1 of 5
STARTING DATE: March 01, 2025
ENDING DATE: March 31, 2025
Total days in statement period: 31
██████████0797
(14)

LEFEVER MATTSON
CHAPTER 11 DEBTOR IN POSSESSION
CASE #24-10545
6359 AUBURN BLVD STE B
CITRUS HEIGHTS CA 95621-5200

Protecting the security of your account and personal information is our top priority. Learn about our online security best practices and tips on how to protect yourself from cybercrime by visiting eastwestbank.com/privacy-and-security.

Commercial Analysis Checking

Account number	██████████0797	Beginning balance	\$450,152.88
Enclosures	14	Total additions	(3) 2,016,459.04
Low balance	\$103,495.28	Total subtractions	(25) 349,657.60
Average balance	\$489,526.09	Ending balance	\$2,116,954.32

CREDITS

Number	Date	Transaction Description	Additions
	03-28	Wire Trans-IN ACD327CP00002441 LEFEVER MATTSON 122234149 LOAN LM TO NUT PIN E	1,500.00
	03-28	Wire Trans-IN 6358b2e4-45b1-4ae8-9c96-b9cc700d6bc7 LAFM DIP LLC 122287251 CASE #24-10545	2,000,000.00
	03-31	Deposit Bridge	14,959.04

CHECKS

Number	Date	Amount	Number	Date	Amount
20020	03-04	240.00	20057 *	03-18	1,550.00
20026 *	03-04	240.00	20058	03-18	1,550.00
20028 *	03-04	240.00	20059	03-19	3,100.00
20030 *	03-04	240.00	20060	03-18	1,550.00
20032 *	03-04	240.00	20061	03-19	1,550.00
20034 *	03-04	240.00	20062	03-19	1,550.00
20050 *	03-05	41.65	* Skip in check sequence		
20053 *	03-18	7,705.00			

DEBITS

Date	Transaction Description	Subtractions
03-05	Outgoing Wire ACD3265P00002774 Pineapple Bear Ope 121137522 LM Loan to Pineapp le Bear	100,000.00
03-06	Outgoing Wire ACD3266P00002858 Pineapple Bear Ope 121137522 Loan LM to Pineapp le Bear	55,755.00
03-06	Onln Bkg Trfn D TO ACC 05500021063	2,000.00
03-12	Outgoing Wire ACD326CP00003214 Niro LLC (Rishi Ja 021000021 RJain BOD Fee Inv 1 9	15,000.00
03-12	Outgoing Wire ACD326CP00003215 FJM Ventures, Inc 322271627 LMiller BOD Fee In v 5001 9	15,000.00
03-17	Onln Bkg Trfn D TO ACC 05500020986	14,616.77
03-20	Outgoing Wire ACD3274P00002433 Pineapple Bear Ope 121137522 LM Loan to Pineapp le Bear Operating	120,000.00

9300 Flair Dr., 1St FL
El Monte, CA. 91731

LEFEVER MATTSON

STARTING DATE: March 01, 2025

ENDING DATE: March 31, 2025

0797

Date	Transaction Description	Subtractions
03-24	Analysis Servic ANALYSIS ACTIVITY FOR 02/25	2,749.18
03-25	Onln Bkg Trfn D TO ACC 05500020776	1,500.00
03-28	Outgoing Wire ACD327CP00002441 Nut Pine LP 122234149 Loan LM to Nut Pin e	1,500.00
03-28	Outgoing Wire ACD327CP00003617 Home Tax Service f 122234149 Loan LM to Nut Pin e Woodland Oaks	1,500.00

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
02-28	450,152.88	03-17	246,299.46	03-25	103,495.28
03-04	448,712.88	03-18	233,944.46	03-28	2,101,995.28
03-05	348,671.23	03-19	227,744.46	03-31	2,116,954.32
03-06	290,916.23	03-20	107,744.46		
03-12	260,916.23	03-24	104,995.28		

OVERDRAFT/RETURN 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