

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	x	
	:	
In re:	:	Chapter 11
	:	
LVI INTERMEDIATE HOLDINGS, INC., <i>et</i>	:	Case No. 20-11413 (KBO)
<i>al.</i> ,	:	
	:	(Jointly Administered)
Debtors. ¹	:	
	x	

**GLOBAL NOTES PERTAINING TO SCHEDULES
AND STATEMENTS OF FINANCIAL AFFAIRS**

On May 29, 2020 (the “Petition Date”), LVI Intermediate Holdings, Inc. (“LVI”) and certain of its affiliates, the debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), filed voluntary petitions for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), which cases are being jointly administered under Case No. 20-11413 (KBO). With the assistance of their professionals, the Debtors’ management prepared the Schedules of Assets and Liabilities (collectively, the “Schedules”) and Statements of Financial Affairs (the “SOFAs” and, together with the Schedules, the “Schedules and SOFAs”) pursuant to Section 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure. The Schedules and SOFAs are unaudited and do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States, and they are not intended to be fully reconciled to the financial statements.

Although the Debtors’ management has made reasonable efforts to ensure that the Schedules and SOFAs are accurate and complete based on information that was available to them at the time of preparation, subsequent information or discovery of inadvertent errors or omissions may result in material changes to the Schedules and SOFAs. The information provided herein, except as otherwise noted, is as of the Petition Date. Subsequent receipt of information or an audit may result in material changes in financial data requiring amendment of

¹The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: LVI Intermediate Holdings, Inc., (7674); Total Vision Institute, LLC (7571); QualSight, LLC (3866); The LASIK Vision Institute, LLC (7564); Cataract Vision Institute, LLC (7697); Healthcare Marketing Services, LLC (9982); LVI Missouri, LLC (7088); Cataract Vision Institute Florida, LLC (3423); TLC Vision Center Holdings, LLC (5400); TLC Whitten Laser Eye Associates, LLC (0182); TLC Vision Centers, LLC (8271); TruVision, LLC (3399); TruVision Contacts, LLC (3399); Laser Eye Surgery, LLC (3448); TLC Laser Eye Centers (Refractive I), LLC (2702); TLC The Laser Center (Pittsburgh) L.L.C. (2881); TLC The Laser Center (Indiana) LLC (8456); and TLC The Laser Center (Institute), LLC (0959). The Debtors’ executive headquarters are located at 1555 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, Florida 33401.

the Schedules and SOFA. Accordingly, the Schedules and SOFAs remain subject to further review and verification by the Debtors. The Debtors reserve their right to amend the Schedules and SOFAs from time to time as may be necessary or appropriate. These global notes regarding the Schedules and SOFAs (the “Global Notes”) comprise an integral part of the Schedules and SOFAs filed by the Debtors and should be referenced in connection with any review of the Schedules and SOFAs. Nothing contained in the Schedules and SOFAs shall constitute a waiver of any rights or claims of the Debtors against any third party, or in or with respect to any aspect of the chapter 11 cases.

The Schedules and SOFAs have been signed by Lisa Melamed, the Chief Executive Officer and President of LVI and an authorized signatory of each Debtor. In reviewing and signing the Schedules and SOFAs, Ms. Melamed has necessarily relied upon the efforts, statements and representations of certain accounting personnel and advisors. Ms. Melamed has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors.

1. Asset Presentation. Each asset and liability of the Debtors is reflected on the Schedules and SOFA as of the Petition Date. Such assets and liabilities are presented on the basis of their net book value in the Debtors’ unaudited accounting books and records, not on the basis of current market values. Although the Debtors do not expect that their assets or liabilities as of the Petition Date will vary materially from those listed in the Schedules and SOFAs, the Debtors reserve their right to amend or adjust the value of any asset or liability set forth herein.

2. Liabilities. The Debtors have sought to allocate liabilities between the prepetition and post-petition periods based on the information and research that was conducted in connection with the preparation of the Schedules and SOFAs. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and post-petition periods may change, and the Debtors reserve the right to change the allocation of liability to the extent such additional information becomes available.

The liabilities listed on the Schedules do not reflect any analysis of claims under Section 503(b)(9) of the Bankruptcy Code. Accordingly, the entire amount of a prepetition liability for goods delivered in the twenty (20) days prior to the Petition Date is commingled with a creditor’s other open liabilities reflected in the Debtors’ accounts payable system. A bar date for the filing of claims under Section 503(b)(9) has been separately established by the Bankruptcy Court, and creditors asserting claims under Section 503(b)(9) should refer to those bar date procedures and should not rely on the Schedules to assert an administrative expense claim under Section 503(b)(9) for any amount scheduled as due and owing as of the Petition Date.

To the extent the Debtors paid any pre-petition claims pursuant to any orders entered by the Bankruptcy Court in these Chapter 11 Cases, those amounts are not scheduled.

3. Estimates. As of the Petition Date, the Debtors were required to make certain estimates and assumptions that affect the reported amounts of their assets, liabilities, revenue and expenses.

4. Causes of Action. The Debtors reserve any and all of their rights with respect to any causes of action they may have, whether or not listed in the Schedules and SOFAs, and neither these Global Notes nor the Schedules and SOFAs shall be deemed a waiver of any such causes of action.

5. Claims Description. Any failure to designate a claim on the Schedules and/or SOFAs as “disputed,” “contingent” or “unliquidated” does not constitute an admission by the Debtors that such claim is not “disputed,” “contingent” or “unliquidated.” The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules and SOFAs as to amount, priority, secured or unsecured status, or classification, or to otherwise designate any claim as “disputed,” “contingent” or “unliquidated” by filing and serving an appropriate amendment.

6. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.

7. Intercompany Transactions. In the ordinary course of business, the Debtors engage in various transactions that relate to multiple Debtor entities which include but are not limited to: (a) transactions to a provider for goods/services which relate to operations among multiple Debtors; and (b) wages to certain employees whose scope of work expands among multiple Debtors. These transactions have resulted in intercompany and intracompany (see Cash Management Motion [Docket No. 8]) claims which historically have not been accounted for on a Debtor by Debtor basis but instead have been accounted for by business segment due to limitations of the Debtors’ accounting system. As such, the intercompany receivables and payables are not reflected in the Schedules and SOFAs.

8. Property and Equipment. Nothing in the Schedules or SOFAs (including, without limitation, the failure to list leased property or equipment as owned property or equipment) is, or shall be construed as, an admission as to the determination of legal status of any lease (including whether any lease is a true lease or financing arrangement), and the Debtors reserve all their rights with respect to such issues.

9. Insiders. For purposes of the SOFAs, the Debtors have listed payments made to certain individuals and entities within one (1) year of the Petition Date. By doing so, the Debtors do not take a position on whether any person or entity is or was an insider during a portion or all of the one-year period prior to the Petition Date.

10. Specific Notes. These Global Notes are in addition to the specific notes set forth in the individual Schedules and SOFAs. Disclosure of information in one Schedule, the SOFAs, an exhibit or continuation sheet, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, the SOFA or any exhibits or continuation sheets.

11. Totals. All totals that are included in the Schedules represent totals of the liquidated amounts for the individual schedule for which they are listed. To the extent there are unknown or undetermined amounts included in the Schedules and SOFAs, the actual totals may be different than the listed totals.

12. Unliquidated Claim Amounts. Claim amounts that could not be fairly quantified by the Debtors are scheduled as “undetermined” or “unknown.” The description of an amount as “unknown,” “TBD” or “undetermined” is not intended to reflect upon the materiality of such amount.

13. Claimants. The identity of some of the holders of claims may have changed over time due to trading and/or transfer of certain of these claims. It is the Debtors’ belief that the claims against the Debtors were as of the Petition Date held by the entities identified in the Schedules (or affiliates of such entities or beneficial holders for which such entities are nominees or asset managers), in the principal amounts set forth herein, without inclusion of accrued and unpaid interest (unless expressly noted that interest is included).

14. Employee Addresses. Current employee, former employee, and director addresses have been removed from entries listed throughout the Schedules and SOFAs, where applicable, pursuant to the Court’s Order (I) Authorizing the Debtors to (A) File a Consolidated Creditor Matrix in Lieu of Submitting a Separate Creditor Matrix for Each Debtor (B) File a Consolidated List of the Debtors’ Thirty (30) Largest Unsecured Creditors and (C) Redact Certain Personal Identification Information From the Matrix, and (II) Granting Related Relief [Docket. No. 43].

15. Patient Addresses. Current and former patient addresses have been removed from entries listed throughout the Schedules and SOFAs where applicable in order to comply with HIPAA or similar privacy law requirements, and pursuant to the Court’s Order Authorizing Certain Procedures to Protect the Confidentiality of Patient Information as Required by Applicable Privacy Rules [Docket. No. 143].

16. General Reservation of Rights. The Debtors specifically reserve the right to amend, modify, supply, correct, change or alter any part of their Schedules and SOFA as and to the extent necessary as they deem appropriate.

Specific Disclosures With Respect to the Debtors’ Schedules

17. Schedule A/B: Part 3: As explained in the Debtors’ Cash Management Motion [Docket No. 8] (the “Cash Management Motion”) the Debtors’ cash management structure includes approximately 158 bank accounts, including non-debtor accounts. Only those accounts that belong to Debtors are included in the schedules.

18. Schedule A/B: Part 4.15: The Debtors have wholly and partially owned interests in various entities. The Debtors note where ownership is directly held and not indirectly held.

19. Schedule A/B: Part 9.55: The Debtors historically maintain and record leasehold improvements on an individual debtor basis. Due to limitations in the accounting system, the Debtors are unable to determine which specific properties are associated with each of the leasehold improvements and as such have not listed specific property information in the schedule.

20. Schedule A/B: Part 10.62: In the ordinary course the Debtors have various licensing arrangements which include: (a) software licensing, (b) IT licensing, (c) licensing with doctor affiliates, and (d) licensing with other third party practices. The Debtors did not include these in Schedule 10.62 but has included these licensing arrangements, to the best of their abilities, in Schedule G to the extent they exist for each Debtor.

21. Schedule A/B: Part 10.64: While the Debtors have made reasonable efforts to respond comprehensively to Question 10.64, certain de minimis intangible assets may be omitted.

22. Schedule A/B: Part 11.72: As a result of a March 2019 change in control, the Debtors performed an analysis pursuant to Section 382 of the Internal Revenue Code and determined there is approximately \$34,939,387 of allowable net operating losses. As this analysis was done on a consolidated basis, the Debtors are not able to identify corresponding amounts for each Debtor. In addition, as of this date the Debtors' analysis of existing net operating losses for fiscal year ending 2019 is not complete and as such have not listed any amounts in the schedule.

23. Schedule A/B: Part 11.72: The Debtors have no known outstanding tax refunds for fiscal year ending 2018. As the tax returns have not yet been completed, any 2019 tax refunds have not been determined and as such have not listed any amounts in the schedule.

24. Schedule E/F: Creditors Who Have Unsecured Claims. The listing of any claim on Schedule E/F as a priority claim does not constitute an admission by the Debtors that such claim is entitled to priority under Section 507(a) of the Bankruptcy Code. The Debtors reserve the right to dispute the priority status of any claim on any basis.

Although the Debtors have made a reasonable attempt to set forth their unsecured obligations in Schedule E/F, the actual amount of claims against the Debtors may vary from the represented liabilities. Parties in interest should not accept that any listed liability necessarily reflects the correct amount of any unsecured creditor's allowed claim or the correct amount of all unsecured claims. Similarly, parties in interest should not anticipate that recoveries in these cases will reflect the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules and SOFA.

The claims listed on Schedule E/F arose or were incurred on various dates and, in certain instances, the date on which a claim arose may be unknown or subject to dispute. Because fixing that date for each claim in Schedule E/F would be unduly burdensome and cost prohibitive, the Debtors have not listed a date for the claims listed on Schedule E/F.

Schedule E/F does not include employee withholding obligations of the Debtors, which the Debtors remit directly to the applicable authority. In addition, Schedule F does not include certain deferred charges, deferred liabilities or accruals.

Schedule E/F does not include potential rejection damages claims of counterparties to executory contracts or unexpired leases that may be rejected by the Debtors.

25. Schedule G: Executory Contracts and Unexpired Leases. Although the Debtors have made every effort to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Petition Date or is valid or enforceable. The Debtors hereby reserve all of their rights to dispute the validity, status or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement Schedule G as necessary. Certain of the leases and contracts listed on Schedule G may contain renewal options, guarantees of payment, options to purchase, rights of first refusal and other miscellaneous rights. Such rights, powers, duties and obligations may not be set forth separately on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as easements, rights of way, subordination agreements, nondisturbance agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality or nondisclosure agreements. Such documents may not be set forth in Schedule G.

The Debtors may be party to certain agreements that have expired by their terms. Out of an abundance of caution, the Debtors may have listed certain such agreements on Schedule G. The Debtors' inclusion of such contracts or agreements on Schedule G is not an admission that any such contract or agreement is an executory contract or unexpired lease.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission of those contracts from Schedule G.

Specific Disclosures With Respect to the Debtors' SOFAs

26. Question 1. The Debtors' responses to Question 1 reflect net revenue for the relevant period.

27. Question 3. The Debtors' responses reflect disbursement data from the respective Debtors' banking activity and excludes employee wage payments and withholdings such as tax withholdings and benefits withholdings remitted by the Debtors to the applicable authorities.

28. Question 4. The Debtors' responses reflect disbursement data collected from each Debtor's Great Plains accounting system. The Debtors reserve all rights with respect to the determination or status of a person as an "insider" as defined in section 101(13) of the Bankruptcy Code. For more information regarding the Debtors' officers and directors, see Question 28 and Question 29.

29. Question 26. The Debtor has provided financial statements in the ordinary course of its businesses to numerous financial institutions, creditors, and other parties within two years immediately before the Petition Date. In addition, the Debtor has provided financial reports to the Debtor's professionals. Considering the number of such recipients and the possibility that

such information may have been shared with parties without the Debtor's knowledge or consent or subject to confidentiality agreements, the Debtor has not disclosed any parties that may have received such financial statements for the purposes of Statement 26d. To assemble the extensive list of recipients would be unduly burdensome.

30. Question 27. The Debtors inventory critical pharmaceuticals and stock to established par levels. Routine medical and office supplies are replenished on an as-needed basis.

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)**1a. Real property:**

Copy line 88 from Schedule A/B

UNDETERMINED

1b. Total personal property:

Copy line 91A from Schedule A/B

UNDETERMINED

1c. Total of all property:

Copy line 92 from Schedule A/B

UNDETERMINED

Part 2: Summary of Liabilities**2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$161,205,501.00

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of Schedule E/F

\$0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F

+ \$0.00

4. Total liabilities

Lines 2 + 3a + 3b

\$161,205,501.00

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**☒ No. Go to Part 2.☐ Yes. Fill in the information below**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****2. Cash on hand**

2.1. _____ \$ _____

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	Current value of debtor's interest
3.1. _____	_____	_____	\$ _____

4. Other cash equivalents (Identify all)

Description	Name of institution	Type of account	Last 4 digits of account number	Current value of debtor's interest
4.1. _____	_____	_____	_____	\$ _____

5. Total of part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$0.00

Part 2: Deposits and prepayments**6. Does the debtor have any deposits or prepayments?**☒ No. Go to Part 3.☐ Yes. Fill in the information below**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit	Current value of debtor's interest
7.1. _____	\$ _____

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

Current value of
debtor's interest

8.1. _____ \$ _____

9. Total of part 2

Add lines 7 through 8. Copy the total to line 81.

\$0.00

Part 3: Accounts receivable**10. Does the debtor have any accounts receivable?**☒ No. Go to Part 4.☐ Yes. Fill in the information below.**Current value of
debtor's interest****11. Accounts receivable**

Face amount

Doubtful or uncollectible
accounts

11a. 90 days old or less: \$ _____ - \$ _____ = → \$ _____

Face amount

Doubtful or uncollectible
accounts

11b. Over 90 days old: \$ _____ - \$ _____ = → \$ _____

12. Total of part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments**13. Does the debtor own any investments?**☐ No. Go to Part 5.☒ Yes. Fill in the information below.**Valuation method used
for current value****Current value of
debtor's interest****14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock

14.1. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity

% of ownership

15.1.	EAU CLAIRE REFRACTIVE, LLC 1555 PALM BEACH LAKES BLVD. SUITE 600 WEST PALM BEACH FL 33401	60.00%	Undetermined	UNDETERMINED
15.2.	TLC THE LASER CENTER (INDIANA) LLC 1555 PALM BEACH LAKES BLVD. SUITE 600 WEST PALM BEACH FL 33401	100.00%	Undetermined	UNDETERMINED

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe

16.1. _____ \$ _____

17. Total of part 4

Add lines 14 through 16. Copy the total to line 83.

UNDETERMINED

Part 5: Inventory, excluding agriculture assets**18. Does the debtor own any inventory (excluding agriculture assets)?**☒ No. Go to Part 6.☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
19.1. _____	_____	\$ _____	_____	\$ _____
20. Work in progress				
20.1. _____	_____	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
21.1. _____	_____	\$ _____	_____	\$ _____
22. Other inventory or supplies				
22.1. _____	_____	\$ _____	_____	\$ _____
23. Total of part 5				\$0.00

Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?☐ No☐ Yes**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**☐ No☐ Yes Book value: \$ _____ Valuation method: _____ Current value: \$ _____**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**☐ No☐ Yes**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)****27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**☒ No. Go to Part 7.☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
28.1. _____	\$ _____	_____	\$ _____

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****29. Farm animals.** Examples: Livestock, poultry, farm-raised fish

29.1. _____ \$ _____ \$ _____

30. Farm machinery and equipment (Other than titled motor vehicles)

30.1. _____ \$ _____ \$ _____

31. Farm and fishing supplies, chemicals, and feed

31.1. _____ \$ _____ \$ _____

32. Other farming and fishing-related property not already listed in Part 6

32.1. _____ \$ _____ \$ _____

33. Total of part 6

Add lines 28 through 32. Copy the total to line 85.

\$0.00

34. Is the debtor a member of an agricultural cooperative?☐ No☐ Yes. Is any of the debtor's property stored at the cooperative?☐ No☐ Yes**35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**☐ No☐ Yes Book value: \$ _____ Valuation method: _____ Current value: \$ _____**36. Is a depreciation schedule available for any of the property listed in Part 6?**☐ No☐ Yes**37. Has any of the property listed in Part 6 been appraised by a professional within the last year?**☐ No☐ Yes**Part 7: Office furniture, fixtures, and equipment; and collectibles****38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**☒ No. Go to Part 8.☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
39.1. _____	\$ _____	_____	\$ _____
40. Office fixtures			
40.1. _____	\$ _____	_____	\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software			
	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
41.1. _____	\$ _____	_____	\$ _____

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 42. Collectibles.** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

42.1. _____ \$ _____

43. Total of part 7

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available) (Where available)	Valuation method used for current value	Current value of debtor's interest
--	---	---	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1. _____ \$ _____

48. Watercraft, trailers, motors, and related accessories. Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1. _____ \$ _____

49. Aircraft and accessories

49.1. _____ \$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1. _____ \$ _____

51. Total of part 8

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 9: Real property**54. Does the debtor own or lease any real property?**

- ☐ No. Go to Part 10.
☒ Yes. Fill in the information below.

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	--	---	------------------------------------

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

- 55.1. TLC ASHEVILLE
SURGERY CENTER
CAROLINA VISION OPTOMETRISTS, PLLC
1431 SMOKEY PARK HIGHWAY
CANDLER NC 28715
- LEASEHOLD INTEREST UNDETERMINED UNDETERMINED
- 55.2. TLC CHARLOTTE
SURGERY CENTER
MORRISON ROXBOROOUGH PROPERTIES NC, LLC
P.O. BOX 845507
BOSTON MA 02284-5507
- LEASEHOLD INTEREST UNDETERMINED UNDETERMINED

56. Total of part 9

Add the current value on lines 55. Copy the total to line 88.

UNDETERMINED

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 10: Intangibles and intellectual property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☐ No. Go to Part 11.
☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	--	---	------------------------------------

60. Patents, copyrights, trademarks, and trade secrets

60.1. _____ \$ _____ _____ \$ _____

61. Internet domain names and websites

Net book value of debtor's interest Valuation method Current value of debtor's interest

61.1. _____ \$ _____ _____ \$ _____

62. Licenses, franchises, and royalties

62.1. SEE, GLOBAL NOTES UNDETERMINED UNDETERMINED

63. Customer lists, mailing lists, or other compilations

63.1. CUSTOMER LISTS UNDETERMINED UNDETERMINED

64. Other intangibles, or intellectual property

64.1. _____ \$ _____ _____ \$ _____

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****65. Goodwill**

65.1. _____ \$ _____ \$ _____

66. Total of part 10

Add lines 60 through 65. Copy the total to line 89.

UNDETERMINED

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 11: All other assets**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Current value of
debtor's interest**71. Notes receivable**

Description (include name of obligor)	Total face amount	Doubtful or uncollectible amount		Current value of debtor's interest
71.1. _____	\$ _____	- \$ _____	= →	\$ _____

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)	Tax refund amount	NOL amount	Tax year	Current value of debtor's interest
72.1. UNKNOWN	UNDETERMINED	UNDETERMINED	_____	UNDETERMINED

73. Interests in insurance policies or annuities

Insurance company	Insurance policy No.	Annuity issuer name	Annuity account type	Annuity account No.	Current value of debtor's interest
73.1. THE HARTFORD	U.S. GENERAL LIABILITY & AUTOMOBILE - POLICY NO. 20UEN IB1595	_____	_____	_____	UNDETERMINED
73.2. THE HARTFORD	U.S. UMBRELLA - EXCESS - POLICY NO. 20XHU IB2176	_____	_____	_____	UNDETERMINED
73.3. THE HARTFORD	CANADA GENERAL LIABILITY & AUTOMOBILE - POLICY NO. 05LIA0133168	_____	_____	_____	UNDETERMINED

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

73.4.	MEDPRO	U.S. PROFESSIONAL LIABILITY - POLICY NO. HN029390	_____	_____	_____	UNDETERMINED
73.5.	BEAZLEY (LLOYDS)	PROFESSIONAL LIABILITY – EXCESS 1 - POLICY NO. W21247190301	_____	_____	_____	UNDETERMINED
73.6.	MEDPRO	PROFESSIONAL LIABILITY – EXCESS 2 - POLICY NO. EN029390	_____	_____	_____	UNDETERMINED
73.7.	THE HARTFORD	WORKERS COMPENSATION - POLICY NO. 20WE AB9Q7K	_____	_____	_____	UNDETERMINED
73.8.	LLOYDS	BILLING ERRORS & OMISSIONS - POLICY NO. B0621PLVII0001 19	_____	_____	_____	UNDETERMINED
73.9.	SOMPO	CYBER LIABILITY - POLICY NO. PRV10012066102	_____	_____	_____	UNDETERMINED
73.10.	AXA XL	CYBER LIABILITY – EXCESS - POLICY NO. PRV10012066102	_____	_____	_____	UNDETERMINED
73.11.	AIG	CRIME & FIDELITY - POLICY NO. 39783819	_____	_____	_____	UNDETERMINED
73.12.	AIG	FOREIGN LIABILITY - POLICY NO. WS11009434	_____	_____	_____	UNDETERMINED
73.13.	AFFILIATED FM INSURANCE CO.	REAL & PERSONAL PROPERTY - POLICY NO. IA492	_____	_____	_____	UNDETERMINED
73.14.	BERKLEY	DIRECTORS & OFFICERS LIABILITY – TAIL PRIMARY - POLICY NO. BPRO8053267	_____	_____	_____	UNDETERMINED
73.15.	AIG	DIRECTORS & OFFICERS LIABILITY – R/O - POLICY NO. 24544449	_____	_____	_____	UNDETERMINED
73.16.	CHUBB	DIRECTORS & OFFICERS LIABILITY – EXCESS D&O - POLICY NO. G71497665 001	_____	_____	_____	UNDETERMINED

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

73.17.	CHUBB	DIRECTORS & OFFICERS LIABILITY – EXCESS EMPLOYMENT PRACTICES - POLICY NO. G71497677 001	_____	_____	_____	UNDETERMINED
73.18.	NATIONWIDE	DIRECTORS & OFFICERS LIABILITY – EXCESS - POLICY NO. XMF1908947	_____	_____	_____	UNDETERMINED
73.19.	ENCON	DIRECTORS & OFFICERS LIABILITY – PRIMARY POLICY NO. PV- 496209	_____	_____	_____	UNDETERMINED
73.20.	LLOYD'S	DIRECTORS & OFFICERS LIABILITY – EXCESS POLICY NO. 254309	_____	_____	_____	UNDETERMINED
73.21.	LLOYD'S	DIRECTORS & OFFICERS LIABILITY – EXCESS POLICY NO. FL 1902596	_____	_____	_____	UNDETERMINED
73.22.	LLOYD'S	DIRECTORS & OFFICERS LIABILITY – EXCESS & DIC POLICY NO. DOH001128521	_____	_____	_____	UNDETERMINED

74. Causes of action against third parties (whether or not a lawsuit has been filed)

	Nature of claim	Amount requested	Current value of debtor's interest
74.1.	_____	\$ _____	\$ _____

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

	Nature of claim	Amount requested	Current value of debtor's interest
75.1.	_____	\$ _____	\$ _____

76. Trusts, equitable or future interests in property

76.1.	_____	\$ _____
-------	-------	----------

77. Other property of any kind not already listed

Examples: Season tickets, country club membership

77.1.	_____	\$ _____
-------	-------	----------

78. Total of part 11

Add lines 71 through 77. Copy the total to line 90.

UNDETERMINED

Debtor **TLC Laser Eye Centers (Refractive I), LLC**

Case number (if known) **20-11426**

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$0.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	UNDETERMINED	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$0.00	
88. Real property. <i>Copy line 56, Part 9.</i>	→	UNDETERMINED
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	UNDETERMINED	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ UNDETERMINED	
91. Total. Add lines 80 through 90 for each column.91a.	UNDETERMINED	+ 91b. UNDETERMINED
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		UNDETERMINED

Fill in this information to identify the case:

Debtor name: TLC Laser Eye Centers (Refractive I), LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 20-11426

☐ Check if this is an
amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****Column A
Amount of
Claim**Do not deduct
the value of
collateral.**Column B
Value of
collateral that
supports this
claim****2.1. Creditor's name and address**LBC CREDIT PARTNERS III, L.P., AS AGENT
CIRA CENTRE, 2929 ARCH STREET
SUITE 1550
PHILADELPHIA PA 19104**Creditor's email address, if known**
_____**Date debt was incurred:** _____**Last 4 digits of account number:** _____**Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Have you already specified the relative priority?☐ No. Specify each creditor, including this creditor, and its relative priority.

_____☐ Yes. The relative priority of creditors is specified on lines: _____**Describe debtor's property that is subject to a lien**

ALL ASSETS OF THE DEBTOR, WHEREVER LOCATED, WHETHER NOW OWNED OR EXISTING OR HEREAFTER ACQUIRED OR ARISING, TOGETHER WITH ALL PROCEEDS THEREOF.

\$161,205,501.00 UNDETERMINED

Describe the lien

UCC-1 RECORDED 2/16/2016 IN STATE OF DELAWARE AS DOCUMENT # 20160928091 AND 20160928430, AND AS AMENDED 3/7/2016, DOCUMENT # 20161355591 AND 3/15/2016, DOCUMENT # 20161547833

Is the creditor an insider or related party?☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).**As of the petition filing date, the claim is:**
Check all that apply.☐ Contingent☒ Unliquidated☐ Disputed**3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.****\$161,205,501.00**

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☒ No. Go to Part 2.☐ Yes. Go to line 2.**2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part.** If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.**2.1. Priority creditor's name and mailing address**

As of the petition filing date, the claim is:*Check all that apply.*☐ Contingent☐ Unliquidated☐ Disputed**Total claim**

\$ _____

Priority amount

\$ _____

Nonpriority amount

\$ _____

Date or dates debt was incurred

Basis for the claim:

Last 4 digits of account number: ____

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (____)

Is the claim subject to offset?☐ No☐ Yes

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

- 3. List in alphabetical order all of the creditors with nonpriority unsecured claims.** If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1.	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim
	_____	☐ Contingent	\$ _____
	_____	☐ Unliquidated	
	_____	☐ Disputed	
	Date or dates debt was incurred	Basis for the claim:	
	_____	_____	
	Last 4 digits of account number: _ _ _ _	Is the claim subject to offset?	
		☐ No	
		☐ Yes	

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426****Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.**Total of claim amounts****5a. Total claims from Part 1**

5a. \$0.00

5b. Total claims from Part 2

5b. + \$0.00

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

5c. \$0.00

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. **Title of contract** REAL & PERSONAL PROPERTY - POLICY NO. IA492**State what the contract or lease is for** INSURANCE**Nature of debtor's interest** INSURED**State the term remaining** 3/31/2021**List the contract number of any government contract** _____

AFFILIATED FM INSURANCE CO.
270 CENTRAL AVE
JOHNSTON RI 02919

2.2. **Title of contract** CRIME & FIDELITY - POLICY NO. 39783819**State what the contract or lease is for** INSURANCE**Nature of debtor's interest** INSURED**State the term remaining** 11/10/2020**List the contract number of any government contract** _____

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

AIG
80 PINE STREET
NEW YORK NY 10005

2.3. **Title of contract** FOREIGN LIABILITY - POLICY NO. WS11009434**State what the contract or lease is for** INSURANCE**Nature of debtor's interest** INSURED**State the term remaining** 11/10/2020**List the contract number of any government contract** _____

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

AIG
80 PINE STREET
NEW YORK NY 10005

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 2.4. **Title of contract** DIRECTORS & OFFICERS LIABILITY – R/O - POLICY NO. 24544449
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 3/1/2025
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 AIG
 80 PINE STREET
 NEW YORK NY 10005
- 2.5. **Title of contract** CYBER LIABILITY – EXCESS - POLICY NO. PRV10012066102
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 11/10/2020
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 AXA XL
 300 BROADACRES DR # 300
 BLOOMFIELD NJ 07003
- 2.6. **Title of contract** PROFESSIONAL LIABILITY – EXCESS 1 - POLICY NO. W21247190301
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 11/18/2020
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 BEAZLEY (LLOYDS)
 BEAZLEY USA SVC INC
 30 BATTERSON PK RD
 FARMINGTON CT 06032
- 2.7. **Title of contract** DIRECTORS & OFFICERS LIABILITY – TAIL PRIMARY - POLICY NO. BPRO8053267
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 2/12/2021
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 BERKLEY
 AON RISK SERVICES INC OF IL
 200 EAST RANDOLPH ST
 11TH FLOOR
 CHICAGO IL 60601
- 2.8. **Title of contract** _____
State what the contract or lease is for PROPERTY LEASE AGREEMENT
Nature of debtor's interest LESSEE
State the term remaining UNDETERMINED
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 CAROLINA VISION OPTOMETRISTS, PLLC
 1431 SMOKEY PARK HIGHWAY
 CANDLER NC 28715

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 2.9. **Title of contract** _____ **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** PROPERTY LEASE AGREEMENT
- Nature of debtor's interest** LESSEE CAROLINA VISION OPTOMETRISTS, PLLC
1431 SMOKEY PARK HIGHWAY
CANDLER NC 28715
- State the term remaining** UNDETERMINED
- List the contract number of any government contract** _____
- 2.10. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS D&O - POLICY NO. G71497665 001 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE CHUBB
WESTCHESTER PROFESSIONAL RISK
11575 GREAT OAKS WAY
STE 200
ALPHARETTA GA 30022
- Nature of debtor's interest** INSURED
- State the term remaining** 3/1/2025
- List the contract number of any government contract** _____
- 2.11. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS EMPLOYMENT PRACTICES - POLICY NO. G71497677 001 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE CHUBB
WESTCHESTER PROFESSIONAL RISK
11575 GREAT OAKS WAY
STE 200
ALPHARETTA GA 30022
- Nature of debtor's interest** INSURED
- State the term remaining** 3/1/2025
- List the contract number of any government contract** _____
- 2.12. **Title of contract** DIRECTORS & OFFICERS LIABILITY – PRIMARY POLICY NO. PV-496209 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE ENCON GROUP INC
LLOYDS UNDERWRITERS
1155 RUE METCALFE STE 2220
MONTREAL QC H3B 2V6
CANADA
- Nature of debtor's interest** INSURED
- State the term remaining** 6/24/2020
- List the contract number of any government contract** _____
- 2.13. **Title of contract** _____ **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** CONSULTANT AGREEMENT
- Nature of debtor's interest** CONTRACT PARTY HOFER MD, LEE
Address Intentionally Omitted
- State the term remaining** UNDETERMINED
- List the contract number of any government contract** _____

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 2.14. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS POLICY NO. 254309 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED
- State the term remaining** 6/24/2020
- List the contract number of any government contract** _____
- LLOYD'S
120 E PALMETTO PK RD STE 300
BOCA RATON FL 33432
- 2.15. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS POLICY NO. FL 1902596 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED
- State the term remaining** 6/24/2020
- List the contract number of any government contract** _____
- LLOYD'S
120 E PALMETTO PK RD STE 300
BOCA RATON FL 33432
- 2.16. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS & DIC POLICY NO. DOH001128521 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED
- State the term remaining** 6/24/2020
- List the contract number of any government contract** _____
- LLOYD'S
120 E PALMETTO PK RD STE 300
BOCA RATON FL 33432
- 2.17. **Title of contract** BILLING ERRORS & OMISSIONS - POLICY NO. B0621PLVII0001 19 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED
- State the term remaining** 11/10/2020
- List the contract number of any government contract** _____
- LLOYDS
CERTAIN UNDERWRITERS AT
LLOYD'S
42 W 54TH ST
#14
NEW YORK NY 10019
- 2.18. **Title of contract** U.S. PROFESSIONAL LIABILITY - POLICY NO. HN029390 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED
- State the term remaining** 11/18/2020
- List the contract number of any government contract** _____
- MEDPRO
5814 REED RD
FORT WAYNE IN 46835

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 2.19. **Title of contract** PROFESSIONAL LIABILITY – EXCESS 2 - POLICY NO. EN029390
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 11/18/2020
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 MEDPRO
 5814 REED RD
 FORT WAYNE IN 46835
- 2.20. **Title of contract** _____
State what the contract or lease is for PROPERTY LEASE AGREEMENT
Nature of debtor's interest LESSEE
State the term remaining UNDETERMINED
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 MORRISON ROXBOROUGH
 PROPERTIES NC, LLC
 P.O. BOX 845507
 BOSTON MA 02284-5507
- 2.21. **Title of contract** DIRECTORS & OFFICERS LIABILITY – EXCESS - POLICY NO. XMF1908947
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 3/1/2025
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 NATIONWIDE
 7 WORLD TRADE CENTER
 250 GREENWICH ST 37TH FLOOR
 NEW YORK NY 10007
- 2.22. **Title of contract** CYBER LIABILITY - POLICY NO. PRV10012066102
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 11/10/2020
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 SOMPO
 SOMPO JAPAN INSURANCE CO OF AMERICA
 777 3RD AVE # 28B
 NEW YORK NY 10017
- 2.23. **Title of contract** U.S. GENERAL LIABILITY & AUTOMOBILE - POLICY NO. 20UEN IB1595
State what the contract or lease is for INSURANCE
Nature of debtor's interest INSURED
State the term remaining 11/10/2020
List the contract number of any government contract _____
- State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
 THE HARTFORD
 HARTFORD CASUALTY INSURANCE CO
 ONE HARTFORD PLZ
 HARTFORD CT 06155

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

- 2.24. **Title of contract** U.S. UMBRELLA – EXCESS - POLICY NO. 20XHU IB2176 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED THE HARTFORD
HARTFORD CASUALTY INSURANCE
CO
ONE HARTFORD PLZ
HARTFORD CT 06155
- State the term remaining** 11/10/2020
- List the contract number of any government contract** _____
- 2.25. **Title of contract** WORKERS COMPENSATION - POLICY NO. 20WE AB9Q7K **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED THE HARTFORD
HARTFORD CASUALTY INSURANCE
CO
ONE HARTFORD PLZ
HARTFORD CT 06155
- State the term remaining** 11/10/2020
- List the contract number of any government contract** _____
- 2.26. **Title of contract** CANADA GENERAL LIABILITY & AUTOMOBILE - POLICY NO. 05LIA0133168 **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** INSURANCE
- Nature of debtor's interest** INSURED THE HARTFORD
THE HARTFORD CANADA
PURVES REDMOND AND
ASSOCIATES
70 UNIVERSITY AVE
STE 400
TORONTO ON M5J2M4
CANADA
- State the term remaining** 11/10/2020
- List the contract number of any government contract** _____

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1. CATARACT VISION INSTITUTE FLORIDA, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.2. CATARACT VISION INSTITUTE, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.3. HEALTHCARE MARKETING SERVICES, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.4. LASER EYE SURGERY, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.5. LVI INTERMEDIATE HOLDINGS, INC.	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.6. LVI MISSOURI, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.7. QUALSIGHT, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.8. THE LASIK VISION INSTITUTE, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.9. TLC THE LASER CENTER (INDIANA) LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.10. TLC THE LASER CENTER (INSTITUTE), LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.11. TLC THE LASER CENTER (PITTSBURGH) L.L.C.	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.12. TLC VISION CAPITAL LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.13. TLC VISION CENTER HOLDINGS, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.14. TLC VISION CENTERS, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.15. TLC WHITTEN LASER EYE ASSOCIATES, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.16. TOTAL VISION INSTITUTE, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.17. TRUVISION CONTACTS, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G

Debtor **TLC Laser Eye Centers (Refractive I), LLC**Case number (if known) **20-11426**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.18. TRUVISION, LLC	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G
2.19. VISION GROUP HOLDINGS	1555 PALM BEACH LAKES BOULEVARD SUITE 600 WEST PALM BEACH FL 33401	LBC CREDIT PARTNERS III, L.P., AS AGENT	☒ D ☐ E/F ☐ G

Fill in this information to identify the case:**Debtor name:** TLC Laser Eye Centers (Refractive I), LLC**United States Bankruptcy Court for the:** District of Delaware**Case number (if known):** 20-11426Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

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

Executed on 6/26/2020
MM/DD/YYYY

x /s/ Lisa Melamed

Signature of individual signing on behalf of debtor

Lisa Melamed
Printed name

CEO & President
Position or relationship to debtor