

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<p>In re:</p> <p>Veterinary Care, Inc., <i>et al.</i>,</p> <p style="text-align: right;">Debtors.<sup>1</sup></p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 19-35736 (CML)</p> <p>(Jointly Administered)</p>
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**GLOBAL NOTES REGARDING VETERINARY CARE, INC. ET AL SCHEDULES OF  
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

The Schedules of Assets and Liabilities (the “Schedules”) and the Statements of Financial Affairs (the “Statements,” and collectively with the Schedules, the “Schedules and Statements”) filed by Veterinary Care, Inc. and TVET Management, LLC (collectively the “Debtors”), in the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”), were prepared pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure by management of the Debtors and are unaudited. While the Debtor’s management has made every reasonable effort to ensure that the Schedules and Statements are accurate and complete, based upon information that was available to them at the time of preparation, the subsequent receipt of information may result in material changes to the financial data and other information contained therein. The Debtors reserve the right to amend the Schedules and Statements from time to time as may be necessary or appropriate. These Global Notes Regarding Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs (the “Global Notes”) are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to and reviewed in connection with any review of the Schedules and Statements.

**The Schedules and Statements and Global Notes should not be relied upon by any person for information relating to current or future financial conditions, events or performance of any of the Debtors. Due to numerous unliquidated, contingent and/or disputed claims, summary statistics in the Schedules, Statements and Global Notes likely understate the Debtors’ liabilities.**

1. Reservation of Rights. The Schedules and Statements are unaudited. Accordingly, although current management has made reasonable efforts to insure that the Schedules and Statements are accurate and complete based on information that was available to them at the time

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Veterinary Care, Inc. d/b/a VitalPet (3844) and TVET Management, LLC (1790). The location of the Debtors’ corporate headquarters and the Debtors’ service address is: 2700 Post Oak Blvd 21st Fl, Houston, TX 77056

of preparation, subsequent information or discovery may result in material changes to one or more of the Schedules and Statements; indeed inadvertent errors, omissions or inaccuracies may exist. Moreover, because the Schedules and Statements contain unaudited information, there can be no assurance that the Schedules and Statements are wholly accurate and complete. The Debtors reserve the right to amend and/or supplement any and all of the Schedules and Statements from time to time as they deem necessary and appropriate.

2. Description of the Cases and “as of” Information Date. On October 10, 2019, an involuntary petition was filed against Veterinary Care, Inc. On November 6, 2019, Veterinary Care, Inc. filed an answer consenting to relief, and the Court entered an order for relief on November 8, 2019. On November 18, 2019 (the “Petition Date”), TVET Management LLC filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The cases are being jointly administered and no trustee or examiner has been appointed. The Debtors continues to operate its business as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. The “as of” information in the Schedules and Statements for both Debtors is November 18, 2019.

The Chapter 11 Cases have been procedurally consolidated for the purpose of joint administration under case number 19-35736. Unless otherwise stated, asset and liability information is as of the Petition Date. Additionally, the Debtors have made every effort 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 Statements. As additional information becomes available to and further research is conducted by the Debtors, the Debtors’ allocation of liabilities between pre-petition and post-petition periods may change.

3. Basis of Presentation. The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles (“GAAP”).

4. Summary of Significant Reporting Policies. The following conventions were adopted by the Debtors in the preparation of the Schedules and Statements

- a. Veterinary Care, Inc. and TVET Management, LLC. Over the course of business operations, the Debtors acquired various veterinary practices, inheriting pre-existing assets and liabilities. As such, the assets and liabilities of the Debtors reside at various levels in the organization, including non-debtor operating entities. The assets and liabilities of both Debtors have been presented on a consolidated basis based on the information available at the time of preparation of the Schedules and Statements and best efforts were made to distinguish with which Debtor the asset or liability resides.
- b. Book Value. Unless otherwise noted, each asset and liability of the Debtors is shown on the basis of the net book value of the asset or liability in accordance with the Debtors’ accounting records as of the Petition Date. Unless otherwise noted, the Schedules reflect the carrying value of the assets and liabilities as listed in the Debtors’ books and are not based upon any estimate of their current market values.
- c. Currency. All amounts are reflected in U.S. Dollars.

- d. Debtors' Consolidated Cash Management System. The Debtors utilize a central and consolidated cash management system, which consists of multiple bank accounts. The Debtors manage the cash within the cash management system by transferring funds among bank accounts as needed based on cash receipts and disbursements.
- e. Payments Made within 90 Days Prior to the Petition Date. Payments made by the Debtors within 90 days prior to the Petition Date reflect all payments made to vendors or creditors within 90 days regardless of which Debtor or non-debtor was obligated to make payment.
- f. Transfers to Insiders within 1-year. Benjamin Thomas has been identified as an insider. Leah Thomas, Benjamin Thomas's spouse and former employee of Debtors, has also been included as an insider. Only Benjamin Thomas and Leah Thomas received payments or benefits greater than the \$6,825 threshold within one year. However, inclusion on or exclusion from the Schedules or Statements is not and shall not be construed as an admission or determination as to the legal status of any insider.
- g. Officers, Directors, Managing Members, General Partners, Members in Control, Controlling Shareholders. For preparation of the Schedules and Statements, all purported board members within one year, regardless of legal status, have been included. However, inclusion on the Schedules or Statements is not and shall not be construed as an admission or determination as to the legal status of any board member.
- h. Accounts Receivable. Due to the nature of the Debtors' business, payments are made to the Debtors in the form of cash, check card, or credit card. As such, a portion of Accounts Receivable is deposits in transit related to credit card processing. On a limited basis, the Debtors will extend customers credit, which typically represents less than 1% of revenue. Accounts Receivable listed on Schedule A is an aggregate amount of \$460,492, of which \$350,492 is deposits in transit related to credit card processing and the remaining \$110,000 is credit provided to customers. Accounts Receivable is stated as of October 31, 2019 but there is no material difference between October 31, 2019 and Petition Date.
- i. Prepayments. Prepayments include security deposits, prepaid rent, and prepaid insurance as of Petition Date. Prepayments are subject to impairment.
- j. Inventory. Inventory assets are purchased, sold, and consumed at the clinic level. The book value of inventory is recorded at the corporate level and therefore may differ from the individual clinic's inventory value, which may fluctuate during the normal course of business. Inventory count is performed quarterly, and fluctuations are recorded after each inventory count. Inventory listed on Schedule A is stated as of Petition Date.
- k. Fixed Assets. Certain owned fixed assets are purchased, operated and maintained at the clinic level. The book value of fixed assets listed on Schedule A are stated as

of October 31, 2019, and there is no material difference between October 31, 2019 and Petition Date.

- l. Property and Equipment: Owned. Property and equipment are capitalized and depreciated. Depreciation and amortization of other property and equipment are provided when assets are placed in service using the straight-line method based on estimated useful lives ranging from one to twenty years.
- m. Property and Equipment: Leased. In the ordinary course of their businesses, the Debtors lease real property and various articles of personal property from certain third-party lessors. All such leases are set forth in the Schedules. Leases not deemed to be capital leases are included on Schedule D and listed in the list of executory contracts contained in Schedule G.

Unpaid lease payments are listed in Schedule F (unsecured claims). However, nothing in the Schedules or Statements is or shall be construed as an admission or determination as to the legal status of any lease (including whether it is a true lease or a financing arrangement) and the Debtors reserve all rights with respect to all such issues.

- n. Goodwill and other Intangible Assets. Goodwill and other intangible assets listed on Schedule A is book value stated as of Petition Date. The book value of Goodwill and other Intangible Assets is subject to impairment.
- o. Causes of Action. The Debtors have not necessarily set forth all claims or causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any such claims or causes of action they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action.
- p. Seller Notes. The Debtors financed acquisitions of veterinary hospitals by entering into financing arrangements with selling veterinary doctors ("Seller(s)") structured as either promissory notes ("Seller Note(s)") and/or convertible debentures ("Convertible Note(s)") paid by Debtors to Sellers. Certain Seller Notes and Convertible Notes contain security agreements that subordinate collateral of the Seller, including medical records and other assets, to Debtors' senior lender. Additionally, certain Sellers with Seller Notes and/or Convertible Notes lease real property to the Debtors. However, inclusion on or exclusion from Schedule D or Schedule F is not an admission or determination as to the legal status or security of any Seller Notes, Convertible Notes, or lease agreements and the Debtors reserve all rights with respect to all such issues.
- q. Secured Claims. Except as otherwise agreed pursuant to a stipulation or agreed order or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtors. Moreover, although the Debtors may have

scheduled claims of various creditors as secured claims, except as otherwise agreed pursuant to a stipulation or agreed order or order entered by the Bankruptcy Court, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including without limitation, any intercompany agreement) related to such creditor's claim. Furthermore, secured claim amounts have been listed on Schedule D without regard to the value of assets secured thereby. No attempt was made by the Debtors to estimate the fair market value as of the Petition Date of assets pledged pursuant to a secured obligation. Accordingly, deficiency claims of secured creditors were not listed on Schedule F and such omission is not an admission by the Debtors as to the sufficiency of collateral related to any secured claim listed on Schedule D. In certain instances, Debtors may be a co-obligors, co-mortgagors or guarantors with respect to scheduled claims of other Debtors, and no claim set forth on Schedule D of the Debtors is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

- r. Priority Claims. Priority claims related to various tax obligations have been listed on Schedule E. Moreover, although the Debtors may have scheduled claims of various creditors as priority claims, the Debtors reserve all rights to dispute or challenge the priority treatment of any such creditor's claim (or portion thereof) or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim. While reasonable efforts have been made, determination of the date upon which each claim in Schedule E was incurred or arose would be unduly burdensome and cost prohibitive, and therefore, the Debtors may not list a date for each claim listed on Schedule E.
- s. Executory Contracts. The business of the Debtors is complex. While every effort has been made to ensure the completeness and accuracy of the listing of executory contracts, inadvertent errors or omissions may have occurred. 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 such Schedule as necessary. The contracts, agreements and leases listed on Schedule G may have expired, or been terminated, or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppels certificates, letter and other documents, instruments and agreements which may not be listed therein. Certain of the real property leases listed on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional space and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth on Schedule G. Certain of the executory agreements may not have been memorialized and could be subject to dispute. The presence of a contract or agreement on Schedule G does not constitute an admission that such contract or

agreement is an executory contract or unexpired lease. Similarly, the absence of a contract or agreement on Schedule G does not constitute an admission that any other contract or agreement to which the Debtors are a party is not executory. Parties to executory contracts and unexpired leases were not listed on Schedule F, except where past due amounts were recorded in the Debtors' accounts payable. The Debtors have not listed on Schedule F landlords and executory contract counter-parties which may have claims related to contract/lease rejection or other damages. The Debtors reserve all of their rights, claims and causes of action with respect to the contracts and agreements listed on the Schedules, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument.

- t. Other Long Term Liabilities and Other Current Liabilities. Certain Sellers participate in profit sharing arrangements as part of the Sellers' employment agreement with Debtors. The profit sharing agreements contain buyout clauses, which the Debtors carry on the balance sheet as a contingent liability in Other Long Term Liabilities. The liability is not due unless sellers exercise the buyout clause in their employment agreements. The profit sharing liability is approximately \$1.924 million as of Petition Date and is subject to change based on performance of the Seller's clinic(s). The profit sharing liability is not listed on the Schedules and Statements.

The remaining \$471,000 in Other Long Term Liabilities is a rebate paid upfront to Debtors from MWI. If Debtors fail to meet the minimum spend requirement, a pro-rata portion of the rebate is returned to MWI. This contingent liability is also not listed on the Schedules and Statements.

During the normal course of business, the Debtors accrue liabilities related to the timing of payroll and benefits. The value of these liabilities is represented by Other Current Liabilities on the Debtors' balance sheet. These liabilities have been paid to employees, and as such, Other Current Liabilities are not represented on the Schedules and Statements.

5. Employee Claims. Debtors have paid certain prepetition and post-petition employee wages, salaries, benefits and other obligations. Any Pre-Petition and Post-Petition obligations that have been paid since the Petition Date are not included on the Schedules and Statements.

6. Disputed, Contingent and/or Unliquidated Claims. Schedules D, E and F permit the Debtors to designate a claim as disputed, contingent and/or unliquidated. A failure to designate a claim on any of the Schedules as disputed, contingent and/or unliquidated does not constitute an admission that such claim is not subject to objection by the Debtors. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on the Schedules as to amount, liability or status.

7. Global Notes Control. In the event that the Schedules and Statements differ from the foregoing Global Notes, the Global Notes shall control.

**Fill in this information to identify the case:**Debtor name Veterinary Care, Inc., et al.,United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number (if known) 19-35736☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

**Part 1: Income****1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**  
From **1/01/2019** to **Filing Date****Sources of revenue**  
Check all that apply☒ Operating a business  
☐ Other \_\_\_\_\_**Gross revenue**  
(before deductions and exclusions)**\$36,192,852.82****For prior year:**  
From **1/01/2018** to **12/31/2018**☒ Operating a business  
☐ Other \_\_\_\_\_**\$39,046,284.00****For year before that:**  
From **1/01/2017** to **12/31/2017**☒ Operating a business  
☐ Other \_\_\_\_\_**\$35,155,584.00****2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.**Description of sources of revenue****Gross revenue from each source**  
(before deductions and exclusions)**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**  
*Check all that apply*

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. <b>See Attached Exhibit</b>		<b>\$0.00</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. <b>See Attached Exhibit</b>		<b>\$0.00</b>	

**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. <b>VP MIDDTOWN LLC vs. THOMAS, BENJAMIN H 201966690</b>	<b>Lawsuit - Mediation Required</b>	<b>11th District Court 201 Caroline St. 9th Floor Houston, TX 77002</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions**

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses**

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>		

**Part 6: Certain Payments or Transfers**

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Okin Adams 1113 Vine St. #240 Houston, TX 77002	Retainer	11/11/2019	\$100,000.00

Email or website address

Who made the payment, if not debtor?

11.2. The Claro Group LLC 711 Louisiana St. Ste. 2100 Houston, TX 77002	Retainer	11/11/2019	\$50,000.00
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Email or website address

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy From-To
14.1. TVET Management LLC/Veterinary Care Inc. 2700 Post Oak Blvd. Houston, TX 77007	9/1/2019 - Present
14.2. 1518 Washington Ave Unit D Houston, TX 77056	6/26/2013 - 8/31/2019
14.3. Veterinary Care Inc. 1400 1st Street East Humble, TX 77338	10/1/2009 - Present

**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

☐ No.

☒ Yes. State the nature of the information collected and retained.

**Name, phone and address**

Does the debtor have a privacy policy about that information?

☒ No

☐ Yes

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☐ No. Go to Part 10.

☒ Yes. Does the debtor serve as plan administrator?

☐ No Go to Part 10.

☒ Yes. Fill in below:

Name of plan

**VitalPet 401K Plan**

Employer identification number of the plan

EIN: **80-0313844**

Has the plan been terminated?

☒ No

☐ Yes

### Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

#### 18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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#### 19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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#### 20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
<b>American Business Machines 7303 West Sam Houston Parkway North Houston, TX 77040</b>	<b>Unknown</b>	<b>32 Kyocera Printers</b>	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
<b>Public Storage 5615 Westheimer Rd Houston, TX 77056</b>	<b>Corporate Access Key</b>	<b>Marketing Material</b>	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

### Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

**Report all notices, releases, and proceedings known, regardless of when they occurred.**

**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- ☒ No.  
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**Part 13: Details About the Debtor's Business or Connections to Any Business****25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. TVET Operating PLLC 1400 1st Street Humble, TX 77338	Operating Entity via Management Services Arrangement with TVET Management LLC	<b>Dates business existed</b> <b>EIN: 21-0978996</b> <b>From-To 2009 - Present</b>

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

Business name address		Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
			Dates business existed
25.2.	<b>New York Veterinary Operating, P.C. 42-02 215th St. Bayside, NY 11361</b>	<b>Operating Entity via Management Services Arrangement with TVET Management LLC</b>	EIN: <b>81-2928182</b>  From-To <b>2016 - Present</b>
25.3.	<b>Louisiana Veterinary LLC 1400 1st Street Humble, TX 77338</b>	<b>Operating Entity via Management Services Arrangement with TVET Management LLC</b>	EIN: <b>81-5166249</b>  From-To <b>2017 - Present</b>
25.4.	<b>Arkansas Veterinary Operating PLLC 1400 1st Street Humble, TX 77338</b>	<b>Operating Entity via Management Services Arrangement with TVET Management LLC</b>	EIN: <b>83-1884490</b>  From-To <b>2018 - Present</b>
25.5.	<b>VitalPet Franchising LLC 1400 1st Street Humble, TX 77338</b>	<b>Subsidiary of Veterinary Care Inc.</b>	EIN: <b>46-0625673</b>  From-To
25.6.	<b>Veterinary Care, Inc 1400 1st St. Humble, TX 77338</b>	<b>Ownership of VitalPet Franchising LLC and TVET Management LLC</b>	EIN: <b>80-0313844</b>  From-To

**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26a.1.	<b>Michael Albert 1400 1st St. Humble, TX 77338</b>	<b>7/1/2019 - Present</b>
26a.2.	<b>Daniel Parson 1400 1st St. Humble, TX 77338</b>	<b>10/22/18 - 12/13/19</b>
26a.3.	<b>Kaylee Danielle Hansen 1400 1st St. Humble, TX 77338</b>	<b>8/19/19 - 12/6/19</b>
26a.4.	<b>Dorothy Tucker 1400 1st St. Humble, TX 77338</b>	<b>4/24/90 - Present</b>
26a.5.	<b>Paula Hawkins 1400 1st St. Humble, TX 77338</b>	<b>3/14/16 - 08/03/18</b>
26a.6.	<b>Robert Cossick 1400 1st St. Humble, TX 77338</b>	<b>8/28/18 - 06/10/19</b>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

Name and address	Date of service From-To
26b.1. <b>Weaver - Andrew Johnston, CPA</b> <b>4 Greenway Plaza</b> <b>Suite 1800</b> <b>Houston, TX 77046</b>	<b>N/A</b>

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. <b>Weaver - Andrew Johnston, CPA</b> <b>24 Greenway Plaza</b> <b>Suite 1800</b> <b>Houston, TX 77046</b>	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address
26d.1. <b>See Exhibit S-26d.</b>

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
<b>Benjamin Thomas</b>	<b>3333 Allen Parkway #1305</b> <b>Unit 1406</b> <b>Houston, TX 77019</b>	<b>Chief Executive Officer /</b> <b>President / Series A</b> <b>shareholder / Board Member</b>	<b>40.1%</b>
Name	Address	Position and nature of any interest	% of interest, if any
<b>Madison Mauze</b>	<b>2700 Post Oak Blvd.</b> <b>Houston, TX 77007</b>	<b>Board Member / Chief</b> <b>Operating Advisor</b>	
Name	Address	Position and nature of any interest	% of interest, if any
<b>Russell Walters</b>	<b>2700 Post Oak Blvd</b> <b>Houston, TX 77007</b>	<b>Board Member / Series A&amp;B</b> <b>Shareholder</b>	<b>2.7%</b>
Name	Address	Position and nature of any interest	% of interest, if any
<b>William VanPelt IV</b>	<b>2700 Post Oak Blvd</b> <b>Houston, TX 77007</b>	<b>Board Member / Series B</b> <b>Shareholder</b>	<b>15.2%</b>

Debtor **Veterinary Care, Inc., et al.,**Case number (if known) **19-35736**

Name	Address	Position and nature of any interest	% of interest, if any
Richard Scurry	2700 Post Oak Blvd. Houston, TX 77007	Board Member	
Name	Address	Position and nature of any interest	% of interest, if any
Pam Scurry	2700 Post Oak Blvd. Houston, TX 77007	Board Member	
Name	Address	Position and nature of any interest	% of interest, if any
Darius Pakrooh	2700 Post Oak Blvd. Houston, TX 77007	Board Member	

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No  
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Benton Smallpage	2700 Post Oak Blvd. Houston, TX 77007	Disputed Board Member	
Name	Address	Position and nature of any interest	Period during which position or interest was held
Edgard Kuri-Tanus	2700 Post Oak Blvd. Houston, TX 77007	Disputed Board Member / Series C Shareholder	8.7%

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No  
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 See Exhibit			
Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No  
☐ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
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Debtor Veterinary Care, Inc., et al.,Case number (if known) 19-35736

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
- ☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

**Part 14: Signature and Declaration**

**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.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on January 3, 2020/S/ Douglas J. BrickleyDouglas J. Brickley

Signature of individual signing on behalf of the debtor

Printed name

Position or relationship to debtor Chief Restructuring OfficerAre additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
- ☐ Yes

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
MWI	P.O. Box 840537		Dallas	TX	75284-0537		\$ 699,599.04	
						8/23/2019	\$ 208,504.61	Inventory
						9/9/2019	\$ 260,306.97	Inventory
						10/30/2019	\$ 22,439.32	Inventory
						11/7/2019	\$ 119,622.77	Inventory
						11/11/2019	\$ 88,725.37	Inventory
VP Senior Capital LLC	1218 Webster Street		Houston	TX	77002		\$ 120,110.22	
						8/30/2019	\$ 61,039.62	Senior Lender
						10/15/2019	\$ 59,070.60	Senior Lender
RSVP Services Inc.	2701 Hartlee Field Road		Denton	TX	76208		\$ 119,060.25	
						8/23/2019	\$ 10,243.00	Relief Vets
						8/27/2019	\$ 24,201.00	Relief Vets
						8/30/2019	\$ 1,390.00	Relief Vets
						9/10/2019	\$ 8,471.25	Relief Vets
						9/17/2019	\$ 18,375.00	Relief Vets
						9/24/2019	\$ 7,980.00	Relief Vets
						10/8/2019	\$ 5,770.00	Relief Vets
						10/16/2019	\$ 7,000.00	Relief Vets
						10/18/2019	\$ 16,610.00	Relief Vets
						10/25/2019	\$ 19,020.00	Relief Vets
Boehringer BI AH USA	PO Box 281348		Atlanta	GA	30384-1348		\$ 114,622.43	
						8/23/2019	\$ 52,003.57	Inventory
						9/4/2019	\$ 395.58	Inventory
						9/20/2019	\$ 62,223.28	Inventory
Heska Corporation	29512 Network Place		Chicago	IL	60673-1295		\$ 102,903.52	
						8/20/2019	\$ 103.43	Inventory
						8/23/2019	\$ 385.50	Inventory
						8/28/2019	\$ 120.25	Inventory
						8/30/2019	\$ 32,881.07	Inventory
						9/4/2019	\$ 785.53	Inventory
						9/10/2019	\$ 1,050.78	Inventory
						9/13/2019	\$ 134.19	Inventory
						9/17/2019	\$ 226.75	Inventory
						9/24/2019	\$ 16,281.57	Inventory
						9/27/2019	\$ 343.93	Inventory
						10/1/2019	\$ 20,436.57	Inventory
						10/8/2019	\$ 517.05	Inventory
						10/10/2019	\$ 276.75	Inventory
						10/16/2019	\$ 1,119.12	Inventory
						10/18/2019	\$ 6,148.37	Inventory
						10/22/2019	\$ 700.79	Inventory
						11/1/2019	\$ 240.50	Inventory
						11/5/2019	\$ 21,151.37	Inventory
Antech Diag	P O Box 101122		Pasadena	CA	91189-1122		\$ 101,019.64	
						9/24/2019	\$ 101,019.64	Inventory
Okim Adams LLP	1113 Vine St	Ste 201	Houston	TX	77002		\$ 100,000.00	
						11/11/2019	\$ 100,000.00	Bankruptcy Counsel
Patterson Vet Supply	PO Box 978738		Dallas	TX	75397-8738		\$ 93,560.42	
						8/27/2019	\$ 46,583.44	Inventory
						9/6/2019	\$ 17.61	Inventory
						9/11/2019	\$ 46,868.94	Inventory
						9/17/2019	\$ 90.43	Inventory
Idexx Dist	PO Box 101327		Atlanta	GA	30392		\$ 83,822.05	
						8/23/2019	\$ 1,353.01	Inventory
						9/6/2019	\$ 13,292.63	Inventory
						9/10/2019	\$ 1,170.04	Inventory
						9/11/2019	\$ 29,171.19	Inventory
						9/27/2019	\$ 1,127.04	Inventory
						10/5/2019	\$ 1,756.76	Inventory
						10/8/2019	\$ 14,439.07	Inventory
						10/22/2019	\$ 21,512.31	Inventory
Zoetis US LLC	PO Box 419022		Boston	MA	02241-9022		\$ 76,969.25	
						9/13/2019	\$ 76,969.25	Inventory
Eastex Veterinary Grp	2115 Woodstream Dr		Kingwood	TX	77339		\$ 76,619.72	
						8/30/2019	\$ 25,370.76	Rent
						10/1/2019	\$ 25,624.48	Rent
						11/1/2019	\$ 25,624.48	Rent
						11/7/2019	\$ 54.22	Rent
Spillers, Robert	35 Longwood Rd.		Austin	TX	78737		\$ 71,385.06	
						8/20/2019	\$ 3,417.00	Relief Vets
						8/27/2019	\$ 900.00	Relief Vets
						8/28/2019	\$ 2,500.00	Relief Vets
						9/4/2019	\$ 950.00	Relief Vets
						9/13/2019	\$ 4,750.00	Relief Vets
						9/20/2019	\$ 2,450.00	Relief Vets
						9/25/2019	\$ 42,438.06	Principal and Interest Payment on Profit Sharing Buyout; interest on Convertible Note
						10/4/2019	\$ 2,550.00	Relief Vets
						10/10/2019	\$ 900.00	Relief Vets
						10/16/2019	\$ 3,780.00	Relief Vets
						10/22/2019	\$ 1,050.00	Relief Vets
						11/5/2019	\$ 2,300.00	Relief Vets
						11/6/2019	\$ 2,500.00	Relief Vets
						11/13/2019	\$ 900.00	Relief Vets

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
Royal Canin	39099 Treasury Center		Chicago	IL	60694-9000		\$ 68,648.09	
						8/20/2019	\$ 33,447.97	Inventory
						9/11/2019	\$ 33,575.94	Inventory
						9/27/2019	\$ 1,624.18	Inventory
Monroe Animal Health	3150 Sterlington Road		Monroe	LA	71201		\$ 69,406.92	
						10/1/2019	\$ 66,854.19	Principal and Interest Payment (Dr. White)
						11/7/2019	\$ 2,552.73	Interest payment on Convertible Note; Employee Reimbursement (Dr. White)
Hill's Pet Nutrition-Payer acct	P O Box 842257		Dallas	TX	75284-2257		\$ 64,023.58	
						8/20/2019	\$ 30,172.33	Inventory
						8/30/2019	\$ 13.69	Inventory
						9/13/2019	\$ 33,837.56	Inventory
Bricks & Nails LLC	42-02 215 Street	Attn: Anthony Chiodi	Bayside	NY	11361		\$ 60,142.10	
						8/27/2019	\$ 19,631.11	Rent
						9/25/2019	\$ 19,631.11	Rent
						10/22/2019	\$ 659.84	Rent
						10/24/2019	\$ 20,220.04	Rent
Colorado Note Acq Ptr	1218 Webster		Houston	TX	77002		\$ 59,109.15	
						8/30/2019	\$ 19,703.05	Rent
						10/1/2019	\$ 19,703.05	Rent
						11/1/2019	\$ 19,703.05	Rent
MHSC Properties c/o IRC	16350 Blanco Road	Ste 114	San Antonio	TX	78232		\$ 52,154.94	
						8/27/2019	\$ 17,384.98	Rent
						9/25/2019	\$ 17,384.98	Rent
						10/24/2019	\$ 17,384.98	Rent
Claro Group LLC	711 Louisiana Street	Suite 2100	Houston	TX	77002		\$ 50,000.00	
						11/11/2019	\$ 50,000.00	Bankruptcy Advisory Services
VP Kings Crossing LLC	1218 Webster		Houston	TX	77002		\$ 48,977.40	
						8/30/2019	\$ 16,325.80	Rent
						10/1/2019	\$ 16,325.80	Rent
						11/1/2019	\$ 16,325.80	Rent
MAHC Properties LLC	1555 Frenchman's Bend Road		Monroe	LA	71203		\$ 47,434.65	
						8/30/2019	\$ 15,811.55	Rent
						10/1/2019	\$ 15,811.55	Rent
						11/1/2019	\$ 15,811.55	Rent
Beshoy Rafla	521 Spotswood Gravel Hill Road		Monroe	NJ	08831		\$ 43,824.85	
						8/27/2019	\$ 12,148.00	Q2 Profit Sharing
						10/1/2019	\$ 31,676.85	Principal and Interest Payment
Veterinary Emergency Center	1293 Clove Road		Staten Island	NY	10301		\$ 43,413.99	
						9/25/2019	\$ 43,413.99	Principal and Interest Payment (Dr. Sangiorgio)
Byrne, Timothy S.	7 Penstemon Court		Santa Fe	NM	87508		\$ 43,404.00	
						8/27/2019	\$ 180.00	Rent
						8/30/2019	\$ 8,182.05	Rent
						10/1/2019	\$ 26,737.17	Principal and Interest Payment; Conv Note Interest; Rent
						11/1/2019	\$ 8,304.78	Rent
VP Huebner LLC	12058 Vance Jackson Rd.	Suite 101	San Antonio	Texas	78230		\$ 42,784.98	
						8/30/2019	\$ 14,261.66	Rent
						10/1/2019	\$ 14,261.66	Rent
						11/1/2019	\$ 14,261.66	Rent
47-30 Realty Assoc-MHM	47 East 30th Street		New York	NY	10016		\$ 42,489.24	
						8/30/2019	\$ 14,163.08	Rent
						10/1/2019	\$ 14,163.08	Rent
						11/1/2019	\$ 14,163.08	Rent
VP Westwood	1218 Webster Street		Houston	TX	77002		\$ 41,890.41	
						8/30/2019	\$ 13,963.47	Rent
						10/1/2019	\$ 13,963.47	Rent
						10/29/2019	\$ 1,392.47	Rent
						11/1/2019	\$ 12,571.00	Rent
Rowe, William S	P.O. Box 1718		Blue Ridge	GA	30513		\$ 37,218.75	
						8/27/2019	\$ 12,406.25	Principal and Interest Payment (Monthly Amort)
						9/25/2019	\$ 12,406.25	Principal and Interest Payment (Monthly Amort)
						10/24/2019	\$ 12,406.25	Principal and Interest Payment (Monthly Amort)
Kycor Mechanical Inc	1704 Fletcher Ave		Lochbuie	CO	80603		\$ 35,450.00	
						9/24/2019	\$ 4,825.00	Office Supplies and Contractors
						10/16/2019	\$ 8,625.00	Office Supplies and Contractors
						10/24/2019	\$ 22,000.00	Office Supplies and Contractors
Butler, James W.	12323 Burton Lane		Fort Smith	AR	72916		\$ 34,460.92	
						10/1/2019	\$ 33,598.92	Principal Payment
						11/5/2019	\$ 862.00	Expense Reimbursement
PetDesk	2044 1st Ave		San Diego	CA	92101		\$ 34,150.66	
						8/20/2019	\$ 6,913.42	Office Supplies and Contractors
						9/10/2019	\$ 4,721.50	Office Supplies and Contractors
						9/17/2019	\$ 7,013.42	Office Supplies and Contractors
						10/10/2019	\$ 4,043.90	Office Supplies and Contractors
						10/11/2019	\$ 7,013.42	Office Supplies and Contractors
						11/6/2019	\$ 4,445.00	Office Supplies and Contractors
Scojan LLC	9055 Santa Fe Trl		Celina	TX	75009		\$ 31,940.67	
						8/27/2019	\$ 10,646.89	Rent
						9/25/2019	\$ 10,646.89	Rent
						10/24/2019	\$ 10,646.89	Rent

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
Bayer	100 Bayer Boulevard		Whippany	NJ	07981		\$ 31,618.31	
						8/20/2019	\$ 628.54	Inventory
						8/23/2019	\$ 2,122.12	Inventory
						8/27/2019	\$ 301.95	Inventory
						8/30/2019	\$ 2,252.27	Inventory
						9/6/2019	\$ 4,248.95	Inventory
						9/10/2019	\$ 1,967.85	Inventory
						9/13/2019	\$ 1,133.30	Inventory
						9/17/2019	\$ 892.14	Inventory
						9/24/2019	\$ 3,724.88	Inventory
						9/25/2019	\$ 2,406.31	Inventory
						10/8/2019	\$ 773.12	Inventory
						10/11/2019	\$ 2,012.73	Inventory
						10/16/2019	\$ 2,381.21	Inventory
						10/18/2019	\$ 33.83	Inventory
						11/4/2019	\$ 4,244.93	Inventory
						11/5/2019	\$ 384.44	Inventory
						11/12/2019	\$ 795.75	Inventory
						11/15/2019	\$ 1,313.99	Inventory
Ultimate Software Grp	2000 Ultimate Way		Weston	FL	33326		\$ 26,770.24	
						9/27/2019	\$ 9,594.00	Office Supplies and Contractors
						10/1/2019	\$ 17,176.24	Office Supplies and Contractors
VP Palatka LLC	6050 St. Johns Ave.		Palatka	Florida	32177		\$ 25,612.89	
						8/30/2019	\$ 8,537.63	Rent
						10/1/2019	\$ 8,537.63	Rent
						11/1/2019	\$ 8,537.63	Rent
Proscio LLC	833 North Preston Rd.		Prosper	Texas	75078		\$ 24,429.99	
						8/27/2019	\$ 8,143.33	Rent
						9/25/2019	\$ 8,143.33	Rent
						10/24/2019	\$ 8,143.33	Rent
1293 Clove Road CO	1293 Clove Rd		Staten Island	NY	10301		\$ 23,929.47	
						8/27/2019	\$ 7,976.49	Rent
						9/25/2019	\$ 7,976.49	Rent
						10/24/2019	\$ 7,976.49	Rent
Paws in Heaven Pet Funeral Crematorium	2106 Sattler Rd		New Braunfel	TX	78132		\$ 23,731.00	
						8/30/2019	\$ 7,514.00	Medical Services
						9/6/2019	\$ 1,640.00	Medical Services
						10/8/2019	\$ 6,150.00	Medical Services
						10/11/2019	\$ 1,831.00	Medical Services
						10/22/2019	\$ 370.00	Medical Services
						10/25/2019	\$ 6,226.00	Medical Services
Paoloni, Theresa	394 Middle Rd		Bayport	NY	11705		\$ 23,514.60	
						9/18/2019	\$ 17,164.59	Expense Reimbursement
						9/25/2019	\$ 6,350.01	Interest Payment on Seller and Convertible Notes
Staples Advantage	500 Staples Dr.		Framingham	MA	01702		\$ 23,138.29	
						8/30/2019	\$ 9,704.36	Office Supplies and Contractors
						9/24/2019	\$ 861.64	Office Supplies and Contractors
						10/8/2019	\$ 6,933.14	Office Supplies and Contractors
						10/22/2019	\$ 4,799.11	Office Supplies and Contractors
						10/29/2019	\$ 840.04	Office Supplies and Contractors
HAC TJT LLC	4015 Highway 281 South	Attn: Timothy Thompson	Marble Falls	TX	78654		\$ 22,557.30	
						8/27/2019	\$ 7,519.10	Rent
						9/25/2019	\$ 7,519.10	Rent
						10/24/2019	\$ 7,519.10	Rent
WeWork Tenant LLC	2700 Post Oak Blvd		Houston	TX	77056		\$ 21,807.80	
						9/4/2019	\$ 7,310.00	Rent
						10/2/2019	\$ 7,060.00	Rent
						10/15/2019	\$ 155.80	Rent
						10/17/2019	\$ 150.00	Rent
						11/7/2019	\$ 7,132.00	Rent
Jones & Hale - Morningstar LLP	421 Fayetteville St.	Suite 530	Raleigh	NC	27601		\$ 20,898.00	
						10/29/2019	\$ 20,898.00	Office Supplies and Contractors
Direct Energy Business	12 Greenway Plz	Ste 250	Houston	TX	77046		\$ 20,630.94	
						8/30/2019	\$ 1,668.12	Utilities
						9/6/2019	\$ 5,002.19	Utilities
						9/13/2019	\$ 2,476.75	Utilities
						10/1/2019	\$ 4,245.00	Utilities
						10/5/2019	\$ 2,145.83	Utilities
						10/8/2019	\$ 1,224.53	Utilities
						10/29/2019	\$ 1,307.72	Utilities
						11/1/2019	\$ 2,560.80	Utilities
Gould & Ratner LLP	222 N la Salle St	Ste 300	Chicago	IL	60601		\$ 20,000.00	
						8/27/2019	\$ 20,000.00	Professional Services
Stucky Family LTD PTP	2490 Milam Rd East		Sanger	Texas	76266		\$ 19,107.36	
						8/30/2019	\$ 6,369.12	Rent
						10/1/2019	\$ 6,369.12	Rent
						11/1/2019	\$ 6,369.12	Rent
Lynn D Stucky	2490 Milam Rd East		Sanger	Texas	76266		\$ 18,105.03	
						8/23/2019	\$ 1,012.53	Expense Reimbursement
						9/13/2019	\$ 17,092.50	Principal and Interest Payment on Seller Note
George Warner Stroberg	6960 Nile Court		Arvada	CO	80007		\$ 17,772.99	
						9/25/2019	\$ 17,772.99	Principal and Interest Payment
Hennessey-Seabolt Inc.	9936 Raleigh St		Westminster	CO	80031		\$ 17,772.99	
						9/25/2019	\$ 17,772.99	Principal and Interest Payment

Schedule S-3								
Debtor TVET Management LLC, Veterinary Care Inc.								
90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
Carpet Cleaning Houston Pro	5500 N Braeswood Blvd		Houston	TX	77096		\$ 17,390.00	
						8/27/2019	\$ 1,890.00	Office Supplies and Contractors
						10/29/2019	\$ 15,500.00	Office Supplies and Contractors
Midwest Veterinary Supply	11240 Grader St	Ste 300	Dallas	TX	75238		\$ 16,700.38	
						9/10/2019	\$ 16,267.72	Inventory
						9/27/2019	\$ 432.66	Inventory
Robert Half Finance & Accounting	1980 Post Oak Blvd	Ste 1475	Houston	TX	77056		\$ 16,250.00	
						8/28/2019	\$ 16,250.00	Professional Services
VP Story Irving LLC	600 N. Story Rd.		Irving	TX	75061		\$ 15,521.64	
						8/30/2019	\$ 5,173.88	Rent
						10/1/2019	\$ 5,173.88	Rent
						11/1/2019	\$ 5,173.88	Rent
Brown, Susan L	9711 Shadowglade Ct		Houston	TX	77064		\$ 15,503.50	
						8/20/2019	\$ 1,650.00	Relief Vets
						8/30/2019	\$ 1,650.00	Relief Vets
						9/4/2019	\$ 2,750.00	Relief Vets
						9/10/2019	\$ 1,100.00	Relief Vets
						9/17/2019	\$ 1,375.00	Relief Vets
						9/20/2019	\$ 550.00	Relief Vets
						9/24/2019	\$ 1,100.00	Relief Vets
						10/4/2019	\$ 550.00	Relief Vets
						10/11/2019	\$ 1,100.00	Relief Vets
						10/16/2019	\$ 1,100.00	Relief Vets
						10/29/2019	\$ 687.50	Relief Vets
						11/13/2019	\$ 1,891.00	Relief Vets
Rye Hill Properties	12323 Burton Lane		Fort Smith	AR	72916		\$ 16,328.71	
						8/30/2019	\$ 5,000.00	Rent
						10/1/2019	\$ 5,000.00	Rent
						11/1/2019	\$ 5,075.00	Rent
						11/7/2019	\$ 1,253.71	Rent
Vertical Vet-Boomerang	5000 Arlington Centre Blvd		Columbus	OH	43220		\$ 14,785.63	
						8/20/2019	\$ 951.46	Inventory
						9/10/2019	\$ 2,421.25	Inventory
						9/13/2019	\$ 1,294.14	Inventory
						9/24/2019	\$ 1,259.45	Inventory
						10/1/2019	\$ 2,493.87	Inventory
						10/4/2019	\$ 1,219.86	Inventory
						10/11/2019	\$ 1,309.44	Inventory
						10/18/2019	\$ 1,245.63	Inventory
						10/29/2019	\$ 1,300.05	Inventory
						11/1/2019	\$ 1,290.48	Inventory
David Fernandez Trust	18854 Stone Oak Pkwy		San Antonio	TX	78258		\$ 14,641.02	
						8/30/2019	\$ 4,880.34	Rent
						10/1/2019	\$ 4,880.34	Rent
						11/1/2019	\$ 4,880.34	Rent
Wells Fargo Vendor Financial Services	420 Montgomery Street		San Francisco	CA	94104		\$ 14,527.08	
						9/6/2019	\$ 4,842.36	Equipment Leasing
						9/24/2019	\$ 4,842.36	Equipment Leasing
						10/29/2019	\$ 4,842.36	Equipment Leasing
Sinks & Stones Inc CVL	46-01 Vernon Blvd		Long Island Ci	NY	11101		\$ 14,414.40	
						8/30/2019	\$ 4,680.00	Office Supplies and Contractors
						10/1/2019	\$ 4,867.20	Office Supplies and Contractors
						11/1/2019	\$ 4,867.20	Office Supplies and Contractors
Wells Fargo Leasing	800 Walnut Street		Des Moines	Iowa	50309		\$ 14,302.73	
						8/27/2019	\$ 4,593.32	Equipment Leasing
						10/1/2019	\$ 4,593.32	Equipment Leasing
						10/29/2019	\$ 5,116.09	Equipment Leasing
Fond Memories Pet Cem	1102 S Seventh St.		Conroe	TX	77301		\$ 13,864.63	
						8/28/2019	\$ 3,226.66	Inventory
						10/8/2019	\$ 5,915.04	Inventory
						11/1/2019	\$ 4,722.93	Inventory
The Watermark Group	4271 Gatecrest		San Antonio	TX	78217		\$ 13,550.52	
						8/23/2019	\$ 1,079.09	Office Supplies and Contractors
						8/28/2019	\$ 1,873.03	Office Supplies and Contractors
						9/10/2019	\$ 2,101.88	Office Supplies and Contractors
						9/27/2019	\$ 213.75	Office Supplies and Contractors
						10/8/2019	\$ 534.45	Office Supplies and Contractors
						10/10/2019	\$ 606.31	Office Supplies and Contractors
						10/16/2019	\$ 1,388.25	Office Supplies and Contractors
						10/22/2019	\$ 2,324.19	Office Supplies and Contractors
						11/5/2019	\$ 2,792.41	Office Supplies and Contractors
						11/13/2019	\$ 637.16	Office Supplies and Contractors
VP Northwood LLC	1218 Webster Street		Houston	TX	77002		\$ 12,928.38	
						8/30/2019	\$ 4,309.46	Rent
						10/1/2019	\$ 4,309.46	Rent
						11/1/2019	\$ 4,309.46	Rent
De Lage Landen Leasing	PO Box 430		Watford	UK	WD18 8EZ		\$ 12,205.28	
						9/6/2019	\$ 1,903.32	Equipment Leasing
						9/10/2019	\$ 2,160.79	Equipment Leasing
						9/25/2019	\$ 1,903.32	Equipment Leasing
						10/11/2019	\$ 2,160.79	Equipment Leasing
						10/18/2019	\$ 1,812.68	Equipment Leasing
						11/1/2019	\$ 2,264.38	Equipment Leasing

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
conEdison	1615 Bronxdale Ave		Bronx	NY	10462		\$ 12,039.68	
						8/30/2019	\$ 695.00	Utilities
						9/11/2019	\$ 1,713.57	Utilities
						9/13/2019	\$ 3,145.65	Utilities
						9/17/2019	\$ 865.00	Utilities
						10/11/2019	\$ 2,875.38	Utilities
						10/18/2019	\$ 2,745.08	Utilities
VetIQ Staffing LLC	10000 N Central Expy	# 929	Dallas	TX	75231		\$ 11,250.00	
						8/23/2019	\$ 750.00	Relief Vets
						8/30/2019	\$ 750.00	Relief Vets
						9/6/2019	\$ 1,500.00	Relief Vets
						9/10/2019	\$ 1,500.00	Relief Vets
						9/17/2019	\$ 1,500.00	Relief Vets
						9/25/2019	\$ 1,500.00	Relief Vets
						10/8/2019	\$ 750.00	Relief Vets
						10/11/2019	\$ 1,500.00	Relief Vets
						10/22/2019	\$ 1,500.00	Relief Vets
CPS	1919 N Loop W Fwy		Houston	TX	77008		\$ 11,205.21	
						8/23/2019	\$ 16.09	Utilities
						8/27/2019	\$ 949.16	Utilities
						8/30/2019	\$ 1,088.74	Utilities
						9/6/2019	\$ 1,032.55	Utilities
						9/13/2019	\$ 2,339.35	Utilities
						9/17/2019	\$ 473.95	Utilities
						9/24/2019	\$ 15.76	Utilities
						10/1/2019	\$ 1,897.56	Utilities
						10/8/2019	\$ 1,284.91	Utilities
						10/11/2019	\$ 2,090.71	Utilities
						10/24/2019	\$ 16.43	Utilities
Pixel Veterinary Imaging PLLC	4114 Tablerock Dr.		Austin	TX	78731		\$ 10,870.00	
						8/30/2019	\$ 4,120.00	Medical Services
						10/8/2019	\$ 2,360.00	Medical Services
						10/22/2019	\$ 4,390.00	Medical Services
Wave Diagnostics	253 Corona Ave		Pelham	NY	10803		\$ 10,705.50	
						8/20/2019	\$ 1,610.00	Medical Services
						9/6/2019	\$ 2,378.00	Medical Services
						9/10/2019	\$ 1,512.50	Medical Services
						9/17/2019	\$ 1,795.00	Medical Services
						10/11/2019	\$ 1,350.00	Medical Services
						10/22/2019	\$ 1,075.00	Medical Services
						10/29/2019	\$ 985.00	Medical Services
Antech Imaging (Darkhorse)	17620 Mt. Herrmann Street		Fountain Valley	CA	92708		\$ 10,367.60	
						9/24/2019	\$ 10,367.60	Medical Services
Bank of America N.A. Practice Solutions	100 N. Tryon St.		Charlotte	NC	28255		\$ 10,086.78	
						8/27/2019	\$ 3,362.26	Equipment Leasing
						9/24/2019	\$ 3,362.26	Equipment Leasing
						10/24/2019	\$ 3,362.26	Equipment Leasing
Mohamed Said Esousy							\$ 9,840.00	
						9/4/2019	\$ 3,040.00	Office Supplies and Contractors
						10/7/2019	\$ 3,120.00	Office Supplies and Contractors
						11/5/2019	\$ 3,680.00	Office Supplies and Contractors
TPVET LLC (VCU)	84-09 Rockaway Boulevard		Ozone Park	New York	11415		\$ 9,792.96	
						8/27/2019	\$ 4,896.48	Rent
						9/25/2019	\$ 4,896.48	Rent
New Mexico Taxation & Revenue	1100 South St. Francis Drive		Santa Fe	NM	87504		\$ 9,792.52	
						8/22/2019	\$ 9,792.52	Tax
Ultravet Mobile	3250 Veterans Highway		Bohemia	NY	11716		\$ 9,412.50	
						8/20/2019	\$ 250.00	Medical Services
						8/30/2019	\$ 4,487.50	Medical Services
						9/10/2019	\$ 500.00	Medical Services
						10/18/2019	\$ 250.00	Medical Services
						10/22/2019	\$ 3,925.00	Medical Services
Tucker, April L.	9211 Kens Run	N/A	Humble	TX	77396		\$ 9,165.00	
						8/20/2019	\$ 1,327.50	Office Supplies and Contractors
						9/4/2019	\$ 1,286.25	Office Supplies and Contractors
						9/17/2019	\$ 1,312.50	Office Supplies and Contractors
						10/1/2019	\$ 1,323.75	Office Supplies and Contractors
						10/16/2019	\$ 1,331.25	Office Supplies and Contractors
						10/29/2019	\$ 1,293.75	Office Supplies and Contractors
						11/13/2019	\$ 1,290.00	Office Supplies and Contractors
PPTS Services							\$ 9,160.00	
						10/29/2019	\$ 9,160.00	Offshore IT
SonoVet	301 Main Plz	Ste 332	New Braunfels	TX	78130		\$ 9,142.00	
						8/23/2019	\$ 1,237.00	Medical Services
						8/27/2019	\$ 286.00	Medical Services
						8/30/2019	\$ 572.00	Medical Services
						9/6/2019	\$ 572.00	Medical Services
						9/10/2019	\$ 876.00	Medical Services
						9/13/2019	\$ 490.00	Medical Services
						9/24/2019	\$ 1,266.00	Medical Services
						9/25/2019	\$ 665.00	Medical Services
						10/11/2019	\$ 1,430.00	Medical Services
						10/16/2019	\$ 665.00	Medical Services
						10/22/2019	\$ 1,083.00	Medical Services

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
TBM Energy Services LLC	26862 Vista del Mar		Capistrano Be	CA	92624		\$ 9,000.00	
						8/20/2019	\$ 3,000.00	Advisory and Consulting Services
						9/10/2019	\$ 3,000.00	Advisory and Consulting Services
						10/18/2019	\$ 3,000.00	Advisory and Consulting Services
Axia Partners	PO Box 25695		Richmond	VA	23260		\$ 8,775.00	
						11/4/2019	\$ 8,775.00	Professional Services
Covetrus	7 Custom House St	Ste 5	Portland	ME	4101		\$ 8,723.77	
						8/23/2019	\$ 121.44	Inventory
						8/27/2019	\$ 3,128.37	Inventory
						9/6/2019	\$ 377.26	Inventory
						9/10/2019	\$ 128.06	Inventory
						9/24/2019	\$ 2,519.20	Inventory
						10/18/2019	\$ 863.27	Inventory
						10/29/2019	\$ 1,586.17	Inventory
TIAA Commercial Finance Inc	PO Box 911608		Denver	CO	80291		\$ 8,683.68	
						8/23/2019	\$ 2,079.10	Equipment Leasing
						8/27/2019	\$ 686.45	Equipment Leasing
						9/24/2019	\$ 2,957.55	Equipment Leasing
						10/16/2019	\$ 2,271.10	Equipment Leasing
						10/22/2019	\$ 689.48	Equipment Leasing
Cirro	2745 Dallas Pkwy	Suite 200	Plano	TX	75093		\$ 8,567.45	
						8/27/2019	\$ 4,413.85	Utilities
						8/30/2019	\$ 6.66	Utilities
						10/5/2019	\$ 4,146.94	Utilities
Sharp Business Sysems-ABM	7303 West Sam Houston Pkwy N		Houston	TX	77040		\$ 8,494.46	
						8/27/2019	\$ 3,970.71	Equipment Leasing
						8/30/2019	\$ 249.96	Equipment Leasing
						9/10/2019	\$ 4,111.44	Equipment Leasing
						10/8/2019	\$ 15.16	Equipment Leasing
						10/22/2019	\$ 53.00	Equipment Leasing
						11/1/2019	\$ 63.87	Equipment Leasing
						11/5/2019	\$ 30.32	Equipment Leasing
Kelly, James	13506 Douglas Llane Road		Houston	TX	77044		\$ 8,388.06	
						10/1/2019	\$ 8,388.06	Interest Payment on Seller and Convertible Notes
Nextiva Inc.	8800 E Chaparral Road	Ste 300	Scottsdale	AZ	85250		\$ 8,170.18	
						8/20/2019	\$ 2,669.27	Utilities - Phone
						9/17/2019	\$ 2,669.27	Utilities - Phone
						10/5/2019	\$ 162.37	Utilities - Phone
						10/18/2019	\$ 2,669.27	Utilities - Phone
Cherry Bekaert LLP	221 W 6th St	Suite 1200	Austin	TX	78701		\$ 7,875.00	
						10/4/2019	\$ 7,875.00	Professional Services
Resell, Warren	5927 Gnarled Oaks Ct.		Humble	TX	77346		\$ 7,635.03	
						10/1/2019	\$ 7,635.03	Interest Payment on Convertible Note
Entergy	PO Box 8104		Baton Rouge	LA	70891-8104		\$ 7,310.75	
						8/23/2019	\$ 1,020.97	Utilities
						9/11/2019	\$ 2,261.81	Utilities
						9/18/2019	\$ 1,011.54	Utilities
						10/11/2019	\$ 2,123.76	Utilities
						10/22/2019	\$ 892.67	Utilities
Texas State Comptroller	P.O. Box 13528	Capitol Station	Austin	TX	78711		\$ 7,305.12	
						8/21/2019	\$ 7,305.12	Tax
CenturyLink Phoenix	PO Box 91155		Seattle	WA	98111		\$ 7,287.33	
						8/23/2019	\$ 398.89	Utilities
						8/30/2019	\$ 897.70	Utilities
						9/6/2019	\$ 1,275.65	Utilities
						9/18/2019	\$ 402.18	Utilities
						10/1/2019	\$ 1,998.78	Utilities
						10/18/2019	\$ 399.48	Utilities
						11/1/2019	\$ 1,914.65	Utilities
The Pet Loss Center/DFW	2215 W Pipeline Rd		Eules	TX	76040		\$ 7,029.40	
						8/30/2019	\$ 4,501.40	Inventory
						10/22/2019	\$ 774.00	Inventory
						10/25/2019	\$ 1,754.00	Inventory
Gonzales, Caroline G	PO Box 1031		Crosby	TX	77532		\$ 6,945.00	
						8/20/2019	\$ 675.00	1099 Contractor Wages
						8/27/2019	\$ 675.00	1099 Contractor Wages
						9/10/2019	\$ 675.00	1099 Contractor Wages
						9/13/2019	\$ 615.00	1099 Contractor Wages
						10/8/2019	\$ 615.00	1099 Contractor Wages
						10/11/2019	\$ 615.00	1099 Contractor Wages
						10/18/2019	\$ 615.00	1099 Contractor Wages
						10/22/2019	\$ 615.00	1099 Contractor Wages
						10/29/2019	\$ 615.00	1099 Contractor Wages
						11/13/2019	\$ 1,230.00	1099 Contractor Wages
Cigna Edge	900 Cottage Grove Road		Bloomfield	CT	06002		\$ 406,325.01	
						8/20/2019	\$ 114,625.87	Insurance
						9/20/2019	\$ 170,454.46	Insurance
						10/22/2019	\$ 121,244.68	Insurance
John Hancock	1330 Post Oak Blvd	# 2050	Houston	TX	77058		\$ 28,154.57	
						8/29/2019	\$ 4,696.53	401K
						9/11/2019	\$ 4,409.57	401K
						10/1/2019	\$ 4,649.40	401K
						10/10/2019	\$ 4,290.02	401K
						10/28/2019	\$ 5,043.99	401K
						11/4/2019	\$ 5,065.06	401K

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
F-L Ventures, LLC							\$ 23,068.43	
						11/8/2019	\$ 23,068.43	Interim COO
Travelers Insurance	PO BOX 660317		Dallas	TX	75266		\$ 26,602.30	
						8/28/2019	\$ 26,602.30	Insurance
Infinitech	4455 Carver Woods Drive		Cincinnati	OH	45242		\$ 129,602.43	
						8/20/2019	\$ 34.20	Payment Processing Services
						8/26/2019	\$ 57.30	Payment Processing Services
						8/26/2019	\$ 49.99	Payment Processing Services
						8/27/2019	\$ 99.43	Payment Processing Services
						9/3/2019	\$ 33.45	Payment Processing Services
						9/3/2019	\$ 0.53	Payment Processing Services
						9/5/2019	\$ 561.27	Payment Processing Services
						9/6/2019	\$ 2,091.03	Payment Processing Services
						9/6/2019	\$ 938.06	Payment Processing Services
						9/6/2019	\$ 3,301.43	Payment Processing Services
						9/6/2019	\$ 897.72	Payment Processing Services
						9/6/2019	\$ 1,374.80	Payment Processing Services
						9/6/2019	\$ 1,503.48	Payment Processing Services
						9/6/2019	\$ 640.93	Payment Processing Services
						9/6/2019	\$ 2,071.13	Payment Processing Services
						9/6/2019	\$ 1,864.49	Payment Processing Services
						9/6/2019	\$ 3,798.66	Payment Processing Services
						9/6/2019	\$ 1,659.20	Payment Processing Services
						9/6/2019	\$ 777.83	Payment Processing Services
						9/6/2019	\$ 2,473.12	Payment Processing Services
						9/6/2019	\$ 882.11	Payment Processing Services
						9/6/2019	\$ 1,335.78	Payment Processing Services
						9/6/2019	\$ 1,935.43	Payment Processing Services
						9/6/2019	\$ 876.52	Payment Processing Services
						9/6/2019	\$ 3,904.31	Payment Processing Services
						9/6/2019	\$ 1,713.59	Payment Processing Services
						9/6/2019	\$ 2,072.59	Payment Processing Services
						9/6/2019	\$ 2,115.82	Payment Processing Services
						9/6/2019	\$ 1,706.69	Payment Processing Services
						9/6/2019	\$ 276.50	Payment Processing Services
						9/6/2019	\$ 2,875.07	Payment Processing Services
						9/9/2019	\$ 969.46	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/10/2019	\$ 16.04	Payment Processing Services
						9/24/2019	\$ 70.13	Payment Processing Services
						10/1/2019	\$ 274.00	Payment Processing Services
						10/3/2019	\$ 33.45	Payment Processing Services
						10/7/2019	\$ 535.78	Payment Processing Services
						10/7/2019	\$ 476.66	Payment Processing Services
						10/8/2019	\$ 2,099.64	Payment Processing Services
						10/8/2019	\$ 734.79	Payment Processing Services
						10/8/2019	\$ 4,133.69	Payment Processing Services
						10/8/2019	\$ 1,160.96	Payment Processing Services
						10/8/2019	\$ 1,487.61	Payment Processing Services
						10/8/2019	\$ 708.27	Payment Processing Services
						10/8/2019	\$ 1,795.69	Payment Processing Services
						10/8/2019	\$ 1,789.96	Payment Processing Services
						10/8/2019	\$ 3,234.91	Payment Processing Services
						10/8/2019	\$ 1,531.73	Payment Processing Services
						10/8/2019	\$ 759.85	Payment Processing Services
						10/8/2019	\$ 2,195.91	Payment Processing Services
						10/8/2019	\$ 695.69	Payment Processing Services
						10/8/2019	\$ 1,125.91	Payment Processing Services
						10/8/2019	\$ 1,567.62	Payment Processing Services
						10/8/2019	\$ 724.21	Payment Processing Services
						10/8/2019	\$ 3,611.88	Payment Processing Services
						10/8/2019	\$ 1,125.80	Payment Processing Services
						10/8/2019	\$ 2,555.53	Payment Processing Services
						10/8/2019	\$ 2,184.37	Payment Processing Services
						10/8/2019	\$ 1,677.60	Payment Processing Services
						10/8/2019	\$ 2,659.93	Payment Processing Services
						10/10/2019	\$ 33.81	Payment Processing Services
						10/15/2019	\$ 275.28	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/16/2019	\$ 16.04	Payment Processing Services
						10/18/2019	\$ 929.07	Payment Processing Services
						10/28/2019	\$ 61.85	Payment Processing Services
						11/4/2019	\$ 33.45	Payment Processing Services
						11/4/2019	\$ 348.86	Payment Processing Services
						11/4/2019	\$ 0.53	Payment Processing Services
						11/6/2019	\$ 1,760.43	Payment Processing Services

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
						11/6/2019	\$ 858.88	Payment Processing Services
						11/6/2019	\$ 3,789.06	Payment Processing Services
						11/6/2019	\$ 1,263.37	Payment Processing Services
						11/6/2019	\$ 1,883.09	Payment Processing Services
						11/6/2019	\$ 655.33	Payment Processing Services
						11/6/2019	\$ 2,085.24	Payment Processing Services
						11/6/2019	\$ 1,765.27	Payment Processing Services
						11/6/2019	\$ 4,096.59	Payment Processing Services
						11/6/2019	\$ 1,947.25	Payment Processing Services
						11/6/2019	\$ 798.07	Payment Processing Services
						11/6/2019	\$ 2,215.81	Payment Processing Services
						11/6/2019	\$ 738.36	Payment Processing Services
						11/6/2019	\$ 1,112.51	Payment Processing Services
						11/6/2019	\$ 1,825.93	Payment Processing Services
						11/6/2019	\$ 948.90	Payment Processing Services
						11/6/2019	\$ 3,105.06	Payment Processing Services
						11/6/2019	\$ 1,380.65	Payment Processing Services
						11/6/2019	\$ 2,712.60	Payment Processing Services
						11/6/2019	\$ 2,368.86	Payment Processing Services
						11/6/2019	\$ 1,600.09	Payment Processing Services
						11/6/2019	\$ 2,852.20	Payment Processing Services
						11/7/2019	\$ 87.98	Payment Processing Services
American Express	P.O.Box 650448		Dallas	TX	75265		\$ 11,935.48	
						8/26/2019	\$ 69.08	Payment Processing Services
						9/5/2019	\$ 148.57	Payment Processing Services
						9/5/2019	\$ 54.80	Payment Processing Services
						9/5/2019	\$ 553.29	Payment Processing Services
						9/5/2019	\$ 166.19	Payment Processing Services
						9/5/2019	\$ 428.56	Payment Processing Services
						9/5/2019	\$ 45.36	Payment Processing Services
						9/5/2019	\$ 206.26	Payment Processing Services
						9/5/2019	\$ 104.16	Payment Processing Services
						9/5/2019	\$ 558.92	Payment Processing Services
						9/5/2019	\$ 196.07	Payment Processing Services
						9/5/2019	\$ 56.24	Payment Processing Services
						9/5/2019	\$ 266.36	Payment Processing Services
						9/5/2019	\$ 142.43	Payment Processing Services
						9/5/2019	\$ 84.50	Payment Processing Services
						9/5/2019	\$ 476.72	Payment Processing Services
						9/5/2019	\$ 77.49	Payment Processing Services
						10/2/2019	\$ 61.94	Payment Processing Services
						10/2/2019	\$ 46.80	Payment Processing Services
						10/3/2019	\$ 35.69	Payment Processing Services
						10/7/2019	\$ 283.30	Payment Processing Services
						10/7/2019	\$ 15.89	Payment Processing Services
						10/7/2019	\$ 478.67	Payment Processing Services
						10/7/2019	\$ 206.79	Payment Processing Services
						10/7/2019	\$ 371.75	Payment Processing Services
						10/7/2019	\$ 43.81	Payment Processing Services
						10/7/2019	\$ 175.24	Payment Processing Services
						10/7/2019	\$ 101.75	Payment Processing Services
						10/7/2019	\$ 638.63	Payment Processing Services
						10/7/2019	\$ 252.34	Payment Processing Services
						10/7/2019	\$ 64.54	Payment Processing Services
						10/7/2019	\$ 307.92	Payment Processing Services
						10/7/2019	\$ 162.70	Payment Processing Services
						10/7/2019	\$ 217.38	Payment Processing Services
						10/7/2019	\$ 244.36	Payment Processing Services
						10/7/2019	\$ 105.59	Payment Processing Services
						10/16/2019	\$ 1,108.28	Payment Processing Services
						10/17/2019	\$ 143.19	Payment Processing Services
						11/4/2019	\$ 76.69	Payment Processing Services
						11/4/2019	\$ 61.55	Payment Processing Services
						11/5/2019	\$ 114.62	Payment Processing Services
						11/5/2019	\$ 31.91	Payment Processing Services
						11/5/2019	\$ 381.11	Payment Processing Services
						11/5/2019	\$ 181.45	Payment Processing Services
						11/5/2019	\$ 348.18	Payment Processing Services
						11/5/2019	\$ 87.24	Payment Processing Services
						11/5/2019	\$ 199.66	Payment Processing Services
						11/5/2019	\$ 86.86	Payment Processing Services
						11/5/2019	\$ 490.91	Payment Processing Services
						11/5/2019	\$ 179.27	Payment Processing Services
						11/5/2019	\$ 77.53	Payment Processing Services
						11/5/2019	\$ 262.09	Payment Processing Services
						11/5/2019	\$ 84.50	Payment Processing Services
						11/5/2019	\$ 118.46	Payment Processing Services
						11/5/2019	\$ 375.59	Payment Processing Services
						11/5/2019	\$ 76.30	Payment Processing Services
Chase Corporate Credit Card -9070	270 Park Avenue		New York	NY	10017		\$ 192,813.83	
						11/6/2019	\$ 6,000.00	Corporate Credit Card Payment
						10/31/2019	\$ 27,695.44	Corporate Credit Card Payment
						10/29/2019	\$ 10,000.00	Corporate Credit Card Payment
						10/24/2019	\$ 15,000.00	Corporate Credit Card Payment
						10/14/2019	\$ 25,000.00	Corporate Credit Card Payment
						10/5/2019	\$ 25,642.04	Corporate Credit Card Payment

Schedule S-3 Debtor TVET Management LLC, Veterinary Care Inc. 90 Day Payments/Transfers to Creditors								
Recipient	Address 1	Address 2	City	St	Zip	Date	Distribution	Reason for Payment or Transfer
						10/2/2019	\$ 10,000.00	Corporate Credit Card Payment
						9/12/2019	\$ 42,353.15	Corporate Credit Card Payment
						8/29/2019	\$ 31,123.20	Corporate Credit Card Payment
Chase Corporate Credit Card -6999	270 Park Avenue		New York	NY	10017		\$ 20,480.21	
						11/6/2019	\$ 3,281.26	Corporate Credit Card Payment
						11/4/2019	\$ 5,330.85	Corporate Credit Card Payment
						10/14/2019	\$ 6,932.74	Corporate Credit Card Payment
						8/29/2019	\$ 4,935.36	Corporate Credit Card Payment

Schedule S-13.30 & S-4.1 Debtor TVET Management LLC, Veterinary Care Inc. 1 Year Transfer - Insiders								
Recipient	Address	Address 2	City	St	Zip	Date	Distribution	Reason For Payment or Transfer
Thomas, Benjamin - CEO, Chairman	3333 Allen Parkway #1305	Unit 1406	Houston	TX	77019		\$ 386,110.70	
						1/2/2019	\$ 14,247.81	Payment to Corporate Credit Card
						1/14/2019	\$ 5,000.00	Payment to Corporate Credit Card
						1/28/2019	\$ 8,316.19	Payment to Corporate Credit Card
						2/14/2019	\$ 23,258.31	Payment to Corporate Credit Card
						3/4/2019	\$ 5,750.06	Payment to Corporate Credit Card
						3/28/2019	\$ 18,158.22	Payment to Corporate Credit Card
						5/2/2019	\$ 17,221.12	Payment to Corporate Credit Card
						6/3/2019	\$ 8,343.97	Payment to Corporate Credit Card
						7/8/2019	\$ 13,400.09	Payment to Corporate Credit Card
						7/29/2019	\$ 17,325.99	Payment to Corporate Credit Card
						8/29/2019	\$ 18,662.31	Payment to Corporate Credit Card
						10/7/2019	\$ 15,116.49	Payment to Corporate Credit Card
						11/4/2019	\$ 11,117.99	Payment to Corporate Credit Card
						11/6/2019	\$ 7,336.13	Payment to Corporate Credit Card
						12/10/2018	\$ 8,980.42	Payment to Corporate Credit Card
						11/30/2018	\$ 8,287.89	Payroll Distribution
						12/14/2018	\$ 8,287.89	Payroll Distribution
						12/28/2018	\$ 8,287.89	Payroll Distribution
						1/11/2019	\$ 7,487.83	Payroll Distribution
						1/25/2019	\$ 7,487.82	Payroll Distribution
						2/8/2019	\$ 7,487.84	Payroll Distribution
						2/22/2019	\$ 7,487.82	Payroll Distribution
						3/8/2019	\$ 7,487.83	Payroll Distribution
						3/22/2019	\$ 7,487.83	Payroll Distribution
						4/5/2019	\$ 7,487.82	Payroll Distribution
						4/19/2019	\$ 7,487.84	Payroll Distribution
						5/3/2019	\$ 7,487.82	Payroll Distribution
						5/17/2019	\$ 7,487.83	Payroll Distribution
						5/31/2019	\$ 7,487.82	Payroll Distribution
						6/14/2019	\$ 7,487.83	Payroll Distribution
						6/28/2019	\$ 7,569.56	Payroll Distribution
						7/12/2019	\$ 7,315.16	Payroll Distribution
						7/26/2019	\$ 7,098.11	Payroll Distribution
						8/9/2019	\$ 7,534.26	Payroll Distribution
						8/23/2019	\$ 7,316.19	Payroll Distribution
						9/6/2019	\$ 7,316.19	Payroll Distribution
						9/20/2019	\$ 7,316.19	Payroll Distribution
						10/18/2019	\$ 13,628.87	Payroll Distribution
						11/1/2019	\$ 6,830.93	Payroll Distribution
						11/15/2019	\$ 7,232.54	Payroll Distribution
Thomas, Leah - Spouse to Thomas, Benjamin	3333 Allen Parkway	Unit 1201	Houston	TX	77019		\$ 17,493.99	
						9/25/2018	\$ 4,526.91	Payment to Corporate Credit Card
						10/1/2018	\$ 2,373.00	Payment to Corporate Credit Card
						11/25/2018	\$ 765.28	Payment to Corporate Credit Card
						12/26/2018	\$ 1,480.92	Payment to Corporate Credit Card
						1/23/2019	\$ 408.35	Payment to Corporate Credit Card
						2/23/2019	\$ 2,758.62	Payment to Corporate Credit Card
						2/23/2019	\$ 162.67	Payment to Corporate Credit Card
						3/26/2019	\$ 1,101.84	Payment to Corporate Credit Card
						4/23/2019	\$ 511.00	Payment to Corporate Credit Card
						5/24/2019	\$ 37.40	Payment to Corporate Credit Card
						8/23/2019	\$ 128.00	Payment to Corporate Credit Card
						1/13/2018	\$ 3,240.00	Expense Reimbursement
Van Pelt IV, William - Board Member	2700 Post Oak Blvd.		Houston	TX	77007		\$ 176.00	
						9/24/2019	\$ 176.00	Expense Reimbursement
Mauze, Madison - Former Board Member	2700 Post Oak Blvd.		Houston	TX	77007		\$ 193.58	
						5/29/2019	\$ 193.58	Expense Reimbursement
Anapolsky, Jeff - Former Interim CEO	2700 Post Oak Blvd.		Houston	TX	77007		\$ 970.35	
						10/8/2019	\$ 970.35	Expense Reimbursement

\* Benjamin Thomas's credit card total payment (#2840 represented above) of \$192,235.10 includes two sub-card members #6700: \$101,001.02 and #9404: \$3,495.30. Total payment is non-distinguishable to sub-card members when applied to parent card #2840.

## Schedule S-26d.

Debtor TVET Management LLC, Veterinary Care Inc.  
Parties to whom Financial Statements Were issued (last 2 years)

Recipient	Address	Address 2	City	St	Zip
39 North Capital	67 Wall Street	Suite 2502	New York	NY	10005
Align Capital	3811 Turtle Creek Boulevard	Suite 1010	Dallas	TX	75219
Anapolsky Advisors	2925 Richmond Avenue	12th Floor	Houston	TX	77098
Atlanvest	Level 17	9 Castlereagh St	Sydney	NSW	2000
Boathouse Capital	353 West Lancaster Avenue	Suite 200	Wayne	PA	19087
Cleveland Research	1375 E 9th St	#2700	Cleveland	OH	44114
Dorsar Investment Company	4855 N Mesa St	Ste 120	El Paso	TX	79912
Focus Strategies	901 S Mopac Expressway Building II	Ste 350	Austin	TX	78746
Gauge Capital	1256 Main St	Ste 256	Southlake	TX	76092
Gemini Investors	20 William St	Ste 250	Wellesley	MA	02481
JDH Investment Management	12200 North Stemmons Freeway		Dallas	TX	75234
Jefferson River Capital	1330 Avenue of the Americas		New York	NY	10019
Kian Capital	2970 Peachtree Rd NW	Ste 530	Atlanta	GA	30305
King & Spalding LLP	1100 Louisiana St.	#4000	Houston	TX	77002
Krumholz Franchises LLC	2711 Centerville Rd	Suite 400	Wilmington	DE	19808
Kuzari Group	220 E 42nd St	Ste 29	New York	NY	10017
Kyle Capital	10713 Gaillardia Drive		Austin	TX	78733
LCG Venture Capital Holdings	3500 Maple Ave		Dallas	TX	75219
LLEX Partners LLC	900 Third Avenue	14th Floor	New York	NY	10022
Montreux Partners	Four Embarcadero Center	Suite 3720	San Francisco	CA	94111
New 2ND Capital	747 3rd Avenue	Suite 2101	New York	NY	10017
New MainStream Capital	32 Old Slip	Suite 32D	New York	NY	10005
Okin Adams, LLC	1113 Vine St.	#240	Houston	TX	77002
Origami Capital Partners LLC	191 North Wacker Drive	Suite 2350	Chicago	IL	60606
Park East Capital, LLC	101 Avenue of the Americas	9th Floor	New York	NY	10013
Perkins Coie LLP	P O Box 24643		Seattle	WA	98124-0643
PPC Enterprises	500 Park Avenue	4th Floor	New York	NY	10022
PPT Solutions	7136 S Yale Avenue	Suite 300	Tulsa	OK	74136
Regency Wealth	500 North Franklin Turnpike	Suite 212	Ramsey	NJ	07446
RHG Holdings	11 Greenway Plz	Ste 2600	Houston	TX	77046-1103
Richardson Executive Search	326 - 11th Avenue SW	Suite 504	Calgary	AB	T2R 0C5
SkyKnight Capital	1 Letterman Dr Bldg c	Suite 3950	San Francisco	CA	94129
Stone-Goff Partners	900 3rd Ave		New York	NY	10022
The Claro Group LLC	711 Louisiana St.	Ste. 2100	Houston	TX	77002
VisioCap	104 West 40th Street	19th Floor	New York	NY	10018
Vista Ridge Capital	1001 SW 5th Ave		Portland	OR	97204
Weaver - Andrew Johnston, CPA	24 Greenway Plaza	Suite 1800	Houston	TX	77046
WG Consulting LLC	1415 Louisiana	Suite 3500	Houston	TX	77002