

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
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In re: CASE NO.: 04-35435-BKC-PGH
eCom eCom.com, Inc., Chapter 11
Debtor.

FINAL REPORT OF ESTATE AND MOTION FOR FINAL DECREE CLOSING CASE

Pursuant to Local Rule 3022-1, the undersigned files this Final Report and Motion for Final Decree Closing Case and states as follows:

1. The Debtor's *First Amended Joint Plan of Reorganization, as Modified* (the "Plan") was confirmed in this case on March 23, 2007. *See* Court Paper No. 295.
2. The Plan provided *inter alia* that the Debtor shall distribute the following:¹
 - (a) The Allowed Administrative Claim of Debtor's counsel would be paid as follows: (i) \$100,000.00 on the Effective Date of the Plan, and, thereafter, (ii) four (4) installments of \$5,000.00 each;
 - (b) American Capital Holdings, Inc. shall receive shares of New Common Stock in the Reorganized Debtor on account of its Allowed Administrative Claim and its Allowed Class 3B Claim;
 - (c) Holders of Allowed Class 1 Claims (Unsecured Priority Claims) would receive shares of New Common Stock in the Reorganized Debtor, valued at \$.026 per share;
 - (d) Holders of Allowed Class 3A Claims (Non-Insider General

¹ There were no Allowed Class 2 Claims.

Unsecured Claims) would receive either (i) Cash in an amount equal to the amount of the Allowed Class 3A Claim; or (ii) shares of New Common Stock in the Reorganized Debtor, valued at \$.026 per share. The Plan provided that, in the event the holder of an Allowed Class 3A Claim failed to elect a specific form of distribution, then such holder would receive shares of New Common Stock of the Reorganized Debtor, valued at \$.026 per share;

- (e) Holders of Allowed Class 3B Claims (Insider General Unsecured Claims) would receive shares of New Common Stock in the Reorganized Debtor, valued at \$0.026 per share; and
- (f) Holders of Allowed Class 4 Claims (Equity Interests) would retain their interests under the Plan.

3. The Debtor has (i) made all required Cash payments to holders of Allowed Class 3A Claims; and (ii) issued all required shares of New Common Stock of the Reorganized Debtor to American Capital Holdings, Inc., and to Holders of Allowed Class 1, 3A and 3B Claims. *See* Affidavit of Disbursements (attached hereto as Exhibit "A") (the "Affidavit").

4. All distributions required by the Plan on the Effective Date of the Plan (or as soon thereafter as was reasonably practicable) have been made, all matters to be completed in accordance with the Plan have been substantially fulfilled or completed, and the Plan has been substantially consummated.

5. There are no longer any pending adversary proceedings, contested matters,

or claims objections in this case which would affect substantial consummation of this case.

6. All Allowed Administrative Claims have been paid in full in accordance with the Plan, except as otherwise provided herein. To date, the following distributions have been made on account of such Allowed Administrative Claims:

(a) Kluger, Peretz, Kaplan & Berlin, P.L.- \$110,000.00;

(b) United States Trustee Fees – shall be paid current as calculated through and including the First Quarter, 2008; and

(c) American Capital Holdings, Inc. received 23,795,237 shares of New Common Stock in the Reorganized Debtor in satisfaction of the Allowed Class 3B Claim and the Allowed Administrative Claim (for DIP financing).

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