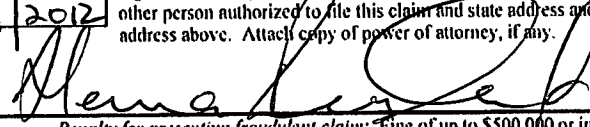



UNITED STATES BANKRUPTCY COURT District of Delaware		PROOF OF CLAIM
Name of Debtor: American Laser Centers LLC		Case Number: 11-13854
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Google Inc.		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent: Google Inc./ Blake Reese, Esq. 76 Ninth Ave New York, NY 10075 Telephone number: (212) 565-7297		Court Claim Number: _____ (If known) Filed on: _____
Name and address where payment should be sent (if different from above): Google Inc. / Matthias Steffens 1600 Amphitheatre Pkwy. Mountain View, CA 94043 Telephone number: (650) 253-0000		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ <u>691,598.75</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim.
2. Basis for Claim: <u>Services Provided</u> (See instruction #2 on reverse side.)		<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).
3. Last four digits of any number by which creditor identifies debtor: <u>5081</u> Ja. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		<input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(____). Amount entitled to priority: \$ _____
Date: <u>1/17/2012</u> Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. 		FOR COURT USE ONLY ALC Holdings  00072

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

Invoice

Page: 1 of 1



Federal Tax ID #: 77-0493581

Bill To:

Alc-Partner Inc
Attn: Colin Gordon
24555 Hallwood Court
Farmington Hills, MI 48335

Service Type: Google AdWords
Invoice Number: 160254037815
Invoice Date: 30 September 2008
Customer Number: 03193046
Due Date: 30 October 2008
Payment Terms: NET 30
Account Number: 989-664-2499
Agreement ID: 6138924215

Advertiser:
ALC Partner, Inc.
Randolph A Pepper

For the period 2 September 2008 through 18 September 2008

CAMPAIGN NAME	PURCHASE ORDER	AMOUNT
Adjustment		-488.21

Total account charges for Google AdWords 2 September 2008 - 18 September 2008 -488.21

Remit to:

Google Inc.
Dept. 33654
P.O. Box 39000
San Francisco, CA 94139
USA

Via Domestic Wire Transfer:

Acct Name: Google Inc
Bank: Wells Fargo Bank, Palo Alto CA 94321-0150
ABA # 121000248
Acct#: 4121100648

Subtotal: -488.21
Tax Amount: 0.00
Total: -488.21
PAYABLE IN USD

Please note invoice number with payment.
For questions about this invoice, email collections-us@google.com.

Invoice

Page: 1 of 1



Federal Tax ID #: 77-0493581

Bill To:

Alc-Partner Inc
Attn: Randolph A Pepper
24555 Hallwood Court
Farmington Hills, MI 48335

Service Type: Google AdWords
Invoice Number: 449450795835
Invoice Date: 31 October 2011
Customer Number: 13834290
Due Date: 30 November 2011
Payment Terms: NET 30
Account Number: 559-285-4937
Agreement ID: 2608294301

For the period 15 October 2011 through 15 October 2011

CAMPAIGN NAME	PURCHASE ORDER	AMOUNT
Super HV		12.94

Total account charges for Google AdWords 15 October 2011 - 15 October 2011

12.94

Remit to:

Google Inc.
Dept. 33654
P.O. Box 39000
San Francisco, CA 94139
USA

Via Domestic Wire Transfer:

Acct Name: Google Inc
Bank: Wells Fargo Bank, Palo Alto, CA 94321-0150
ABA # 121000248
Acct#: 4121100648

Subtotal:

12.94

Tax Amount:

0.00

Total:

12.94

PAYABLE IN USD

Please note invoice number with payment.
For questions about this invoice, email collections-us@google.com.

Invoice

Page: 1 of 1



Federal Tax ID #: 77-0493581

Bill To:

Alc-Partner Inc
Attn: ALSC, c/o Integrated Media Solutions
650 Fifth Avenue, 35th Floor
New York, NY 10019

Service Type: Google AdWords
Invoice Number: 449492460835
Invoice Date: 31 October 2011
Customer Number: 13684847
Due Date: 30 November 2011
Payment Terms: NET 30
Salesperson: Danielle Wolinsky
Account Number: 476-005-5081
Agreement ID: 8449262321

For the period 1 October 2011 through 31 October 2011

ADVERTISER NAME	ADVERTISER CID	DESCRIPTION	PURCHASE ORDER	AMOUNT
Integrated Media Solutions	3162100211	AdWords usage		26,368.65
		Adjustment		-19.47
		Adjustment		-248.37
Integrated Media Solutions	7912876815	AdWords usage		247,632.51
		AdWords usage		71.00
		Adjustment		-892.59
Integrated Media Solutions	3042428432	AdWords usage		63,187.86
		Adjustment		-213.29
		Adjustment		-909.39
Integrated Media Solutions	6317259716	AdWords usage		20,724.71
		Adjustment		-39.44
Integrated Media Solutions	2646236662	AdWords usage		5,039.23
		Adjustment		-13.69
		Adjustment		-9.24

Total Google account charges for Google AdWords 1 October 2011 - 31 October 2011 360,678.48

Remit to:

Google Inc.
Dept. 33654
P.O. Box 39000
San Francisco, CA 94139
USA

Via Domestic Wire Transfer:

Acct Name: Google Inc
Bank: Wells Fargo Bank, Palo Alto, CA 94321-0150
ABA # 121000248
Acct#: 4121100648

Subtotal: 360,678.48

Tax Amount: 0.00

Total: 360,678.48

PAYABLE IN USD

Please note invoice number with payment.
For questions about this invoice, email collections-us@google.com.

Invoice



Federal Tax ID #: 77-0493581

Bill To:

Alc-Partner Inc
Attn: ALSC, c/o Integrated Media Solutions
650 Fifth Avenue, 35th Floor
New York, NY 10019

Service Type: Google AdWords
Invoice Number: 461609079815
Invoice Date: 30 November 2011
Customer Number: 13684847
Due Date: 30 December 2011
Payment Terms: NET 30
Salesperson: Danielle Wolinsky
Account Number: 476-005-5081
Agreement ID: 8449262321

For the period 1 November 2011 through 30 November 2011

ADVERTISER NAME	ADVERTISER CID	DESCRIPTION	PURCHASE ORDER	AMOUNT
Integrated Media Solutions	3162100211	AdWords usage		8,202.77
		Adjustment		-0.64
		Adjustment		-257.46
Integrated Media Solutions	7912876815	AdWords usage		245,311.06
		AdWords usage		48.00
		Adjustment		-2,830.36
Integrated Media Solutions	3042428432	AdWords usage		3,740.36
		Adjustment		-4.35
		Adjustment		-2,895.89
Integrated Media Solutions	6317259716	AdWords usage		25,388.22
		Adjustment		-12.67
Integrated Media Solutions	2646236662	AdWords usage		6,384.96
		Adjustment		-5.00
		Adjustment		-132.10

Total Google account charges for Google AdWords 1 November 2011 - 30 November 2011 282,936.90

Remit to:

Google Inc.
Dept. 33654
P.O. Box 39000
San Francisco, CA 94139
USA

Via Domestic Wire Transfer:

Acct Name: Google Inc
Bank: Wells Fargo Bank, Palo Alto, CA 94321-0150
ABA # 121000248
Acct#: 4121100648

Subtotal: 282,936.90

Tax Amount: 0.00

Total: 282,936.90

PAYABLE IN USD

Please note invoice number with payment.
For questions about this invoice, email collections-us@google.com.

Invoice

Page: 1 of 1



Federal Tax ID #: 77-0493581

Bill To:

Alc-Partner Inc
Attn: ALSC, c/o Integrated Media Solutions
650 Fifth Avenue, 35th Floor
New York, NY 10019

Service Type: Google AdWords
Invoice Number: 472508954815
Invoice Date: 31 December 2011
Customer Number: 13684847
Due Date: 30 January 2012
Payment Terms: NET 30
Salesperson: Danielle Wolinsky
Account Number: 476-005-5081
Agreement ID: 8449262321

For the period 1 December 2011 through 31 December 2011

ADVERTISER NAME	ADVERTISER CID	DESCRIPTION	PURCHASE ORDER	AMOUNT
Integrated Media Solutions	3162100211	AdWords usage		8,602.20
		Adjustment		-12.54
		Adjustment		-0.45
		Adjustment		-21.75
Integrated Media Solutions	7912876815	AdWords usage		229,540.33
		AdWords usage		60.08
		Adjustment		-22.01
Integrated Media Solutions	3042428432	Adjustment		-299.38
Integrated Media Solutions	6317259716	AdWords usage		37,526.04
		Adjustment		-1.66
		Adjustment		-108.06
		Adjustment		-164.79
Integrated Media Solutions	2646236662	AdWords usage		5,769.51
		Adjustment		-5.00
		Adjustment		-9.30
		Adjustment		-67.13
Total Google account charges for Google AdWords 1 December 2011 - 31 December 2011				280,786.09

Remit to:

Google Inc.
Dept. 33654
P.O. Box 39000
San Francisco, CA 94139
USA

Via Domestic Wire Transfer:

Acct Name: Google Inc
Bank: Wells Fargo Bank, Palo Alto, CA 94321-0150
ABA # 121000248
Acct#: 4121100648

Subtotal:

280,786.09

Tax Amount:

0.00

Total:

280,786.09

PAYABLE IN USD

Please note invoice number with payment.
For questions about this invoice, email collections-us@google.com.

Hema Prashad
PHONE: (212) 565-4869
EMAIL: hprashad@google.com

January 17, 2012

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

BMC Group, Inc.
Attn: ALC Holdings, LLC Claims Processing
18750 Lake Drive East
Chanhassen, MN 55317

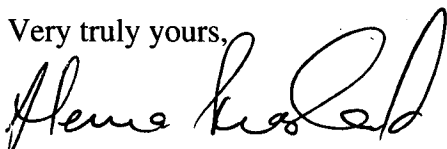
**Re: In re American Laser Centers LLC – Ch. 11 Case #11-13854
United States Bankruptcy Court for the District of Delaware**

Dear Sir/Madam:

Enclosed is the original proof of claim, with attached supporting documentation. Please file the claim in the above-described bankruptcy case. The creditor is Google Inc.

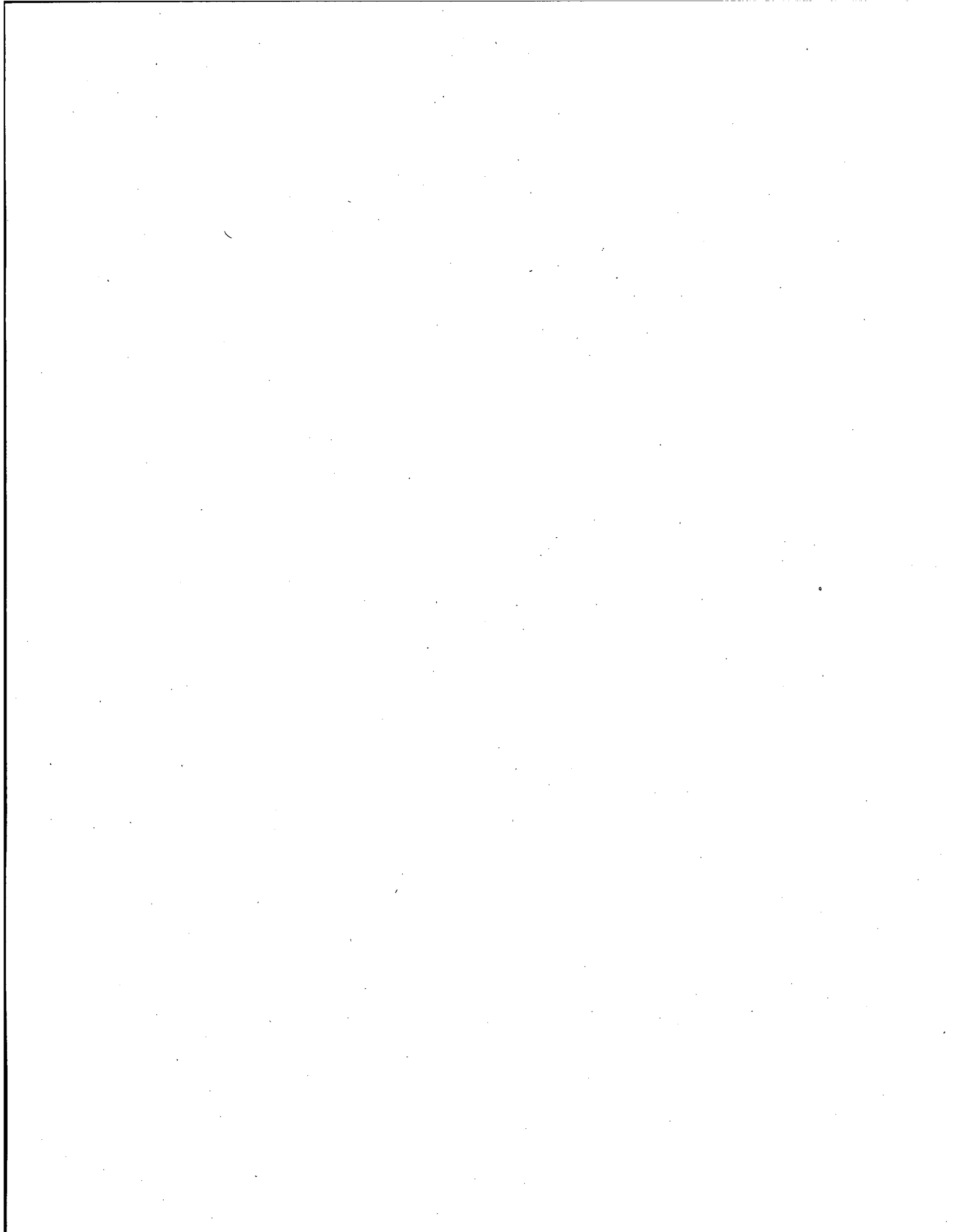
Also enclosed is a copy of the proof of claim. Please acknowledge receipt and filing on the copy and return it in the enclosed self-addressed, stamped envelope.

Very truly yours,



Hema Prashad
Global Revenue Operations

Enclosures



PLEASE PRESS FIRMLY

Print postage online - Go to usps.com/postageonline

PLEASE PRESS FIRMLY

POSTAGE REQUIRED.



UNITED STATES POSTAL SERVICE

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When used internationally affix customs declarations (PS Form 2976, or 2976A).



EM 508423732 US



UNITED STATES POSTAL SERVICE

Post Office To Addressee

Mailing Label Label 11-F, April 2004

3

ORIGINATOR USE ONLY

PO Box Code: 94125
Date accepted: 1/23/12
Time accepted: 5:00 PM
Flat Rate or Weight: 3 lbs. 3 ozs.

Day of Delivery: Next 2nd 3rd Del. Day
Scheduled Date of Delivery: _____
Month: _____ Day: _____
Scheduled Time of Delivery: 9 AM Noon 3 PM 5 PM

Postage: \$ _____
Return Receipt Fee: \$ _____
COD Fee: \$ _____
Insurance Fee: \$ _____
Total Postage & Fees: \$ 18.95
Acceptance Em Initials: [Signature]

Int'l Alpha Country Code: _____
Military: 2nd Day 3rd Day

DELIVERY (POSTAL USE ONLY)

Delivery Attempt: _____ Time: AM PM Employee Signature: _____
Delivery Attempt: _____ Time: AM PM Employee Signature: _____
Delivery Date: _____ Time: AM PM Employee Signature: _____
Mo. _____ Day _____

WAIVER OF SIGNATURE (Domestic Mail Only) Additional merchandise insurance is void where signature is requested. I wish delivery to be made without obtaining signature of addressee. I authorize that delivery employee's signature constitutes valid proof of delivery.

NO DELIVERY Weekend Holiday

Customer Signature: _____

CUSTOMER USE ONLY METHOD OF PAYMENT: X940586 Express Mail Corporate Acct. No.

Federal Agency Acct. No. or Postal Service Acct. No.

FROM: (PLEASE PRINT) PHONE: _____
John Soren
GOOGLE INC
1600 AMPHITHEATRE PKWY
MOUNTAIN VIEW CA 94043-1351
RECEIVED
JAN 25 2012

TO: (PLEASE PRINT) PHONE: _____
AHC Holdings, LLC Claims Processing
BMC Group INC
18750 Lake Drive East
Chanhassen, MN 55317

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EP13F

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