

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	ADMINISTRATIVE CLAIM FORM
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In re: CLA Hold LLC, et al.

Case No. 11-13853-MFV
(Jointly Administered)

PLEASE NOTE:
This form should only be used to assert a claim for the value of any goods received by the debtor within 20 days before the date of commencement of the debtor's bankruptcy case (December 8, 2011), in which the goods have been sold to the debtor in the ordinary course of such debtor's business.

THIS SPACE IS FOR COURT USE ONLY

Debtor against which claim is asserted:
CLA HC, Inc. f/k/a ALC HC, Inc.

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check box if you have never received any notices from the bankruptcy court in this case.

Check box if the address differs from the address on the envelope sent to you by the court.

NOTE: See reverse and attached for List of Debtors/Case Numbers/important details. Other than claims under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for Administrative Expenses 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(a).

Name of Creditor and Address: the person or other entity to whom the debtor owes money or property

PC Connection Sales Corp.
Attn: Steven E. Grill, Esq.
111 Amherst Street
Manchester, NH 03101

Creditor Telephone Number 603 669-1000

Name and address where notices should be sent (if different from above):

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JUN 18 2012

BMC GROUP

Creditor Telephone Number ()

Account or other number by which creditor identifies debtor:

Check here if this claim: replaces Claim # 206
 amends a previously filed claim, dated:

1. Basis for Claim:
PC Connection files this replacement claim of \$0 against the debtor CLA HC, Inc. f/k/a ALC HC, Inc. (Case No. 11-13855) only based upon its confirmation that its 503(b)(9) claim in the amount of \$4,810.14 was properly filed against co-debtor CLA LLC f/k/a American Laser Centers, LLC (Case No. 11-13854) (Claim #205). Accordingly, PC Connection's claim against CLA LLC is in no way affected by the filing of this replacement claim against CLA HC, Inc. (which PC Connection continues to assert in the full amount).

2. Date debt was incurred: See Paragraph 1 (Basis for Claim) above which is incorporated herein by reference.

3. Brief description of claim, including the basis for the priority nature of the claim (if any) (attach additional information):
See Paragraph 1 (Basis for Claim) above, which is incorporated herein by reference.

4. Total Amount of Administrative Claim: \$ 0* * See above.
 Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

6. SUPPORTING DOCUMENTS: *Attach copies of supporting documents*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. **DO NOT SEND ORIGINAL DOCUMENTS.** If the documents are not available, explain. If the documents are voluminous, attach a summary.

7. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.


The original of this completed proof of claim form must be sent by mail or hand delivered (no electronic submissions or facsimiles will be accepted) so that it is actually received on or before _____ prevailing Eastern Time on _____.

BY MAIL TO:
BMC Group, Inc.
Attn: CLA Hold LLC, formerly ALC Holdings.
Claims Processing
P.O. Box 3020
Chanhausen, MN 55317-3020

BY HAND OR OVERNIGHT DELIVERY TO:
BMC Group, Inc.
Attn: CLA Hold LLC, formerly ALC Holdings.
Claims Processing
18675 Lake Drive East
Chanhausen, MN 55317

THIS SPACE FOR COURT USE ONLY

ALC Holdings



00242

DATE
5/31/12

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.

Steven E. Grill
Steven E. Grill, Esq., counsel for creditor PC Connection Sales Corp.

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571.

Debtor Name	Formerly Known As	Case No.
CLA Hold LLC	ALC Holdings LLC	11-13853-MFW
CLA LLC	American Laser Centers LLC	11-13854-MFW
CLA HC, Inc.	ALC HC, Inc.	11-13855-MFW
CLA of Alabama LLC	ALC of Alabama LLC	11-13856-MFW
CLA of Arizona LLC	ALC of Arizona LLC	11-13857-MFW
CLA of Colorado LLC	ALC of Colorado LLC	11-13858-MFW
CLA of Connecticut LLC	ALC of Connecticut LLC	11-13859-MFW
CLA of Georgia LLC	ALC of Georgia LLC	11-13860-MFW
CLA of Florida	ALC of Florida	11-13861-MFW
CLA of Indiana LLC	ALC of Indiana LLC	11-13862-MFW
CLA of Illinois LLC	ALC of Illinois LLC	11-13863-MFW
CLA of Iowa LLC	ALC of Iowa LLC	11-13864-MFW
CLA of Kansas LLC	ALC of Kansas LLC	11-13865-MFW
CLA of Louisiana LLC	ALC of Louisiana LLC	11-13866-MFW
CLA of Massachusetts LLC	ALC of Massachusetts LLC	11-13867-MFW
CLA of Michigan LLC	ALC of Michigan LLC	11-13868-MFW
CLA of Minnesota LLC	ALC of Minnesota LLC	11-13869-MFW
CLA of Missouri LLC	ALC of Missouri LLC	11-13870-MFW
CLA of Nevada LLC	ALC of Nevada LLC	11-13871-MFW
CLA of New York LLC	ALC of New York LLC	11-13872-MFW
CLA of North Carolina LLC	ALC of North Carolina LLC	11-13873-MFW
CLA of South Carolina LLC	ALC of South Carolina LLC	11-13874-MFW
CLA of Pennsylvania LLC	ALC of Pennsylvania LLC	11-13875-MFW
CLA of Tennessee LLC	ALC of Tennessee LLC	11-13876-MFW
CLA of Texas LLC	ALC of Texas LLC	11-13877-MFW
CLA of Utah LLC	ALC of Utah LLC	11-13878-MFW
CLA of Virginia LLC	ALC of Virginia LLC	11-13879-MFW
CLA of Washington LLC	ALC of Washington LLC	11-13880-MFW
CLA of Wisconsin LLC	ALC of Wisconsin LLC	11-13881-MFW
CLA Products, LLC	ALC Products, LLC	11-13882-MFW
CLA of California LLC	American Laser Centers of California LLC	11-13883-MFW
CLA of Puerto Rico LLC	American Laser Centers of Puerto Rico LLC	11-13884-MFW
CLA Licensor, LLC	ALC Licensor, LLC	11-13885-MFW

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY PROPERLY FILLED IN)

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the bankruptcy debtor's full name, and the case number. If you received a notice of the case from the Claims Agent, BMC Group, some or all of this information may have been already completed.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions) If the claim is secured,

check the box for the nature and value of property that secures the claim, attach copies of lien documentation and state, as of the date of the bankruptcy filing the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Administrative Expense Under 11 U.S.C. § 503 (b)(9) or Priority Under 11 U.S.C. § 507(a).

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See Definitions) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

DEBTOR

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

CREDITOR

A creditor is a person, corporation, or other entity to whom the debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101(10).

CLAIM

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101(5). A claim may be secured or unsecured.

PROOF OF CLAIM

A proof of claim is a form sued by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. This form must be filed with the court-appointed Claims Agent, BMC Group, at the address listed on the reverse side of the first page.

SECURED CLAIM Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court

judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

UNSECURED CLAIM

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

CLAIM ENTITLED TO PRIORITY Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

REDACTED

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

EVIDENCE OF PERFECTION

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION

OFFERS TO PURCHASE A CLAIM

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. §101 *et seq.*), and any applicable orders of the bankruptcy court.

Date-Stamped Copy

Return claim form and attachments, if any. If you wish to receive an acknowledgement of your claim, please enclose a self-addressed stamped envelope and a second copy of the proof of claim form with any attachments to the Claims Agent, BMC Group, at the address on the second page of this form.

Please read - Important Information: upon completion of this claim form, you are certifying that the statements herein are true.

Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable."

ONCE YOUR CLAIM IS FILED YOU CAN OBTAIN OR VERIFY YOUR CLAIM NUMBER BY VISITING www.bmcgroup.com/ALCHoldings

DEVINE
MILLIMET

ATTORNEYS AT LAW

June 15, 2012

BRIAN R. MOUSHEGIAN
TEL: 603.695.8650
FAX: 603.669.8547
BMOUSHEGIAN@DEVINEMILLIMET.COM

VIA FEDERAL EXPRESS - OVERNIGHT

BMC Group, Inc.
Attn: CLA Hold LLC, formerly ALC Holdings
Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317

**Re: CLA Hold LLC, et al.
No. 11-13853-MFW**

Dear Sir/Madam:

Enclosed please find two Administrative Claim Forms for filing in the above-captioned bankruptcy matters on behalf of PC Connection Sales Corp. Please note these are replacement forms intended to replace Claim Nos. 204 and 206 only.

If you have any questions, please do not hesitate to contact me at (603) 695-8650. Thank you for your assistance.

Very truly yours,


Brian R. Moushegian

BRM/sel
Enclosures

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From: (603) 669-1000
Brian Moushagian, Esq.
Devine Millmet
111 Amherst Street
P.O. Box 719
Manchester, NH 03105

Origin ID: HIEA



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CAD: 5505436/INET3250

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SHIP TO: (603) 669-1000 BILL SENDER

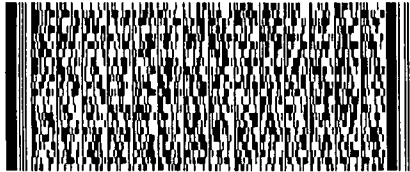
Attn: CLA Hold LLC fka ALC Holdings
BMC Group, Inc.
18675 LAKE DR E

CHANHASSEN, MN 55317

Ref # 016892-078069
Invoice #
PO #
Dept #

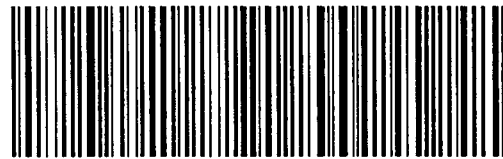
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