

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

-----X  
:
  
In re: : Chapter 11
  
:
  
PROMISE HEALTHCARE GROUP, LLC, *et al.*,<sup>1</sup> : Case No. 18-12491 (CSS)
  
:
  
Debtors. : (Jointly Administered)
  
-----X

**AMENDED<sup>2</sup> NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON FEBRUARY 1, 2019 AT 2:00 P.M. (ET)<sup>3</sup>**

**ADJOURNED MATTERS:**

1. Motion of Dialysis Clinic, Inc. for an Order Determining That Agreement with Debtor Promise Hospital of Overland Park Inc. May Be Terminated Without Relief from the Automatic Stay or, Alternatively, for Relief from the Automatic Stay [D.I. 443; filed 1/9/19].

**Response Deadline:** January 23, 2019 at 4:00 p.m. (ET); extended to January 25, 2019 at 5:00 p.m. for Debtors.

---

<sup>1</sup> The Debtors in these Chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: HLP HealthCare, Inc. (8381), PH-ELA, Inc. (9180), Professional Rehabilitation Hospital, L.L.C. (5340), Promise Healthcare #2, Inc. (1913), Promise Healthcare Group, LLC (1895), Promise Healthcare Holdings, Inc. (2601), Bossier Land Acquisition Corp. (6644), HLP of Los Angeles, LLC (9102), HLP of Shreveport, Inc. (1708), HLP Properties at The Villages Holdings, LLC (0006), HLP Properties at the Villages, L.L.C. (1938), HLP Properties of Vidalia, LLC (4255), HLP Properties, Inc. (0068), Promise Healthcare of California, Inc. (9179), Promise Healthcare, Inc. (7953), Promise Hospital of Ascension, Inc. (9219), Promise Hospital of Baton Rouge, Inc. (8831), Promise Hospital of Dade, Inc. (7837), Promise Hospital of Dallas, Inc. (0240), Promise Hospital of East Los Angeles, L.P. (4671), Promise Hospital of Florida at The Villages, Inc. (2171), Promise Hospital of Louisiana, Inc. (4886), Promise Hospital of Lee, Inc. (8552), Promise Hospital of Overland Park, Inc. (5562), Promise Hospital of Phoenix, Inc. (1318), Promise Hospital of Salt Lake, Inc. (0659), Promise Hospital of Vicksburg, Inc. (2834), Promise Hospital of Wichita Falls, Inc. (4104), Promise Properties of Dade, Inc. (1592), Promise Properties of Lee, Inc. (9065), Promise Properties of Shreveport, LLC (9057), Promise Skilled Nursing Facility of Overland Park, Inc. (5752), Promise Skilled Nursing Facility of Wichita Falls, Inc. (1791), Quantum Health, Inc. (4298), Quantum Properties, L.P. (8203), St. Alexius Hospital Corporation #1 (2766), St. Alexius Properties, LLC (4610), Success Healthcare 1, LLC (6535), Success Healthcare 2, LLC (8861), Success Healthcare, LLC (1604), Vidalia Real Estate Partners, LLC (4947), LH Acquisition, LLC (2328), Promise Behavioral Health Hospital of Shreveport, Inc. (1823), Promise Rejuvenation Centers, Inc. (7301), Promise Rejuvenation Center at the Villages, Inc. (7529), and PHG Technology Development and Services Company, Inc. (7766). The mailing address for the Debtors, solely for purposes of notices and communications, is 999 Yamato Road, 3<sup>rd</sup> FL, Boca Raton, FL 33431.

<sup>2</sup> Amended Items appears in **BOLD**.

<sup>3</sup> Any party participating telephonically must make arrangements through CourtCall by telephone (866-582-6878) or facsimile (866-533-2946).

**Related Pleadings:**

- (a) **Amended and Supplemental Motion of Dialysis Clinic, Inc. for an Order Determining That Agreement with Debtor Promise Hospital of Overland Park Inc. May Be Terminated Without Relief from the Automatic Stay or, Alternatively, for Relief from the Automatic Stay [D.I. 541; filed 1/30/19].**

**Responses Received:**

- (a) Debtors' Objection to Motion of Dialysis Clinic, Inc. for an Order Determining That Agreement with Debtor Promise Hospital of Overland Park Inc. May Be Terminated Without Relief from the Automatic Stay or, Alternatively, for Relief from the Automatic Stay [D.I. 514; filed 1/25/19].

**Status:** This matter has been adjourned to February 20, 2019 at 2:00 p.m. (ET), conditioned on Dialysis Clinic, Inc.'s waiver under section 362(e) of the Bankruptcy Code.

2. Motion of Creditor [Healthcare Finance Partners Corp.] for Allowance of Administrative Expense Pursuant to Title 11 of the United States Code Section 506(b)(3)(d) [D.I. 463; filed 1/11/19].

**Response Deadline:** January 25, 2019 at 4:00 p.m. (ET).

**Related Pleadings:**

- (a) Re-Notice of Motion of Creditor [Healthcare Finance Partners Corp.] for Allowance of Administrative Expense Pursuant to Title 11 of the United States Code Section 506(b)(3)(d) [D.I. 523; filed 1/28/19].

**Responses Received:**

- (a) The Official Committee of Unsecured Creditors' Objection to Motion of Creditor for Allowance of Administrative Expense Pursuant to Title 11 of the United States Code Section 506(b)(3)(D) [D.I. 508; filed 1/25/19].
- (b) Declaration of Ben Brosseau in Support of Committee's Objection to Application of Creditor for Allowance of Administrative Expense Pursuant to Title 11 of the United States Code Section 503(b)(3)(d) [D.I. 509; filed 1/25/19].

**Status:** This matter has been adjourned to February 20, 2019 at 2:00 p.m. (ET).

**MATTERS WITH CERTIFICATION OF COUNSEL/NO OBJECTION (COC/CNO):**

3. Motion of the Debtors for Entry of an Order (I) Further Extending the Time to File Schedules of Assets and Liabilities and Statements of Financial Affairs; (II) Further Extending the Time to File Initial Rule 2015.3 Financial Reports; and (III) Granting Related Relief [D.I. 369; filed 12/28/18].

**Response Deadline:** January 11, 2019 at 4:00 p.m. (ET).

**Related Pleadings:**

- (a) Certificate of No Objection Regarding Motion of the Debtors for Entry of an Order (I) Further Extending the Time to File Schedules of Assets and Liabilities and Statements of Financial Affairs; (II) Further Extending the Time to File Initial Rule 2015.3 Financial Reports; and (III) Granting Related Relief [D.I. 534; filed 1/30/19].
- (b) **Order (I) Further Extending the Time to File Schedules of Assets and Liabilities and Statements of Financial Affairs; (II) Further Extending the Time to File Initial Rule 2015.3 Financial Reports; and (III) Granting Related Relief [D.I. 537; filed 1/30/19].**

**Responses Received:** None.

**Status:** An Order has been entered by the Court.

4. Motion of Mary Ann Cowen for Relief from the Automatic Stay [D.I. 437; filed 1/9/19].

**Response Deadline:** January 23, 2019 at 4:00 p.m. (ET).

**Related Pleadings:**

- (a) Certification of Counsel Regarding Motion of Mary Ann Cowen for Relief from the Automatic Stay [D.I. 529; filed 1/29/19].
- (b) **Order Approving Motion For Relief From Stay [D.I. 538; filed 1/30/19].**
- (c) **Amended Certification of Counsel Regarding Motion of Mary Ann Cowen for Relief from the Automatic Stay [D.I. 549; filed 1/31/19].**

**Responses Received:**

- (a) Limited Objection of Michael S. Webb, M.D. to Motion of Mary Ann Cowen for Relief from the Automatic Stay [D.I. 499; filed 1/23/19].
- (b) Debtors' Limited Objection to Mary Ann Cowen's Motion for Relief from the Automatic Stay [D.I. 500; filed 1/23/19].

**Status:** An Amended Certification of Counsel has been filed.

**MATTERS GOING FORWARD:**

5. Debtors' Motion for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, and (D) Scheduling a Hearing to Consider the Proposed Sale; (II)(A) Approving the Sale of Certain of the Debtors Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC to Grant Liens; and (III) Granting Related Relief Fee [Silver Lake] [D.I. 37; filed 11/6/18] [Affidavits of Service at D.I. 83 and 86].

**Response Deadline:** November 27, 2018 at 4:00 p.m.; extended to November 28, 2018 for U.S. Trustee; extended to November 29, 2018 for Committee; extended to January 28, 2019 for U.S. Trustee and DOJ; extended to January 30, 2019 at 10:00 a.m. for DOJ.

**Assumption and Assignment Response Deadline:** December 28, 2018 at 4:00 p.m.

**Supplemental Assumption and Assignment Response Deadline:** January 22, 2019 at 4:00 p.m.; extended to January 28, 2019 for U.S. Trustee; extended to January 30, 2019 at 10:00 a.m. for DOJ.

**Second Supplemental Assumption and Assignment Response Deadline:**  
February 1, 2019 at 4:00 p.m.

**Related Pleadings:**

- (a) Notice of Motion and Hearing [D.I. 73; filed 11/8/18] [Affidavit of Service at D.I. 86].
- (b) Order (A) Establishing Bidding Procedures Relating To The Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, (D) Scheduling a Hearing to Consider the Proposed Sale, and (E) Granting Related Relief [D.I. 257; filed 12/7/18] [Affidavit of Service at D.I. 464].

- (c) Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 296; filed 12/11/18] [Affidavit of Service at D.I. 383].
- (d) Notice of Auction and Sale Hearing [D.I. 301; filed 12/12/18] [Affidavit of Service at D.I. 383].
- (e) Supplemental Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 410; filed 1/7/19] [Affidavit of Service at D.I. 459].
- (f) Notice of Cancellation of Auction and Designation of Stalking Horse Bidder as the Successful Bidder [D.I. 478; filed 1/14/19] [Affidavit of Service at D.I. 494].
- (g) Second Supplemental Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 493; filed 1/18/19] [Affidavit of Service at D.I. 505].
- (h) **Declaration of Jeffrey Ahlholm in Support of Entry of Order on Debtors' Motion for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, and (D) Scheduling a Hearing to Consider the Proposed Sale; (II)(A) Approving the Sale of Certain of the Debtors Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC To Grant Liens; and (III) Granting Related Relief [D.I. 543; filed 1/30/19].**

**Responses Received:**

- (a) Objection of Strategic Global Management, Inc. to Debtors' Motion for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, and (D) Scheduling a Hearing to Consider the Proposed Sale; (II)(A) Approving the Sale of Certain of the Debtors Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC to Grant Liens; and (III) Granting Related Relief [D.I. 158; filed 11/27/18].

- (b) Supplemental Objection of Strategic Global Management, Inc. to Debtors' Motion for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, and (D) Scheduling a Hearing to Consider the Proposed Sale; (II)(A) Approving the Sale of Certain of the Debtors Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC to Grant Liens; and (III) Granting Related Relief [D.I. 166; filed 11/29/18].
- (c) Objection of the Official Committee of Unsecured Creditors to Debtors Motion For Entry Of Orders (I) (A) Establishing Bidding Procedures Relating To The Sale Of Certain Of The Debtors Assets, Including Approving A Break-Up Fee And Expense Reimbursement, (B) Establishing Procedures Relating To The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, Including Notice Of Proposed Cure Amounts, (C) Approving Form And Manner Of Notice Relating Thereto, And (D) Scheduling A Hearing To Consider The Proposed Sale; (II) (A) Approving The Sale Of Certain Of The Debtors Assets Free And Clear Of All Liens, Claims, Encumbrances, And Interests(B) Authorizing The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (C) Authorizing Success Healthcare 1, LLC To Grant Liens; And (III) Granting Related Relief [D.I. 173; filed 11/29/18].
- (d) Supplemental Objection of the Official Committee of Unsecured Creditors to Debtors' Motion For Entry Of Orders (I) (A) Establishing Bidding Procedures Relating To The Sale Of Certain Of The Debtors' Assets, Including Approving A Break-Up Fee And Expense Reimbursement, (B) Establishing Procedures Relating To The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, Including Notice Of Proposed Cure Amounts, (C) Approving Form And Manner Of Notice Relating Thereto, And (D) Scheduling A Hearing To Consider The Proposed Sale; (II) (A) Approving The Sale Of Certain Of The Debtors' Assets Free And Clear Of All Liens, Claims, Encumbrances, And Interests(B) Authorizing The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (C) Authorizing Success Healthcare 1, LLC To Grant Liens; And (III) Granting Related Relief [D.I. 195; filed 12/3/18].
- (e) Debtors' Omnibus Reply To Objections To Motion For Entry Of Orders (I)(A) Establishing Bidding Procedures Relating To The Sale Of Certain Of The Debtors' Assets [Silver Lake Assets], Including Approving A Break-Up Fee And Expense Reimbursement, (B) Establishing Procedures Relating To The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, Including Notice Of Proposed Cure Amounts, (C) Approving Form And

Manner Of Notice Relating Thereto, And (D) Scheduling A Hearing To Consider The Proposed Sale; (II)(A) Approving The Sale Of Certain Of The Debtors' Assets Free And Clear Of All Liens, Claims, Encumbrances, And Interests, (B) Authorizing The Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (C) Authorizing Success Healthcare 1, LLC To Grant Liens; And (III) Granting Related Relief [D.I. 205; filed 12/3/18].

- (f) Oracle's Limited Objection To and Reservation of Rights Regarding The Silver Lake Debtor's Sale Motion [D.I. 479; filed 1/15/19].
- (g) Statement of Strategic Global Management, Inc. Regarding Debtors' Motion for Entry of Orders (I)(A) Establishing Bidding Procedures Relating to the Sale of Certain of the Debtors' Assets, Including Approving a Break-Up Fee and Expense Reimbursement, (B) Establishing Procedures Relating to the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts, (C) Approving Form and Manner of Notice Relating Thereto, and (D) Scheduling a Hearing to Consider the Proposed Sale; (II)(A) Approving the Sale of Certain of the Debtors Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC to Grant Liens; and (III) Granting Related Relief [D.I. 528; filed 1/29/19].
- (h) Debtors' Omnibus Reply to Cure Objections and Reply in Support of Entry of Order on Motion for Entry of an Order (I)(A) Approving the Sale of Certain of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Authorizing Success Healthcare 1, LLC to Grant Liens; and (II) Granting Related Relief [Silver Lake Debtors] [D.I. 530; filed 1/29/19].

**Assumption and Assignment Responses Received:**

- (a) Limited Response [of Aetna] to Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 340; filed 12/21/18].
- (b) Limited Objection of California Physicians' Services dba Blue Shield of California to Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 361; filed 12/28/18].
- (c) Objection by AFG Investment Fund 5, LLC to the Proposed: (1) Assumption and Assignment of Lease; and (2) Cure Amount [D.I. 362; filed 12/28/18] and Declaration of Barry Beitler in Support of Objection by AFG Investment Fund 5, LLC to the Proposed: (1) Assumption and Assignment of Lease; and (2) Cure Amount [D.I. 363; filed 12/28/18].

- (d) Objection by MedCoast Medservices, Inc. dba MedCoast Ambulance to the Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 364; filed 12/28/18].
- (e) Notice of Conditional Withdrawal of Limited Objection of California Physicians' Services dba Blue Shield of California to Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts [D.I. 435; filed 1/8/19].
- (f) Oracle's Limited Objection To and Reservation of Rights Regarding The Silver Lake Debtor's Sale Motion [D.I. 479; filed 1/15/19].
- (g) Objection by Creditor California Department of Health Care Services to (1) Debtors' Motion for the Entry of an Order Approving the Sale of Certain of Debtors' Assets Free and Clear of All Claims, Liens, Encumbrances, and Interests (D.I. 374) and (2) Supplemental Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts (D.I. 410) [D.I. 489; filed 1/18/19]

**Status:** This matter is going forward as a Sale Hearing.

- 6. Motion of the Debtors for an Order (I) Dismissing the Chapter 11 Cases of Success Healthcare 2, LLC, St. Alexius Hospital Corporation #1, and St. Alexius Properties, LLC and (II) Granting Related Relief [D.I. 349; filed 12/21/18].

**Response Deadline:** January 4, 2019 at 4:00 p.m. (ET); extended to January 25, 2019 at 4:00 p.m. (ET) for Committee.

**Related Pleadings:**

- (a) **Notice of Filing of Revised Orders Dismissing the St. Alexius Debtors [D.I. 554; filed 1/31/19].**

**Responses Received:**

- (a) Omnibus Limited Objection and Reservation of Rights of Official Committee of Unsecured Creditors to (A) Motion of the Debtors for Entry of an Order (I) Authorizing the Sale of the Equity Interests in Success Healthcare 2, LLC (St. Alexius Facility) Free and Clear of All Claims, Interests and Encumbrances, (II) Authorizing the Seller to Assume and Assign Certain Executory Contracts, and (III) Granting Other Related Relief and (B) Motion of the Debtors for an Order (I) Dismissing the Chapter 11 Cases of Success Healthcare 2, LLC, St. Alexius Hospital Corporation #1 and St. Alexius Properties, LLC and (II) Granting Related Relief [D.I. 387; filed 1/2/19].
- (b) Objection of Midwest Emergency Department Services, Inc. to the Motion of the Debtors for an Order (I) Dismissing the Chapter 11 Cases of Success Healthcare



2, LLC, St. Alexius Hospital Corporation #1, and St. Alexius Properties, LLC and (II) Granting Related Relief [D.I. 397; filed 1/4/19].

**Status:** This matter is going forward.

7. Debtors' Motion for Orders: (I)(A) Authorizing Entry into Stalking Horse Purchase Agreement for the Sale of Substantially All Assets of Certain of the Debtors, (B) Approving Bidding Procedures and Bid Protections, (C) Scheduling Hearing to Consider Approval of the Sale of Assets, (D) Approving Form and Manner of Notice and Sale, and (E) Granting Related Relief; and (II)(A) Authorizing and Approving Sale of Substantially All Assets of Certain of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief Fee [Select] [D.I. 355; filed 12/21/18].

**Response Deadline:** January 9, 2019 at 4:00 p.m. (ET); extended to January 25, 2019 at 4:00 p.m. (ET) for Committee; extended to January 28, 2019 for U.S. Trustee and DOJ.

**Related Pleadings:**

- (a) **Notice of Filing of Revised Bid Procedures Order [Select Assets] [D.I. 555; filed 1/31/19].**

**Responses Received:**

- (a) Omnibus Reservation of Rights of Official Committee of Unsecured Creditors to Debtors' (A) Select Assets Bidding Procedures and Sale Motion and (B) Remaining Assets Bidding Procedures and Sale Motion [D.I. 510; filed 1/25/19].
- (b) Response Reservation of Rights of the United States with Respect to Debtors Motion for Entry of Orders (A) Authorizing Entry into Stalking Horse Purchase Agreement for the Sale of Substantially All Assets of Certain of the Debtors, (B) Approving Bidding Procedures and Bid Protections, (C) Scheduling a Hearing to Consider Approval of the Sale of Assets, (D) Approving Form and Manner of Notice of Sale, and (E) Granting Related Relief [D.I. 517; filed 1/28/19].

**Status:** This matter is going forward.

8. Debtors' Motion for Orders: (I)(A) Approving Bidding Procedures and Bid Protections, (B) Permitting Debtors to Designate Stalking Horse Purchaser(s) and Grant Bid Protections, (C) Scheduling a Hearing to Consider Approval of the Sale of Assets, (D) Approving Form and Manner of Notice of Sale, and (E) Granting Related Relief; and (II)(A) Authorizing and Approving the Sale of Substantially All Assets of Certain of the Debtors Free and Clear of Liens, Claims, Interests, and Encumbrances, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [Remaining Asset] [D.I. 374; filed 1/1/19].

**Response Deadline:** January 15, 2019 at 4:00 p.m. (ET); extended to January 25, 2019 at 4:00 p.m. (ET) for Committee and Howard Koslow; extended to January 28, 2019 for U.S. Trustee and DOJ.

**Related Pleadings:**

- (a) Notice of Filing of Exhibits to Debtors' Remaining Asset Sale Motion [D.I. 385; filed 1/2/19].
- (b) Notice of Hearing [D.I. 386; filed 1/2/19].
- (c) Notice of Filing of Exhibits to Debtors' Remaining Asset Sale Motion [D.I. 447; filed 1/10/19].
- (d) **Notice of Filing of Revised Bid Procedures Order [Remaining Asset] [D.I. 556; filed 1/31/19].**

**Responses Received:**

- (a) Taxing Authorities' Limited Objection to Debtors' Motion for Orders Authorizing and Approving the Sale of Substantially All Assets of Certain of the Debtors Free and Clear of Liens, Claims, Interest, and Encumbrances [D.I. 480; filed 1/15/19].
- (b) Creditor California Department of Health Care Services' Objection to (1) Debtors' Motion for the Entry of an Order Approving the Sale of Certain of debtors' Assets Free and Clear of All Claims, Liens, Encumbrances, and Interests (D.I. 374) and (2) Supplemental Notice of Potential Assumption and Assignment of Business Contracts and Related Cure Amounts (D.I. 410) [D.I. 489; filed 1/18/19].
- (c) Omnibus Reservation of Rights of Official Committee of Unsecured Creditors to Debtors' (A) Select Assets Bidding Procedures and Sale Motion and (B) Remaining Assets Bidding Procedures and Sale Motion [D.I. 510; filed 1/25/19].
- (d) Howard Koslow's Limited Objection and Reservation of Rights Regarding the Debtors Motion to Sell Substantially All of the Assets of Certain Debtors [D.I. 511; filed 1/25/19].
- (e) Reservation of Rights of the United States with Respect to Debtors Motion for Entry of Orders (A) Approving Bidding Procedures and Bid Protections, (B) Permitting Debtors to Designate Stalking Horse Purchaser(s) and Grant Bid Protections, (C) Scheduling a Hearing to Consider Approval of the Sale of Assets, (D) Approving Form and Manner of Notice of Sale, and (E) Granting Related Relief [D.I. 518; filed 1/28/19].

**Status:** This matter is going forward with a revised proposed consensual Order to be handed up to the Court at the hearing.

9. Debtors' Motion for Authority to Enter into Insurance Premium Finance Agreements with FIRST Insurance Funding and to Provide Adequate Protection [D.I. 501; filed 1/24/19].

**Response Deadline:** At the hearing on February 1, 2019 at 2:00 p.m. (ET).

**Related Pleadings:**

- (a) Motion of the Debtors to Shorten Notice and Objection Periods on the Debtors' Motion for Authority to Enter into Insurance Premium Finance Agreements with FIRST Insurance Funding and to Provide Adequate Protection [D.I. 502; filed 1/24/19].
- (b) Order Shortening Notice and Objection Periods on the Debtors' Motion for Authority to Enter into Insurance Premium Finance Agreements with FIRST Insurance Funding and to Provide Adequate Protection [D.I. 506; filed 1/25/19].

**Responses Received:** None at this time.

**Status:** This matter is going forward.

10. Debtors' Motion for an Order Authorizing Execution of Letter of Intent and Related Management Consulting Services Agreement with an Option to Purchase [D.I. 532; filed 1/30/19].

**Response Deadline:** At the hearing on February 1, 2019 at 2:00 p.m. (ET).

**Related Pleadings:**

- (a) Expedited Motion of the Debtors to Shorten Notice and Objection Periods of the Debtors' Motion for an Order Authorizing Execution of Letter of Intent and Related Management Consulting Services Agreement with an Option to Purchase [D.I. 533; filed 1/30/19].
- (b) **Order Shortening Notice and Objection Periods on the Debtors' Motion for an Order Authorizing Execution of Letter of Intent and Related Management Services Agreement with an Option to Purchase [D.I. 536; filed 1/30/19].**
- (c) **Notice of Motion and Hearing [D.I. 544; filed 1/30/19].**

- (d) **Debtors' Emergency Motion to Limit Notice Regarding Debtors Motion for an Order Authorizing Execution of Letter of Intent and Related Management Consulting Services Agreement with an Option to Purchase [D.I. 547; filed 1/31/19].**
- (e) **Expedited Motion of the Debtors to Shorten Notice and Objection Periods of the Debtors' Emergency Motion to Limit Notice Regarding Debtors Motion for an Order Authorizing Execution of Letter of Intent and Related Management Consulting Services Agreement with an Option to Purchase [D.I. 547; filed 1/31/19].**
- (f) **Order Shortening Notice and Objection Periods of the Debtors' Emergency Motion to Limit Notice Regarding Debtors Motion for an Order Authorizing Execution of Letter of Intent and Related Management Consulting Services Agreement with an Option to Purchase [D.I. \_\_\_; filed 2/1/19].**

**Responses Received:** None at this time.

**Status:** This matter is going forward.

Dated: February 1, 2019  
Wilmington, Delaware

DLA PIPER LLP (US)

/s/ Stuart M. Brown

Stuart M. Brown (#4050)  
Kaitlin MacKenzie Edelman (#5924)  
Matthew S. Sarna (#6578)  
1201 N. Market Street, Suite 2100  
Wilmington, DE 19801  
Telephone: (302) 468-5700  
Facsimile: (302) 394-2341  
Email: Stuart.Brown@dlapiper.com  
Kaitlin.Edelman@dlapiper.com  
Matthew.sarna@dlapipeer.com

-and-

WALLER LANSDEN DORTCH & DAVIS, LLP

John Tishler (admitted *pro hac vice*)  
Katie G. Stenberg (admitted *pro hac vice*)  
Blake D. Roth (admitted *pro hac vice*)  
Tyler N. Layne (admitted *pro hac vice*)  
511 Union Street, Suite 2700  
Nashville, TN 37219  
Telephone: (615) 244-6380  
Facsimile: (615) 244-6804  
Email: John.Tishler@wallerlaw.com  
Katie.Stenberg@wallerlaw.com  
Blake.Roth@wallerlaw.com  
Tyler.Layne@wallerlaw.com

*Attorneys for the Debtors and  
Debtors in Possession*