

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

<p>IN RE</p> <p>ABC DENTISTRY, P.A., et al.¹</p> <p style="text-align: center;">DEBTORS.</p>	§ § § § § § § § §	<p>Chapter 11</p> <p>Case No. 16-34221</p> <p>Jointly Administered</p>
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**DECLARATION OF OMAR J. ALANIZ IN SUPPORT OF CONFIRMATION OF THE
SECOND AMENDED JOINT CHAPTER 11 PLAN OF REORGANIZATION OF ABC
DENTISTRY, P.A. AND ITS DEBTOR AFFILIATES**

1. My name is Omar J. Alaniz and I am a partner at Baker Botts L.L.P. I specialize in the representation of debtors and creditors in chapter 11 cases and I have substantial experience in bankruptcy-related litigation and appeals. I have more than thirteen years of experience in representing parties in bankruptcy. I serve as counsel to ABC Dentistry, P.A. (“ABC”); ABC Dentistry West Orem, P.L.L.C. (“ABC West Orem”); and ABC Dentistry Old Spanish Trail, P.L.L.C. (“ABC OST,” together with ABC and ABC West Orem, the “Debtors”).

2. I submit this proffer in support of the *Second Amended Joint Chapter 11 Plan of Reorganization of ABC Dentistry, P.A., ABC Dentistry West Orem, P.L.L.C., ABC Dentistry Old Spanish Trail, P.L.L.C., ABC Dentistry Hillcroft, P.L.L.C., ABC Dentistry Pasadena, P.A., and Iraj S. Jabbarly, DDS, as Modified on December 11, 2017* [Dkt No. 349] (as amended, modified, or supplemented, the “Plan”),² which was filed on December 11, 2017.

¹ The Debtors in these chapter 11 cases are: ABC Dentistry, P.A.; ABC Dentistry West Orem, P.L.L.C.; and ABC Dentistry Old Spanish Trail, P.L.L.C.

² Capitalized terms used but not defined herein have the meaning given to them in the Plan.

Background

3. Baker Botts representation of the Debtors began in 2016. I am the Debtors' lead bankruptcy and restructuring counsel for Baker Botts in this engagement. Over the past 16 months, I have spent a considerable amount of time providing legal advice to the Debtors. Based on my extensive work with the Debtors and day-to-day involvement with the chapter 11 cases, I am familiar with the Debtors' Plan, the solicitation thereof, and the ballots received in response thereto.

The Voting Classes Have Accepted the Debtors' Plan

A. Four Impaired Classes were Entitled to Vote on the Debtors' Plan

4. Article III of the Plan provides for the separate classification of Claims and Interests as follows:

Class(es)	Claims and Interests	Status	Voting Rights
1	Other Priority Claims	Unimpaired	Deemed to Accept
2	Secured Tax Claims	Unimpaired	Deemed to Accept
3	First Bank Secured Claims	Impaired	Entitled to Vote
4	General Unsecured Claims	Impaired	Entitled to Vote
5	Convenience Class	Unimpaired	Deemed to Accept
6	Rohi Personal Claims	Impaired	Entitled to Vote
7	Rohi Qui Tam Claims	Impaired	Entitled to Vote
8	State of Texas OIG Claims	Unimpaired	Deemed to Accept
9	Interests	Unimpaired	Deemed to Accept

B. The Votes Were Tabulated in Accordance with the Solicitation Procedures Approved by the Court

5. On November 7, 2017, the Court entered the *Order (A) Approving Debtors' Second Amended Disclosure Statement; (B) Fixing Voting Record Date; (C) Approving Solicitation Materials and Procedures for Distribution Thereof; (D) Approving Forms of Ballots and Establishing Procedures for Voting on Plan; (E) Scheduling Hearing and Establishing Notice and Procedures for Filing Objections to Confirmation of the Plan; and (F) Granting*

Related Relief [Dkt. No. 339] (the “Voting Procedures Order”). Among other things, the Voting Procedures Order confirmed the Debtors’ solicitation materials and established 4:00 p.m. (Central Time) on December 5, 2017 as the Voting Deadline. Further, the Voting Procedures Order required that all ballots be delivered to me at Baker Botts L.L.P., 2001 Ross Avenue, Dallas, Texas 75201.

6. Further, Section 3.11 of the Plan explicitly provides that “in the event no holder of a Claim with respect to a specific voting Class for a Debtor timely submits a Ballot indicating acceptance or rejection of the Plan, such Class (with respect to such Debtor) will be deemed to have accepted the Plan.” No party objected to this provision of the Plan, and impaired creditors could have relied on this language in determining whether to submit a ballot.

C. Tabulation Results

7. Each Voting Class has accepted the Debtors’ Plan, either through an affirmative vote to accept the plan or through the deemed acceptance provision in Section 3.11 of the Plan. The following is a true and correct representation of the voting results for each Voting Class and all ballots tabulated in accordance with the Voting Procedures Order and the Plan. No creditor submitted a ballot rejecting the Plan.

i. Class 3: First Bank Secured Claim—Accepts the Plan

8. I have spoken with First Bank of Texas’ counsel and, though First Bank has not timely submitted a ballot, I have been informed that First Bank intends to submit its Class 3 ballot after the Voting Deadline and to affirmatively vote to accept the Plan. Pursuant to the solicitation procedures set forth in the Debtors’ *Second Amended Motion for an Order: (A) Approving Debtors’ Second Amended Disclosure Statement; (B) Fixing Voting Record Date; (C) Approving Solicitation Materials and Procedures for Distribution Thereof; (D) Approving Forms of Ballots and Establishing Procedures for Voting on Plan; (E) Scheduling Hearing and*

Establishing Notice and Procedures for Filing Objections to Confirmation of the Plan; and (F) Granting Related Relief [Dkt. No. 336] (the “Voting Procedures Motion”), which were expressly approved in paragraph E of the Voting Procedures Order, the “Debtors, in their discretion, may waive any defect in any Ballot at any time, either before or after the close of voting and without notice.” Voting Procedures Motion, ¶ 35(h).

9. The Debtors have elected to waive any and all defects in the First Bank of Texas Class 3 ballot, including the untimely submission thereof, as such waiver is in the best interest of the Debtors and their Estates.

10. Accordingly, as First Bank was the only member of Class 3, Class 3 will affirmatively vote to accept the Plan. Therefore, Class 3 accepts the Plan.

ii. Class 4: General Unsecured Claims—Accepts the Plan

11. The Debtors did not receive any ballot relating to a Class 4 General Unsecured Claim. Therefore, in accordance with Section 3.11 of the Plan, Class 4 accepts the Plan.

iii. Class Six: Rohi Personal Claims—Accepts the Plan

12. Rohi submitted a Class 6 ballot relating to the Rohi Personal Claims before the Voting Deadline and affirmatively voted to accept the Plan. As Rohi was the only member of Class 6, Class 6 accepts the Plan.

13. Rohi’s Class 6 ballot is attached hereto as **Exhibit 1**.

iv. Class 7 Rohi: Qui Tam Claims—Accepts the Plan

14. Rohi submitted a Class 7 ballot relating to the Rohi Qui Tam Claims before the Voting Deadline and affirmatively voted to accept the Plan.

15. The State of Texas submitted a Class 7 ballot relating to the Rohi Qui Tam Clams after the Voting Deadline and affirmatively voted to accept the Plan. As stated above, pursuant to the solicitation procedures set forth in the Debtors’ approved Voting Procedures Motion, the

Debtors are authorized to waive any defect in the State of Texas' Class 7 ballot. *See* Voting Procedures Motion, ¶ 35(h).

16. The Debtors have elected to waive any and all defects in the State of Texas' Class 7 ballot, including the untimely submission thereof, as such waiver is in the best interest of the Debtors and their Estates.

17. Accordingly, all members of Class 7 have affirmatively voted to accept the Plan. Therefore, Class 7 accepts the Plan.

18. The Rohi and State of Texas Class 7 ballots are attached hereto as **Exhibit 2**.

D. No Party Objected to the Confirmation of the Plan by the Confirmation Objection Deadline

19. No party objected to any provision of the Debtors' Plan. In fact, no objections to the Confirmation of the Debtors' Plan were received prior to the Confirmation Objection Deadline, or as of the time of the filing of this declaration.

E. The Debtors are Otherwise Capable of Satisfying Cramdown Requirements under Sections 1129(b)(2)(A) and 1129(b)(2)(B)

20. In the event that Section 3.11 of the Debtors' Plan is deemed invalid, I believe that the Debtors are capable of satisfying the cramdown requirements contained in sections 1129(b)(2)(A) and 1129(b)(2)(B) of the Bankruptcy Code.

21. For these reasons and others, I believe the Court should conclude that the Debtors have satisfied 11 U.S.C. § 1129(a)(7), (a)(8), and (a)(10).

Dated: December 12, 2017

BAKER BOTTS L.L.P.

/s/ Omar J. Alaniz

BAKER BOTTS L.L.P.

Omar J. Alaniz (State Bar No. 24040402))

2001 Ross Avenue

Dallas, Texas 75201

Telephone: (214) 953-6500

Email: omar.alaniz@bakerbotts.com

*Counsel for Debtors
and Debtors in Possession*

EXHIBIT 1

Class 6 Ballot

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

IN RE	§	Chapter 11
ABC DENTISTRY, P.A., et al. ¹	§	Case No. 16-34221
DEBTORS.	§	Jointly Administered

BALLOT FOR HOLDER OF CLASS 6 CLAIMS (ROHI PERSONAL CLAIMS)

PLEASE READ THIS ENTIRE BALLOT BEFORE COMPLETING. PLEASE COMPLETE, DATE, AND SIGN THIS BALLOT AND RETURN IT IN THE ENCLOSED PREAMBITTED, POSTAGE PREPAID ENVELOPE AS DIRECTED.

THE VOTING DEADLINE BY WHICH YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE COUNSEL FOR THE DEBTORS IS 4:00 P.M. (CENTRAL TIME) ON DECEMBER 5, 2017 (THE "VOTING DEADLINE").

IF YOUR BALLOT IS NOT RECEIVED ON OR PRIOR TO THE VOTING DEADLINE, YOUR VOTE WILL NOT BE COUNTED.

This ballot (the "Ballot") is submitted to you to solicit your vote to accept or reject the *Second Amended Joint Chapter 11 Plan of Reorganization of ABC Dentistry, P.A., ABC Dentistry West Orem, P.L.L.C., ABC Dentistry Old Spanish Trail, P.L.L.C., ABC Dentistry Hillcroft, P.L.L.C., ABC Dentistry Pasadena, P.A., and Iraj S. Jabbar, DDS* (as may be amended, modified, or supplemented, the "Plan") submitted by the above-referenced debtors and debtors in possession (collectively, the "Debtors"), and described in the related disclosure statement (the "Disclosure Statement") approved by an order of the U.S. Bankruptcy Court for the Southern District of Texas, Houston Division (the "Bankruptcy Court"). The Plan and Disclosure Statement are attached to this Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Capitalized terms used in this Ballot or the attached instructions but not otherwise defined herein have the meanings given to them in the Plan or Disclosure Statement, as applicable.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in the impaired Class which votes on the Plan, and if the Plan otherwise satisfies the applicable requirements of 11 U.S.C. § 1129(a).

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING BALLOT

1. Complete (or review the information provided in) Item 1 of the Ballot below.
2. In Item 2 of the Ballot below, please indicate either acceptance or rejection of the Plan by checking the appropriate box. You must vote all of your Class 6 Claims to accept or reject the Plan. You may not split your votes of your Class 6 Claims. Review the certifications contained in this Ballot and complete the Ballot by providing all of the information requested.

¹ The Debtors in these chapter 11 cases are: ABC Dentistry, P.A.; ABC Dentistry West Orem, P.L.L.C.; and ABC Dentistry Old Spanish Trail, P.L.L.C.

3. Review the certification and acknowledgement provided in Item 3 of the Ballot and complete the Ballot by providing all of the information requested and signing the Ballot.
4. **Ballots must be received by the counsel for the Debtors, Baker Botts L.L.P., 2001 Ross Avenue, Dallas, Texas 75201 (Attn: Omar J. Alaniz) on or before December 5, 2017, at 4:00 p.m. (Central Time) (the "Voting Deadline").** If your vote is received after the Voting Deadline, it will not be counted (except in the Debtors' discretion). If neither the "accept" nor "reject" box is checked in Item 2 below for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted. Any Ballot that is illegible or does not provide sufficient information to identify the claim holder will not be counted.
5. If you are completing this Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. In addition, please provide your name and mailing address if different from that set forth in the attached mailing label or if no such mailing label is attached to the Ballot. At the Debtors' discretion, you may be requested to provide proof of your authority to complete the Ballot on behalf of the claim holder.
6. **Please complete and return each Ballot you receive in accordance with the instructions therein. The attached Ballot is designated only for voting Class 6 Claims.** You must vote all of your Class 6 Claims either to accept or reject the Plan. An otherwise properly completed, executed, and timely returned Ballot that attempts to partially accept and partially reject the Plan will not be counted.
7. The Ballot does not constitute, and will not be deemed, a proof of claim or an assertion of a Claim.
8. If you cast more than one Ballot voting the same Claim(s) prior to the Voting Deadline, the last received, properly executed Ballot received before the Voting Deadline will be deemed to reflect your intent and supersede any prior received Ballots. If you cast more than one Ballot voting the same Claim(s) that are received on the same day and are voted inconsistently, such Ballots will not be counted unless the Debtors can reasonably determine which Ballot was last received.
9. **PLEASE RETURN YOUR BALLOT PROMPTLY. UNLESS THE DEBTORS AGREE OTHERWISE, BALLOTS WILL NOT BE ACCEPTED BY FAX, EMAIL, OR ELECTRONIC TRANSMISSION.**
10. **IF YOU HAVE RECEIVED A DAMAGED BALLOT, HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT COUNSEL FOR THE DEBTORS (ATTN: CHAD BARTON) BY EMAIL AT CHAD.BARTON@BAKERBOTTS.COM OR BY TELEPHONE AT 214-953-6512.**

PLEASE READ PAPER BALLOT VOTING INSTRUCTIONS 1 THROUGH 10 ABOVE
BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL ITEMS BELOW. IF THIS BALLOT IS NOT SIGNED ON THE
APPROPRIATE LINES, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Creditor:

Saced Rohi, D.D.S.
c/o Charles E. Long
5851 San Felipe, Suite 950
Houston, Texas 77057

With Notice To:
Saced Rohi, D.D.S.
1402 28th Ave.
Texas City, Texas 77590-4183

Item 1. Principal Amount of Class 6 Claim. The undersigned hereby certifies that, as of November 7, 2017, at 1:30 p.m. (Central Time) (the "Voting Record Date"), the undersigned was the holder (or authorized signatory therefor) of a Class 6 Claim in the following aggregate principal amount (insert amount below if not already completed), which will be applied in the same amount to your vote in Class 6.

Aggregate Principal Amount: \$ 39,788,354.72

Item 2. Vote. The undersigned, a holder of a Class 6 Claim in the amount set forth in Item 1 above, votes to (check one box):

<input checked="" type="checkbox"/> Accept the Plan	<input type="checkbox"/> Reject the Plan
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AS THE VOTING RESULTS WILL BE TABULATED ON A DEBTOR-BY-DEBTOR BASIS, YOUR VOTE CAST ABOVE WILL BE APPLIED IN THE SAME MANNER AND IN THE SAME AMOUNT AGAINST EACH APPLICABLE DEBTOR.

Item 3. Certification and Acknowledgments. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Plan, or indicates both acceptance and rejection of the Plan, will not be counted.

[Signature page follows]

SAEED ROHI, DDS ex rel State/Texas
Name of Holder

Signature

If by Authorized Agent, Name and Title

Name of Institution 5851 SAN FELIPE,
C/O CHARLES LONG SUITE 950

Street Address

HOUSTON TX 77057

City, State, Zip Code

713.888.0500

Telephone Number

14 NOVEMBER 2017

Date Completed

PLEASE MAKE SURE YOU HAVE PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT. PLEASE READ AND FOLLOW THE INSTRUCTIONS SET FORTH HEREIN CAREFULLY. PLEASE COMPLETE, SIGN, DATE, AND RETURN THIS BALLOT AS DIRECTED IN THE ENCLOSED ENVELOPE SO THAT THE BALLOT IS ACTUALLY RECEIVED BY COUNSEL FOR THE DEBTORS BY 4:00 P.M. (Central Time) ON DECEMBER 5, 2017.

SABED RASH, DDS ex al STATE/TEXAS

State of Holder

S. Rash
Signature

My Addressed to you, Name and Title

Name of Institution 5851 SAN FELIPE,

c/o CHARLES LONG, SUITE 950

Street Address

HOUSTON TX 77057

City, State, Zip Code

713.888.0500

Telephone Number

14 NOVEMBER 2017

Date Completed

PLEASE MAKE SURE YOU HAVE PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT. PLEASE READ AND FOLLOW THE INSTRUCTIONS SET FORTH HEREIN CAREFULLY. PLEASE VERIFY THE NAME, DATE, AND REFERENCE TO THE BALLOT AS DIRECTED BY THE INSTRUCTIONS. REMEMBER THAT THE BALLOT IS ACTUALLY RECEIVED BY COURSEL FOR THE ORDINORS BY 4:00 P.M. (Central Time) ON DECEMBER 5, 2017.

EXHIBIT 2

Class 7 Ballots

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

IN RE	§	
	§	Chapter 11
ABC DENTISTRY, P.A., <i>et al.</i> ¹	§	
	§	Case No. 16-34221
DEBTORS.	§	
	§	Jointly Administered
	§	

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IF YOUR BALLOT IS NOT RECEIVED ON OR PRIOR TO THE VOTING DEADLINE, YOUR VOTE WILL NOT BE COUNTED.

This ballot (the "Balot") is submitted to you to solicit your vote to accept or reject the *Second Amended Joint Chapter 11 Plan of Reorganization of ABC Dentistry, P.A., ABC Dentistry West Orem, P.L.L.C., ABC Dentistry Old Spanish Trail, P.L.L.C., ABC Dentistry Hillcroft, P.L.L.C., ABC Dentistry Pasadena, P.A., and Iraj S. Jabbar, DDS* (as may be amended, modified, or supplemented, the "Plan") submitted by the above-referenced debtors and debtors in possession (collectively, the "Debtors"), and described in the related disclosure statement (the "Disclosure Statement") approved by an order of the U.S. Bankruptcy Court for the Southern District of Texas, Houston Division (the "Bankruptcy Court"). The Plan and Disclosure Statement are attached to this Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Capitalized terms used in this Ballot or the attached instructions but not otherwise defined herein have the meanings given to them in the Plan or Disclosure Statement, as applicable.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in the impaired Class which votes on the Plan, and if the Plan otherwise satisfies the applicable requirements of 11 U.S.C. § 1129(a).

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING BALLOT

1. Complete (or review the information provided in) Item 1 of the Ballot below.
2. In Item 2 of the Ballot below, please indicate either acceptance or rejection of the Plan by checking the appropriate box. You must vote all of your Class 7 Claims to accept or reject the Plan. You may not split your votes of your Class 7 Claims. Review the certifications contained in this Ballot and complete the Ballot by providing all of the information requested.

¹ The Debtors in these chapter 11 cases are: ABC Dentistry, P.A.; ABC Dentistry West Orem, P.L.L.C.; and ABC Dentistry Old Spanish Trail, P.L.L.C.

3. Review the certification and acknowledgement provided in Item 3 of the Ballot and complete the Ballot by providing all of the information requested and signing the Ballot.
4. **Ballots must be received by the counsel for the Debtors, Baker Botts L.L.P., 2001 Ross Avenue, Dallas, Texas 75201 (Attn: Omar J. Alaniz) on or before December 5, 2017, at 4:00 p.m. (Central Time) (the "Voting Deadline").** If your vote is received after the Voting Deadline, it will not be counted (except in the Debtors' discretion). If neither the "accept" nor "reject" box is checked in Item 2 below for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted. Any Ballot that is illegible or does not provide sufficient information to identify the claim holder will not be counted.
5. If you are completing this Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. In addition, please provide your name and mailing address if different from that set forth in the attached mailing label or if no such mailing label is attached to the Ballot. At the Debtors' discretion, you may be requested to provide proof of your authority to complete the Ballot on behalf of the claim holder.
6. **Please complete and return each Ballot you receive in accordance with the instructions therein. The attached Ballot is designated only for voting Class 7 Claims.** You must vote all of your Class 7 Claims either to accept or reject the Plan. An otherwise properly completed, executed, and timely returned Ballot that attempts to partially accept and partially reject the Plan will not be counted.
7. The Ballot does not constitute, and will not be deemed, a proof of claim or an assertion of a Claim.
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Creditor:

Saeed Rohi, D.D.S.
c/o Charles E. Long
5851 San Felipe, Suite 950
Houston, Texas 77057

With Notice To:
Saeed Rohi, D.D.S.
1402 28th Ave.
Texas City, Texas 77590-4183

Item 1. Principal Amount of Class 7 Claim. The undersigned hereby certifies that, as of November 7, 2017, at 1:30 p.m. (Central Time) (the "Voting Record Date"), the undersigned was the holder (or authorized signatory therefor) of a Class 7 Claim in the following aggregate principal amount (insert amount below if not already completed), which will be applied in the same amount to your vote in Class 7.

Aggregate Principal Amount: \$ 39,788,354.72

Item 2. Vote. The undersigned, a holder of a Class 7 Claim in the amount set forth in Item 1 above, votes to (check one box):

<input checked="" type="checkbox"/> Accept the Plan	<input type="checkbox"/> Reject the Plan
---	--

AS THE VOTING RESULTS WILL BE TABULATED ON A DEBTOR-BY-DEBTOR BASIS, YOUR VOTE CAST ABOVE WILL BE APPLIED IN THE SAME MANNER AND IN THE SAME AMOUNT AGAINST EACH APPLICABLE DEBTOR.

Item 3. Certification and Acknowledgments. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Plan, or indicates both acceptance and rejection of the Plan, will not be counted.

[Signature page follows]

SAEED ROHI DDS ex rel STATE/TEXAS
Name of Holder

Signature

If by Authorized Agent, Name and Title

Name of Institution 5851 SAN FELICE,
C/O CHARLES LONG SUITE 950
Street Address

HOUSTON, TX 77057
City, State, Zip Code

713.789.0500
Telephone Number

14 NOVEMBER 2017
Date Completed

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SABER RASHI DDS OR 101 STATE TEXAS

Signature

Date (Month/Day/Year)

Name of Institution 58851 SAN FELICE,
% CHARLES LONG SUITE 950

Address
HOUSTON, TX 77057

City, State, Zip Code
713.789.0500

Telephone Number
14 NOVEMBER 2017

Date Completed

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

IN RE	§	
	§	Chapter 11
ABC DENTISTRY, P.A., <i>et al.</i> ¹	§	Case No. 16-34221
	§	
DEBTORS.	§	Jointly Administered
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3. Review the certification and acknowledgement provided in Item 3 of the Ballot and complete the Ballot by providing all of the information requested and signing the Ballot.

4. **Ballots must be received by the counsel for the Debtors, Baker Botts L.L.P., 2001 Ross Avenue, Dallas, Texas 75201 (Attn: Omar J. Alaniz) on or before December 5, 2017, at 4:00 p.m. (Central Time) (the "Voting Deadline").** If your vote is received after the Voting Deadline, it will not be counted (except in the Debtors' discretion). If neither the "accept" nor "reject" box is checked in Item 2 below for an otherwise properly completed, executed, and timely returned Ballot, the Ballot will not be counted. Any Ballot that is illegible or does not provide sufficient information to identify the claim holder will not be counted.

5. If you are completing this Ballot on behalf of an entity, indicate your relationship with such entity and the capacity in which you are signing. In addition, please provide your name and mailing address if different from that set forth in the attached mailing label or if no such mailing label is attached to the Ballot. At the Debtors' discretion, you may be requested to provide proof of your authority to complete the Ballot on behalf of the claim holder.

6. **Please complete and return each Ballot you receive in accordance with the instructions therein. The attached Ballot is designated only for voting Class 7 Claims.** You must vote all of your Class 7 Claims either to accept or reject the Plan. An otherwise properly completed, executed, and timely returned Ballot that attempts to partially accept and partially reject the Plan will not be counted.

7. The Ballot does not constitute, and will not be deemed, a proof of claim or an assertion of a Claim.

8. If you cast more than one Ballot voting the same Claim(s) prior to the Voting Deadline, the last received, properly executed Ballot received before the Voting Deadline will be deemed to reflect your intent and supersede any prior received Ballots. If you cast more than one Ballot voting the same Claim(s) that are received on the same day and are voted inconsistently, such Ballots will not be counted unless the Debtors can reasonably determine which Ballot was last received.

9. **PLEASE RETURN YOUR BALLOT PROMPTLY. UNLESS THE DEBTORS AGREE OTHERWISE, BALLOTS WILL NOT BE ACCEPTED BY FAX, EMAIL, OR ELECTRONIC TRANSMISSION.**

10. **IF YOU HAVE RECEIVED A DAMAGED BALLOT, HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE CONTACT COUNSEL FOR THE DEBTORS (ATTN: CHAD BARTON) BY EMAIL AT CHAD.BARTON@BAKERBOTTSCOM OR BY TELEPHONE AT 214-953-6512.**

PLEASE READ PAPER BALLOT VOTING INSTRUCTIONS 1 THROUGH 10 ABOVE
BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL ITEMS BELOW. IF THIS BALLOT IS NOT SIGNED ON THE
APPROPRIATE LINES, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

Item 1. Principal Amount of Class 7 Claim. The undersigned hereby certifies that, as of November 7, 2017, at 1:30 p.m. (Central Time) (the "Voting Record Date"), the undersigned was the holder (or authorized signatory therefor) of a Class 7 Claim in the following aggregate principal amount (insert amount below if not already completed), which will be applied in the same amount to your vote in Class 7.

Aggregate Principal Amount: \$ As determined by the Court

Item 2. Vote. The undersigned, a holder of a Class 7 Claim in the amount set forth in Item 1 above, votes to (check one box):

<input checked="" type="checkbox"/> Accept the Plan	<input type="checkbox"/> Reject the Plan
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AS THE VOTING RESULTS WILL BE TABULATED ON A DEBTOR-BY-DEBTOR BASIS, YOUR VOTE CAST ABOVE WILL BE APPLIED IN THE SAME MANNER AND IN THE SAME AMOUNT AGAINST EACH APPLICABLE DEBTOR.

Item 3. Certification and Acknowledgments. The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot that does not indicate either acceptance or rejection of the Plan, or indicates both acceptance and rejection of the Plan, will not be counted.

[Signature page follows]

State of Texas through the
Civil Medicaid Fraud Division of the
Texas Attorney General's Office

Name of Holder

Ashley Bartram

Signature

Ashley Bartram, Asst. Attorney General

If by Authorized Agent, Name and Title

Texas Attorney General's Office

Name of Institution

300 W. 15th Street, 8th floor

Street Address

Austin, TX 78701

City, State, Zip Code

512 - 475 - 4937

Telephone Number

12/01/2017

Date Completed

**PLEASE MAKE SURE YOU HAVE PROVIDED ALL INFORMATION REQUESTED ON THIS
BALLOT. PLEASE READ AND FOLLOW THE INSTRUCTIONS SET FORTH HEREIN CAREFULLY.
PLEASE COMPLETE, SIGN, DATE, AND RETURN THIS BALLOT AS DIRECTED IN THE ENCLOSED
ENVELOPE SO THAT THE BALLOT IS ACTUALLY RECEIVED BY COUNSEL FOR THE DEBTORS BY
4:00 P.M. (Central Time) ON DECEMBER 5, 2017.**