

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:)	
)	Chapter 11
Curae Health, Inc., <i>et al.</i> ¹)	Case No. 18-05665
)	
1721 Midpark Road, Suite B200)	Judge Walker
Knoxville, TN 37921)	
Debtors.)	Jointly Administered

**DECLARATION OF NOTICE, BALLOTING AND CLAIMS AGENT
REGARDING SOLICITATION AND TABULATION OF VOTES IN CONNECTION
WITH THE JOINT CHAPTER 11 PLAN OF LIQUIDATION**

I, Bradford Daniel, certify and declare as follows:

1. I am over eighteen years of age and not a party to the above-captioned cases. I am employed as a Director by BMC Group, Inc. (“BMC”), the noticing, claims and balloting agent for the above-captioned debtors (the “Debtors”) in the Chapter 11 cases. My business address is 3732 W. 120th Street, Hawthorne, CA 90250.

2. In accordance with the solicitation procedures approved by the Court in the *Order (I) Approving Disclosure Statement; (II) Establishing Forms and Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan; (III) Establishing Deadline and Procedures for Filing Objections to the Confirmation of the Plan; and (IV) Granting Related Relief* [Docket No. 841] (the “Disclosure Statement Order”), BMC served the following solicitation package (the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Curae Health, Inc. (5638); Amory Regional Medical Center, Inc. (2640); Batesville Regional Medical Center, Inc. (7929); and Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); Clarksdale Regional Physicians, LLC (5311).

“Solicitation Package”) to the Holders of the Class 5 General Unsecured Claims, Class 6 Deficiency Claim of ServisFirst and Class 7 Deficiency Claim of CHS via first class delivery March 12, 2019:

- (a) Notice of (I) Approval of the Disclosure Statement, (II) Deadline for Voting on the Plan, (III) Hearing to Consider Confirmation of the Plan, and (IV) Deadline for Filing Objections to Confirmation of the Plan [Docket No. 841, Exhibit]
- (b) Joint Chapter 11 Plan of Liquidation (the “Plan”) [Docket No. 834];
- (c) the Disclosure Statement for Joint Chapter 11 Plan of Liquidation (the “Disclosure Statement”)[Docket No. 835];
- (d) the Disclosure Statement Order (without exhibits); and
- (e) Appropriate plan class ballot for accepting or rejecting Joint Chapter 11 Plan of Liquidation

3. A certificate evidencing the service of the Solicitation Package was filed with the Court on March 14, 2019 [Docket No. 879].

4. Pursuant to the Disclosure Statement Order, the Court established February 28, 2019 at 4:00 p.m. (prevailing Central Time) as the Voting Record Date and 4:00 p.m. (prevailing Central Time) on April 17, 2019 as the Voting Deadline.

5. The Plan, Disclosure Statement, and Disclosure Statement Order served as BMC’s guide for the solicitation and tabulation of votes to accept or reject the Plan, and all Ballots received were reviewed and tabulated in accordance with the procedures described therein.

6. Pursuant to the Plan, Disclosure Statement and Disclosure Statement Order, only holders as of the Voting Record Date in the following Classes were entitled to vote to accept or reject the Plan (the “Voting Classes”):

IMPAIRED CLASS AND DESCRIPTION	ACCEPT		REJECT	
	VOTES COUNTED	AMOUNT	VOTES COUNTED	AMOUNT
Class 5 General Unsecured Claims	71 89.87%	\$6,500,507.84 89.85%	8 10.13%	\$734,545.72 10.15%
Class 6 Deficiency Claim of ServisFirst	0 0.00%	0 0.00%	1 100.00%	\$60,851,765.00 100.00%
Class 7 Deficiency Claim of CHS	0 0.00%	0 0.00%	3 100.00%	\$1,631,498.59 100.00%

7. Attached hereto as **Exhibit A** is the full tabulation report that provides both a summary of, and the detail behind, all Ballots received as of voting deadline. **Exhibit A** sets forth whether any ballots cast were excluded from tabulation and the basis for such exclusion.

8. All ballots received by BMC are stored at BMC's Hawthorne office located at 3732 W. 120th Street, Hawthorne, CA 90250, and are available for inspection by the Court or any party in interest.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief and that this declaration was executed in Hawthorne, California on May 3, 2019.

/s/ Bradford Daniel
Bradford Daniel, Director
BMC Group, Inc.

EXHIBIT A

**BALLOT TABULATION REPORT
SUMMARY**
In Re: Curae Health, Inc.

Ballot Counts						Ballot Amounts								
Class	Accepted		Rejected		Total Counted	Total Excluded	Total Received	Accepted		Rejected		Total Counted	Total Excluded	Total Received
5	71	89.87%	8	10.13%	79	14	93	\$6,500,507.84	89.85%	\$734,545.72	10.15%	\$7,235,053.56	\$1,418,475.76	\$8,653,529.32
6	0	0.00%	1	100.00%	1	0	1	\$0.00	0.00%	\$60,851,765.00	100.00%	\$60,851,765.00	\$0.00	\$60,851,765.00
7	0	0.00%	3	100.00%	3	0	3	\$0.00	0.00%	\$1,631,498.59	100.00%	\$1,631,498.59	\$0.00	\$1,631,498.59

Class	Description
5	General Unsecured Claims
6	Deficiency Claims of ServisFirst
7	Deficiency Claims of CHS

BALLOT TABULATION REPORT

Plan Class 5: General Unsecured Claims

Ballot Counts							Ballot Amounts							
Class	Accepted	Rejected	Total Counted	Total Excluded	Total Received	Accepted	Rejected	Total Counted	Total Excluded	Total Received				
5	71	89.87%	8	10.13%	79	14	93	\$6,500,507.84	89.85%	\$734,545.72	10.15%	\$7,235,053.56	\$1,418,475.76	\$8,653,529.32

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
40	65-00067	ALIMED INC	\$923.25	\$923.25	1		0		
70	s828	ALLIANCE HEALTHCARE SERV INC	\$69,500.00	\$69,500.00	1		0		Voter proposed amount \$99,825.00.
80	65-00200	AMORY REGIONAL MEDICAL CENTER INC.	\$1.00	\$1.00	1		0		
53	65-00197	AMORY REGIONAL PHYSICIANS, LLC.	\$1.00	\$1.00	1		0		
79	65-00197	AMORY REGIONAL PHYSICIANS, LLC.	\$1.00	\$1.00	1		0	X	Duplicate; Duplicate of Control ID 53.
31	81-00001	BAKER, DAVID	\$408.97	\$408.97	1		0		
15	s501	BARBER PRINTING INC	\$245.00	\$245.00	1		0		
38	65-00066	BATESVILLE NEWSMEDIA LLC	\$930.00		0		0	X	Ballot did not indicate an acceptance or rejection of the Plan
39	65-00066	BATESVILLE NEWSMEDIA LLC	\$930.00		0		0	X	Duplicate; Ballot did not indicate an acceptance or rejection of the Plan; Duplicate of Control ID 38.
78	65-00201	BATESVILLE REGIONAL MEDICAL CENTER INC.	\$1.00	\$1.00	1		0		
83	65-00198	BATESVILLE REGIONAL PHYSICIANS LLC	\$1.00	\$1.00	1		0		
50	s519	BUGS-B-GONE INC	\$2,226.85	\$2,226.85	1		0		
14	s248	BYRD, LAUREN	\$142.51		0		0	X	Ballot did not indicate an acceptance or rejection of the Plan
92	65-00232	CARDINAL HEALTH 110 LLC	\$404,913.72	\$404,913.72	1		0		Late Filed; Late filed deficiency waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
93	78-00037	CARDINAL HEALTH 200 LLC	\$60,333.10	\$60,333.10	1		0		Late Filed; Late filed deficiency waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.

In Re: Curae Health, Inc.

BALLOT TABULATION REPORT

Plan Class 5: General Unsecured Claims

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
91		CARDINAL HEALTH NUCLEAR	\$40,103.04	\$40,103.04	1		0		Late Filed; Late filed deficiency waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
94	s526	CARDINAL HEALTH PHARMACY #326	\$163,945.47	\$163,945.47	1		0		Late Filed; Late filed deficiency waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
36	s531	CENTURION MEDICAL PRODUCTS	\$3,044.00	\$3,044.00	1		0		
8	65-00054	CHARLES MEYERS	\$2,250.00	\$2,250.00	1		0		
85	65-00237	CHS/COMMUNITY HEALTH SYSTEMS INC	\$1.00		0	\$1.00	1	X	Not Entitled to Vote; Class 7 Deficiency Claim of CHS.
86		CHSPSC LLC	\$1,201,749.55		0	\$1,201,749.55	1	X	Not Entitled to Vote; Class 7 Deficiency Claim of CHS. Voter proposed amount \$1,631,496.59.
51	s1136	CLARKSDALE PRESS REGISTER	\$1,784.40	\$1,784.40	1		0		
81	65-00196	CLARKSDALE REGIONAL MEDICAL CENTER, INC.	\$1.00	\$1.00	1		0		
82	65-00199	CLARKSDALE REGIONAL PHYSICIANS LLC	\$1.00	\$1.00	1		0		
44		CR BARD INC	\$30,464.92	\$30,464.92	1		0		
62		CROWN HEALTH CARE LAUNDRY LLC	\$120,550.94	\$120,550.94	1		0		
56	s1400	CSC	\$456.00	\$456.00	1		0		
60	65-00256	CYBER TECHNOLOGY SECURITY	\$3,102.54	\$3,102.54	1		0		
61	65-00175	DE LAGE LANDEN FINANCIAL SERVICES INC	\$20,937.79	\$20,937.79	1		0		
23	s574	DIVERGENT MEDICAL TECHNOLOGI	\$873.86	\$873.86	1		0	X	Duplicate; Duplicate of Control ID 21.
21		DIVERGENT MEDICAL TECHNOLOGIES INC	\$1,688.16	\$1,688.16	1		0		
22		DIVERGENT MEDICAL TECHNOLOGIES INC	\$1,688.16	\$1,688.16	1		0	X	Duplicate; Duplicate of Control ID 21.

In Re: Curae Health, Inc.

BALLOT TABULATION REPORT

Plan Class 5: General Unsecured Claims

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
95	65-00259	EDGESTONE SHARPENING & REPAIR	\$5,310.50	\$5,310.50	1		0		Late Filed; Late filed deficiency waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
47	65-00144	ELLIOTT DATA SYSTEMS MIDWEST INC	\$181.90	\$181.90	1		0		
65	65-00095	GE HEALTHCARE DATEX	\$20,417.97	\$20,417.97	1		0		Control ID 65 and 66 vote amounts aggregated for numerosity.
66		GE HEALTHCARE DATEX	\$4,989.60	\$4,989.60	1		0	X	Not Entitled to Vote; Control ID 65 and 66 vote amounts aggregated for numerosity.
67		GE HEALTHCARE DIAGNOSTIC IMAGING	\$90,247.21	\$90,247.21	1		0		
68		GE HEALTHCARE MONITORING SOLUTIONS	\$109,859.67	\$109,859.67	1		0		
54		GENERAL BIOMEDICAL SERVICE INC	\$24,076.00		0	\$24,076.00	1		
59	65-00159	GIFTED NURSES LLC	\$130,564.30		0	\$130,564.30	1		
72	75-00012	HHS CULINARY & NUTRITIONAL SOLUTIONS LLC	\$179,900.47		0	\$179,900.47	1	X	Superseded; Superseded by Control ID 97.
96	75-00012	HHS CULINARY & NUTRITIONAL SOLUTIONS LLC	\$179,900.47	\$179,900.47	1		0		Late Filed, Received Electronically; Late filed and electronic transmission deficiencies waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
97		HHS ENVIRONMENTAL SERVICES LLC	\$686,556.62	\$686,556.62	1		0		Late Filed, Received Electronically; Late filed and electronic transmission deficiencies waived by Committee and Debtors pursuant to Paragraph 18(r) of the Disclosure Statement Order.
28	s631	HIBU INC - MID ATLANTIC	\$1,824.00	\$1,824.00	1		0		
17	s309	HIGGINBOTHAM, REGENIA	\$320.00	\$320.00	1		0		
71		HOSPITAL HOUSEKEEPING SYSTEMS, LTD.	\$471,389.06		0	\$471,389.06	1		
46	s935	JPB PATHOLOGY INC	\$500.00	\$500.00	1		0		
29	65-00261	KERMA MEDICAL PRODUCTS INC	\$462.44	\$462.44	1		0		
10	s1213	LAMAR COMPANIES, THE	\$842.00	\$842.00	1		0		

In Re: Curae Health, Inc.

BALLOT TABULATION REPORT

Plan Class 5: General Unsecured Claims

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
3	s653	LANN CHEMICAL & SUPPLY CO	\$7,337.65	\$7,337.65	1		0		
57	s655	LANTHEUS MEDICAL IMAGING INC	\$1,259.52		0		0	X	Ballot did not indicate an acceptance or rejection of the Plan
63		MAINE STANDARDS COMPANY	\$5,689.00	\$5,689.00	1		0		
16	s1221	MCCARTNEY PRODUCE LLC	\$1,816.17		0	\$1,816.17	1		
77	s1388	MEDHOST	\$92,139.99	\$92,139.99	1		0		
74	65-00140	MEDHOST CLOUD SERVICES INC	\$236,626.53	\$236,626.53	1		0		
75	65-00139	MEDHOST DIRECT INC	\$249,851.87	\$249,851.87	1		0		
76	65-00138	MEDHOST OF TENNESSEE, INC	\$2,858,204.88	\$2,858,204.88	1		0		
6	s677	MEMORIES UNLIMITED	\$303.45	\$303.45	1		0		
24	s679	MERIDETH, DON JR	\$1,400.00	\$1,400.00	1		0		
58	65-00191	MICROLINE SURGICAL INC	\$6,900.00	\$6,900.00	1		0		
26	65-00150	MICROTEK MEDICAL INC	\$24,577.91	\$24,577.91	1		0		
41	65-00150	MICROTEK MEDICAL INC	\$24,577.91	\$24,577.91	1		0	X	Duplicate; Duplicate of Control ID 26.
55	76-00011	MIDTOWN MARKET, LLC	\$8,090.94		0	\$8,090.94	1		
19	65-00024	MISSISSIPPI BLOOD SERVICES, INC	\$36,651.50	\$36,651.50	1		0		
25	78-00051	MRS SYSTEMS INC	\$12,420.00	\$12,420.00	1		0		
18	s700	MS BLOOD SERVICES INC	\$13,876.00	\$13,876.00	1		0		
49		MS STATE DEPT OF HEALTH	\$38,925.00		0	\$38,925.00	1		
32	65-00216	MYCO INSTRUMENTATION INC	\$1,306.00	\$1,306.00	1		0		
73		OWENS & MINOR INC	\$109,317.62	\$109,317.62	1		0		
69	65-00172	PHILIPS RESPIRONICS INC	\$1,620.00	\$1,620.00	1		0		
7	65-00255	PRECISION SURGICAL	\$3,519.90	\$3,519.90	1		0		
64	s737	RAM SCIENTIFIC	\$151.00	\$151.00	1		0		
84	s379	ROTHENBECKER, WENDY	\$167.00	\$167.00	1		0		
27	s381	RUSH, FREDDIE	\$13.52	\$13.52	1		0		

In Re: Curae Health, Inc.

BALLOT TABULATION REPORT

Plan Class 5: General Unsecured Claims

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
34		SCC SOFT COMPUTER	\$36,190.32	\$36,190.32	1		0		
43	s743	SECURE ALARMS OF AMORY LLC	\$1,997.82	\$1,997.82	1		0		
30	65-00012	SMITH CLEANERS & LAUNDRY LLC	\$716.09		0		0	X	Ballot did not indicate an acceptance or rejection of the Plan
35	65-00012	SMITH CLEANERS & LAUNDRY LLC	\$716.09		0		0	X	Duplicate; Ballot did not indicate an acceptance or rejection of the Plan; Duplicate of Control ID 30.
20	s213	SMITH, KATHY	\$49.00	\$49.00	1		0		
33	s1315	SOFT COMPUTER CONSULTANTS INC	\$34,277.14		0	\$34,277.14	1		
5		STATE SYSTEMS INC	\$25,407.11		0	\$25,407.11	1		
52	65-00240	STRATEGIC HEALTHCARE RESOURCES	\$724,804.43	\$724,804.43	1		0		
4	65-00081	SULLIVAN, SHERRY A	\$487.00	\$487.00	1		0		
1	65-00077	SURGIMARK	\$520.00	\$520.00	1		0		
9	s1335	SURGI-PAK INC	\$538.72	\$538.72	1		0		
42	65-00151	SUTURE EXPRESS	\$6,490.88	\$6,490.88	1		0		
11		TECHSCAN INC	\$3,540.00	\$3,540.00	1		0		
13		THE USF GROUP INC	\$19,851.31	\$19,851.31	1		0		
37		UPCHURCH SERVICES	\$18,104.30	\$18,104.30	1		0		
12	s800	USF GROUP INC	\$2,382.82	\$2,382.82	1		0		
2	s420	VAGHELA, INDRASINH	\$13.52	\$13.52	1		0		
48	s463	WINSTON, HELEN	\$136.97	\$136.97	1		0		
45	s230	WRIGHT, DAVID	\$20.00	\$20.00	1		0		

In Re: Curae Health, Inc.

BALLOT TABULATION REPORT

Plan Class 6: Deficiency Claims of ServisFirst

Ballot Counts						Ballot Amounts						
Class	Accepted	Rejected	Total Counted	Total Excluded	Total Received	Accepted	Rejected	Total Counted	Total Excluded	Total Received		
6	0	0.00%	1	100.00%	1	\$0.00	0.00%	\$60,851,765.00	100.00%	\$60,851,765.00	\$0.00	\$60,851,765.00

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
90		SERVISFIRST BANK	\$60,851,765.00		0	\$60,851,765.00	1		

BALLOT TABULATION REPORT

Plan Class 7: Deficiency Claims of CHS

Ballot Counts						Ballot Amounts						
Class	Accepted	Rejected	Total Counted	Total Excluded	Total Received	Accepted	Rejected	Total Counted	Total Excluded	Total Received		
7	0	0.00%	3	100.00%	3	\$0.00	0.00%	\$1,631,498.59	100.00%	\$1,631,498.59	\$0.00	\$1,631,498.59

Ctrl. No.	Clm No.	Creditor Name	Total Amount	Accepting		Rejecting		Excluded	Comments
				Amount	Votes	Amount	Votes		
88	65-00237	CHS/COMMUNITY HEALTH SYSTEMS INC	\$1.00		0	\$1.00	1		Claim No. 65-00237 filed as amount UNKNOWN. Voter proposed amount \$29,078,403.56.
89	65-00236	CHSPSC LLC	\$1,631,496.59		0	\$1,631,496.59	1		
87	78-00043	HEALTH MANAGEMENT ASSOCIATES LLC	\$1.00		0	\$1.00	1		Tabulated as Class 7 Deficiency Claim of CHS. Claim No. 78-00043 filed as amount UNKNOWN. Voter proposed amount \$14,450,000.00.