

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

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

**THE DEADLINE FOR FILING A TIMELY RESPONSE IS: July 16, 2019
IF A RESPONSE IS TIMELY FILED, THE HEARING WILL BE: July 23, 2019 at 9:00 a.m.
Central Standard Time in Courtroom 2, 2nd Floor, Customs House, 701 Broadway,
Nashville, Tennessee 37203**

**NOTICE OF SECOND INTERIM AND FINAL FEE APPLICATION
OF MANIER & HEROD, P.C.**

PLEASE TAKE NOTICE that on June 25, 2019, the Official Committee of Unsecured Creditors of the above-captioned debtors and debtors in possession filed the *SECOND INTERIM AND FINAL FEE APPLICATION OF MANIER & HEROD, P.C. FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIODS OF: (I) DECEMBER 1, 2018 THROUGH JUNE 10, 2019, AND (II) SEPTEMBER 6, 2018 THROUGH JUNE 10, 2019* (the “**Application**”), attached hereto.

PLEASE TAKE FURTHER NOTICE that if a response is timely filed, a hearing on the Application will be held on **July 23, 2019, at 9:00 a.m. Central Standard Time** in Courtroom 2, 2nd Floor Customs House, 701 Broadway, Nashville, TN 37203.

YOUR RIGHTS MAY BE AFFECTED. If you do not want the court to grant the Application by entering the proposed final order, attached hereto, or if you want the court to

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); Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); and Clarksdale Regional Physicians, LLC (5311).
1422763.1

consider your views on the Application, then on or before **July 16, 2019**, you or your attorney must:

1. File with the court your response or objection explaining your position. **Please note: the Bankruptcy Court for the Middle District of Tennessee requires electronic filing. Any response or objection you wish to file must be submitted electronically. To file electronically, you or your attorney must go to the court website and follow the instructions at:**

<https://ecf.tnmb.uscourts.gov>. If you need assistance with Electronic Filing you may call the Bankruptcy Court at (615) 7365584. You may also visit the Bankruptcy Court in person at: 701 Broadway, 1st Floor, Nashville, TN (Monday - Friday, 8:00 A.M. - 4:00 P.M.).

2. Your response must state the deadline for filing responses, the date of the scheduled hearing and the application to which you are responding.

THERE WILL BE NO FURTHER NOTICE OF THE HEARING DATE. If a response is filed before the deadline stated above, the hearing will be held at the time and place indicated above. You may check whether a timely response has been filed by viewing the case on the court's website at <https://ecf.tnmb.uscourts.gov>. If you or your attorney does not take these steps, the court may decide that you do not oppose the relief sought in the Application and may enter the attached final order granting that relief.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: June 25, 2019
Nashville, Tennessee

MANIER & HEROD, P.C.

/s/ Robert W. Miller
Michael E. Collins (Bar No. 16036)
Robert W. Miller (Bar No. 31918)
1201 Demonbreau Street, Suite 900
Nashville, TN 37203
Telephone: (615) 244-0030
Facsimile: (615) 242-4203
Email: mcollins@manierherod.com
rmiller@manierherod.com

-and-

SILLS CUMMIS & GROSS P.C.

Andrew H. Sherman (admitted *pro hac vice*)
Boris I. Mankovetskiy (admitted *pro hac vice*)
One Riverfront Plaza
Newark, NJ 07102
Telephone: (973) 643-7000
Facsimile: (973) 643-6500
Email: asherman@sillscummis.com
bmankovetskiy@sillscummis.com

*Co-Counsel for the Official Committee of
Unsecured Creditors of Curae Health, Inc. et
al.*

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

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

**SECOND INTERIM AND FINAL FEE APPLICATION OF
MANIER & HEROD P.C. FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIODS OF: (I) DECEMBER 1, 2018 THROUGH JUNE 10, 2019,
AND (II) SEPTEMBER 6, 2018 THROUGH JUNE 10, 2019**

Manier & Herod, P.C. (“**Manier**”), co-counsel to the official committee of unsecured creditors (the “**Committee**”) of the above-captioned debtors and debtors in possession (the “**Debtors**”), submits its second interim and final fee application (the “**Application**”) and seeks entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”), pursuant to 11 U.S.C. §§ 330 and 331, granting: (i) approval and allowance of its compensation and reimbursement of fees in the amount of \$54,530.00 and expenses in the amount of \$517.29 for the period of December 1, 2018, through June 10, 2019, (the “**Second Interim Period**”) on a final basis, and (ii) approval and allowance of its compensation and reimbursement of fees in the amount of \$95,336.50 and expenses in the amount of \$720.01 for the period of September 6, 2018, through June 10, 2019, (the “**Final Period**”), and (iii) authorizing and directing Stephen D. Sass, LLC (the “**Liquidating Trustee**”) to pay to Manier all such outstanding amounts requested in this

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); Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); and Clarksdale Regional Physicians, LLC (5311).
1422763.1

Application on a final basis.² In support of this Application, Manier respectfully represents as follows:

GENERAL BACKGROUND

1. On August 24, 2018 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code with this Court commencing the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”).

2. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

3. On August 29, 2018, the Court entered an order authorizing the joint administration of the Chapter 11 Cases [Docket No. 59].

4. On September 6, 2018, the Office of the United States Trustee appointed the Committee pursuant to § 1102 of the Bankruptcy Code [Docket No. 112].

5. On October 11, 2018, the Court entered an *Order Approving Application to Retain and Employ Manier & Herod, P.C. as Co-Counsel to Represent the Official Committee of General Unsecured Creditors of Curae Health, Inc., et al. Nunc Pro Tunc to September 6, 2018* [Docket No. 302].

6. On January 14, 2019, Manier filed the *First Interim Fee Application of Manier & Herod, P.C. for Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from September 6, 2018 Through November 30, 2018* [Docket No. 657] (the “**First Interim Application**”).

7. Pursuant to the final budget (the “**DIP Budget**”) attached to the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Secured Financing and (B) Utilize Cash*

² Payment of such amounts shall be first paid from the Professional Fee Escrow (as defined below) up to the Budgeted Amount (as defined below). Any remaining unpaid amounts shall then be paid from the Liquidating Trust (as defined below).

1422763.1

Collateral, (II) Granting Liens and Superpriority Administrative Expense Status, (III) Granting Adequate Protection, and (IV) Modifying the Automatic Stay (the “**Final DIP Order**”) [Docket No. 455], the amount budgeted for all the Committee’s professional during the period covered by the First Interim Application (the “**First Interim Period**”) was \$275,000 (the “**First Interim Period Budgeted Amount**”).

8. On January 3, 2019, the U.S. Trustee filed the *U.S. Trustee’s Statement Regarding Debtors’ Motions for Compensation* [Docket No. 616] (the “**U.S. Trustee Statement**”). In the U.S. Trustee Statement, the U.S. Trustee noted that the “Debtors’ professionals, as well as the professionals for the Unsecured Creditors’ Committee, have agreed to hold back 10% of their applicable Compensation Motions until the final fee request.” U.S. Trustee Statement p. 1. In addition, the U.S. Trustee requested that, in future fee applications, the “parties explain the justification for any fee request that is in excess of the amount budgeted under the Final DIP Order.” *Id.* pp. 1-2.

9. On or around February 12, 2019, this Court entered an *Agreed Order Granting First Interim Fee Application of Manier & Herod, P.C. for Compensation and Reimbursement of Expenses as Co-Counsel to the Official Committee of Unsecured Creditors* [Docket No. 755] (the “**Agreed Order**”), pursuant to which:

- (i) the First Interim Application was approved on an interim basis;
- (ii) Manier’s fees and expenses were allowed in the amounts of \$41,345.50 and \$202.72, respectively;
- (iii) the Debtors were authorized and directed “to remit, or cause to be remitted, payment of fees and expenses as set forth in the First Interim Application up to 90% of the [First Interim Period Budgeted Amount];” and
- (iv) “[t]o the extent that the fees and expenses of the Committee’s professionals for the [First Interim Period] in the aggregate exceed 90% of the [First Interim Period Budgeted Amount], the

Committee's professionals' fees and expenses will be paid on a *pro rata* basis up to 90% of the [First Interim Period Budgeted Amount]; *provided, however*, that Manier's rights . . . are preserved to seek payment of all unpaid Allowed Fees and Expenses."

Agreed Order ¶¶ 1-4.

10. On March 4, 2019, the Debtors and the Committee filed a *Joint Chapter 11 Plan of Liquidation* [Docket No. 834] (the "**Plan**").

11. On March 14, 2019, Manier received \$15,119.36 on account of the First Interim Application (*i.e.*, Manier received \$15,119.36 of the \$41,548.22 that had been allowed pursuant to the Agreed Order).

12. On May 13, 2019, this Court entered its *Findings of Fact, Conclusions of Law, and Order Confirming the Joint Chapter 11 Plan of Liquidation of Curae Health, Inc., et al.* [Docket No. 1074] (the "**Confirmation Order**").

13. On June 11, 2019, the Debtors and the Committee declared the effective date of the Plan, pursuant to which a liquidating trust was established (the "**Liquidating Trust**") and the Liquidating Trustee was appointed to serve as the liquidating trustee.

14. Pursuant to the DIP Budget and the Debtors' cash collateral budget attached to the *Expedited Agreed Order (I) Authorizing the Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, and (IV) Granting Related Relief* [Docket No. 973] (the "**Final Cash Collateral Order**"), the amount budgeted for the Committee's professional compensation for the Second Interim Period is \$650,000, plus the 10% holdback from the First Interim Period of \$27,500, for a total remaining budgeted amount of \$677,500 (the "**Budgeted Amount**"). Pursuant to the Final DIP Order and the Final Cash Collateral Order, the Budgeted Amount for the Committee's professionals and all other professionals in these Chapter 11 Cases have been deposited into an escrow account (the "**Professional Fee Escrow**").

PROJECT CATEGORIES

15. Attached hereto as **Exhibit B** is a detailed statement of legal services rendered in the aggregate amount of \$54,530.00 and expenses incurred in the amount of \$517.29 during the Second Interim Period. The services have been put in the following categories:

Project Code	Project Category	Hours	Fees
B110	Case Administration	19.80	\$8,151.50
B130	Asset Disposition	23.90	\$10,626.50
B160	Fee/Employment Applications	29.00	\$10,685.50
B180	Avoidance Action Analysis	25.30	\$9,194.50
B230	Financing Cash Collections	4.40	\$1,963.50
B310	Claims Administration and Objections	5.80	\$2,212.00
B320	Plan and Disclosure Statement	31.80	\$11,697.00
Total		140.00	\$54,530.50

16. Each of the “project codes” used by Manier is described below. Because the services provided by Manier during the Second Interim Period are set forth in detail in **Exhibit B** hereto, the following descriptions are not intended to be a statement of all professional services rendered, but simply describes generally the types of services included in each of Manier’s project codes during the Second Interim Period.

17. The project codes in **Exhibit B** are delineated as follows:

- a. Case Administration (CODE B110, \$8,151.50). This category reflects time spent in connection with matters that do not fit within the other project codes including conferences with the Committee, drafting and filing pleadings related to the Committee obtaining standing to file the adversary proceeding against certain of the Debtors’ insiders and their insurance carriers, and drafting pro hac vice motions and notices of appearance.
- b. Asset Disposition (CODE B130, \$10,626.50). This category reflects time spent in connection with multiple sales and dispositions of the Debtors’ assets (including the Amory, Batesville, Clarksdale and Russellville assets), including drafting pleadings and attending hearings.
- c. Fee/Employment Applications (CODE B160, \$10,685.50). This category reflects time spent in preparing and finalizing fee applications for the Committee’s professionals, including the fee applications of Manier, resolving the objections to the Committee’s professionals’ fee applications, preparing the retention application of Dunham Hildebrand, PLC, and attending related hearings.

d. Avoidance Action Analysis (CODE B180, \$9,194.50). This category reflects time spent related to (i) the potential adversary proceeding against CHS and the adversary proceeding filed against ServisFirst Bank, including attendance at pre-trial hearings, drafting of related pleadings, and associated settlement negotiations and (ii) drafting of pleadings and associated negotiations regarding the extensions of the challenge periods for the Committee.

e. Financing Cash Collections (CODE B230, \$1,963.50). This category reflects time spent to, among other things: analyze issues relating to the Debtors' emergency motion to use cash collateral and repay the DIP financing and analyze objections filed in response thereto and attend related hearings.

f. Claims Administration and Objections (CODE B310, \$2,212.00). This category reflects time spent (i) investigating the claims and liens of third parties, (ii) analyzing a bar date motion and proposed order, (iii) attending hearings and communicating with the Debtors' professionals, the Committee members and other parties regarding such matters.

g. Plan and Disclosure Statement (CODE B320, \$11,697.00). This category reflects time spent: (i) finalizing an objection to the Debtors' disclosure statement and motion to extend exclusivity and conducting research in connection therewith, (ii) analyzing the Debtors' response thereto and finalizing a reply brief, (iii) conducting negotiations relating to the Debtors' proposed plan and disclosure statement, and (iv) attending related hearings.

18. Manier further requests final allowance of compensation as co-counsel to the Committee in the amount of \$95,336.50 (which represents the sum of fees incurred during the Second Interim Period (\$54,530.00) and the First Interim Period (\$41,345.50)).

STATEMENT OF APPLICANT

19. The services were actual and necessary services rendered by Manier on behalf of the Committee and the compensation requested is reasonable. Although this Application is not governed by the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "UST Guidelines") because the Debtors do not have assets in excess of \$50 million, the Committee prepared the attached exhibits in the interest of transparency: Summary Cover Sheet as **Exhibit C**; Summary of Timekeepers as **Exhibit D**. These Exhibits provide a summary of the fee application and the rates being charged by Manier in this Application.

20. In accordance with the foregoing, Manier states as follows:

A. The fees covered by this First Interim Application include approximately 0.0 hours reviewing invoices to ensure that the time entries attached to this First Interim Application are properly coded to comply with the UST Guidelines.

B. The fees covered by this First Interim Application include approximately 0.0 hours in reviewing time records to redact any privileged or other confidential information.

C. The rates for Manier's attorneys have not changed during the pendency of these Chapter 11 Cases.

21. In addition, in accordance with the U.S. Trustee Statement, Manier offers the following explanation for why the collective fees of the Committee's professionals exceeded the Budgeted Amount:

Notwithstanding the various discounts provided by certain of the Committee's professionals, the collective fees of the Committee's professionals exceeded the Budgeted Amount, due to unforeseen circumstances that required substantial additional services.

For instance, although the Committee and the Debtors initially planned to submit a joint plan of liquidation and disclosure statement, when such efforts reached an impasse, the Debtors submitted their own plan and disclosure statement, which the Committee opposed. As a result, the Committee incurred additional fees to prepare an objection and engage in litigation and negotiations related thereto. Such efforts proved successful and the Debtors and the Committee ultimately filed a joint plan of liquidation that was confirmed by the Court on May 13, 2019.

Confirming the Plan also required significant negotiations with third parties. Perhaps most notably, the Committee was able to successfully resolve an objection filed by CHS/Community Health Systems, Inc. ("**CHS**"), which resulted in CHS agreeing to pay \$3,500,000 to the Debtors' estates, which paved the way for confirmation of the Plan and a possible distribution to unsecured creditors.

An additional complication arose, after confirmation of the Plan, when ServisFirst Bank appealed the Confirmation Order, a further demonstration of the difficult nature of the Plan confirmation process. As a result of such action, the Committee has again been forced to engage in additional litigation and negotiations.

Unforeseen complications also arose in the context of the sales of the Debtors' Batesville and Clarksdale hospitals. For instance, although the Court approved the sale of the Batesville hospital to Progressive Medical Management of Batesville, LLC ("**PMM**") on January 11, 2019, and the sale was initially scheduled to close on March 1, 2019, on or around February 28, 2019 (*i.e.*, the day before the scheduled close),

PMM informed the Debtors that it did not have financing and could not close. As a result, the Committee was forced to attend an emergency status conference and engage in negotiations regarding the temporary operation of the hospital. Such efforts were ultimately successful and the sale of the Batesville hospital closed on March 14, 2019.

The sale of the Clarksdale hospital also raised unanticipated challenges. As a preliminary matter, after the Petition Date, the Clarksdale hospital's financial performance was significantly worse than forecasted in the Debtors' budget. The poor financial performance of the Clarksdale hospital after the Petition Date created a cash drain on the Debtors' estates. As a result, on October 12, 2018, the Debtors filed an expedited motion to shut down the Clarksdale hospital (the "**Clarksdale Shutdown Motion**"). On December 13, 2018, following extensive negotiations among the Debtors, the Committee, Coahoma County, Mississippi (the "**County**") and CHS and multiple hearings on the Clarksdale Shutdown Motion, the Court entered an order authorizing the Debtors to enter into an interim management services agreement with CHS and the County. In connection with the transfer of management to CHS, CHS agreed to purchase the inventory of the Clarksdale hospital and affiliated clinics for \$1,209,862.81. Moreover, ultimately, the Debtors and the Committee were able to avoid the abandonment and shut down of the Clarksdale Hospital entirely and successfully negotiated the sale of the Clarksdale hospital to CHS for a cash purchase price of \$1,250,000, net of certain tax obligations.

Manier respectfully submits that all of its fees and expenses are reasonable, were necessary, and have benefitted the Debtors' estates.

EXPENSES

22. This Application includes a request for reimbursement of expenses during the Second Interim Period in the amount of \$517.29 which are expenses incurred by Manier, further described below. All expenses were actual and necessary expenses incurred in providing the legal services described herein and are reimbursable pursuant to 11 U.S.C. § 330.

Category	Amount (\$)
Messenger	\$73.29
Local Travel	\$12.00
Court Fees	\$370.00
Transcripts	\$62.00
Total Expenses	\$517.29

23. Manier further requests reimbursement of expenses incurred during the Final Period in the amount of \$720.01 (which represents the sum of expenses incurred during the Second Interim Period (\$517.29) and expenses incurred during the First Interim Period (\$202.72)).

CONCLUSION

WHEREFORE, pursuant to 11 U.S.C. § 330, Manier seeks entry of an order, substantially in the form attached hereto, providing that: (a) an allowance be made to Manier for the Second Interim Period, in the amount of (i) \$54,530.00 as compensation for necessary professional services rendered, and (ii) \$517.29 for actual and necessary expenses incurred, for a total of \$55,047.29; (b) a final allowance be made to Manier for the Final Period in the amount of (i) \$95,336.50 as compensation for necessary professional services rendered, and (ii) \$720.01 for actual and necessary expenses incurred, for a total of \$96,056.51; (c) that the Liquidating Trustee is authorized and directed to pay Manier all outstanding amount of such sums (\$80,829.91 in fees and \$646.24 in expenses);³ and (d) for such other and further relief as is just and proper.

Dated: June 25, 2019
Nashville, Tennessee

³ Payment of such amounts shall be first paid from the Professional Fee Escrow up to the Budgeted Amount. Any remaining unpaid amounts shall then be paid from the Liquidating Trust.
1422763.1

MANIER & HEROD, P.C.

/s/ Robert W. Miller

Michael E. Collins (Bar No. 16036)
Robert W. Miller (Bar No. 31918)
1201 Demonbreaun Street, Suite 900
Nashville, TN 37203
Telephone: (615) 244-0030
Facsimile: (615) 242-4203
Email: mcollins@manierherod.com
rmiller@manierherod.com

-and-

SILLS CUMMIS & GROSS P.C.

Andrew H. Sherman (admitted *pro hac vice*)
Boris I. Mankovetskiy (admitted *pro hac vice*)
One Riverfront Plaza
Newark, NJ 07102
Telephone: (973) 643-7000
Facsimile: (973) 643-6500
Email: asherman@sillscummis.com
bmankovetskiy@sillscummis.com

*Co-Counsel for the Official Committee of
Unsecured Creditors of Curae Health, Inc. et al.*

CERTIFICATE OF SERVICE

I hereby certify that on June 25, 2019, a copy of the foregoing was sent via ECF to all parties registered to receive electronic notice in the case and via U.S. mail, postage prepaid, to the parties listed on the mailing matrix attached as Exhibit E.

/s/ Robert W. Miller _____

Robert W. Miller

EXHIBIT A

Proposed Order

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

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

**PROPOSED ORDER GRANTING SECOND INTERIM AND FINAL FEE
APPLICATION OF MANIER & HEROD P.C. FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE
PERIODS OF: (I) DECEMBER 1, 2018 THROUGH JUNE 10, 2019,
AND (II) SEPTEMBER 6, 2018 THROUGH JUNE 10, 2019**

Upon consideration of the Application¹ of Manier & Herod, P.C. as co-counsel to the official committee of unsecured creditors (the “**Committee**”) of the above-captioned debtors and debtors in possession (the “**Debtors**”), for allowance of compensation and reimbursement of expenses; and it appearing to the Court that all of the requirements of sections 327, 330, 331 and 503(b) of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rules 2016-1 and 9013-1 of the Local Rules for the United States Bankruptcy Court for the Middle District of Tennessee, have been satisfied; and it further appearing that the expenses incurred were reasonable and necessary; and that notice of the Application was appropriate; and after due deliberation and sufficient good cause appearing; and that there were no objections to the Application (or any such objections were overruled or consensually resolved), it is hereby

ORDERED, ADJUDGED, AND DECREED:

1. The Application of Manier is approved on a final basis.

¹ Capitalized terms used but not otherwise defined herein shall have the meaning assigned to them in the Application.
1422763.1

2. The fees in the amount of \$54,530.00 and expenses in the amount of \$517.29 incurred by Manier during the Second Interim Period are hereby allowed as being reasonable compensation and actual, necessary services and expenses of the estates and thus payable as fees and expenses pursuant to 11 U.S.C. § 330.

3. The final fees in the amount of \$95,875.50 and final expenses in the amount of \$720.01 incurred by Manier during the Final Period are hereby allowed as being reasonable compensation and actual, necessary services and expenses of the estates and thus payable as fees and expenses pursuant to 11 U.S.C. § 330.

4. The Liquidating Trustee is authorized and directed, as provided herein, to remit, or cause to be remitted, payment of all outstanding amount of such sums to Manier (\$80,829.91 in fees and \$646.24 in expenses). Payment of such amounts shall be first paid from the Professional Fee Escrow up to the Budgeted Amount. Any remaining unpaid amounts shall then be paid from unencumbered funds of the Liquidating Trust.

5. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

This Order Was Signed and Entered Electronically as Indicated At the Top of the First Page

APPROVED FOR ENTRY:

/s/ Robert W. Miller

Michael E. Collins (Bar No. 16036)

Robert W. Miller (Bar No. 31918)

MANIER & HEROD, P.C.

1201 Demonbreun Street, Suite 900

Nashville, TN 37203

Telephone: (615) 244-0030

Facsimile: (615) 242-4203

mcollins@manierherod.com

rmiller@manierherod.com

-and-

1422763.1

Andrew H. Sherman (admitted *pro hac vice*)
Boris I. Mankovetskiy (admitted *pro hac vice*)

SILLS CUMMIS & GROSS P.C.

One Riverfront Plaza
Newark, NJ 07102
Telephone: (973) 643-7000
Facsimile: (973) 643-6500
asherman@sillscummis.com
bmankovetskiy@sillscummis.com

*Co-Counsel for the Official Committee
of Unsecured Creditors of Curae Health, Inc. et al.*

EXHIBIT B

Detailed Statement of Legal Services

LAW OFFICES
MANIER & HEROD
A TENNESSEE PROFESSIONAL CORPORATION
1201 DEMONBREUN STREET
SUITE 900
NASHVILLE, TENNESSEE 37203
TELEPHONE (615) 244-0030
FACSIMILE (615) 242-4203
FEI# 62-1040990

Unsecured Creditors Committee
P.O. Box 358
Clinton, TN 37717

Invoice# 468873
June 25, 2019
Client# 13855 68678
MEC

Re: Bankruptcy
of Curae Health, Inc.

				Hours
B110	12/03/18	MEC	Review October monthly operating report	.30
B110	12/07/18	MEC	Attend Clarksdale status conference call	.50
B110	12/17/18	MEC	Correspondence with Andrew Sherman regarding 12/18 hearing	.10
B110	1/08/19	MEC	Review agenda for Jan 11 hearing	.20
B110	1/10/19	RWM	Email correspondence with Andrew and Boris regarding logistics and telephonic appearance at 1/11 hearing	.10
B110	1/10/19	MEC	Review amended Notice of Agenda for Jan 11 hearing	.10
B110	1/11/19	MEC	Review DIP Monthly Operating Report for November	.20
B110	1/11/19	MEC	Review status email from Andrew Sherman	.30
B110	1/15/19	RWM	Participated in conference call with the Committee regarding case status	1.10
B110	1/15/19	MEC	Attend Curae update call	.30
B110	1/15/19	MEC	Review Eisner Amper summary in advance of update call	.40
B110	1/16/19	RWM	Reviewed ombudsman report	.20
B110	1/29/19	RWM	Teleconference with Greg Kopacz regarding hearing transcripts	.10
B110	1/29/19	RWM	Reviewed email from Greg Kopacz regarding	.10

hearing transcripts

B110	1/29/19 RWM	Drafted and filed requests for hearing transcripts	.20
B110	1/30/19 RWM	Email correspondence with Tom Forrester regarding status of transcripts	.10
B110	1/30/19 MEC	Review correspondence with David Thompson regarding discovery	.20
B110	1/31/19 RWM	Reviewed email correspondence from Debtors regarding hearing and briefing schedule	.20
B110	1/31/19 MEC	Correspondence with David Gordon and Andrew Sherman regarding agreed scheduling Order	.30
B110	2/05/19 RWM	Correspondence with Andrew Sherman regarding Rule 2004 motion	.20
B110	2/05/19 RWM	Reviewed correspondence regarding committee's discovery request	.10
B110	2/05/19 MEC	Correspondence from Andrew Sherman and David Gordon regarding documents for Eisner Amper	.20
B110	2/07/19 RWM	Email correspondence with Andrew Sherman regarding document request	.30
B110	2/08/19 RWM	Developed strategy regarding document production	.20
B110	2/08/19 RWM	Drafted email correspondence with Andrew Sherman regarding document production	.20
B110	2/13/19 MEC	Review Medicaid Motion to convert case to Chapter 7	.30
B110	2/19/19 RWM	Reviewed agenda for hearing on February 21 regarding status of objections	.10
B110	2/21/19 MEC	Review discovery responses and basis for claim of privilege; correspondence with Andrew Sherman regarding same	.30
B110	2/21/19 MEC	Teleconferences with Andrew Sherman regarding discovery issue	.40
B110	2/22/19 MEC	Review correspondence from Andrew Sherman regarding status update	.40
B110	2/25/19 RWM	Reviewed agenda for hearing on February 28	.10
B110	2/25/19 MEC	Attend committee conference call	.50

B110	3/01/19 MEC	Correspondence with Andrew Sherman regarding update on results of hearing and counsel discussions after hearing	.30
B110	3/12/19 MEC	Review correspondence with Andrew Sherman regarding results of hearing and strategy	.20
B110	3/15/19 RWM	Reviewed motion to expedite hearing on status conference	.10
B110	3/20/19 MEC	Attend call with creditors committee	.30
B110	4/24/19 MEC	Attend Committee Status Call	.60
B110	4/24/19 MEC	Correspondence with Andrew Sherman regarding insurance policy	.20
B110	4/24/19 MEC	Review ServisFirst subpoena	.20
B110	4/26/19 MEC	Review Order extending committee's objection deadline	.20
B110	4/29/19 RWM	Teleconference with Boris regarding motion to expedite hearing on motion for standing regarding insurance motion	.10
B110	5/01/19 RWM	Reviewed and revised motion for standing and associated proposed order	.40
B110	5/01/19 RWM	Drafted proposed order setting expedited hearing on motion to approve standing	.40
B110	5/01/19 RWM	Reviewed email from Boris regarding motion to obtain standing	.10
B110	5/01/19 RWM	Drafted motion for expedited hearing on Committee's request for standing	.70
B110	5/01/19 MEC	Correspondence from Andrew Sherman regarding doubtful and disputed insurance	.20
B110	5/01/19 MEC	Review draft motion and order for standing to pursue D & O claims	.30
B110	5/02/19 RWM	Email correspondence with Boris regarding case status and motion to expedite	.20
B110	5/02/19 RWM	Finalized motion to expedite hearing on standing motion	.20
B110	5/02/19 RWM	Revised proposed order on motion to expedite standing motion	.20

B110	5/02/19 RWM	Revised and finalized standing motion	.20
B110	5/02/19 MEC	Review Amended expedited order scheduling hearing on settlement agreements	.20
B110	5/02/19 MEC	Review final draft of motion for standing and motion to expedite hearing	.40
B110	5/03/19 RWM	Reviewed order setting expedited hearing on standing motion	.10
B110	5/03/19 MEC	Review Order setting hearing on standing motion	.10
B110	5/06/19 MEC	Teleconference with Andrew Sherman regarding settlement options	.30
B110	5/07/19 MEC	Correspondence with Andrew Sherman regarding employment of counsel to handle Chubb claim	.30
B110	5/07/19 MEC	Review potential cause of action against Chubb and evaluate need for substitute counsel	.30
B110	5/07/19 MEC	Teleconference with Andrew Sherman regarding issues with Chubb D & O claim	.30
B110	5/08/19 RWM	Email correspondence with Jim Kelley regarding exhibits and witness list	.20
B110	5/08/19 MEC	Correspondence with Tom Forrester regarding agenda for May 9th hearing	.10
B110	5/09/19 RWM	Finalized order on standing for the Committee	.10
B110	5/09/19 MEC	Review extend order granting committee standing to pursue claims	.20
B110	5/14/19 RWM	Drafted motion for George Hirsch to appear pro hac vice	.40
B110	5/14/19 RWM	Drafted order for George Hirsch to appear pro hac vice	.30
B110	5/16/19 MEC	Review March 2019 monthly operating report	.30
B110	5/17/19 RWM	Reviewed Debtors' monthly operating report	.20
B110	5/22/19 RWM	Finalized pro hac vice motion and order for George Hirsch	.20
B110	5/22/19 RWM	Email correspondence with George Hirsch regarding pro hac vice motion	.10

B110	5/22/19 RWM	Developed strategy regarding status of appeal	.20
B110	5/22/19 RWM	Drafted notice of appearance for George Hirsch in adversary proceeding	.30
B110	5/24/19 MEC	Review joint pretrial statement in ServisFirst adversary	.30
B110	5/31/19 MEC	Correspondence with Boris Mankovetsky regarding attendance at hearing	.20
B110	5/31/19 MEC	Correspondence with Andrew Sherman and Boris Mankovetsky regarding results of Curae objection hearing	.30
B110	6/05/19 RWM	Reviewed statement of issues on appeal	.20
B110	6/05/19 MEC	Review Servis First's statement of issues on appeal	.20
B110	6/06/19 RWM	Reviewed ombudsman report	.10
B110	6/06/19 MEC	Review patient care ombudsman's final report	.30
B130	12/06/18 MEC	Review Order setting hearing on Motion to assume executory contracts	.10
B130	12/06/18 MEC	Review objection of Cigna to Debtors Motion to assume/assign contracts	.20
B130	12/07/18 MEC	Review MedHost's objection to Motion to assume/assign contracts	.30
B130	12/07/18 MEC	Review Athena health objection to Motion to assume/assign contracts	.30
B130	12/10/18 RWM	Reviewed email correspondence from Andrew regarding Clarksdale motion	.10
B130	12/10/18 MEC	Review CHCT's objection to motion to assume/assign contracts	.20
B130	12/10/18 MEC	Review objection to motion to assume/assign contracts filed by HHS Environmental	.20
B130	12/10/18 MEC	Review objection to motion to assume/assign contracts filed by Brentwood Acquisition	.20
B130	12/13/18 MEC	Review Debtors Motion to transfer Revenue Cycle Services	.30
B130	12/13/18 MEC	Review Order authorizing IMA	.20

B130	12/13/18 MEC	Attend hearing on approval of IMA	1.00
B130	12/14/18 MEC	Review Agreed Motion extending deadline to assume/reject contract	.20
B130	12/14/18 MEC	Review Cardinal Health objection to motion to assume/assign contracts	.20
B130	12/26/18 MEC	Review Debtors motion to amend HMA	.70
B130	12/27/18 RWM	Reviewed objection of Tallahatchie Valley Electric Power Association to Panola asset sale	.10
B130	12/27/18 RWM	Reviewed Medhost's objection regarding Panola sale	.10
B130	12/27/18 MEC	Review objection to Panola sale filed by MedHost	.30
B130	12/27/18 MEC	Review objection to Panola sale filed by Tallahatchie Valley Electric	.30
B130	12/31/18 MEC	Review notice of removal of contracts by NMHS	.20
B130	1/02/19 RWM	Reviewed objection by Brentwood Behavioral Healthcare to Stalking Horse assumption notice	.10
B130	1/02/19 RWM	Reviewed HHS Environmental's objection to executory contract notice	.10
B130	1/02/19 RWM	Reviewed objection of Progressive Medical to Panola APA	.10
B130	1/02/19 MEC	Review limited objection to Panola Sale filed by PMM and HHS	.40
B130	1/03/19 MEC	Review MedHost proposed agreed order	.20
B130	1/03/19 MEC	Review Omnibus Motion to Reject Contracts	.20
B130	1/07/19 MEC	Review order on Cigna objection and Medhost objection	.20
B130	1/08/19 MEC	Review Order approving transfer of Revenue Cycle Services to MedHost	.20
B130	1/10/19 RWM	Reviewed amended notice of hearing regarding Panola sale and objections	.10
B130	1/14/19 MEC	Review proposed agreed order resolving cure	.20

amounts filed North Miss. Health

B130	1/18/19 MEC	Review submitted Order on Panola Sale	.20
B130	2/12/19 RWM	Reviewed objection to Panola sale by Tallahatchie Valley Electric	.10
B130	2/12/19 MEC	Review Tallahatchie Power supplemental objection to Panola Sale	.20
B130	2/18/19 RWM	Email correspondence with Andrew Sherman regarding February 21 hearing on sale closing for Batesville	.10
B130	2/18/19 MEC	Correspondence with Boris Mankovetsky regarding Batesville sale hearing	.20
B130	2/21/19 RWM	Email correspondence with Boris regarding hearing on executory contracts motions	.20
B130	2/21/19 RWM	Drafted hearing summary email to Andrew regarding executory contracts hearing	.20
B130	2/21/19 RWM	Attended hearing on executory contract objections	.80
B130	2/28/19 RWM	Reviewed Debtors' emergency motion to set status hearing on Batesville	.10
B130	2/28/19 MEC	Review emergency Motion for status conference on Panola	.30
B130	3/01/19 RWM	Reviewed order setting emergency hearing on Batesville sale	.10
B130	3/01/19 RWM	Reviewed order continuing emergency hearing on Batesville	.10
B130	3/01/19 MEC	Attend Status Hearing on potential closure of Batesville and discussion with counsel for parties	2.00
B130	3/04/19 RWM	Reviewed email correspondence from Boris regarding Batesville sale status	.20
B130	3/04/19 MEC	Attend Status Conference on Batesville Sale	1.30
B130	3/08/19 RWM	Reviewed status report on Panola sale	.10
B130	3/12/19 RWM	Reviewed and evaluated email correspondence from Andrew regarding Batesville sale	.20
B130	3/12/19 RWM	Reviewed email from Andrew regarding Batesville sale	.10

B130	3/12/19 MEC	Review correspondence from Andrew Sherman regarding status of Batesville negotiations	.20
B130	3/12/19 MEC	Review amendment to Batesville APA	.30
B130	3/13/19 RWM	Reviewed expedited motion for approval of sale with Progressive	.20
B130	3/13/19 MEC	Review Joint Motion of Debtors and progressive for amendment to Panola APA and consent Order	.50
B130	3/15/19 RWM	Reviewed email from Andrew regarding Batesville sale issues	.10
B130	3/15/19 RWM	Email correspondence with Andrew regarding hearing on 3/18 regarding Batesville and Russellville issues	.10
B130	3/22/19 RWM	Reviewed motion to extend time regarding executory contract	.20
B130	3/22/19 MEC	Review Motion to extend deadline to assume/reject contracts	.20
B130	3/26/19 RWM	Reviewed objection by CHS to Mississippi administrative expense request	.10
B130	4/05/19 MEC	Review NMHS Statement regarding North Mississippi Dept. of Medicaid Motion	.20
B130	4/11/19 RWM	Reviewed Debtors' motion for rejection of executory contracts	.20
B130	4/11/19 MEC	Review Debtors second Omnibus lease rejection Motion	.20
B130	4/24/19 RWM	Reviewed Debtors' motion to approve sale of Clarksdale assets to CHS	.20
B130	4/24/19 MEC	Review expedited Motion to sell NW Regional Medical Center	.30
B130	4/25/19 RWM	Reviewed Debtors' notice of contract assumptions	.20
B130	4/29/19 RWM	Reviewed debtors' motion to approve settlement with MagMutual Insurance Company	.10
B130	4/30/19 RWM	Reviewed objection by Coahoma County regarding proposed cure	.10
B130	5/01/19 RWM	Reviewed objection of Mississippi to	.20

Clarksdale sale motion

B130	5/01/19 MEC	Review Notice of hearing relating to hospital sale	.20
B130	5/01/19 MEC	Review expedited order setting hearing on settlement motions	.20
B130	5/02/19 RWM	Reviewed Debtors' agreed motion with TCF Equipment Finance on cure amounts	.10
B130	5/02/19 MEC	Review motion for agreed order and TCF equipment	.20
B130	5/03/19 RWM	Reviewed GE HFS, LLC objection to cure amount	.10
B130	5/03/19 RWM	Reviewed objection to cure amount by De Lage Landen Financial Services, Inc.	.10
B130	5/03/19 RWM	Reviewed MedHost's objection to cure amount	.20
B130	5/03/19 RWM	Evaluated ServisFirst Bank's objection to sale of Clarksdale assets	.20
B130	5/03/19 RWM	Reviewed objection of HHS regarding cure amounts	.10
B130	5/03/19 RWM	Reviewed objection of Cigna to cure amounts	.10
B130	5/03/19 RWM	Reviewed objection of UnitedHealthcare Insurance Company to cure amount	.10
B130	5/03/19 RWM	Reviewed objection to cure amount by Philips Medical Capital, LLC	.10
B130	5/03/19 MEC	Review objection to assumption and assignment of leases filed by GE HFS	.30
B130	5/03/19 MEC	Review United Healthcare and De Lage Landen objections to lease assumptions	.40
B130	5/03/19 MEC	Review Cigna objection to hospital sale	.20
B130	5/03/19 MEC	Review HHC objection to lease assumption	.20
B130	5/03/19 MEC	Review ServisFirst objection to hospital sale	.30
B130	5/07/19 RWM	Reviewed objection of Bio-Medical Applications of Mississippi, Inc. to cure	.10
B130	5/07/19 MEC	Review MedHost exhibit list for Clarksdale sale hearing	.20

B130	5/07/19 MEC	Review CHS settlement term sheet	.60
B130	5/07/19 MEC	Review Bio-Medical objection to contract assumptions	.20
B130	5/08/19 MEC	Review Order on motion to assume/reject contracts	.20
B130	5/08/19 MEC	Review ServisFirst witness and exhibit list	.20
B130	5/09/19 MEC	Review Order approving settlement agreements regarding May Mutual and hospitals	.30
B130	5/28/19 RWM	Email correspondence with Boris regarding cure objection hearing	.10
B130	5/28/19 RWM	Reviewed Debtors' agenda for May 29 hearing on cure objection	.10
B130	5/31/19 MEC	Attend hearing on Curae objections	1.10
B130	5/31/19 MEC	Review sale motion and Curae objections in preparation for hearing	.50
B130	6/03/19 RWM	Reviewed notice of sale of Clarksdale	.10
B160	12/07/18 MEC	Review Egerton, McAfee fee application	.30
B160	12/07/18 MEC	Review Polsinelli fee application	.40
B160	12/07/18 MEC	Review Glass Retainer fee application	.30
B160	12/26/18 MEC	Work on first interim fee application	.80
B160	12/27/18 MEC	Review correspondence from Andrew Sherman with time detail for fee application	.30
B160	12/30/18 MEC	Review correspondence from Megan Seliber regarding fee application	.10
B160	1/02/19 RWM	Reviewed and finalized First Interim Fee Application of Sills Cummis	.80
B160	1/02/19 RWM	Email correspondence with Greg Kopacz regarding first interim fee application of Sills Cummis	.20
B160	1/02/19 RWM	Email correspondence with Allen Wilen regarding first interim fee applications	.10
B160	1/02/19 MEC	Review status of Eisner Amper fee application	.20

B160	1/02/19 MEC	Review Sills Cummin draft fee application	.30
B160	1/03/19 RWM	Drafted first interim fee application of Manier & Herod	2.90
B160	1/03/19 RWM	Email correspondence with EisnerAmper regarding first interim fee application	.30
B160	1/03/19 RWM	Correspondence with EisnerAmper regarding first interim fee application	.20
B160	1/04/19 RWM	Further revisions to first interim fee application of EisnerAmper	.40
B160	1/04/19 RWM	Drafted email to EisnerAmper regarding changes and revisions to fee application	.20
B160	1/04/19 RWM	Finalized fee application of EisnerAmper following comments by Del Marie Vazquez	1.10
B160	1/04/19 RWM	Drafted email correspondence to EisnerAmper regarding first interim fee application	.20
B160	1/04/19 RWM	Finalized Eisner Amper first interim fee application, order and exhibits	1.60
B160	1/06/19 RWM	Revised first interim fee application of Manier & Herod	.60
B160	1/06/19 RWM	Further revised first interim fee application of Manier & Herod	.40
B160	1/09/19 MEC	Work on Manier and Herod fee application	.30
B160	1/14/19 RWM	Email correspondence with Megan Seliber regarding first interim fee application	.20
B160	1/14/19 RWM	Finalized first interim fee application of Manier & Herod	.80
B160	1/14/19 MEC	Review and edit Manier and Herod fee application	.30
B160	1/16/19 MEC	Review Order approving Polsinelli, Glass Rater and Egerton fee applications	.30
B160	1/23/19 RWM	Reviewed ServiceFirst's objection to Sills Cumis' fee application	.20
B160	1/25/19 RWM	Reviewed and finalized response to ServiceFirst's objection to fee application	.20
B160	1/25/19 RWM	Revised order regarding Sills Cummis fee application	.20

B160	1/25/19 MEC	Review and edit response to ServisFirst objection	.40
B160	1/25/19 MEC	Teleconference with David Thompson regarding resolving objections to Sills Cummis fee application	.30
B160	1/25/19 MEC	Revise proposed Order approaching Sills Cummis fee application and circulate to parties	.80
B160	1/25/19 MEC	Review ServisFirst objection to fee applications with Manier & Herod and Eisner Amper	.40
B160	1/25/19 MEC	Teleconference with Andrew Sherman regarding objection to fee application	.30
B160	1/28/19 MEC	Correspondence with David Thompson regarding resolution of Sills Cummis objection to fee applications	.20
B160	1/29/19 MEC	Correspondence with Andrew Sherman regarding resolution of fee application objections	.20
B160	1/31/19 RWM	Drafted agreed order for Sills Cummis fee application resolving objection by ServisFirst and finalized same	.10
B160	1/31/19 RWM	Drafted agreed order for EisnerAmper fee application resolving objection by ServisFirst and finalized same	.60
B160	1/31/19 MEC	Correspondence with David Thompson and other parties regarding agreed Order on fee application	.30
B160	2/04/19 RWM	Teleconference with Greg Kopacz regarding hearing on fee application orders	.20
B160	2/04/19 RWM	Teleconference with Judge Walker's chambers regarding hearing on fee application orders	.20
B160	2/04/19 RWM	Email correspondence with Greg Kopacz regarding fee application hearing	.10
B160	2/05/19 MEC	Attend hearing on approval of fee application for Sills Cumins and Eisner Amper	.60
B160	2/06/19 RWM	Drafted agreed order on first fee application of Manier & Herod	.30

B160	2/06/19 RWM	Drafted email to counsel for ServiceFirst regarding entry of agreed order on fee application objection	.10
B160	2/07/19 RWM	Email correspondence with counsel for ServisFirst regarding first fee app	.20
B160	2/07/19 RWM	Finalized order on Manier & Herod's first fee application	.20
B160	2/12/19 RWM	Attended hearing on first interim fee application of Manier & Herod	.60
B160	2/12/19 MEC	Review Agreed Order authorizing compensation to Manier & Herod	.10
B160	4/29/19 RWM	Drafted supplemental declaration of Michael E. Collins for disclosure	.50
B160	4/29/19 RWM	Drafted supplemental declaration of Andrew Sherman for disclosure	.50
B160	5/01/19 MEC	Review and edit supplemental declaration for Collins	.30
B160	5/09/19 RWM	Drafted proposed order regarding employment of Dunham Hildebrand	.40
B160	5/09/19 RWM	Drafted 9013 notice regarding Dunham Hildebrand employment application	.20
B160	5/09/19 RWM	Drafted affidavit for employment application of Dunham Hildebrand	.20
B160	5/09/19 RWM	Revised retention papers of Dunham Hildebrand	.20
B160	5/09/19 RWM	Drafted email to Griffin Dunham regarding retention as special counsel	.10
B160	5/09/19 RWM	Revised proposed order granting employment of Dunham Hildebrand	.20
B160	5/09/19 RWM	Drafted employment application of Dunham Hildebrand	1.60
B160	5/13/19 MEC	Review supplemental declaration of Andrew Sherman	.20
B160	5/14/19 RWM	Drafted email correspondence with Greg Kopacz regarding fee application issue	.20
B160	5/14/19 RWM	Finalized first supplemental declaration of Michael Collins	.10

B160	5/14/19 RWM	Finalized first supplemental declaration of Andrew Sherman	.10
B160	5/14/19 MEC	Review revised supplemental declaration of Sherman	.20
B160	5/17/19 RWM	Began drafting second and final fee application	.90
B160	5/22/19 RWM	Teleconference with Griffin Dunham regarding retention	.10
B160	5/23/19 RWM	Continued to work on second and final fee application	.80
B160	5/29/19 RWM	Reviewed email regarding retention application by the Committee for Dunham Hildebrand	.10
B160	6/03/19 MEC	Review Order resolving Medhost's objection to Clarksdale sale	.20
B160	6/03/19 MEC	Review agreed pretrial Order in ServisFirst adversary proceeding	.20
B160	6/04/19 RWM	Reviewed proposed changes by Griffin Dunham to employment application of his firm as special counsel	.20
B160	6/04/19 RWM	Email correspondence with Griffin Dunham and Andrew Sherman regarding employment application of Dunham Hildebrand	.20
B160	6/04/19 RWM	Finalized and conformed Dunham Hildebrand retention papers for filing	.70
B160	6/04/19 RWM	Drafted email correspondence to Griffin Dunham regarding retention application	.20
B160	6/04/19 MEC	Review and edit application to employ Dunham Hildebrand	.20
B180	1/04/19 MPLL	Miscellaneous correspondence of B. Mankovetsky regarding security interest and perfection issues with respect to ServisFirst documents	.20
B180	1/04/19 MPLL	Related review of excerpts of Mortgages (3) and Loan Agreement and UCC filings (3)	.50
B180	1/04/19 MPLL	Prepare analysis of same as to validity of security interest grant, attachment and perfection; (reference to relevant	2.40

provisions of UCC applicable to requirements for valid grant of security interest, attachment and perfection in language of Mortgages)

B180	1/04/19 RWM	Reviewed email from Boris regarding issues for complaint against ServisFirst	.10
B180	1/04/19 RWM	Email correspondence with Andrew Sherman regarding perfection issues for ServisFirst challenge	.20
B180	1/04/19 RWM	Teleconference with Mary LeVan regarding perfection issues and challenge issues	.40
B180	1/04/19 RWM	Researched limitation on maximum principal indebtedness issue	.20
B180	1/04/19 MEC	Correspondence with Boris regarding analysis of Tennessee language and lien perfection	.40
B180	1/07/19 MEC	Draft memo to Boris and Andrew regarding lien perfection	1.10
B180	1/11/19 MEC	Review draft complaint against ServisFirst	.40
B180	1/14/19 RWM	Reviewed complaint against ServisFirst and developed strategy related thereto	.80
B180	1/14/19 RWM	Reviewed email from counsel for ServisFirst regarding sequence of transfers	.20
B180	1/14/19 MEC	Review correspondence with Jim Kelly regarding extension of challenge deadline	.10
B180	1/15/19 RWM	Drafted email correspondence to Andrew Sherman regarding adversary proceeding complaint	.10
B180	1/15/19 RWM	Drafted email correspondence to Lucas Hammonds regarding summons and adversary proceeding complaint against ServiceFirst	.20
B180	1/15/19 RWM	Reviewed email correspondence from Lucas Hammonds regarding adversary complaint filing	.20
B180	1/15/19 MEC	Review draft ServisFirst Complaint	.40
B180	1/16/19 RWM	Drafted adversary proceeding coversheet for ServisFirst complaint	.50
B180	1/16/19 RWM	Drafted email to Lucas Hammonds regarding adversary proceeding complaint filing	.10

B180	1/16/19 RWM	Finalized complaint against ServisFirst for filing	1.10
B180	1/16/19 MEC	Review committee complaint against Servis First	.40
B180	1/17/19 RWM	Reviewed summons and pretrial notice and email Lucas Hammonds regarding same	.20
B180	1/17/19 RWM	Reviewed email from Andrew Sherman regarding service of complaint to ServisFirst	.10
B180	1/17/19 RWM	Meeting with ServiceFirst counsel regarding summons and service of complaint	.20
B180	1/17/19 MEC	Correspondence with David Thompson regarding service of complaint	.20
B180	2/15/19 RWM	Reviewed email correspondence related to answer by ServisFirst to adversary proceeding	.10
B180	2/19/19 MEC	Review Servis First answer to complaint	.20
B180	2/20/19 MEC	Teleconference with Andrew Sherman regarding Servis First issues	.30
B180	4/01/19 RWM	Drafted motion to continue pre-trial conference with ServisFirst	.70
B180	4/01/19 RWM	Drafted agreed order to continue pre-trial conference with ServisFirst	.30
B180	4/01/19 RWM	Email correspondence with Andrew Sherman regarding pre-trial conference	.20
B180	4/01/19 RWM	Email correspondence with Jim Kelley regarding adversary proceeding pre-trial continuance	.20
B180	4/01/19 RWM	Teleconference with David Thompson and Judge Walker's chambers regarding continuance of pre-trial conference	.20
B180	4/01/19 RWM	Drafted notice of appearance of Boris in ServisFirst adversary proceeding	.30
B180	4/01/19 RWM	Reviewed order continuing pre-trial conference in ServisFirst AP	.10
B180	4/01/19 RWM	Email correspondence with Andrew and Boris regarding order continuing pre-trial conference in ServisFirst AP	.10

B180	4/01/19 RWM	Drafted notice of appearance of Andrew Sherman in Servisfirst Adversary Proceeding	.30
B180	4/01/19 MEC	Review correspondence from David Thompson and Andrew Sherman regarding pretrial statement	.20
B180	4/01/19 MEC	Review and edit draft joint Motion to continue pretrial conference	.20
B180	4/10/19 RWM	Drafted agreed order extending challenge deadline as to CHS	.40
B180	4/10/19 RWM	Teleconference with George Hirsh regarding extension of challenge deadline as to CHS	.10
B180	4/11/19 RWM	Drafted email correspondence to George Hirsch regarding extension of challenge period	.10
B180	4/12/19 RWM	Email correspondence to counsel for Debtors and CHS regarding extension of challenge period	.10
B180	4/17/19 RWM	Email correspondence with counsel for CHS regarding challenge deadline extension	.20
B180	4/23/19 MEC	Review correspondence from Andrew Sherman regarding settlement agreements	.30
B180	4/24/19 RWM	Reviewed deposition notice by ServisFirst Bank	.10
B180	4/24/19 RWM	Reviewed draft letter by Andrew to Paul Jennings regarding CHS settlement offer	.10
B180	4/24/19 MEC	Teleconference with Andrew Sherman regarding ServisFirst subpoena	.20
B180	4/24/19 MEC	Review proposed letter to CHS with settlement offer	.20
B180	4/28/19 RWM	Reviewed email correspondence from Andrew Sherman regarding CHS negotiations	.10
B180	4/29/19 RWM	Teleconference with Greg Kopacz regarding discovery issues in ServisFirst adversary proceeding	.10
B180	4/29/19 MEC	Correspondence with Andrew Sherman and Creditors Committee regarding negotiation with CHS	.40

B180	4/30/19 RWM	Reviewed letter regarding motion to quash ServisFirst Subpoena	.20
B180	4/30/19 RWM	Reviewed email correspondence from Andrew regarding settlement with CHS	.20
B180	4/30/19 RWM	Reviewed letter to counsel for ServisFirst Bank regarding subpoena and email correspondence from Debtors related thereto	.20
B180	4/30/19 MEC	Review draft letter to David Thompson regarding discovery issues	.20
B180	4/30/19 MEC	Review CHS counter-offer	.30
B180	5/01/19 RWM	Developed strategy regarding motion to quash ServisFirst subpoena	.80
B180	5/02/19 RWM	Reviewed counteroffer by CHS regarding settlement	.10
B180	5/02/19 MEC	Review correspondence from Boris Mankovetsky regarding possible settlement with ServisFirst and CHS	.40
B180	5/07/19 RWM	Reviewed term sheet for CHS settlement	.10
B180	5/07/19 MEC	Review correspondence from Boris Mankovetsky regarding settlement of CHS claim	.60
B180	5/07/19 MEC	Review correspondence from Paul Jennings regarding CHS term sheet	.20
B180	5/13/19 RWM	Developed strategy regarding pretrial statement in ServisFirst Adversary Proceeding	.20
B180	5/13/19 RWM	Teleconference with George Hirsch regarding prehearing statement in ServisFirst Adversary Proceeding	.20
B180	5/13/19 RWM	Drafted email to George Hirsch regarding pretrial statement in ServisFirst Adversary Proceeding	.20
B180	5/14/19 RWM	Teleconference with George Hirsch regarding pretrial statement and telephonic appearance	.20
B180	5/14/19 RWM	Teleconference with chambers for Judge Walker regarding pre-trial in ServisFirst adversary	.20
B180	5/16/19 RWM	Reviewed email from George Hirsch regarding pretrial conference for ServiceFirst	.10

Adversary Proceeding

B180	5/17/19 RWM	Drafted notice of appearance for George Hirsch in adversary proceeding with ServisFirst	.30
B180	5/20/19 RWM	Reviewed motion for an agreed order on settlement with CHS	.20
B180	5/20/19 MEC	Review Motion to approve settlement with CHS	.30
B180	5/23/19 RWM	Teleconference with Judge Walker's chambers regarding pre-trial conference	.10
B180	5/23/19 RWM	Teleconference with George Hirsch regarding adversary pretrial with ServisFirst	.10
B180	5/23/19 RWM	Reviewed and evaluated draft pre-trial statement in ServisFirst Adversary Proceeding	.30
B180	5/28/19 RWM	Meeting with ServisFirst and US Trustee regarding status of appeal	.60
B180	5/28/19 RWM	Attended hearing on pretrial in ServisFirst AP	.40
B180	5/29/19 RWM	Email correspondence with George Hirsch regarding pretrial order template	.20
B180	5/30/19 RWM	Teleconferences with George Hirsch regarding pretrial scheduling order on ServisFirst AP	.20
B180	5/30/19 RWM	Reviewed pretrial scheduling order on ServisFirst AP	.20
B180	5/31/19 RWM	Reviewed changes to pretrial scheduling order by counsel for ServisFirst	.20
B180	6/03/19 RWM	Teleconference with George Hirsch regarding discovery issues	.20
B180	6/03/19 RWM	Drafted notice of filing of pre-trial scheduling order	.30
B180	6/03/19 RWM	Drafted email correspondence regarding notice of filing of pretrial order	.20
B180	6/03/19 RWM	Finalized scheduling order and notice of filing in ServiceFirst AP	.40
B180	6/04/19 RWM	Email correspondence regarding pre-trial scheduling order with George Hirsch in ServisFirst AP	.20

B230	3/06/19 RWM	Reviewed email and notice of default by MidCap to Debtors	.10
B230	3/08/19 RWM	Reviewed order setting hearing on DIP financing	.10
B230	3/08/19 RWM	Reviewed emergency motion to use cash collateral	.20
B230	3/11/19 RWM	Reviewed objection of MedHost to DIP motion	.20
B230	3/11/19 MEC	Review correspondence from MedHost regarding payment to MidCap	.30
B230	3/11/19 MEC	Review MedHost objection to cash collateral Motion	.20
B230	3/12/19 RWM	Reviewed ServisFirst Bank's response regarding DIP Motion	.10
B230	3/12/19 MEC	Review MedHost's witness and exhibit list regarding hearing on cash collateral	.20
B230	3/12/19 MEC	Review ServisFirst's response to cash collateral Motion	.30
B230	3/12/19 MEC	Attend hearing on Status conference regarding Batesville and Motion to approve cash collateral use	1.80
B230	3/21/19 RWM	Reviewed Andrew's email regarding status of cash collateral	.10
B230	3/25/19 RWM	Email correspondence with Boris regarding cash collateral hearing	.10
B230	3/25/19 RWM	Reviewed objection to cash collateral by Mississippi Department of Taxation	.20
B230	3/26/19 MEC	Review Agreed Order and cash collateral	.30
B230	4/26/19 MEC	Review Order on Motion to use cash collateral	.20
B310	12/05/18 MEC	Review Motion to set bar date for claims	.30
B310	2/13/19 RWM	Review and receive motion for administrative expenses and motion to convert case to chapter 7	.20
B310	3/26/19 RWM	Reviewed objection of Medhost to Mississippi's request for administrative expenses	.10

B310	3/26/19 RWM	Evaluated Debtors' objection to administration expense claim and motion for turnover against Mississippi	.30
B310	3/27/19 RWM	Reviewed Shumacher Partners' objection to Mississippi administrative expense request	.10
B310	4/03/19 RWM	Reviewed brief of Mississippi regarding Medicaid claim by Debtors and Committee	.30
B310	4/05/19 RWM	Reviewed statement of North Mississippi Health Systems regarding Mississippi claim objection and motion	.10
B310	4/05/19 MEC	Review Owens and Minor application for Admin Expense	.30
B310	4/09/19 RWM	Attended hearing on Mississippi department of medicare administrative expense motion	.70
B310	4/23/19 MEC	Review draft of settlement Agreements regarding MDOM, Amory and Batesville	.50
B310	4/25/19 RWM	Drafted email correspondence to counsel for the Debtors and Owens & Minor regarding agreed order on extension of objection deadline	.20
B310	4/25/19 RWM	Email correspondence with Lucas Hammonds regarding agreed order with Owens and Minor	.20
B310	4/25/19 RWM	Drafted agreed order extending deadline to object to Owens and Minor admin claim	.40
B310	4/25/19 MEC	Correspondence with Lucas Hammond regarding Owens and Minor admin claim	.20
B310	4/26/19 RWM	Email correspondence with counsel for Owens & Minor regarding agreed order on objection deadline extension	.10
B310	4/26/19 RWM	Finalized agreed order on extension of deadline to object to Owens and Minor administrative expense request	.10
B310	4/26/19 MEC	Correspondence with Robert Westerman regarding extension of objection deadline for Owens and minor claim	.20
B310	4/29/19 RWM	Reviewed Debtors' motion to approve settlement with MDOM of its administrative expense claim	.20

B310	4/29/19 MEC	Review Debtors Motion to set expedited hearing on RDOM settlement agreement	.50
B310	4/30/19 RWM	Reviewed objection by ServiceFirst to Owens and Minor administrative expense request	.10
B310	5/02/19 RWM	Reviewed email from Lucas Hammonds regarding extension of Owens and Minor objection deadline	.10
B310	5/02/19 RWM	Finalized order further extending objection deadline with Owens and Minor	.20
B310	5/07/19 RWM	Reviewed email from Andrew regarding CHS and Owens and Minor settlements	.20
B310	5/08/19 MEC	Review consent order on Owens & Minor application for administration expense	.20
B320	12/17/18 RWM	Reviewed Andrew Sherman's email regarding draft plan of liquidation	.10
B320	12/20/18 RWM	Reviewed Debtors' motion to extend exclusivity	.40
B320	1/18/19 RWM	Reviewed email from Andrew Sherman regarding plan	.10
B320	1/18/19 MEC	Review draft plan and disclosure statement	.50
B320	1/21/19 RWM	Reviewed and evaluated plan of liquidation	.60
B320	1/22/19 RWM	Reviewed email from Andrew Sherman regarding status of plan filed by Debtors	.10
B320	1/22/19 RWM	Reviewed and evaluated Debtor's disclosure statement	.70
B320	1/22/19 MEC	Review draft plan and disclosure statement	.80
B320	1/25/19 RWM	Evaluated objection of United States Trustee to Debtors' disclosure statement	.30
B320	1/25/19 MEC	Review UST's objection to disclosure statement	.30
B320	1/29/19 RWM	Reviewed proposed motion to terminate exclusivity	.40
B320	1/29/19 RWM	Drafted email to Andrew Sherman regarding exclusivity termination motion	.10
B320	1/29/19 RWM	Teleconference with Andrew and Boris regarding motion to terminate exclusivity	.20

and expedite motion

B320	1/29/19 RWM	Developed strategy related to motion to expedite motion to terminate exclusivity	.40
B320	1/29/19 RWM	Drafted motion to expedite hearing on motion for termination of exclusivity and authority to file disclosure statement	1.20
B320	1/29/19 RWM	Drafted order granting motion to expedite for motion to terminate exclusivity	.30
B320	1/29/19 MEC	Review correspondence with committee members regarding derivative standing	.30
B320	1/29/19 MEC	Review draft of Motion to terminate exclusivity	.40
B320	1/30/19 RWM	Finalized motion for termination of exclusivity period	1.40
B320	1/30/19 RWM	Revised motion for expedited hearing on motion to terminate exclusivity period	.90
B320	1/30/19 RWM	Reviewed email correspondence with David Gordon regarding motion to terminate exclusivity	.20
B320	1/30/19 MEC	Review Committee correspondence regarding derivative standing and exclusivity	.30
B320	1/30/19 MEC	Edit draft Motion to expedite hearing on Motion to terminate exclusivity	2.10
B320	1/31/19 RWM	Drafted agreed order setting hearing and briefing schedule on exclusivity termination motion	.70
B320	1/31/19 RWM	Teleconferences with Judge Walkers' chambers regarding scheduling of exclusivity termination and disclosure statement motion hearings	.20
B320	1/31/19 RWM	Reviewed order setting expedited hearing on disclosure statement and motion to terminate exclusivity	.10
B320	1/31/19 RWM	Reviewed email by Andrew Sherman regarding objection deadlines and dates for hearings on motion to terminate exclusivity	.10
B320	1/31/19 MEC	Teleconference with Andrew Sherman regarding rescheduling disclosure statement hearing	.20

B320	2/07/19 RWM	Reviewed email from Andrew Sherman on Debtors' amended plan	.10
B320	2/07/19 MEC	Review correspondence from Andrew Sherman to Debtor addressing possible revised disclosure statement	.20
B320	2/07/19 MEC	Teleconference with Andrew Sherman regarding exculpation of officers under TN law for purpose of plan	.30
B320	2/08/19 RWM	Reviewed statement of Medhost in support of committee's motion to terminate exclusivity	.10
B320	2/18/19 RWM	Reviewed objection to debtor's disclosure statement	.20
B320	2/18/19 RWM	Reviewed waterfall for debtors' disclosure statement	.20
B320	2/18/19 MEC	Review draft of disclosure statement objection from Sherman and related correspondence	.50
B320	2/19/19 MEC	Correspondence with Boris Mankovetsky regarding objection to disclosure statement	.10
B320	2/21/19 RWM	Email correspondence with Andrew and Boris regarding disclosure statement objection filing	.20
B320	2/21/19 RWM	Reviewed email correspondence regarding discovery dispute for disclosure statement	.20
B320	2/21/19 RWM	Began drafting motion to compel discovery from the debtors regarding disclosure statement and derivative actions	.40
B320	2/21/19 RWM	Reviewed and evaluated debtors' objection to exclusivity termination motion	.50
B320	2/21/19 RWM	Reviewed reply to objection by the United States Trustee to debtors' disclosure statement	.20
B320	2/21/19 RWM	Reviewed Medhost's objection to disclosure statement	.10
B320	2/21/19 RWM	Reviewed and finalized objection to Debtors' disclosure statement	.90
B320	2/21/19 RWM	Reviewed objection to Debtors' disclosure statement by CHS	.20

B320	2/21/19 RWM	Researched immunity issue for purpose of 3rd party release issues for purpose of plan	1.30
B320	2/22/19 RWM	Reviewed Mississippi Medicaid Service objection to confirmation	.10
B320	2/22/19 RWM	Drafted correspondence to Andrew and Boris regarding non-profit immunity for negligence for purpose of plan	.40
B320	2/22/19 RWM	Reviewed email from Andrew regarding release issues for plan	.10
B320	2/22/19 MEC	Review issue of scope of immunity granted officers and directors under TN law for purpose of plan	.30
B320	2/25/19 RWM	Teleconference with Andrew regarding plan agent issue	.10
B320	2/25/19 RWM	Teleconference with chambers regarding extension of deadlines for objections on exclusivity motion	.10
B320	2/25/19 RWM	Teleconference with Judge Walker's chambers regarding agreed order and deadline extensions	.20
B320	2/25/19 RWM	Email correspondence with counsel for Debtors regarding order extending time to file reply	.20
B320	2/25/19 RWM	Email correspondence with counsel for the Debtors regarding extension of reply deadline	.20
B320	2/25/19 RWM	Reviewed reply by Debtors in support of disclosure statement	.30
B320	2/25/19 RWM	Researched assignability of commercial tort claims for purposes of plan	.80
B320	2/25/19 RWM	Drafted agreed order extending time for Committee and Debtors to file replies	.40
B320	2/28/19 RWM	Attended hearing on disclosure statement	.80
B320	2/28/19 MEC	Correspondence with Boris regarding status of disclosure statement	.20
B320	3/04/19 MEC	Review Chapter 11 Plan filed by Curae and disclosure statement	.70
B320	3/07/19 RWM	Reviewed and received order setting	.10

		confirmation hearing	
B320	3/07/19 MEC	Review Order approving disclosure statement	.20
B320	4/15/19 RWM	Reviewed objection of Mississippi Division of Medicaid to plan	.20
B320	4/15/19 MEC	Review objection of Mississippi DOM to proposed plan	.30
B320	4/16/19 RWM	Reviewed objection of HHS to plan	.10
B320	4/16/19 RWM	Reviewed objection of Cohoma County to the Plan	.10
B320	4/16/19 MEC	Review objection to confirmation filed by Mississippi	.20
B320	4/16/19 MEC	Review objections to confirmation filed by HHS and State of Mississippi	.40
B320	4/17/19 RWM	Reviewed objection of UnitedHealthcare Insurance to Plan	.10
B320	4/17/19 RWM	Reviewed objection to plan by CHS	.10
B320	4/17/19 RWM	Reviewed ServisFirst Bank's objection to confirmation	.20
B320	4/22/19 RWM	Reviewed email from Andrew Sherman regarding confirmation issues	.10
B320	4/23/19 RWM	Reviewed email from Andrew regarding status of settlement regarding administrative expense claims and confirmation	.10
B320	4/24/19 RWM	Teleconference with unsecured creditors' committee regarding confirmation issues	1.10
B320	5/02/19 RWM	Reviewed redline confirmation order	.20
B320	5/02/19 MEC	Review proposed confirmation order and Trust agreement	.50
B320	5/03/19 RWM	Reviewed debtors' confirmation brief	.30
B320	5/03/19 RWM	Reviewed affidavit of Stephen Clap in favor of confirmation	.20
B320	5/03/19 MEC	Review Debtors brief in support of Plan confirmation	.40
B320	5/08/19 RWM	Reviewed agendas for hearing on May 9 confirmation	.20

B320	5/08/19 RWM	Reviewed ServisFirst's witness and exhibit list for hearing on confirmation	.10
B320	5/09/19 RWM	Attended confirmation hearing	2.10
B320	5/13/19 MEC	Review Order confirming plan	.40
B320	5/22/19 RWM	Reviewed notice of appeal by ServisFirst of confirmation	.10

TOTAL HOURS 140.00

Total Fees 54,530.00

Summary of Professional Services

	Hours	Rate	Amount
Michael E. Collins	59.60	490.00	29,204.00
Mary Paty Lynn LeVan	3.10	315.00	976.50
Robert W. Miller	77.30	315.00	24,349.50

Federal Express	73.29
Parking	12.00
Secretary Of State Expense	20.00
Recording/Filing Fees	350.00
Video Tape Services	62.00

Total Expenses 517.29

Total This Invoice 55,047.29

Prior Balance 26,428.86

Balance Due 81,476.15

Task Code	Task Description	Current Total	L-T-D Total
B110	Case Administration	8,151.50	25,284.00
B130	Asset Disposition	10,626.00	24,024.00
B160	Fee/Employment Applications	10,685.50	13,436.50
B180	Avoidance Action Analysis	9,194.50	9,194.50
B230	Financing/Cash Collections	1,963.50	10,027.50
B310	Claims Administration and Objections	2,212.00	2,212.00
B320	Plan and Disclosure Statement (Excl. Bus	11,697.00	11,697.00

54,530.00 95,875.50

Under Section 1021 of the Taxpayer Relief Act of 1997, you may be required to file IRS Form 1099 reporting any attorney fee paid by you or your company. Please check with your accountant about whether you are required to file Form 1099. Our firm's tax identification number is 62-1040990.

LAW OFFICES
MANIER & HEROD
A TENNESSEE PROFESSIONAL CORPORATION
1201 DEMONBREUN STREET
SUITE 900
NASHVILLE, TENNESSEE 37203
TELEPHONE (615) 244-0030
FACSIMILE (615) 242-4203
FEI# 62-1040990

Unsecured Creditors Committee
P.O. Box 358
Clinton, TN 37717

Re: Client 13855
Invoice# 468873
June 25, 2019

Total Fees	54,530.00
Total Expenses	517.29
Total This Invoice	----- 55,047.29 =====
Prior Balance	26,428.86
Balance Due	81,476.15

Please return this remittance advice with your payment.

EXHIBIT C

Summary Cover Sheet

Name of Applicant	Manier & Herod P.C.
Name of Client	Official Committee of Unsecured Creditors
Time Period Covered by Interim Application	December 1, 2018 – June 10, 2019
Time Period Covered by Final Application	September 6, 2018 – June 10, 2019
Total Compensation Sought For Interim Period	\$54,530.00
Total Expenses Sought For Interim Period	\$517.29
Total Compensation Sought For Final Period	\$95,875.50
Total Expenses Sought For Final Period	\$720.01
Petition Date	August 24, 2018
Retention Date	September 6, 2018
Date of Order Approving Employment	October 11, 2018
Total Compensation Approved by Interim Order to Date	\$41,345.50
Total Expenses Approved by Interim Order to Date	\$202.72
Total Compensation Paid to Date	\$15,045.59 ¹
Total Expenses Paid to Date	\$73.77
Blended Rate in this Application for All Attorneys	\$388.70
Blended Rate in this Application for All Timekeepers	\$388.70
Number of Professionals Included in this Application	3
Compensation Sought in this Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed	\$0.00
Expenses Sought in this Application Already Paid Pursuant to a Monthly Compensation Order But Not Yet Allowed	\$0.00
Number of Professionals Billing Fewer than 15 Hours to the Case During this Period	1
Case Name	Curae Health, Inc. <i>et al.</i>
Case Number	18-05665

¹ Although under the Agreed Order (as defined in the Application), Manier's fees and expenses were allowed in the amount of \$41,548.22, only \$15,119.36 of such fees have been paid to date, in accordance with the Agreed Order.
1422763.1

Date of Application	June 25, 2019
Interim or Final	Interim and Final

EXHIBIT D

Summary of Timekeepers During Second Interim Period

Name	Title	Practice Group	Date of First Admission	Fees Billed	Hours Billed	Hourly Rate Billed in this Application	Number of Rate Increases Since Case Inception
Michael E. Collins	Member	Bankruptcy	1993	\$29,204.00	59.60	\$490	0
Robert W. Miller	Member	Bankruptcy	2011	\$24,349.50	77.30	\$315	0
Mary Paty Lynn LeVan	Member	Corporate	1986	\$976.50	3.10	\$315	0
Total Fees				\$54,530.00	140.00		

EXHIBIT E

Mailing Matrix

Tune, Entrek & White, P.C.
Joseph P. Rusnak,
UBS Tower, Suite 1700315
Deaderick Street
Nashville, TN 37238

U.S. Attorney
Middle District of TN
110 9th Ave South, Suite A-961
Nashville, TN 37203-3870

U.S. Bank Equipment Finance
Jessica Buehler
1310 Madrid St.
Marshall, MN 56258

Universal Health Services Inc.
Jessica Lamanna
367 South Gulf Road
King of Prussia, PA 19406-0958

US Attorney's Office
Northern District of MS
Ethridge BLDG
900 Jefferson Ave
Oxford, MS 38655

USDA Rural Development
3322 West End Ave, Suite 300
Nashville, TN 37203-1071

Veazey & Tucker
Thomas W. Tucker III TBPR#022319
222 2nd Ave N, Suite 312
Nashville, TN 37201

Virtual Radiologic Corporation
Gerry Fitterer, CFO
11995 Singletree Lane #500
Eden Prairie, MN 55344

Waller Lansden Dortch & Davis, LLP
David Lemke & Kate Stenberg
511 Union Street, Suite 2700
Nashville, TN 3721

Watkins & Eager PLLC
Waverly A. Harkins
400 East Capital Street (39201)
P.O. Box 650
Jackson, MS 39205-0650

Williams H Berrell,
Healthcare Banking, Servisfirst Bank
1801 West End Avenue, Suite 850
Nashville, TN 37203

WW Grainger Inc. 401 South Wright Road
W4E C37
Janesville, WI 53546

ServisFirst Bank
C/O Neal & Harwell PLC.
1201 Demonbreun Street, 1000
Nashville, TN 37203

Sills Cummis & Gross P.C.,
Boris I Mankovetskiy
Andrew Sherman
One Riverfront Plaza,
Newark, NJ 07102

Sirote & Permutt, P.c.
Stephen B. Porterfield
2311 Highland Avenue South
P.O. Box 55727
Birmingham, AL 35255-5727

Smith Cashion & Orr, PLC
Joshua K. Chesser, Esq.
231 Third Ave North
Nashville, TN 37201

Stites & Harbison PLLC
C/O Erika R. Barnes
401 Commerce Street, Ste 800
Nashville, TN 37219

Suzanne Koenig, Patient Care Ombudsman
Sak Management Services, LLC
300 Saunders RD, Ste 300
Riverwoods, IL 60015

Tennessee Attorney General's Office
Bankruptcy Division
P.O. 20207
Nashville, TN 37202-4015

TN Dept of Health
Office of Health Care Facilities 665
Mainstream Drive, 2nd Floor
Nashville, TN 37243

TN Secretary of State
State Capital
Nashville, TN 37243-1102

TN Secretary of State, Business Filings &
Info
312 Rosa Parks Ave.6th Floor
Snodgrass Tower
Nashville, TN 37243-1102

Thompson Burton PLLC,
C/o Ronald G. Steen, JR
Re: Owens & Minor Distr, Inc
6100 Tower Circle , Ste. 200
Franklin, TN 37067

Thompson Burton PLLC,
C/o Ronald G. Steen, JR
Re: SpecialCare Hospital MGMT Corp
6100 Tower Circle , Ste. 200
Franklin, TN 37067

Thompson Burton PLLC,
C/o Ronald G. Steen, JR
Re: Aesynt, Incorporated
6100 Tower Circle , Ste. 200
Franklin, TN 37067

Thompson Burton PLLC,
C/o Ronald G. Steen, JR
Re: MS Blood Services
6100 Tower Circle , Ste. 200
Franklin, TN 37067

TN Dept. of Revenue
C/o Attorney General's Office
Bankruptcy Division
PO Box 20207
Nashville, TN 37202-0207

MS State Dept. of Health
Div., of Health Facilities Licensure
570 East Woodrow Wilson Dr.
Jackson, MS 39216

MS State Dept. of Health
Div., of Health Facilities Licensure
143B Lefleurs Square
Jackson, MS 39211

Neal & Harwell PLC
DG Thompson ; JR Kelley; SM Montgomery
1201 Demonbreun Street, 1000
Nashville, TN 37203

Nelson Mullin Riley & Scarborough LLP
Shane G Ramsey
150 Fourth Avenue, Suite 1100
Nashville, TN 37219

Nelson Mullin Riley & Scarborough LLP
Shane G Ramsey
150 Fourth Avenue, Suite 1100
Nashville, TN 37219

Norton Rose Fulbright US LLP
Jason L Boland; Julie G Harrison
1301 McKinney Street, Ste 5100
Houston, TX 77010-3095

Office of the United States Trustee
Megan Seliber
318 Customs House
701 Broadway
Nashville, TN 37203

Paul G. Jennings
Bass, Berry & Simms PLC
150 Third Ave South, Ste 2800
Nashville, TN 37201-2017

Polsinelli
Michael Malone
401 Commerce Street, Ste 900
Nashville, TN 37219

Purkey & Associates, PLC
C/o Lori L Purkey, Esq.
5050 Cascade Road, Suite A
Grand Rapids, MI 49546

Reinhart Boer Van Deuren,
S.C., Michael D Jankowski, Esq.
1000 N Water Street, Suite 1700
P.O. Box 2965
Milwaukee, WI 53201-2965

Sak Management Services LLC
300 Sanders Road, Ste 300
Riverwoods, IL 60015

Sak Management Services LLC
Re: Sak Mangement Services, LLC
300 Sanders Road, Ste 300
Riverwoods, IL 60015

ServisFirst Bank
Regional Office
1801 West End Ave, Suite 850
Nashville, TN 37203

Nelson Mullin Riley & Scarborough LLP
Shane G Ramsey
150 Fourth Avenue, Suite 1100
Nashville, TN 37219

Polsinelli, David E. Gordon/Caryn Wang
1201 West Peachtree Street, 1100
Atlanta, GA 30309

Re; Saks Management Services, LLC
Nancy A Peterman, Greenbery Traurig, LLP,
77 West Wacker Drive, Ste 3100
Chicago, IL 60601-4904

Adams and Reese LLP, Charles Cook, III
424 Church Street, Ste 2700
Nashville, TN 37219

AthenaHealth
Chris Schleicher
Senior Corporate Counsel
311 Arsenal St
Watertown, MA 02472

Baker, Donelson, Bearman, Caldwell, Justin
Sveadas & Berkowitz, PC.
633 Chestnut Street, Suite 900
Chattanooga, TN 37450

Balch & Bingham LLP, Jeremy L Retherford
Re. MidSouth Rehab Services
1010 Sixth Ave North, Ste 1500
Birmingham, AL 35203

Balch & Bingham LLP, Jeremy L
Retherford
Re. Brentwood Acquisition, Inc.
1010 Sixth Ave North, Ste 1500
Birmingham, AL 35203

Bass, Berry & Sims PLC
Paul G Jennings
150 Third Ave South, Suite 2800
Nashville, TN 37201

Burr & Forman LLP,
David W. Houston, IV
222 2nd Ave South, Suite 2000
Nashville, TN 37201

Bulter Snow LLP, James E. Bailey III
6075 Poplar Avenue, Suite 500
Memphis, TN 38119

Butler Snow LLP, Chris R Maddux
1020 Highland Colony Parkway, Suite 1400
Ridgeland, MS 39157

Bass, Berry & Sims PLC
Paul G Jennings
150 Third Ave South, Suite 2800
Nashville, TN 37201

Victoria R. Bradshaw, Esp.
Crane D. Kipp, Esq.
Wise Carter Child & Caraway, P.A.
PO Box 651
Jackson, MS 39205-0651

David H Puryear
104 Woodmont Boulevard
The Woodmont Centre, Suite 201
Nashville, TN 37205

Russell E. Stair
Bass, Berry & Sims PLC
1700 Riverview Tower
900 S Gay Street
Knoxville, TN 37902

Gilbert L Hamberg
1038 Darby Drive
Yardley, PA 19067

Sean C Kirk
Bone McAllester Norton PLLC
511 Union Street, Suite 1600
Nashville, TN 37219

Crane D. Kipp
Wise Carter Child & Carawat, P.A
PO Box 651
Jackson, MS 39205-0651

Center for Medicare & Medicaid Services
Sharon Graham DEP, Regional Admin
Office of Regional Administrator
801 Market Street, Ste. 9400
Philadelphia, PA 19107

Gullet, Sanford, Robinson Et al
T. Forrester
G Bucy
L Knight
150 Third Ave S, Ste. 1700
Nashville, TN 37201

Licensure and Regulation Office of Health
TN Dept. of Health, Division of Care Facilities
665 Mainstream Drive, 2nd Floor
Nashville, TN 37243-1003

Center for Medicare & Medicaid Services
Sharon Graham DEP, Regional Admin
Atlanta Federal Center
61 Forsyth St SW, Ste. 4T20
Atlanta, GA 30303

Gullett, Sanford, Robinson, et al
Thomas H. Forrester
Linda W. Knight
150 Third Avenue South, Ste. 1700
Nashville, TN 37201

Manier & Herod, P.C.
Robert W. Miller
Michael E. Collins
1201 Demonbreun St., Ste. 900
Nashville, TN 37203

CHS/Community Health Systems, Inc.
Attn: Senior VP – Development
4000 Meridian Blvd.
Franklin, TN 37067

Harris Shelton Hanover Walsh, PLLC
John L. Ryder #08258
One Commerce Square
40 S. Main Street, Ste. 2210
Memphis, TN 38103

Maynard, Cooper & Gale, P.C.
J. Leland Murphree, Esq.
1901 Sixth Avenue North
2400 Regions/Harbert Plaza
Birmingham, AL 35203

Coahoma County Tax Collector
PO Box 219
Clarksdale, MS 38614

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Midcap Financial Trust
7255 Woodmont Ave., Ste. 200
Bethesda, MD 20814

Community Health Systems, Inc.
4000 Meridian Blvd
Franklin, TN 37067-6325

Internal Revenue Service
Melvenia Cobb
801 Broadway, RM 285 M/S 146
Nashville, TN 37203-3811

Midcap Fund IV Trust
7255 Woodmont Ave., Ste. 200
Bethesda, MD 20814-7904

Connolly Gallagher
Jeffrey C. Wisler
1000 West St.
Wilmington, DE 19801

Internal Revenue Service
PO Box 7346
Department of the Treasury
Philadelphia, PA 19101-7346

Mississippi Attorney General
Walter Sillers Building
550 High Street, Ste. 1200
Jackson, MS 39201

County Administrator
Coahoma County Courthouse
115 1st Street
PO Box 756
Clarksdale, MS 38614

James R. Kelley
David G. Thompson
Neal & Harwell, PLC
Stephen M. Montgomery
1201 Demonbreun St., Ste. 1000
Nashville, TN 37203-5078

Mississippi Attorney General
PO Box 220
Jackson, MS 39205

David Lemke & Katie Stenberg
Waller Lansden Dortch & Davis LLP
511 Union Street, Ste. 2700
Nashville, TN 37219-1791

Kutak Rock LLP
Lisa M. Peters
1650 Farnam Street
Omaha, NE 68102

Mississippi Attorney General Office
James A. Bobo, Esquire
PO Box 220
Jackson, MS 39205

Greenberg Traurig, LLP
John D. Elrod
Terminus 200, Suite 2500
3333 Piedmont Road NE
Atlanta, GA 30305-1811

Landwehr Law Firm
Darryl T. Landwehr
1010 Common Street, Ste. 1710
New Orleans, LA 70112

Mississippi Dept. of Revenue
James L. Powell, TN 21141, Attorney
PO Box 22828
Jackson, MS 39225-2828

Greenberg Traurig, LLP
Nancy A. Peterman
77 West Wacker Drive, Ste. 3100
Chicago, IL 60601

Law Office of Eugene R. Curry
Eugene R. Curry
3010 Main Street
Barnstable, MA 02630

Mississippi Dept of Revenue
Bankruptcy Section
PO Box 22808
Jackson, MS 39225-2808

Mississippi Dept of Revenue
James L. Powell, TN #21141, Atty
PO Box 22828
Jackson, MS 39225-2828

CDW Computers Centers, Inc
Matt Major
75 Remittance Drive Suite 1515
Chicago, IL 60675

Johnson and Johnson Healthcare
Karen Hurdman
5972 Collections Center
Chicago, IL 60693

Mississippi State Dept of Health
570 East Woodrow Wilson Drive
Jackson, MS 39216

HHS, LLC
Bobby Floyd; Clay Huntsman
PO Box 826
San Antonio, TX

Philips Healthcare
Bernard Diperzio
3000 Minuteman Road
Andover,, MA 01810

Mississippi State Dept of Health
PO Box 1700
Jackson, MS 39215-1700

DSI Security Services
Tony Earnest
600 W Adams Street
Dothan, AL 36302

Brentwood Behavioral Healthcare
Alison Buckley
3531 E. Lakeland Dr.
Flowood, MS 39157

Curae Health, Inc.
121 Midpark Road Ste B200
Knoxville, TN 37921

Owens and Minors
Michelle Thomas
9120 Lockwood Blvd
Mechanicsville, Va 23116

Mid South Rehab Services
Walt Roger
711 Avignon Dr
Ridgeland, MS 39157

Amory Regional Medical Center, Inc
1721 Midpark Road Ste B200
Knoxville, TN 37921

Medtronic USA, Inc
Aida Shawish
710 Medtronic Pkwy
Minneapolis, MN 55432

Egerton McAfee
Stephen McSween
900 South Gay St Suite 1400
Knoxville, TN 37902

Batesville Regional Medical Center
1721 Midpark Road Ste B200
Knoxville, TN 37921

Anesthesia Assoc of MS, PLLC
Camille Mitchell
2704 W Oxford Loop #117
Oxford, MS 38655

Panola County Tax Assessor
David Garner
151 Public Square, Suite C
Batesville

Clarksdale Regional Medical Center
1721 Midpark Road Ste B200
Knoxville, TN 37921

Intuitive Surgical, Inc
Isabelle Nguyen
1266 Kifer Rd
Sunnyvale, CA 94086-5206

Cardinal Health Incorporated
Mae Zacarias
7000 Cardinal Place
Dublin, OH 43017

Community Health Systems, Inc
Terry Hendon
4000 Meridian Boulevard
Franklin, TN 37067

Stryker Orthopedics
Dawn Catena
325 Corporate Dr
Mahwah, NJ
07430

GE Healthcare IITS USA Corp
15724 Collections Ctr Dr
Chicago, IL 60693

Hospital Housekeeping Systems, LLC
Clay Huntsman; Bobby Floyd
216 E 4th Street
Austin, TX 78701

HHS Culinary and Nutrition
Bobby Floyd; Clay Huntsman
PO Box 2267
San Antonio, TX 78298

Mississippi Emergency
Phil Parker
Physician Services, LLC 200
Corporate Blvd
Lafayette, LA 70508

Morrison Management Specialist, Inc
Brady Pates
100 Northbridge Rd #600
Atlanta, GA 30350

Stat Imaging Solutions LLC
187 Country Pl Pkwy
Pearl, MS 39208

Comprehensive Hosp of MS, LLC
David Schillinger, MD
200 Corporate Blvd
Lafayette, LA 70508

HHS Culinary and Nutrition
Bobby Floyd and Clay Huntsman
216 East 4th St
Austin, TX 78701

Northwest Medical Center
Attn: Jim Dickinson, President
1530 US Highway 43
Winfield, AL 35594

Strategic Healthcare Resources
Steve Clapp
121 Leinart St. C
Clinton, TN 37716

CHS DBA/Shared Services Center
Shaun Beggs
R-FT Smith 4600 Towson Ave, Suite 136
Fort Smith, AR 72901

MedHost
Tara Mauldin
2739 Momentum Place
Chicago, IL 60689-5327

3M Health Information Systems
Brian Murdock
575 West Murray Blvd
Murray, UT 84123-4611

MedHost
Tara Mauldin
6550 Carothers Parkway, ST 160
Franklin, TN 37067

CHSPSC, LLC
Courtney Edmondson
4000 Meridian Blvd
Franklin, TN 37067

Bernstein Burkley PC
Keri P. Ebeck
707 Grant Street, Suite 2200
Gulf Tower
Pittsburgh, PA 15219

Bone McAllester Norton PLLC
Sean C. Kirk 511 Union Street, STE 1600
Nashville, TN 37219

Chabliss, Bahner & Stophel, PC
Jeffrey W. addux
605 Chestnut Street
Liberty Tower, Suite 1700
Chattanooga, TN 37450

CHA Community Health Systems, INC
Justin Pitt
4000 Meridian Blvd, Franklin, TN 37067

Coahoma County Mississippi
Thomas T. Ross JR
PO Box 1196
Clarksdale, MS 38614

Coahoma County
Paul Pearson
115 First Street
Clarksdale, MS 38614

Foran Glennon Palandach
222 North Lasalle Street, STE 1400
Chicago, IL 60601

HHS Environmental Services LLC
Jason Boland
1301 McKinney St Suite 5100
Houston, TX 77010

Hospital Housekeeping Systems
Jeff Totten, Pres, Risk & Compliance
12495 Silver Creek Rd.
Dripping SPGS, TX 378620-5584

Progressive Medial MGMT of Batesville LLC
Quentin Whitwell, Harper Whitwell PLLC
800 College Hill Road #5201
Oxford, MS 38655

ServisFirst Bank
Williasm H. Berrell
1801 West End Ave, Suite 850
Nashville, TN 37203

Sherrard Roe Voigt & Harbison, PLC
Michael G. Abelow
150 Third Avenue South, Ste.1100
Nashville, TN 37201

State of Missiissippi
ATTN: Philip B. Allen, CFO
550High Street, Suite 100
Jackson, MS 39201

Wise Carter Child & Caraway, PA,
Victoria R. Bradshaw & Crane Kipp
401 E. Capitol Street, Suite 600
Jackson, MS 39201