

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

In Re:)	
)	
CURAE HEALTH, INC., et al.,)	Case No. 3:18-bk-05665
)	Chapter 11
Debtor(s).)	Judge Charles M. Walker
)	Jointly Administered

**THE DEADLINE FOR FILING A TIMELY RESPONSE IS: FRIDAY, AUGUST 30, 2019
IF A RESPONSE IS TIMELY FILED, THE HEARING WILL BE: TUESDAY, SEPTEMBER 10, 2019
9:00 A.M., COURTROOM TWO, 701 BROADWAY, NASHVILLE, TENNESSEE 37203**

**NOTICE OF MOTION FOR ALLOWANCE AND IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSES
PURSUANT TO 11 U.S.C. §§ 503(b)(1) and 11 U.S.C. §§ 503(b)(9)**

Movant has asked the court for the following relief: **MOTION OF CARDINAL HEALTH 110, LLC F/K/A CARDINAL HEALTH 110, INC. AND CARDINAL HEALTH 200, LLC, AND ITS AFFILIATES, FOR AN ORDER DIRECTING THE ALLOWANCE AND IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSES PURSUANT TO 11 U.S.C. §§ 503(b)(9)**

YOUR RIGHTS MAY BE AFFECTED. If you do not want the court to grant the attached motion, or if you want the court to consider your views on the motion, then on or before **AUGUST 30, 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) 736-5584. 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 that the deadline for filing responses is AUGUST 30, 2019, the date of the scheduled hearing is SEPTEMBER 10, 2019 and the motion to which you are responding is MOTION OF CARDINAL HEALTH 110, LLC F/K/A CARDINAL HEALTH 110, INC. AND CARDINAL HEALTH 200, LLC, AND ITS AFFILIATES, FOR AN ORDER DIRECTING THE ALLOWANCE AND IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSES ARISING UNDER 11 U.S.C. §§ 503(b)(9)**

described above. You must also mail a copy of your response or objection to:

Daniel H. Puryear
Puryear Law Group
104 Woodmont Centre, Suite 201
Nashville, Tennessee 37205
615/255-4859

Scott Zuber
Chiesa Shahinian & Giantomasi PC
1 Boland Drive
West Orange, NJ 07052
973/530-2046

4832-9756-0991.v1

615/630-6602 (facsimile)
dpuryear@puryearlawgroup.com

973/530-2246
szuber@csglaw.com

If a timely response is filed, the hearing will be held at the time and place indicated above. ***THERE WILL BE NO FURTHER NOTICE OF THE HEARING DATE.*** You may check whether a timely response has been filed by calling the Clerk's office at 615-736-5584 or viewing the case on the Court's web site at <www.tnmb.uscourts.gov>. If you received this notice by mail, you may have three additional days in which to file a timely response under Rule 9006(f) of the Federal Rules of Bankruptcy Procedure.

If you or your attorney do not take these steps, the court may decide that you do not oppose the relief sought in the motion and may enter an order granting that relief.

Date: August 9, 2019

Respectfully submitted,

/s/ Daniel H. Puryear
Daniel H. Puryear (TN Reg. No. 018190)
Puryear Law Group
104 Woodmont Centre, Suite 201
Nashville, Tennessee 37205
615/255-4859
615/630-6602 (facsimile)
dpuryear@puryearlawgroup.com
Attorneys for Movants

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**MOTION OF CARDINAL HEALTH 110, LLC F/K/A CARDINAL HEALTH 110, INC.
AND CARDINAL HEALTH 200, LLC, AND ITS AFFILIATES, FOR AN ORDER
DIRECTING THE ALLOWANCE AND IMMEDIATE PAYMENT OF
ADMINISTRATIVE EXPENSES ARISING UNDER 11 U.S.C. §§ 503(b)(1) and 503(b)(9)**

Cardinal Health 110, LLC f/k/a Cardinal Health 110, Inc. (“CH 110”) and Cardinal Health 200, LLC, and its affiliates (“CH 200”, and, together, with CH 110, “Movants”), by and through their undersigned counsel, file this Motion for Payment of Administrative Expenses Arising Under 11 U.S.C. §§ 503(b)(1) and 11 U.S.C. §§ 503(b)(9) (the “Motion”). Movants further move, pursuant to 11 U.S.C. § 503(a), for the entry of an order compelling Curae Health, Inc. (“Curae”), Clarksdale Regional Medical Center, Inc. (“Clarksdale”), Batesville Regional Medical Center, Inc. (“Batesville”), and Amory Regional Medical Center, Inc. (“Amory”, and collectively, with Curae, Clarksdale and Batesville, the “Debtors”) to pay the allowed administrative expense claims immediately. In support hereof, Movants respectfully aver as follows:

{00403580.1}

4838-3312-1183.v4

JURISDICTION, VENUE & STATUTORY BASIS

1. This Court has jurisdiction over this Motion under 28 U.S.C. §§ 157 and 1334. Venue in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

BACKGROUND

2. On August 24, 2018 (the “Petition Date”), the Debtors filed their voluntary petitions for relief under Chapter 11, Title 11 of the United States Code (the “Bankruptcy Code”). Since that time, the Debtors have continued the operation of their business as Debtors-in-Possession.

3. Cardinal Health, Inc. (“Cardinal Health”) specializes in medical and pharmaceutical distribution, technologies and supply services to various health organizations including, but not limited to, hospitals, pharmacies, nursing homes, imaging centers and clinics. CH 110, a subsidiary of Cardinal Health, provides certain pharmaceutical supplies and distribution services to various entities, including, but not limited to, hospitals, clinics, and nursing homes. CH 200, also a subsidiary of Cardinal Health, provides certain medical and surgical supplies and distribution services to various entities, including, but not limited to, hospitals, clinics, and nursing homes.

4. Curae executed the Group Commitment Agreement, with a commencement date of May 1, 2017 (the “GCA”), in connection with its request that CH 110 provide certain pharmaceutical products to it and its affiliates, Clarksdale, Batesville, and Amory. The GCA is not attached here because it contains a confidentiality provision between Movants and Curae prohibiting the disclosure of its terms. Movants will provide a copy of the GCA to any interested party upon request and the provision of the appropriate protections to prevent further disclosure.

5. The Debtors also purchased certain medical and surgical products from CH 200 pursuant to certain purchase orders.

6. Movants filed Proofs of Claim on January 18, 2019 and amended Proofs of Claim on May 5, 2019 (together, the “Cardinal Health Proofs of Claims”) asserting administrative claims under section 503(b)(9) of the Bankruptcy Code and general unsecured claims.

7. On or about June 11, 2019, the Debtors filed the *Notice of (I) Entry of Findings of Fact, Conclusions of Law, and Order Confirming the Joint Chapter 11 Plan of Liquidation of Curae Health, Inc., et al., and (II) Effective Date*, requiring that administrative claims be filed by August 10, 2019 [Docket No. 1120].

8. As of the Petition Date, Debtors owed Movants the amounts set forth in the tables in Paragraph 10 below as administrative expenses pursuant to section 503(b)(9) of the Bankruptcy Code for unpaid pharmaceutical, medical, and surgical supplies shipped to the Debtors in the twenty days prior to their bankruptcy filings. All goods were sold to the Debtors in the ordinary course of the Debtors’ business.

9. Following the Petition Date, Debtors continued to incur obligations to CH 110 and CH 200 in the form of unpaid pharmaceutical, medical, and surgical supplies shipped to Debtors. The amounts of these administrative expenses are set forth in the tables in Paragraph 10 below. All goods continued to be sold to the Debtors in the ordinary course of the Debtors’ business.

10. Tables setting forth the amount of the administrative expenses owed to each of the Movants by each of the Debtors is set forth below. All of the amounts set forth in the tables are net of any credits which may be due the Debtors. CH 110 asserts that Curae remains liable for the aggregate amount of the administrative claims, \$211,254.44, asserted against each of the

other individual Debtors. The spreadsheets attached hereto as Exhibits A-E reflect the invoices comprising the Movants' claims under section 503(b)(1) of the Bankruptcy Code against the various Debtors. The Movants previously provided the support for their 503(b)(9) claims in the Cardinal Health Proofs of Claims.

Administrative Claims of CH 110

Debtor	Amount of 503(b)(1) Claim	Amount of 503(b)(9) Claim	Total Administrative Claim
Clarksdale		\$65,598.49	\$65,598.49
Batesville	\$21,946.22	\$24,673.95	\$46,620.17
Amory	\$15,875.42	\$83,160.36	\$99,035.78
Total	\$37,821.64	\$173,432.80	\$211,254.44

Administrative Claims of CH 200

Debtor	Amount of 503(b)(1) Claim	Amount of 503(b)(9) Claim	Total Administrative Claim
Clarksdale	\$5,600.82	\$6,062.26	\$11,663.08
Batesville	\$908.98		\$908.98
Amory	\$6,222.89	\$4,382.16	\$10,605.05
Total	12,732.69	10,444.42	\$23,177.11

RELIEF REQUESTED

11. By this Motion, Movants respectfully request that the Court enter an order (a) allowing Movants' section 503(b)(1) and 503(b)(9) administrative expense claims in the aggregate amount of \$234,431.55 on account of Movants supplying the Debtors with pharmaceutical, medical, and surgical supplies during the administrative period, and b) compelling and directing the Debtors to pay Movants' allowed administrative expense claims immediately pursuant to section 503(a) of the Bankruptcy Code.

BASIS FOR RELIEF

A. The Court Should Allow Movants' 503(b)(1) Administrative Expense Claims for Pharmaceutical, Surgical, and Medical Supplies.

12. Section 503 of the Bankruptcy Code provides that, after notice and a hearing, there shall be allowed administrative expenses, including the "actual, necessary costs and expenses of preserving the estate." 11 U.S.C. § 503(b)(1)(A).

13. Determining whether a creditor has an administrative claim is a two-prong test. First, the claimant must show either that the debtor-in-possession incurred the transaction on which the claim is based, or that the claimant furnished the consideration to the debtor-in-possession. Second, the claimant must show that the transaction resulted in a direct benefit to the debtor-in-possession. In re Harnischfeger Industries, Inc., 293 B.R. 650, 659 (Bankr. D. Del. 2003); see also, In re O'Brien Envtl. Energy, Inc., 181 F.3d 527, 532-33 (3rd Cir. 1999). The underlying purpose behind Section 503 is that for a reorganization to succeed, creditors that are asked to extend credit after the petition is filed must be given priority so they will be moved to furnish the necessary credit to enable the debtor to function. In the Matter of Jartran, Inc., 732 F.2d 584 (7th Cir. 1984) (citing In re Mammoth Mart, Inc., 536 F.2d 950, 954 (1st Cir. 1976)). Furthermore, "[c]ourts in [the District of Delaware] have consistently held that administrative

expense priority is available to contract parties when the debtor enjoys the benefits of the contract pending assumption or rejection.” In re Smurfit-Stone Container Corp., 425 B.R. 735, 741 (Bankr. D. Del. 2010) (citing NLRB. v. Bildisco, 465 U.S. 513, 531 (1984)) (other citation omitted).

14. In the instant case, and by virtue of the controlling precedent cited above, Movants are entitled to administrative expense status for all unpaid post-petition pharmaceutical, medical, and surgical supplies, as: (i) the post-petition supplies constitute costs or expenses that are “actual” and “necessary” to “preserving the estate”; (ii) Movants’ administrative expense claims arise out of post-petition transactions between Movants and the Debtors – specifically the Debtors continued purchase of pharmaceutical, medical, and surgical supplies post-petition; and (iii) the Debtors’ estate obtained a clear benefit from the supplies.

15. The Debtors were in the healthcare business and ran several hospitals. Without medical, surgical, and pharmaceutical supplies, Debtors could not continue to operate the hospitals, and at least some of the value of the bankruptcy estate would be lost. Therefore, the Movants’ post-petition provision of medical, surgical, and pharmaceutical supplies allowed Debtors’ operations to continue past the Petition Date, and therefore, preserved the value of the bankruptcy estate.

16. Accordingly, CH 110 is entitled to payment of its total administrative claim under section 503(b)(1) in the amount of \$37,821.64. CH 200 is similarly entitled to the payment of its total administrative claim under section 503(b)(1) in the amount of \$12,732.69. For a breakdown of how these total amounts should be allocated among the respective Debtors, please see the tables in Paragraph 10 above.

B. The Court Should Allow Movants 503(b)(9) Claims for Pharmaceutical, Surgical, and Medical Supplies Sold within 20 Days of the Petition Date.

17. Section 503(b)(9) of the Bankruptcy Code provides that administrative expenses shall be allowed including “the value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which goods have been sold to the debtor in the ordinary course of such debtor’s business.”

18. Here, Movants sold and shipped medical, surgical, and pharmaceutical supplies to Debtors in the normal course of the Debtors’ businesses within 20 days of the Petition Date. Therefore, as set forth in the table in Paragraph 10 above, and the Cardinal Health Proofs of Claims, CH 110 is entitled to payment of its total administrative claim under section 503(b)(9) in the amount of \$173,432.80, and CH 200 is entitled to payment of its 530(b)(9) administrative claim in the total amount of \$10,444.42. For a breakdown of how these total amounts should be allocated among the respective Debtors, please see the tables in Paragraph 10 above.

C. The Court Should Compel Immediate Payment of Movants’ 503(b)(1) and 503(b)(9) Administrative Expense Claims

19. “Courts have discretion to determine when an administrative expense will be paid.” In re Garden Ridge Corp., 323 B.R. 136 (Bankr. D. Del. 2005) (citing HQ Global Holdings, Inc., 282 B.R. 169, 173 (Bankr. D. Del. 2002)). “In determining the time of payment, courts consider prejudice to the debtor, hardship to the claimant, and potential detriment to other creditors.” Id.

20. There is no valid reason to defer payment of Movants’ administrative expense claims. As demonstrated here, with respect to Movants’ administrative claims pursuant to section 503(b)(9) of the Bankruptcy Code, Movants have been awaiting payment since almost a year, from August 2018. Similarly, Movants continued to supply the Debtors during the course

of this bankruptcy proceeding, but has been waiting many months for payment. It is thus within the Court's discretion to direct that the administrative claims should be paid immediately.

CONCLUSION

WHEREFORE, for each the reasons stated above, Movants respectfully request that the Court enter an order, substantially in the form filed with the Motion: (i) allowing Cardinal Health 110 LLC's 503(b)(1) and 503(b)(9) administrative expense claims in the total amount of \$211,254.44 on account of the unpaid pre- and post-petition sale of pharmaceutical supplies, and against each of the Debtors in the amount set forth in table in Paragraph 10 above; (ii) allowing Cardinal Health 200 LLC's 503(b)(1) and 503(b)(9) administrative expense claims in the total amount of \$23,177.11 on account of the unpaid pre- and post-petition sale of medical and surgical supplies, and against each of the Debtors in the amount set forth in table in Paragraph 10 above; (ii) compelling and directing the Debtors to pay Movants' allowed 503(b)(1) and 503(b)(9) administrative expense claims immediately; and (iii) granting such other and further relief as the Court may deem just and proper.

Dated: August 9, 2019.

Respectfully submitted,

/s/ Daniel H. Puryear

Puryear Law Group

104 Woodmont Centre, Suite 201

Nashville, Tennessee 37205

615/255-4859

615/630-6602 (facsimile)

E-mail for ECF: dpuryear@puryearlawgroup.com

E-mail for all other purposes:

dpuryear@puryearlawgroup.com

Attorney for Cardinal Health 110, LLC and Cardinal Health 200, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and exact copy of this Motion for Allowance and Immediate Payment of Administrative Expenses, proposed order Granting Motion for Allowance and Immediate Payment of Administrative Expenses, and Notice of Motion foregoing has been served via electronic notice/ECF and also United States Mail, first class, postage prepaid to the following persons:

David Gordon
Caryn E. Wang
Polsinelli P.C.
1201 West Peachtree Street
Suite 1100
Atlanta, GA 30309
Via e-mail also to:
dgordon@polsinelli.com
cewang@polsinelli.com

Michael Malone
Polsinelli P.C.
401 Commerce Street, Suite 900
Nashville, TN 37219
Via email also to:
mmalone@polsinelli.com

Stephen A. McSween
Egerton McAfee Armistead & Davis
900 S Gay Street
Suite 1400
Knoxville, TN 37902
Via email also to:
smcsween@emlaw.com

Michael Edwards Collins
Robert W. Miller
Manier & Herod
1201 Demonbreun Street
Suite 900
Nashville, TN 37203
Via email also to:
mcollins@manierherod.com
rmiller@manierherod.com

Megan Reed Seliber
U.S. Trustee's Office
701 Broadway
Suite 318
Nashville, TN 37203
Via email also to:
Megan.seliber@usdoj.gov

Andrew Sherman
Boris I. Mankovetskiy
George R. Hirsch
Sills Cummis & Gross P.C.
One Riverfront Plaza
Newark, New Jersey 07102
Via e-mail also to:
asherman@sillscummis.com
ghirsch@sillcummis.com
bmankovetskiy@sillsummins.com

this 9th day of August 2019.

/s/ Daniel H. Puryear
Daniel H. Puryear

EXHIBIT A

CH 110 503(b)(1) Claim against Amory

Account	Invoice#	Date	Amount
18326843	4024456	8/24/2018	2.02
18684026	6071400	1/11/2019	9.75
18326843	4024455	8/24/2018	13.32
18326843	4680170	2/8/2019	40.13
18684026	5828320	10/18/2018	45.31
18684026	5843850	10/24/2018	47.46
18326843	4697657	2/13/2019	53.26
18326843	4537778	1/3/2019	84.07
18326843	4530338	1/2/2019	107.27
18326843	4537783	1/3/2019	107.48
18326843	4022437	8/24/2018	185.62
18684026	6152430	2/8/2019	402.77
18326843	4529160	1/2/2019	980.24
18326843	4537776	1/3/2019	980.24
18326843	4529151	1/2/2019	1,084.98
18326843	4702722	2/14/2019	1,274.42
18326843	4537777	1/3/2019	2,944.14
18326843	4024454	8/24/2018	3,191.44
18326843	4530337	1/2/2019	8,521.93
18326843	5128094	6/6/2019	12,228.63
TOTAL INVOICE AMOUNT			32,304.48
CREDITS			
18326843	5670530	8/24/2018	(176.36)
18684026	5768180	9/27/2018	(701.37)
18684026	6007670	12/15/2018	(27.12)
18684026	6007950	12/15/2018	(0.94)
18326843	6038070	1/8/2019	(162.50)
18326843	6024630	1/8/2019	(37.02)
18326843	6085150	1/16/2019	(10.08)
18326843	6093340	1/18/2019	(50.33)
18326843	6108920	1/24/2019	(330.48)
18326843	6013240	1/30/2019	(41.61)
18326843	6048420	1/30/2019	(8.44)
18326843	6141010	2/5/2019	(0.75)
18326843	6151880	2/8/2019	(516.97)
18326843	6157330	2/8/2019	(36.47)
18684026	5926890	2/12/2019	(10.20)
18326843	6168210	2/13/2019	(48.42)
18326843	6171740	2/14/2019	(1,498.50)
18326843	6188690	2/21/2019	(3.05)
18326843	6247820	3/14/2019	(38.50)
18326843	6305780	4/4/2019	(187.92)
18326843	6482550	6/6/2019	(12,542.03)
TOTAL CREDITS			(16,429.06)

Net Total
503(b)(1) Claim 15,875.42

EXHIBIT B

CH 110 503(b)(1) Claim against Batesville

Account	Invoice#	Date	Amount
18326784	5058635	5/17/2019	2.11
18326784	5058632	5/17/2019	5.27
18326784	5078557	5/23/2019	8.10
18326784	5068470	5/21/2019	15.58
18326784	5110028	6/1/2019	18.57
18326784	5083550	5/24/2019	36.98
18684009	6079230	1/15/2019	39.80
18326784	5105633	5/31/2019	46.42
18326784	5126627	6/6/2019	46.45
18326784	5058634	5/17/2019	47.44
18326784	5058629	5/17/2019	53.28
18326784	5105632	5/31/2019	55.34
18326784	5078556	5/23/2019	74.52
18326784	5120651	6/5/2019	77.73
18326784	5128093	6/6/2019	88.48
18326784	5062742	5/20/2019	98.91
18684009	6152590	2/8/2019	101.38
18326784	5142441	6/11/2019	107.88
18326784	5142440	6/11/2019	142.07
18326784	5122905	6/5/2019	161.38
18326784	5127456	6/6/2019	164.63
18326784	5058637	5/17/2019	170.75
18326784	5111336	6/3/2019	198.00
18326784	5078552	5/23/2019	202.52
18326784	5058638	5/17/2019	202.76
18326784	5102058	5/30/2019	226.56
18326784	5100577	5/30/2019	245.42
18326784	5094505	5/29/2019	268.50
18326784	5058631	5/17/2019	286.99
18326784	5078554	5/23/2019	380.23
18326784	5078558	5/23/2019	387.01
18326784	5105264	5/31/2019	449.90
18326784	5058636	5/17/2019	459.30
18326784	5122904	6/5/2019	603.02
18326784	5127455	6/6/2019	711.04
18326784	5110029	6/1/2019	754.30
18326784	5078553	5/23/2019	949.64
18326784	5110027	6/1/2019	1,029.25
18326784	5078555	5/23/2019	2,402.07
18326784	5105265	5/31/2019	3,396.58
18326784	5105631	5/31/2019	5,044.35
18326784	5058630	5/17/2019	6,487.58
TOTAL INVOICE AMOUNT			26,248.09
CREDITS			
18684009	5829090	10/18/2018	(41.81)

CH 110 503(b)(1) Claim against Batesville

18684009 5828560	10/18/2018	(1.35)
18684009 6085020	1/16/2019	(762.60)
18684009 6088930	1/17/2019	(800.54)
18684009 6088940	1/17/2019	(285.13)
18684009 6093310	1/18/2019	(235.99)
18684009 6118300	1/26/2019	(193.45)
18684009 6118290	1/26/2019	(18.89)
18684009 6188620	2/21/2019	(65.00)
18684009 6247890	3/14/2019	(207.76)
18326784 6267620	3/23/2019	(46.40)
18684009 6353900	4/19/2019	(70.42)
18326784 6464350	5/30/2019	(1,118.14)
18326784 6482530	6/6/2019	(151.64)
18326784 6469400	6/8/2019	(199.12)
18326784 6478420	6/8/2019	(92.80)
18326784 6469390	6/11/2019	(10.83)
TOTAL CREDITS		(4,301.87)
	Net Total 503(b)(1)	
	Claim	21,946.22

EXHIBIT C

CH 200 503(b)(1) Claim against Amory

Account	Invoice#	Date	Amount
10012104	7088981191	9/6/2018	67.45
10012104	7089303723	9/12/2018	33.68
10012104	7089797224	9/25/2018	40.95
10012104	7089851389	9/26/2018	86.58
10012104	7089851388	9/26/2018	955.22
10012104	7089851390	9/26/2018	1,166.56
10012104	7089926478	9/27/2018	34.70
10012104	7089926484	9/27/2018	46.65
10012104	7089926481	9/27/2018	288.26
10012104	7090179293	10/3/2018	416.68
10012104	7090226139	10/4/2018	1,018.96
10012104	7090289565	10/5/2018	124.37
10012104	7090306389	10/6/2018	17.26
10012104	7090306387	10/6/2018	395.33
10012104	7090512768	10/11/2018	29.79
10012104	7091325059	10/29/2018	94.39
10012104	7091411187	10/31/2018	5.38
10012104	7091411184	10/31/2018	9.57
10012104	7091411185	10/31/2018	216.77
10012104	7091464050	11/1/2018	419.77
10012104	7091834725	11/9/2018	3.45
10012104	7091798916	11/9/2018	122.42
10012104	7091956812	11/13/2018	214.66
10012104	7092004690	11/14/2018	329.95
10012104	7092093237	11/15/2018	373.51
10012104	7092290168	11/20/2018	27.74
10012104	7092290172	11/20/2018	50.99
10012104	7092327945	11/21/2018	222.79
10012104	7092404374	11/22/2018	143.69
10012104	7092806022	12/4/2018	395.33
10012104	7092921922	12/6/2018	695.20
10012104	7093252995	12/12/2018	182.72
10012104	7093507864	12/19/2018	7.86
10012104	7093580247	12/20/2018	101.35
10012104	7093846863	12/27/2018	3.23
10012104	7094036978	1/2/2019	331.52
10012104	7094523249	1/12/2019	395.33
10012104	7095516276	3/5/2019	160.76
TOTAL INVOICE AMOUNT			9,230.82
INTEREST			
10012104	9200046220	11/1/2018	5,883.81
10012104	9200105777	12/1/2018	903.09
10012104	9200130812	1/1/2019	944.66

CH 200 503(b)(1) Claim against Amory

TOTAL INTEREST			7,731.56
AMOUNT			
CREDITS			
10012104	E003663417	9/12/2018	-1,676.93
10012104	34208	9/20/2018	-1,636.55
10012104	34265	9/21/2018	-1,445.21
10012104	091118-209	9/12/2018	-1,133.21
10012104	E003688156	10/30/2018	-1,129.95
10012104	E003701591	11/28/2018	-829.90
10012104	E003692115	11/7/2018	-735.20
10012104	7092290172	11/20/2018	-655.27
10012104	E003707764	12/11/2018	-578.05
10012104	CK35477	12/28/2018	-331.52
10012104	CK35334	12/20/2018	-269.97
10012104	100218-023	10/3/2018	-171.42
10012104	02037	9/11/2018	-146.31
TOTAL CREDITS			-10,739.49
Net Total 503(b)(1)			6,222.89
Claim			

EXHIBIT D

CH 200 503(b)(1) Claim against Batesville

Account	Invoice#	Date	Amount
11126486	7091802054	11/9/2018	10.71
11126486	7095089677	1/25/2019	112.29
11126486	7096682490	3/1/2019	33.18
11126486	7097322078	3/15/2019	44.98
11126486	7098644549	4/12/2019	33.44
11126486	7098932822	4/19/2019	58.44
11126486	7099304605	4/26/2019	44.69
11126486	7099557714	5/3/2019	11.10
TOTAL INVOICE AMOUNT			348.83
INTEREST			
11126486	9200060760	9/1/2018	50.61
11126486	9200085833	10/1/2018	54.50
11126486	9200095820	11/1/2018	56.38
11126486	9200120781	12/1/2018	54.49
11126486	9200145820	1/1/2019	56.50
11126486	9200170837	2/1/2019	56.54
11126486	9200180888	4/1/2019	58.97
11126486	9200185718	3/1/2019	51.01
11126486	9200215786	5/1/2019	59.47
11126486	9200225878	6/1/2019	61.68
TOTAL INTEREST			560.15
Net Total 503(b)(1) Claim			908.98

EXHIBIT E

CH 200 503(b)(1) Claim against Clarksdale

Account	Invoice#	Date	Amount
10012127	616762	8/29/2018	1,476.00
10012127	61761	8/29/2018	4,592.89
10012127	7101170160	6/10/2019	150.00
TOTAL INVOICE			6,218.89
AMOUNT			
CREDITS			
10012127	7099859714	6/4/2019	-385.69
10012127	7099455542	6/4/2019	-232.38
TOTAL CREDITS			(618.07)
Net Total 503(b)(1)			5,600.82
Claim			

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

In Re:)	
)	
CURAE HEALTH, INC., et al.,)	Case No. 3:18-bk-05665
)	Chapter 11
Debtor(s).)	Judge Charles M. Walker
)	Jointly Administered

**[PROPOSED] ORDER GRANTING MOTION FOR ALLOWANCE AND IMMEDIATE PAYMENT
OF ADMINISTRATIVE EXPENSES**

Upon consideration of the motion of Cardinal Health 110, LLC f/k/a Cardinal Health 110, Inc. and Cardinal Health 200, LLC, and its affiliates, (together, “Movants”) for the entry of an order pursuant to Sections 503(b)(1) and 503(b)(9) of Title 11 of the United States Bankruptcy Code (the Bankruptcy Code”) authorizing allowance and immediate payment of the Movants’ administrative claims, and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §§ 157(b); and due and proper notice of the Motion having been provided to the necessary parties; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is proper; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The Movants claims, as set forth on the chart below, are allowed pursuant to sections 503(b)(1) and 503(b)(9) of the Bankruptcy Code on a **full and final** basis as administrative expense claims entitled to priority under section 503(b)(1) and 503(b)(9), and such claims shall not be subject to

further objection by the Debtors and or any other party in interest:

Administrative Claims of CH 110

Debtor	Amount of 503(b)(1) Claim	Amount of 503(b)(9) Claim	Total Administrative Claim
Clarksdale		\$65,598.49	\$65,598.49
Batesville	\$21,946.22	\$24,673.95	\$46,620.17
Amory	\$15,875.42	\$83,160.36	\$99,035.78
Total	\$37,821.64	\$173,432.80	\$211,254.44

Administrative Claims of CH 200

Debtor	Amount of 503(b)(1) Claim	Amount of 503(b)(9) Claim	Total Administrative Claim
Clarksdale	\$5,600.82	\$6,062.26	\$11,663.08
Batesville	\$908.98		\$908.98
Amory	\$6,222.89	\$4,382.16	\$10,605.05
Total	12,732.69	10,444.42	\$23,177.11

3. With respect to payment of the 503(b)(1) and 503(b)(9) claims allowed herein, the respective Debtors shall pay such allowed 503(b)(1) and 503(b)(9) claims in full within fourteen (14) days upon entry of this Order.
4. Nothing herein waives or extinguishes any right of Movants to have any other claims not specifically addressed herein allowed and paid in accordance with the terms of the Bankruptcy Code and/or this Court's Orders, and all of Movants' rights, defenses, and claims are reserved in their entirety.

5. Any applicable stay of this Order is hereby waived.
6. This Court retains jurisdiction to hear and determine all matters arising from and/or related to the implementation and/or interpretation of this Order.

IT IS SO ORDERED.

**THIS ORDER WAS SIGNED AND ENTERED ELECTRONICALLY AS INDICATED AT
THE TOP OF THE FIRST PAGE.**

Submitted for entry by:

s/ Daniel H. Puryear
Daniel H. Puryear (TN Reg. No. 018190)
Puryear Law Group
104 Woodmont Centre, Suite 201
Nashville, Tennessee 37205
615/255-4859
615/630-6602 (facsimile)
dpuryear@puryearlawgroup.com
Attorneys for Movants

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