

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

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

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**THE DEADLINE FOR FILING A TIMELY RESPONSE IS: December 28, 2018**  
**IF A RESPONSE IS TIMELY FILED, THE HEARING WILL BE: January 15, 2019 at 9:00 a.m**  
**Central Standard Time in Courtroom 2, 2nd Floor, Customs House, 701 Broadway, Nashville,**  
**Tennessee 37203**

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**NOTICE OF FIRST INTERIM  
FEE APPLICATION FOR EGERTON, MCAFEE, ARMISTEAD & DAVIS, P.C.**

**PLEASE TAKE NOTICE** that on December 7, 2018, the above-captioned debtors and debtors in possession (the “**Debtors**”) filed their *FIRST INTERIM FEE APPLICATION OF EGERTON, MCAFEE, ARMISTEAD & DAVIS, P.C. FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES* (the “**First Interim Application**”), attached hereto.

**PLEASE TAKE FURTHER NOTICE** that if a response is timely filed, a hearing on the Application will be held on **January 15, 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

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

consider your views on the Application, then on or before **December 28, 2018**, 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 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: December 7<sup>th</sup>, 2018.  
Nashville, Tennessee

**POLSINELLI PC**

/s/ Michael Malone

Michael Malone  
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Nashville, TN 37219  
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-and-

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*Counsel to the Debtors and  
Debtors in Possession*

-and-

/s/ Stephen A. McSween

**STEPHEN A. McSWEEN, BPR #011057**  
EGERTON, MCAFEE, ARMISTEAD & DAVIS,  
P.C.  
P. O. Box 2047  
Knoxville, TN 37902

*Special Transactional Counsel  
for the Debtors*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
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In re:	)	
	)	Chapter 11
Curae Health, Inc., <i>et al.</i> <sup>1</sup>	)	Case No. 18-05665
	)	
1721 Midpark Road, Suite B200	)	Judge Walker
Knoxville, TN 37921	)	
Debtors.	)	Jointly Administered

**FIRST INTERIM APPLICATION OF EGERTON, MCAFEE, ARMISTEAD & DAVIS,  
P.C. FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES**

Egerton, McAfee, Armistead & Davis, P.C. (“**Egerton McAfee**”) respectfully submits this interim application for allowance of fees and reimbursement of expenses (the “**First Interim Application**”) for legal services rendered in connection with its representation of Curae Health, Inc. and its affiliates (collectively, the “**Debtors**”) in the Debtors’ bankruptcy proceedings from August 24, 2018 through October 31, 2018 (the “**Application Period**”). Egerton McAfee seeks allowance of fees in the amount of \$131,686.25, and reimbursement of expenses in the amount of \$690.31. Egerton McAfee seeks entry of an Order, substantially in the form attached hereto as Exhibit A (the “**Proposed Order**”). In support of this First Interim Application, Egerton McAfee states as follows:

**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**”). The factual background regarding the

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

Debtors, including their business operations, debt structure, and the events leading to the filing of the Chapter 11 Cases is set forth in detail in the *Declaration of Stephen N. Clapp, Chief Executive Officer of Curae Health, Inc., in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 49] and fully incorporated herein by reference.

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 7, 2018, the Debtors filed their Application for Order of Employment of Egerton McAfee as Counsel (the “**Employment Motion**”). [Docket Entry No. 118]. As is further discussed in the Employment Motion, the Debtors retained Egerton McAfee to, among other things, advise and assist the Debtors with respect to (i) all legal and regulatory matters arising in the normal course of operating the hospitals, physician practices and other healthcare related activities of the Debtors and (ii) all legal and regulatory matters involved in all transactions pertaining to the sale or other transfer of the hospitals to third parties as approved by the Court.

5. On October 10, 2018, the Court entered that certain Order Approving Employment of Egerton McAfee. [Docket Entry No. 296].

6. Egerton McAfee submits this First Interim Application pursuant to Sections 330 and 331 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure.

#### **PROFESSIONAL SERVICES RENDERED BY EGERTON MCAFEE**

1. Attached hereto as Exhibit B is a list of all professionals and paraprofessionals working on matters related to representation of the Debtors during the

Application Period. Such exhibit is submitted in conformity with the United States Trustee's Fee Guidelines (the "**UST Guidelines**") and to assist the Court, the United States Trustee and other parties in interest in evaluating this First Interim Application for compensation. Exhibit B identifies each professional or paraprofessional's initials or code, title, year of admittance to the bar (if applicable), hourly rate, the number of hours worked by each, and the total compensation requested for each person's work during the Application Period. Services of the various attorneys and paraprofessionals performing services for the Debtors are of a value not less than the respective hourly rates indicated in the summary. In each instance, the rates are at or below the typical rates charged to other bankruptcy and non-bankruptcy clients by Egerton McAfee for the respective time periods for work of a comparable nature. For clarification and as previously disclosed, Egerton McAfee has not previously represented hospital clients in the context of a bankruptcy proceeding.

2. During the Application Period, Egerton McAfee attorneys and other professionals worked 320.55 hours on healthcare contracting and regulatory matters and the proposed transaction involving Amory Regional Medical Center and the stalking horse bidder all of which was related to the operations of the three hospitals. Attached hereto as Exhibits C-1 through C-7 are Egerton McAfee's detailed, computerized bills, broken down by projects, for work completed during the Application Period. Each bill identifies each specific item of work, the person performing that work, and the time spent. At the end of each bill is a summary of the total amount of time and requested compensation for each professional or paraprofessional performing work related to that subject matter during the Application Period.

3. The project categories utilized in Exhibits C-1 through C-7 to describe the services Egerton McAfee provided to the Debtors are summarized below. The actual services provided by Egerton McAfee are set forth in significant detail in the bills attached as exhibits.

**Exhibit C-1 \$55,016.25 Curae Healthcare DIP General**

This category was used to record time spent on work relating to the bankruptcy estate and administration.

**Exhibit C-2 \$41,190.00 Amory Regional Medical Center Transaction**

This category was used to record time spent working on the negotiation and documentation of the sale of Amory Regional Medical Center, Inc., to the stalking horse bidder, North Mississippi Medical Center.

**Exhibit C-3 \$10,560.00 Amory Regional Medical Center, Inc.**

This category was used to record time spent on legal work relating to the day to day healthcare regulatory and contracting issues pertaining to Amory Regional Medical Center.

**Exhibit C-4 \$5,420.00 Batesville Regional Medical Center, Inc.**

This category was used to record time spent on work relating to the day to day healthcare regulatory and contracting issues pertaining to Batesville Regional Medical Center, Inc.

**Exhibit C-5 \$8,537.50 Clarksdale Regional Medical Center, Inc.**

This category was used to record time spent on work relating to the day to day healthcare regulatory and contracting issues pertaining to Clarksdale Regional Medical Center, Inc.

**Exhibit C-6 \$5,985.00 Clarksdale Regional Medical Center, Inc. Transaction**

This category was used to record time spent on work relating to the possible closure of the hospital, the negotiation of a commitment by Coahoma County to financially support the hospital on an interim basis, and then work related to a possible transaction with a third party.

**Exhibit C-7 \$4,977.50 Batesville Regional Medical Center Transaction**

This category was used to record time spent on work relating to a possible Batesville Regional Medical Center, Inc., transaction, including the negotiation of an agreement with a stalking horse bidder.

4. The services provided by Egerton McAfee were actual and necessary and the compensation requested is considered to be reasonable. The Debtors have attached a Summary of Timekeepers as Exhibit B and a Summary Cover Sheet as Exhibit C (summarizing the fees and expenses set forth in Exhibits C-1 through C-7). In further compliance with the applicable guidelines the Debtors provide as follows:

- A. There are no variations from, or alternatives to, Egerton McAfee's standard or customary billing arrangements for this engagement.
- B. The fees sought by Egerton McAfee in this First Interim Application are within the projected fees budgeted pursuant to the Budget and staffing plans by provided by Egerton McAfee to the Debtors for the Compensation Period.
- C. No professional from Egerton McAfee covered by this First Interim Application have varied their hourly rates based upon the geographical location of the Chapter 11 cases.
- D. The fees covered by this Application include approximately 0.00 hours reviewing invoices to ensure that the time entries attached to this First Interim Application are properly coded to comply with the UST Guidelines.
- E. The fees covered by this First Interim Application include approximately 0.00 hours in reviewing time records to redact any privileged or other confidential information.
- F. There was no hourly rate increased by Egerton McAfee during the Interim Fee Period.

5. This Application includes a request for reimbursement in the amount of \$690.31 described in collective Exhibit C. All expenses were actual and necessary expenses incurred in providing the legal services described herein and are reimbursable.

### **CONCLUSION**

6. Egerton McAfee has necessarily and properly expended 320.55 hours of service in performance of its duties as special counsel for the Debtors during the Application Period. Egerton McAfee respectfully requests a fee award for professional services rendered in the aggregate amount of \$131,686.25. Egerton McAfee has also necessarily incurred expenses in the amount of \$690.31 in the performance of its duties as special counsel in this case during the Application Period. Total compensation and reimbursement requested is \$132,376.56.



7. Pursuant to the Debtors' final budget (the "**Final Budget**"), attached to the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Secured Financing and (B) Utilize Cash 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 Egerton McAfee's professional compensation for the Application Period is \$50,000.00 (the "**Budgeted Amount**").

**WHEREFORE**, Egerton McAfee respectfully requests that the Court enter the Proposed Order (i) approving the First Interim Application, (ii) authorizing and directing the Debtors to pay to Egerton McAfee the amount requested in this First Interim Application up to the Budgeted Amount, and (iii) granting such further relief as is just and proper.

Dated: December 7th, 2018.  
Nashville, Tennessee

**POLSINELLI PC**

/s/ Michael Malone

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*Counsel to the Debtors and  
Debtors in Possession*

-and-

/s/ Stephen A. McSween

**STEPHEN A. McSWEEN, BPR #011057**  
EGERTON, MCAFEE, ARMISTEAD & DAVIS,  
P.C.

P. O. Box 2047  
Knoxville, TN 37902

*Special Transactional Counsel for the Debtors*

**EXHIBIT A**  
**PROPOSED ORDER**

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

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

**PROPOSED ORDER GRANTING FIRST INTERIM FEE APPLICATION OF  
EGERTON, McAFEE, ARMISTEAD & DAVIS, P.C. AS SPECIAL TRANSACTIONAL  
COUNSEL FOR THE DEBTORS**

Upon consideration of the First Interim Application<sup>2</sup> of Egerton McAfee as special transactional counsel for the Debtors in the above-captioned bankruptcy cases for allowance of compensation and reimbursement of expenses, on an interim basis, for the Compensation Period; and it appearing to the Court that all of the requirements of sections 327, 328, 330, 331, and 503(b) of the 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 notices of the First Interim Application was appropriate; and after due deliberation and sufficient good cause appearing; and that there were no objections to the First Interim Application, it is hereby

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

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning assigned to them in the First Interim Application

**ORDERED, ADJUDGED, AND DECREED:**

1. The First Interim Application of Egerton McAfee is approved on an interim basis.
2. The fees in the amount of \$131,686.25 and expenses in the amount of \$690.31 incurred by Egerton McAfee during the Application 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 Debtors are authorized and directed, as provided herein, to remit, or cause to be remitted, payment in the amounts set forth in the First Interim Application up to the Budgeted Amount, less any amounts and all amounts previously paid on account of such fees and expenses.
4. 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/ Michael Malone

Michael Malone

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Nashville, TN 37219

Telephone: (615) 259-1510

Facsimile: (615) 259-1573

[mmalone@polsinelli.com](mailto:mmalone@polsinelli.com)

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*Counsel to the Debtors and  
Debtors in Possession*

-and-

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*Special Transactional Counsel  
for the Debtors*

**EXHIBIT B**

**SUMMARY OF TIMEKEEPERS**

**SUMMARY OF TIMEKEEPERS INCLUDED IN THIS FEE APPLICATION**

<b>NAME (Initials)</b>	<b>TITLE OR POSITION</b>	<b>DEPARTMENT, GROUP OR SECTION</b>	<b>DATE OF FIRST ADMISSION</b>	<b>FEES BILLED  IN THIS APPLICATION</b>	<b>HOURS BILLED  IN THIS APPLICATION</b>	<b>HOURLY RATE BILLED  IN THIS APPLICATION</b>	<b>NUMBER OF RATE INCREASES  SINCE CASE INCEPTION</b>
Heather G. Ferguson (HGF)	Associate	Healthcare Regulatory	TN 2013	\$292.50	.90	\$325.00	0
Jeremy D. Miller (JDM)	Associate	Healthcare Transactions	TN 2015	\$26,065.00	80.20	\$325.00	0
John L. Wood (JLW)	Partner	Technology and E- Commerce	TN 2008	\$4,420.00	10.40	\$425.00	0
K. Susanne Kozma (KSK)	Associate	Healthcare Regulatory	TN 2017	\$13,825.00	55.30	\$250.00	0
Melissa B. Carrasco (MBC)	Partner	Employment and Immigration	TN 2010	\$127.50	.30	\$425.00	0
Rockforde D. King (RDK)	Partner	Litigation	TN 1985	\$6,412.50	17.10	\$375.00	0
Stephen A. McSween (SAM)	Partner	Healthcare Regulatory	TN 1984	\$65,913.75	125.55	\$525.00	0
William H. Kittrell (WHK)	Partner	Healthcare Transactions	TN 2009	\$14,630.00	30.80	\$475.00	0

Case Name: Curae Health, Inc., et al.  
Case Number: 18-05665, et al.  
Applicant's Name: Egerton, McAfee, Armistead & Davis, P.C.  
Date of Application: December 7, 2018



**EXHIBIT C**

**SUMMARY COVER SHEET**

**SUMMARY COVER SHEET OF FEE APPLICATION**

Name of applicant	Egerton, McAfee, Armistead & Davis, P.C.
Name of client	Curae Healthcare, Inc., et al.
Time period covered by this application	Start: August 24, 2018 End: October 31, 2018
Total Compensation sought this period	\$131,686.25
Total expenses sought this period	\$690.31
Petition date	08/24/2018
Retention date	08/24/2018
Date of order approving employment	10/09/2018
Total compensation approved by interim order to date	0
Total expenses approved by interim order to date	0
Total allowed compensation paid to date	0
Total allowed expenses paid to date	0
Blended rate in this application for all attorneys	\$410.81
Blended rate in this application for all timekeepers	\$410.81
Compensation sought in this application already paid pursuant to a monthly compensation order but not yet allowed	0
Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed	0
Number of professionals included in this application	9
If applicable, number of professionals in this application not included in staffing plan approved by client	0
If applicable, difference between fees budgeted and compensation sought for this period	N/A
Number of professionals billing fewer than 15 hours to the case during this period	3
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application	Yes      X No
	No

Case Name: Curae Health, Inc., et al.  
Case Number: 18-05665, et al.  
Applicant's Name: Egerton, McAfee, Armistead & Davis, P.C.  
Date of Application: December 7, 2018

**EXHIBIT C-1 THROUGH C-7**

**DETAILED STATEMENTS OF LEGAL SERVICES**

# EGERTON McAFEE

EXHIBIT C-1

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

CLIENT DRIVEN SINCE 1932

Phone: (865) 546-0500  
Fax: (865) 525-5293

P.O. Box 2047  
Knoxville, TN 37901-2047

Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 103531

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession  
Claim #

<b>Matter</b>	<b>Fees</b>	<b>Expenses</b>	<b>Total</b>
00001 Curae Healthcare DIP General	\$55,016.25	\$690.31	\$55,706.56
	\$55,016.25	\$690.31	
TOTAL CURRENT CHARGES			\$55,706.56
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$55,706.56

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08/24/2018	JDM	Conference call with EMAD, Polsinelli team and S. Clapp to discuss logistics of bankruptcy filing and documents related thereto	0.50	162.50
08/24/2018	JDM	Attention to emails from D. Gordon re: confirmation of bankruptcy filing	0.10	32.50
08/24/2018	SAM	Correspondence with David Gordon re; revisions to DIP agreement	0.30	157.50
08/24/2018	SAM	All hands call re: DIP Motion and Interim Order	0.60	315.00
08/24/2018	SAM	Correspondence re: discussion of DIP Order and Motion	0.10	52.50
08/24/2018	SAM	Phone conference with S. Clapp re: DIP Motion	0.30	157.50
08/24/2018	SAM	Participate in discussion of DIP financing terms with MidCap	0.30	157.50
08/24/2018	SAM	Phone call with Dave Gordon re: DIP terms	0.10	52.50
08/24/2018	SAM	Phone conference with Steve Clapp re: bankruptcy filing	0.20	105.00
08/24/2018	SAM	Call with Dave Gordon re: filing	0.10	52.50
08/24/2018	SAM	Correspondence with Trey Crabb of Morgan Stanley re: execution of marketing agreement	0.10	52.50
08/24/2018	SAM	Correspondence with W. Kittrell re: DIP requirements for signed APA	0.10	52.50
08/27/2018	JDM	Attention to email correspondence from J. Giesecke, counsel for DIP lender - Midcap, re: Written Consents and Secretary's Certificates for loan	0.10	32.50
08/27/2018	SAM	Correspondence with Tim Brown and Steve Clapp re: how to deal with creditor communications and inquiries	0.25	131.25
08/27/2018	SAM	Correspondence with David Gordon re: matters to be covered at hearing on 8/28	0.20	105.00
08/28/2018	SAM	Phone conference with S. Clapp re: First Day Motion Hearing	0.10	52.50
08/28/2018	SAM	Conference in Polsinelli offices in Nashville with attorney Caryn Wang, attorney David Gordon and Steve Clapp to prepare for First Day Motion hearing in Bankruptcy Court	3.75	1,968.75
08/28/2018	SAM	Attend First Day Hearing in Bankruptcy Court in Nashville on behalf of Curae Health	2.75	1,443.75
08/28/2018	SAM	Confer with client and counsel post-hearing re: next steps	0.20	105.00
08/29/2018	JDM	Review Certified Charters and Articles of Organization received from the Tennessee Secretary of State for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC	0.10	32.50

08/29/2018	JDM	Multiple email correspondences with S. McSween re: process for Curae board approval of DIP financing	0.10	32.50
08/29/2018	JDM	Email Certified Charters and Articles of Organization received from the Tennessee Secretary of State for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC to Caryn Wang and Dave Gordon at Polsinelli	0.10	32.50
08/29/2018	JDM	Review and comment on proposed Curae board resolution approving DIP financing	0.10	32.50
08/29/2018	JLW	discuss Curae history and data issues with Steve McSween	0.60	255.00
08/29/2018	SAM	Phone conference with S. Clapp re: nondisclosure issues on historical data and status of DIP financing	0.20	105.00
08/29/2018	SAM	Review resolutions for Midcap DIP financing	0.30	157.50
08/29/2018	SAM	Conference with IP attorney John Wood re: accessing historical data for Curae hospitals from previous owner	0.20	105.00
08/29/2018	SAM	Telephone conferences with attorney John Wood and with Steve Clapp re: nondisclosure issues involved in accessing historical data for Curae hospital from previous owner	0.40	210.00
08/29/2018	SAM	Correspondence with Marshall Glade and Steve Clapp re: financial reporting	0.20	105.00
08/29/2018	SAM	Telephone conference with attorney (confidential) for party interested in bidding on Batesville as well as other hospitals	0.30	157.50
08/29/2018	SAM	Telephone conference with bankruptcy counsel re: status of stalking horse negotiations	0.20	105.00
08/29/2018	SAM	Telephone conference with W. Kittrell re: APA for stalking horse	0.10	52.50
08/29/2018	SAM	Review resolution for board to consider approving MidCap DIP Credit Agreement	0.40	210.00
08/29/2018	SAM	Prepare for and serve as counsel in meeting of the board of directors of Curae by telephone for the purpose of considering and voting on a resolution to approve MidCap as the DIP lender	1.20	630.00
08/29/2018	SAM	Correspondence with Curae Board of Directors and S. Clapp (8 emails) re: telephone meeting for resolution approving DIP financing for MidCap and an update on bankruptcy proceedings	0.40	210.00
08/29/2018	SAM	Correspondence with Dave Gordon and Steve Clapp re: contact from second potential purchaser for Amory and Batesville hospitals and whether information could be provided	0.20	105.00
08/29/2018	SAM	Telephone conference with (confidential), counsel for potential purchaser of Amory and Batesville, re: status of bankruptcy and stalking horse agreement	0.40	210.00
08/30/2018	JDM	Attention to emails from Curae team, EMAD team and working group re: diligence room for Batesville and Clarksdale	0.30	97.50

08/30/2018	JDM	Prepare for and participate in phone conference with Curae team - S. Clapp, S. Moore, T. Brown, A. McLerran, S. Nelms, D. Lopater, A. Mowell - and SAM re: setting up due diligence data rooms for Batesville and Clarksdale	0.50	162.50
08/30/2018	JDM	Multiple email correspondences with Curae team re: items that need to be uploaded into due diligence sites for hospitals	0.20	65.00
08/30/2018	MBC	Telephone conference with Mr. Lopater regarding the information to be provided to employees regarding certain employment issues in the bankruptcy proceedings	0.30	127.50
08/30/2018	SAM	Correspondence with Dave Gordon and Steve Clapp re: negotiation of APA and cure cost issue	0.30	157.50
08/30/2018	SAM	Phone conference with S. Clapp and David Gordon re: procedure for bids by other parties following submission of stalking horse bid	0.30	157.50
08/30/2018	SAM	Phone conference with attorney for potential bidder advising attorney of procedure post-submission of stalking horse bid	0.30	157.50
08/30/2018	SAM	Correspondence with S. Clapp and D. Gordon re: conversation with Senator Hob Bryan and potential second bidder on Amory and perhaps another hospital	0.20	105.00
08/30/2018	SAM	Series of emails with S. Clapp and D. Gordon updating everyone with respect to another potential bidder post-submission providing the stalking horse bid	0.20	105.00
08/30/2018	SAM	Correspondence with Dave Gordon, Steve Clapp and Jeremy Miller re: use of existing dataroom for DIP sale	0.20	105.00
08/30/2018	SAM	Correspondence with S. Clapp and D. Gordon re: failure of physicians at Batesville to deposit pre-petition checks which are now being rejected and need to get those amounts paid to keep physicians from stopping work and injuring hospital	0.30	157.50
08/30/2018	SAM	Correspondence with S. Clapp and Curae Team re: need for due diligence collection with respect to Morgan Stanley's brokerage of hospitals	0.10	52.50
08/30/2018	SAM	Review of Morgan Stanley's due diligence check list	0.10	52.50
08/30/2018	SAM	Prepare for and participate in in due diligence call with Jeremy Miller, Stephen Clapp, Austin Mowell, Tim Brown, Andrea McLerran, Susanne Nelms, David Lopater, Sarah Moore allocating responsibility for due diligence information collection and uploading to Box.com	0.40	210.00
08/30/2018	SAM	Receipt and review of Batesville and Clarksdale Internal Due Diligence Request List and Tracker	0.20	105.00
08/30/2018	SAM	Correspondence with S. Clapp and T. Brown re: time frame for financials to be provided in due diligence	0.10	52.50
08/30/2018	SAM	Correspondence with David Gordon re: mark-up of Bid Procedures/Auction motion from Waller and review of same	0.40	210.00

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08/30/2018	SAM	Correspondence with David Gordon re: demand for 30 days to close after approval by bankruptcy court of sale to stalking horse and other issues with Sales Procedure	0.20	105.00
08/30/2018	SAM	Conference call with entire team to review and comment on revised APA	0.30	157.50
08/30/2018	SAM	Receipt and review of information on pro fees and contract services at Panola hospital and forward to potential purchaser	0.40	210.00
08/30/2018	SAM	Correspondence with Waller Lansden, Dave Gordon and Steve Clapp re: mark up on bid procedures and review of same	0.40	210.00
08/30/2018	SAM	Correspondence with S. Clapp, Tim Brown and counsel for potential purchaser of Batesville re: due diligence information	0.40	210.00
08/30/2018	SAM	Phone conferences (2) with counsel for potential purchaser of Batesville	0.20	105.00
08/31/2018	JDM	Phone conference with Sarah Moore to discuss meeting minutes for Curae Board meeting approving bankruptcy and general due diligence matters	0.30	97.50
08/31/2018	SAM	Phone conference with Steve Clapp, CEO, to discuss open issues in APA	0.20	105.00
08/31/2018	SAM	Correspondence with David Gordon re: expected updates to APA by stalking horse bidder; Final review of APA draft	0.50	262.50
08/31/2018	SAM	Correspondence with Steve Clapp re: executed DIP loan document	0.10	52.50
08/31/2018	SAM	Phone conference with bankruptcy counsel, Steve Clapp, W. Kittrell and Jeremy Miller re: revisions to APA in an attempt to finalize today due to deadline from MidCap	0.30	157.50
08/31/2018	SAM	Correspondence with Will Kittrell re: his comments and revisions to APA for turning draft to Buyer	0.10	52.50
08/31/2018	SAM	Conference call with client and co-counsel to discuss revisions to APA and negotiation strategy	0.30	157.50
08/31/2018	SAM	Participate in conference call with stalking horse purchaser and counsel and bankruptcy counsel to negotiate final terms of stalking horse APA	0.80	420.00
08/31/2018	SAM	Correspondence with counsel to Stalking Horse purchaser re: revisions to APA	0.20	105.00
08/31/2018	SAM	Review revised draft of purchase agreement for stalking horse	0.80	420.00
08/31/2018	SAM	Phone conference with Steve Clapp re: physician employees who did not cash paychecks before bankruptcy filing	0.30	157.50
08/31/2018	SAM	Research ways to get physician compensation paid to avoid losing them	0.60	315.00
08/31/2018	SAM	Phone conference with county attorney for Clarksdale re: obtaining funds from county to cover physician checks	0.20	105.00
08/31/2018	SAM	Correspondence with S. Clapp as to the documentation for the swing bed repayment to OIG to provide to Buyer's counsel	0.30	157.50



08/31/2018	SAM	Correspondence with S. Clapp re: whether county attorney for Clarksdale received an opinion from the Mississippi AG on loaning county funds to the hospital	0.20	105.00
08/31/2018	SAM	Conference with Jeremy Miller re: proposed amendments to APA and ways to address open issues	0.30	157.50
08/31/2018	SAM	Conference with W. Kittrell re: APA revisions	0.20	105.00
08/31/2018	SAM	Receipt and review of executed APA	0.10	52.50
08/31/2018	SAM	Correspondence with Buyer's counsel re: signature pages	0.10	52.50
08/31/2018	SAM	Correspondence with Waller Lansden, Buyer's counsel, re: finalizing revisions to APA (19 emails)	0.40	210.00
08/31/2018	SAM	Receipt and review of solicitation from Crowe to serve as counsel to the unsecured creditors committee and forward same to David Gordon	0.20	105.00
08/31/2018	SAM	Correspondence with David Gordon re: providing APA to public	0.30	157.50
08/31/2018	SAM	Phone conference with Tom Ross, attorney for Clarksdale county, re: possibility of providing funds to cover	0.10	52.50
08/31/2018	SAM	Phone conference with S. Clapp re: Tom Ross call and problems with covering physician compensation checks	0.20	105.00
08/31/2018	SAM	Correspondence with Steve Clapp re: premature public announcement by Tupelo of stalking horse agreement	0.40	210.00
08/31/2018	SAM	Correspondence with [confidential person A] of filing of stalking horse agreement	0.20	105.00
08/31/2018	SAM	Correspondence with [confidential person B] of filing of stalking horse agreement	0.20	105.00
09/01/2018	JLW	Review timeline of events related to Trinsys data porting issue;	0.30	127.50
09/03/2018	JDM	Draft and revise Curae board meeting minutes from August 29, 2018 meeting approving DIP Financing	0.40	130.00
09/03/2018	JDM	Compose and send email correspondence to S. Moore, S. Clapp and SAM re: revised Curae board meeting minutes approving DIP loan with Midcap	0.10	32.50
09/04/2018	JDM	Conferences with Jeff Ware, Egerton McAfee CTO, to discuss data room setups, openness, and restricting visibility and access	0.20	65.00
09/04/2018	JDM	Conference with SAM re: data room access for Morgan Stanley	0.10	32.50
09/04/2018	JDM	Multiple email correspondences with S. Clapp and Trey Crabb and Zach Chen from Morgan Stanley re: access to hospital data due diligence rooms and granting access to other third parties	0.30	97.50
09/04/2018	JDM	Emails with S. Clapp and S. McSween re: Non Disclosure Agreements for potential purchasers of hospitals who would like access to due diligence rooms	0.20	65.00
09/04/2018	SAM	Update call with David Gordon, Tim Brown and Steve Clapp	0.30	157.50

09/04/2018	SAM	Correspondence with Steve Clapp re: swing bed payment and response from CMS	0.20	105.00
09/04/2018	SAM	Correspondence with Morgan Stanley and Trey Crabb re: access to dataroom by interested parties	0.10	52.50
09/04/2018	SAM	Correspondence with Jeremy Miller re: drafting NDA for Morgan Stanley that gives it authority to give interested parties access to dataroom who also sign NDA	0.20	105.00
09/04/2018	SAM	Phone conference with S. Clapp re: stalking horse bid, financing and other issues	0.30	157.50
09/04/2018	SAM	Conference with J. Miller re: dataroom access to be granted by Morgan Stanley to potential purchasers	0.10	52.50
09/04/2018	SAM	Correspondence with Steve Clapp and Andrea Mitchell re: financial reports needed from Clarksdale	0.20	105.00
09/04/2018	SAM	Phone conference with attorney for [confidential] re: status of review of Amory in preparation for making offer	0.20	105.00
09/04/2018	SAM	Phone conference with Steve Clapp re: [confidential] progress in reviewing financials	0.10	52.50
09/04/2018	SAM	Phone conference with David Gordon re: status of stalking horse bid and potential other offer	0.20	105.00
09/04/2018	SAM	Correspondence with S. Clapp re: change in deal counsel for Amory by Tupelo	0.20	105.00
09/04/2018	SAM	Phone conference with S. Clapp re: information to share about new bidder and process	0.20	105.00
09/04/2018	SAM	Correspondence with bankruptcy attorneys and Steve Clapp re: negotiation with potential new bidder on one or more hospitals and information shared	0.50	262.50
09/04/2018	SAM	Phone conference with Steve Clapp re: discussion with new bidder	0.20	105.00
09/05/2018	JDM	Email correspondences with S. Clapp and C. Wang re: assignment of certain physician contracts and emergency motion to approve and assume such contracts	0.10	32.50
09/05/2018	JDM	Review Morgan Stanley form Confidentiality Agreement they've proposed to utilize in connection with sale of hospitals	0.30	97.50
09/05/2018	JDM	Review, draft and revise Exhibit A to Emergency Motion to Assume Contracts	0.70	227.50
09/05/2018	JDM	Email correspondences with Trey Crabb and Zach Chen of Morgan Stanley, S. Clapp, A. Mowell, and SAM re: review of Morgan Stanley NDA and request for NDA between Morgan Stanley and Curae	0.10	32.50
09/05/2018	JDM	Email correspondences with Trey Crabb and Steve Clapp re: Confidentiality Agreement between Curae and Morgan Stanley	0.10	32.50
09/05/2018	JDM	Review and approve of Confidentiality Agreement between Curae and Morgan Stanley	0.10	32.50

09/05/2018	JDM	Email correspondences with S. Clapp, S. Moore, and A. Mowell re: progress of due diligence uploads for all 3 hospital data rooms in preparation of compiling data books for the hospital sales activity	0.10	32.50
09/05/2018	JDM	Compose and send email correspondence to S. Moore, A. Mowell, S. Clapp and SAM re: update on items that can be marked compete on due diligence tracker for hospital diligence sites	0.10	32.50
09/05/2018	SAM	Conference with S. Clapp and T. Brown at Curae offices re: potential claim against third party	0.20	105.00
09/05/2018	SAM	Review interview with CEO Steve Clapp re: bankruptcy filing by Curae in HealthLeaders	0.20	105.00
09/06/2018	JDM	Email correspondences with S. Moore re: status of due diligence gathering and uploading for Amory, Batesville, and Clarksdale data rooms	0.10	32.50
09/10/2018	JDM	Email correspondences with Tim Brown re: copy of Membership Interest Purchase Agreement for Northwest Medical Center	0.10	32.50
09/10/2018	KSK	Research potential claims against creditor of Curae	0.30	75.00
09/10/2018	SAM	Correspondence with S. Clapp and D. Gordon re: DIP unsecured creditors committee request for documents	0.20	105.00
09/10/2018	SAM	Phone conference with David Gordon re: rules for document production to the unsecured creditors committee	0.30	157.50
09/10/2018	SAM	Correspondence with S. Clapp and David Gordon re: bankruptcy rules for entering into new agreements for MRI service, equipment leases, etc., to replace existing vendors, and to go live with 340b program	0.20	105.00
09/10/2018	SAM	Phone conference with D. Gordon and S. Clapp re: rules for replacing vendors	0.30	157.50
09/10/2018	SAM	Correspondence with S. Clapp, T. Brown and A. McClerran re: wound care and dental claims during CHS time of ownership	0.10	52.50
09/10/2018	SAM	Review of Creditor's Committee document request	0.20	105.00
09/10/2018	SAM	Receipt and review of Chart of Critical Dates and Financial Reporting Supplement from S. Clapp	0.40	210.00
09/10/2018	SAM	Correspondence with D. Gordon, Marshall Glade, S. Clapp and T. Brown re: rules for entering into contracts "in the ordinary course of business"	0.20	105.00
09/10/2018	SAM	Phone conference with D. Gordon, Marshall glade, S. Clapp and T. Brown re: rules for entering into contracts	0.30	157.50
09/10/2018	SAM	Correspondence with David Gordon, Steve Clapp, W. Kittrell, T. Brown and Marshall Glade re: rules on sharing financial information with ServisFirst	0.30	157.50
09/10/2018	SAM	Correspondence with S. Clapp re: research of possible claim against [confidential]	0.20	105.00

09/11/2018	SAM	Correspondence with Jeremy Miller and David Gordon re: ServisFirst Bank request for access to dataroom	0.10	52.50
09/11/2018	SAM	Phone conference with Morgan Stanley re: hospital marketing update	0.40	210.00
09/11/2018	SAM	Correspondence with Susanne Kozma and Leigh Naugher and Allen Tyra re: lease rate for physician office	0.10	52.50
09/11/2018	SAM	Correspondence with Susanne Kozma and Leigh Naugher and Allen Tyra re: need for bankruptcy court approval of physician office lease and terms of lease	0.20	105.00
09/11/2018	SAM	Correspondence with attorney Caryn Wang and David Gordon re: additional information needed to determine if court approval of physician office lease is necessary	0.20	105.00
09/11/2018	SAM	Correspondence with Jeremy Miller, David Gordon and other counsel re: due diligence for ServisFirst bank	0.10	52.50
09/12/2018	JDM	Email correspondences with T. Brown, Jayne Pursiano, Kevin Martin, Steve Horton, and Caryn Wang re: contracts lists for all 3 facilities	0.10	32.50
09/12/2018	JDM	Add Kevin Martin, Jayne Pursiano and Cary Wang to all 4 due diligence data rooms for 3 hospitals	0.10	32.50
09/12/2018	KSK	Conference with S.McSween re: bankruptcy requirements for future contracts	0.20	50.00
09/12/2018	SAM	Correspondence with Susanne Kozma re: physician office lease for Otolaryngology Assoc. with Amory Hospital	0.10	52.50
09/12/2018	SAM	Review early termination clause in Otolaryngology physician office lease for Amory hospital	0.10	52.50
09/12/2018	SAM	Correspondence with Steve Clapp; Caryn Want and David Gordon re: bankruptcy rules on entering into new leases with physicians during the bankruptcy and the advantage in bankruptcy of having the right to terminate the lease on 30 days' notice without cause	0.50	262.50
09/12/2018	SAM	Revise lease terms to provide for termination at any time on 30 days advance written notice and at the same time maintaining compliance with the Stark and Anti-kickback rules on physician office leases in the event of early termination	0.50	262.50
09/12/2018	SAM	Correspondence with Susanne Kozma re: finalizing lease language on termination rights and forwarding to client	0.10	52.50
09/12/2018	SAM	Correspondence with Leigh Naugher of Gilmore hospital in Amory re: additional change to lease start date	0.10	52.50
09/12/2018	SAM	Correspondence with Allen Tyra, CEO of Amory hospital, re: defenses to and procedure for objecting to possible claim by BMC Group	0.30	157.50
09/13/2018	SAM	Receipt and review of Curae Hospital Outreach log from Morgan Stanley	0.10	52.50

09/13/2018	SAM	Correspondence with Allen Tyra license fees and other payments due state regulatory agencies and others for prepetition and post-petition debt	0.40	210.00
09/13/2018	SAM	Correspondence with Caryn Wang, bankruptcy counsel, re: propriety of paying pre-petition debts with respect to licensures and permits for the hospital	0.30	157.50
09/13/2018	SAM	Correspondence with Allen Tyra re: restriction on paying regulatory bodies for prepetition fees	0.30	157.50
09/13/2018	SAM	Correspondence with Allen Tyra re: whether payment could be made for car tags	0.10	52.50
09/13/2018	SAM	Correspondence with Caryn Wang re: car tag and other de minimis payments	0.10	52.50
09/14/2018	JDM	Email correspondences with Sarah Moore and Steve Clapp re: NDA, Indemnification Letter and Engagement Letter with Morgan Stanley	0.10	32.50
09/14/2018	JDM	Review NDA and Indemnification Letter between Curae and Morgan Stanley	0.10	32.50
09/14/2018	JDM	Prepare for and participate in phone conference with Curae team, Dave Gordon and Caryn Wang (Polsinelli), the CEOs of Amory, Batesville, and Clarksdale to discuss day to day contracts for each hospital and operating hospital businesses	0.80	260.00
09/14/2018	KSK	Phone conference with bankruptcy counsel re: bankruptcy procedures for contracts, leases, and general operations of the hospitals going forward	0.70	175.00
09/14/2018	SAM	Correspondence with David Gordon, Steve Clapp re: issues involved in renewing licenses for long term acute care beds pursuant to Mississippi CON law	0.30	157.50
09/14/2018	SAM	Correspondence re: LTAC CON renewal	0.20	105.00
09/14/2018	SAM	Conference with call with bankruptcy counsel and hospital administrators to discuss what is permissible and impermissible under the bankruptcy law with vendors and physicians	0.70	367.50
09/14/2018	SAM	Review of CON extension packet for LTAC	0.10	52.50
09/14/2018	SAM	Correspondence with bankruptcy counsel re: renewal of car tags during bankruptcy and follow up with hospital administrators re: same	0.20	105.00
09/17/2018	JDM	Email correspondences with S. Clapp, S. McSween, T. Brown, A. McLerran, D. Gordon and C. Wang re: IT Transitional Services Agreement with CHS	0.10	32.50
09/17/2018	JDM	Conference with SAM re: Medicare letter for clawback claim	0.10	32.50
09/17/2018	SAM	Correspondence with S. Clapp re: obtaining reimbursement of Swing Bed consultant's expenses from CHS	0.20	105.00
09/17/2018	SAM	Review invoices from consultant re: review of swing bed records and Amory	0.10	52.50

09/17/2018	SAM	Correspondence with Dave Gordon re: whether to send invoices to CHS for reimbursement of consultant's expenses on swing bed issue	0.10	52.50
09/17/2018	SAM	Correspondence with Andrea McLerran about how to handle pre-petition patient account credit balances related to overpayments and the 60 day window for repayment under bankruptcy law	0.20	105.00
09/17/2018	SAM	Review of claim from CMS for RAC AUDIT overpayment and correspondence with Andrea McLerran	0.20	105.00
09/17/2018	SAM	Correspondence with Caryn Wang re: proper response to CMS re: RAC audit	0.20	105.00
09/17/2018	SAM	Receipt and review request from Susanne Nelms for research concerning the application of the Stark law to a physician contract renewal and/or modification at Amory	0.20	105.00
09/17/2018	SAM	Research applicable Stark and Kickback Law to holdover of employment agreement when Physician was not willing to sign long term agreement	0.70	367.50
09/17/2018	SAM	Review of research from attorney Susanne Kozma re: Stark and Kickback law pertaining to amendment to physician employment agreement who wanted early out	0.40	210.00
09/17/2018	SAM	Conference with Susanne Kozma re: terms of amendment to employment agreement for Amory physician based on research	0.30	157.50
09/17/2018	SAM	Correspondence with Susanne Nelms re: results of Stark and Kickback research and possibility of physician's agreement to one year extension contract with right to terminate without cause on 30 days' notice in order to comply with Stark	0.40	210.00
09/17/2018	SAM	Review invoices from consultant re: Swing Bed audit and forward to CHS for payment	0.20	105.00
09/18/2018	JDM	Email correspondences with WHK and SAM re: confidentiality issues with CHS documents	0.10	32.50
09/18/2018	JDM	Review Asset Purchase Agreement and Transition Services Agreements with CHS to determine consequences/terms of confidentiality provisions	0.20	65.00
09/18/2018	JDM	Compose and send email correspondence to Steve Braun sending him copy of letter to CHS re: notice of delinquent tax payments and CMS reimbursements	0.10	32.50
09/18/2018	JDM	Send certified letter to CHS re: notice of delinquent tax payments and CMS reimbursements	0.10	32.50
09/18/2018	SAM	Update call with Morgan Stanley re: marketing of hospitals	0.20	105.00
09/19/2018	JDM	Add Terri Marshall, Steve Ordaz and Martha Araki from bmcgroup to the hospital due diligence data rooms	0.10	32.50
09/19/2018	JDM	Email correspondences with Kevin Martin from BMC Group re: addition additional BMC employees to due diligence folders for the hospitals	0.10	32.50

09/19/2018	JDM	Conference with S. McSween to discuss language of Curae and Morgan Stanley Engagement Letter	0.10	32.50
09/19/2018	JDM	Email correspondences with C. Wang, S. Clapp and SAM re: Curae/Morgan Stanley Side Engagement Letter	0.10	32.50
09/19/2018	SAM	Correspondence with Susanne Nelms re: urgent need for Nurse Practitioner Employment Agreement and terms of agreement	0.30	157.50
09/19/2018	SAM	Follow up email from S. Nelms containing MGMA data supporting compensation and previous agreement	0.20	105.00
09/19/2018	SAM	Correspondence with S. Nelms and M. Carrasco and Emily Cochran re: Tanisha Martin wRVU threshold for contract compensation	0.20	105.00
09/20/2018	JDM	Review email correspondences from Steve Clapp re: financing secured for potential sale of Russellville Hospital	0.10	32.50
09/20/2018	JDM	Email correspondences with Steve Clapp re: documents to draft for Russellville hospital divestiture	0.10	32.50
09/20/2018	SAM	Correspondence with Trey Crab re: Hospital update call	0.10	52.50
09/20/2018	SAM	Correspondence with Dave Gordon, Caryn Wang re: phone conference to update on open issues and next steps	0.10	52.50
09/21/2018	JDM	Prepare for and participate in phone conference with Dave Gordon, Caryn Wang, WHK, and KSK re: amendments to APA and other bankruptcy related items	0.50	162.50
09/21/2018	JDM	Conference with SAM and WHK to discuss items for call with Curae's bankruptcy counsel	0.20	65.00
09/21/2018	JDM	Attention to email correspondences from Zach Chen to potential purchasers re: Curae Health Confidential Information Memorandum	0.10	32.50
09/21/2018	JDM	Emails with potential purchaser who signed NDA inquiring as to which hospitals he wants due diligence data room access to	0.10	32.50
09/21/2018	SAM	Correspondence with David Gordon, Andrew Sherman and Megan Seliber re: conflict with Polsinelli firm being adverse to MidCap and possible retention of Egerton McAfee relating to MidCap loan documents	0.30	157.50
09/21/2018	SAM	Correspondence with David Gordon and Megan Seliber re: application for employment extension	0.10	52.50
09/21/2018	SAM	Correspondence with David Gordon, Joel Southern, CEO pf Clarksdale, Steve Clapp and Tim Brown re: maintaining Morrison's contract for continued food service at Clarksdale hospital and possible termination by Morrison's	0.20	105.00
09/22/2018	JDM	Email correspondences with potential hospital purchaser re: adding team to due diligence data rooms for all 3 hospitals	0.10	32.50
09/22/2018	JDM	Add potential purchaser to data rooms for hospitals	0.10	32.50
09/22/2018	JDM	Email potential purchase of hospital(s) re: which data rooms he would like access to	0.10	32.50

09/22/2018	JDM	Emails with potential purchaser re: adding he and his team to all 3 hospital data rooms	0.10	32.50
09/23/2018	JDM	Review email correspondences re: his team's access to hospital data rooms	0.10	32.50
09/24/2018	JDM	Review emails and attachments from Tony Young at Morgan Stanley re: NDA and Confidentiality Memorandum for new potential purchaser	0.10	32.50
09/24/2018	JDM	Emails with potential purchasers re: whom they need to give access to data rooms	0.10	32.50
09/24/2018	JDM	Add additional potential bidders to all 3 hospital data rooms	0.10	32.50
09/24/2018	SAM	Phone conference with Dave Gordon re: possibility of Egerton McAfee's scope of representation be expanded to include any future litigation against MidCap if necessary and advise Gordon that Egerton has no conflict and can represent Debtor in litigation against MidCap	0.20	105.00
09/24/2018	SAM	Discuss request to expand Egerton McAfee's scope of representation to include representing Debtor in possible future litigation against MidCap with W. Kittrell	0.10	52.50
09/24/2018	SAM	Correspondence with M. Carrasco and Susanne Nelms re: clarification of compensation structure for employed Nurse Practitioner at Batesville	0.10	52.50
09/24/2018	SAM	Phone call with Steve Clapp re: update on meetings in Nashville with unsecured creditors committee, MidCap and others	0.20	105.00
09/24/2018	SAM	Receipt and review of NDA from Alliant Management Services with respect to hospital sale	0.10	52.50
09/24/2018	SAM	Correspondence with Susanne Kozma re: Clarksdale MOB lease with hospital as tenant	0.20	105.00
09/24/2018	SAM	Correspondence with M. Carrasco and Susanne Nelms and Emily Cochran re: contract terms for wRVU threshold and payout	0.10	52.50
09/24/2018	SAM	Correspondence with S. Clapp, Travis Lloyd, attorney for CHS, re: expense reimbursements to Curae re: swing bed unit reopening	0.30	157.50
09/25/2018	JDM	Add potential purchaser to additional data rooms per his request	0.10	32.50
09/25/2018	JDM	Email correspondences with S. Clapp re: data room activity	0.10	32.50
09/25/2018	JDM	Review and check data room activity and invitations	0.20	65.00
09/25/2018	SAM	Correspondence with Travis Lloyd, counsel for CHS, re: refusal of CHS to reimburse Curae for costs of training employees for re-opening of Swing Bed Unit in hospital	0.30	157.50
09/25/2018	SAM	Correspondence with Emily Cochran, Director of Business Office and M. Carrasco re: executable version of contract vs.	0.10	52.50



09/25/2018	SAM	Review and revise Supplemental Declarations from David Gordon	0.30	157.50
09/25/2018	SAM	Correspondence with David Gordon re: finalizing Supplemental Declarations	0.10	52.50
09/25/2018	SAM	Correspondence with M. Carrasco and s. Nelms re: revisions to employment contract of Tanisha Martin PMHNP-BC	0.10	52.50
09/26/2018	JDM	Emails with new potential purchaser re: access to data rooms	0.10	32.50
09/26/2018	JDM	Add potential purchaser to 3 hospital data rooms	0.10	32.50
09/26/2018	SAM	Receipt and review of statement from Epstein Becker Green for legal fees with respect to swing bed issue and respond with email advising of the filing of the bankruptcy petition	0.20	105.00
09/26/2018	SAM	Forward statement from Epstein Becker to Travis Lloyd, counsel for CHS, for payment	0.10	52.50
09/26/2018	SAM	Correspondence with Susanne Nelms, VP of Physician Practices, re: whether to submit draft agreement to provider	0.10	52.50
09/26/2018	SAM	Correspondence with Emily Cochran and Susanne Nelms re: extension of employment agreement with Physician and necessity for bankruptcy court approval	0.30	157.50
09/26/2018	SAM	Correspondence with Allen Tyra re: possible claim to funds from class action on lithium batteries	0.10	52.50
09/26/2018	SAM	Correspondence with Rocky King re: researching lithium battery class action	0.10	52.50
09/26/2018	SAM	Review of amendment to Dr. Parker's agreement extending term for one year with 30 day termination	0.10	52.50
09/26/2018	SAM	Correspondence with Steve Braun, lead counsel for CHS, re: resolution of payroll tax issue raised by Mississippi Department of Revenue and update on RAC audit issue – both of which were pre-closing and review of issues	0.30	157.50
09/26/2018	SAM	Conference with S. Kozma re: Dr. Parker's agreement	0.10	52.50
09/26/2018	SAM	Review contract breach issues for expenses from consultant for training Gilmore employees to reopen the swingbed unit which expenses CHS refuses to pay	0.50	262.50
09/26/2018	SAM	Phone conference with attorney for CHS Travis Lloyd re: CHS refusal to reimburse Curae for the expense of training employees as part of reopening the swing bed unit and demand payment	0.30	157.50
09/26/2018	SAM	Correspondence with H. Ferguson (Egerton healthcare associate out on maternity leave) re: questions from Dr. Subramanya about bankruptcy and his J-1 visa	0.10	52.50
09/26/2018	SAM	Phone conference with Steve Clapp re: CHS refusal to reimburse swing bed expenses and substance of phone call with Travis Lloyd	0.10	52.50

09/26/2018	SAM	Correspondence with Melissa Carrasco – employment attorney with Egerton – re: J-1 visa for Dr. Rajesh Subramanya and responding to him re: questions about impact of bankruptcy	0.20	105.00
09/26/2018	SAM	Correspondence with S. Clapp re: CHS settlement of whistleblower claim re: former HMA hospitals and possible impact on Curae and swingbed negotiations over reimbursement of Curae expenses	0.20	105.00
09/27/2018	JDM	Review proposed Nondisclosure Agreement revisions requested by potential purchaser	0.10	32.50
09/27/2018	JDM	Attention to emails from prospective buyers and S. Clapp re: call to discuss due diligence	0.10	32.50
09/27/2018	JDM	Email correspondence with Morgan Stanley team re: new NDA for new potential purchaser	0.10	32.50
09/27/2018	JDM	Email correspondences with new potential purchaser re: who needs access to data rooms and which data rooms they want access to	0.10	32.50
09/27/2018	JDM	Emails with S. Clapp, S. Moore, D. Gordon, C. Wang, and M. Glade re: valuations of facilities	0.10	32.50
09/27/2018	SAM	Correspondence with S. Clapp re: contract amendment for Dr. Gerald Parker at Amory	0.10	52.50
09/27/2018	SAM	Conference with Susanne Kozma re: finalizing amendment	0.10	52.50
09/27/2018	SAM	Review and forward draft contract amendment for Parker to client	0.10	52.50
09/27/2018	SAM	Correspondence with Susanne Nelms (SHR employee in charge of physician contracting) re: extension of Dr. Siew’s contract with Batesville Hospital which expires on 10/1	0.10	52.50
09/27/2018	SAM	Correspondence with S. Kozma re: fast tracking extension of Dr. Siew’s contract due to Monday deadline	0.10	52.50
09/27/2018	SAM	Review of 4th amendment to contract previously prepared for Dr. Siew we have in our system that the client did not have; correspondence with client re: 4th amendment	0.20	105.00
09/27/2018	SAM	Correspondence with Andrea McLerran re: Medicare claims from Clarksdale being rejected Medicare pending revalidation of provider information	0.10	52.50
09/27/2018	SAM	Correspondence with Andrea McLerran re: United Healthcare rejection of claims due to zip code not matching the United info and so far United has not corrected the error resulting in failure to receive needed revenue at all 3 Mississippi hospitals	0.30	157.50
09/27/2018	SAM	Correspondence with Rockforde King, trial attorney, re: analysis of potential claim on behalf of hospitals in Lithium Ion Battery class action	0.10	52.50
09/27/2018	SAM	Correspondence with Emily Cochran re: execution by Dr. Siew of his Employment Agreement extension	0.10	52.50

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09/27/2018	SAM	Correspondence with Joel Southern, Paula Thompson, Susanne Nelms re: terms for the renewal of the lease on Campbell Clinic	0.10	52.50
09/27/2018	SAM	Correspondence with Susanne Kozma re: the terms of the agreement for Nurse Practitioner Edwards and correspondence with Susanne Nelms re: whether certain terms were necessary in light of bankruptcy	0.20	105.00
09/27/2018	SAM	Receipt and review of draft renewal lease for Campbell Clinic from Susanne Kozma	0.20	105.00
09/28/2018	JDM	Conference with SAM re: NDA revisions for potential purchaser	0.10	32.50
09/28/2018	JDM	Emails with Morgan Stanley team re: NDA for potential purchaser	0.10	32.50
09/28/2018	JDM	Email correspondences with potential purchaser re: giving him data room access for all 3 hospitals	0.10	32.50
09/28/2018	JDM	Add potential purchaser to hospital data rooms	0.10	32.50
09/28/2018	JLW	Discuss Tryinisys data porting issue with Steve;	0.10	42.50
09/28/2018	SAM	Correspondence re: adding Baker Donelson attorney to Data Room	0.10	52.50
09/28/2018	SAM	Correspondence with M. Carrasco (employment counsel) re: J-1 Waiver for Dr. Adefisayo, physician	0.10	52.50
09/28/2018	SAM	Correspondence with Jeremy Miller and Morgan Stanley re: approval of revisions to NDA by Acadia Healthcare	0.10	52.50
09/28/2018	SAM	Correspondence with Susanne Kozma re: revisions to lease for Campbell clinic	0.10	52.50
09/28/2018	SAM	Correspondence with Allen Tyra of Amory hospital and Rockforde King, litigation attorney, re: research into possible claim on behalf of hospital in lithium battery class action	0.20	105.00
09/28/2018	SAM	Review research on lithium battery class action and forward to Allen Tyra	0.10	52.50
09/28/2018	SAM	Correspondence with Daryl Doise re: Oceans Healthcare access to dataroom	0.10	52.50
09/28/2018	SAM	Phone call with Steve Clapp re: possible claims against third parties for damages and other bankruptcy issues	0.40	210.00
09/28/2018	SAM	Receipt and review of correspondence from Andrea McLerran describing problems with patient data migration from CHS to Curae system being handled by contractor Trinisys	0.30	157.50
09/28/2018	SAM	Correspondence with Andrea McLerran and John Wood (Egerton IT counsel) re: issues with Trinisys	0.10	52.50
09/28/2018	SAM	Review email from Wayne	0.10	52.50
09/28/2018	SAM	Review and forward relevant documents and correspondence from Trinisys to client to John Wood for his review	0.20	105.00

09/28/2018	SAM	Review email from Daphne Clement (Curae Employee) setting forth timeline re: Trinisys breach sent by secure email from Andrea McLerran	0.20	105.00
09/28/2018	SAM	Correspondence with Vince Jarnagin re: Trinisys breach issue and introduction to John Wood	0.10	52.50
09/28/2018	SAM	Phone call with John Wood discussing issues with data migration	0.20	105.00
10/01/2018	JDM	Email correspondences with D. Gordon, SAM, WHK, S. Clapp, Z. Chen, C. Wang and T. Crabbe re: data room activity reports	0.10	32.50
10/01/2018	JDM	Conference with J. Ware re: data room activity report	0.10	32.50
10/01/2018	JDM	Emails with Curae and Morgan Stanley team re: NDA for potential purchaser	0.10	32.50
10/01/2018	JLW	call with Vince at Curae regarding Trinisys transfer issue;	0.40	170.00
10/01/2018	JLW	review correspondence from Vince regarding Trinisys data transfer issue;	0.10	42.50
10/01/2018	JLW	review timeline of Trinisys data transfer issues and Trinisys agreements;	0.60	255.00
10/01/2018	JLW	respond to Vince regarding Trinisys rerunning data collection;	0.10	42.50
10/01/2018	JLW	review email chain from Cynthia Coulter regarding Trinisys transfer;	0.10	42.50
10/01/2018	JLW	Discuss Curae - Trinisys issues with Steve;	0.20	85.00
10/01/2018	JLW	Discuss record issues with Will;	0.30	127.50
10/01/2018	SAM	Correspondence with Steve Clapp and Joel Southern re: dispute over Clarksdale Medical Staff election of officers	0.20	105.00
10/01/2018	SAM	Review contract and service issues with Trinisys issues	0.20	105.00
10/01/2018	SAM	Phone call with Vince Jarnagin (Curae IT head) and John Wood (Egerton IT counsel) re: inability of Trinisys to move data so that Curae can access patient records	0.30	157.50
10/01/2018	SAM	Conference with M. Carrasco (employment attorney) re: drafting the term of a contract for a nurse practitioner	0.20	105.00
10/01/2018	SAM	Correspondence with S. Clapp re: attorney for interested party obtaining access to dataroom	0.10	52.50
10/01/2018	SAM	Correspondence with John Wood re: running of exception report for Trinisys issue	0.10	52.50
10/01/2018	SAM	Correspondence with Zach Chen of Morgan Stanley re: NDA for interested party	0.10	52.50
10/01/2018	SAM	Correspondence with Joel Southern and Steve Clapp re: dispute over Medical Staff election of officers	0.10	52.50
10/01/2018	SAM	Review secure email re: Clarksdale Medical Staff Bylaws pertaining to election of officers and documents associated with casting votes	0.30	157.50

10/01/2018	SAM	Phone conference with Joel Southern and Earnestine Williams re: Clarksdale Medical Staff bylaws re: election of Medical Staff Officers and suggest resolution of issue	0.70	367.50
10/01/2018	SAM	Correspondence with John Wood regarding making sure that Trinisys – not Curae - is responsible for finding errors	0.10	52.50
10/02/2018	JDM	Emails with J. Ware re: information and parameters for data room activity reports	0.10	32.50
10/02/2018	JDM	Review email from Trey Crabbe re: Interested Parties and auction procedure items	0.10	32.50
10/02/2018	JDM	Phone conference with SAM, D. Gordon, S. Clapp and Morgan Stanley team to review potential bidders/purchasers and discuss ongoing sale efforts	0.50	162.50
10/02/2018	SAM	Correspondence with Allen Tyra (CEO of Amory Hospital) re: issues with payment of employed cardiologist	0.30	157.50
10/02/2018	SAM	Conference with Susanne Kozma (associate with Egerton) re: research regarding payment of Amory cardiologist	0.10	52.50
10/02/2018	SAM	Follow up email with S. Kozma re: cardiology overpayment issue	0.10	52.50
10/02/2018	SAM	Receipt and review of Notice from the Mississippi Department of Revenue for taxes due for tax year when CHS owned the hospital, and forward notice to Travis Lloyd, counsel for CHS to pay	0.30	157.50
10/02/2018	SAM	Correspondence with Sandy Bumbalough re: pre-petition invoices from Rehab Resources re: Swing Bed training	0.20	105.00
10/03/2018	JDM	Emails with Morgan Stanley team and potential bidder/purchasers re: adding purchasers to data rooms	0.10	32.50
10/03/2018	JDM	Add potential purchasers/bidders to data room for all 3 hospitals	0.10	32.50
10/03/2018	JDM	Review data room activity report from inception through yesterday	0.10	32.50
10/03/2018	JDM	Email updated data room activity report to Trey Crabb, D. Gordon, C. Wang, SAM, WHK, S. Clapp and Z. Chen	0.10	32.50
10/03/2018	JDM	Email correspondences with potential bidder and Morgan Stanley team re: potential bidders email addresses and which hospital data rooms he would like to see	0.10	32.50
10/03/2018	JDM	Attention to emails with S. Clapp and D. Gordon re: data room reports	0.10	32.50
10/03/2018	JDM	Review executed NDA from Morgan Stanley for new potential purchaser	0.10	32.50
10/03/2018	SAM	Legal research re: resolution of physician payment issue	0.20	105.00
10/03/2018	SAM	Correspondence with Allen Tyra re: resolution of physician payment issue	0.10	52.50

10/03/2018	SAM	Correspondence with David Gordon and Caryn Wang re: retention order	0.10	52.50
10/03/2018	SAM	Receipt and review of Mississippi Dept. of Revenue notices of nonpayment from Andrea McLerran	0.10	52.50
10/03/2018	SAM	Forward MS. Department of Revenue notices to CHS for payment	0.10	52.50
10/03/2018	SAM	Correspondence with Allen Tyra and Curae management re: visit to Amory by patient care ombudsman	0.20	105.00
10/03/2018	SAM	Correspondence with S. Clapp re: lithium ion battery class action and possibility of filing claim	0.10	52.50
10/03/2018	SAM	Correspondence with S. Kozma re: terms of recoupment and rough draft of set-off agreement to resolve physician overpayment issue	0.20	105.00
10/03/2018	SAM	Review of notice received by Fed Ex from Specialcare - vendor that processes hospital claims of an increase in price and related correspondence with A. McLerran, A. Tyra and T. Brown	0.20	105.00
10/04/2018	JDM	Add potential purchaser to all 3 hospital data rooms	0.10	32.50
10/04/2018	JDM	Emails with potential purchaser and Morgan Stanley team re: data rooms	0.10	32.50
10/04/2018	JDM	Emails with J. Ware re: running data room activity reports each week	0.10	32.50
10/04/2018	JDM	Emails with D. Gordon, S. Clapp, T. Crabb, Z. Chen, C. Wang, WHK and SAM re: data room activity reports	0.10	32.50
10/04/2018	JLW	review status update on Trinisys transfer issue;	0.10	42.50
10/04/2018	SAM	Correspondence with Steve Clapp, David Gordon and Marshall Glade re: updated cash flow forecast and possibility of unsecured creditor committee requiring rejection of lease	0.40	210.00
10/04/2018	SAM	Phone conference with bankruptcy counsel and financial advisers re: shortfall in cash at Clarksdale and possible steps to correct	0.10	52.50
10/04/2018	SAM	Review AR fluctuation chart in Mississippi market with respect to Clarksdale	0.10	52.50
10/04/2018	SAM	Research regarding impact of rumored CHS bankruptcy on Ch. 11 of Curae and on Clarksdale hospital lease guaranteed by CHS	0.20	105.00
10/04/2018	SAM	Correspondence with Tom Ross, attorney for Clarksdale's county, re: possibility of phone conference to discuss need for financial support from county	0.10	52.50
10/04/2018	SAM	Research issues involving the possible rejection of the lease at Clarksdale and assumption of hospital operations by county	0.50	262.50
10/04/2018	SAM	Correspondence with Rockforde King re: lithium battery class action proof	0.10	52.50

10/04/2018	SAM	Correspondence with Allen Tyra at Amory re: resolution of contract/payment issue with physician	0.30	157.50
10/04/2018	SAM	Revise contract for physician to resolve payment issue and forward to Allen Tyra for review	0.50	262.50
10/04/2018	SAM	Phone call with Tom Ross (attorney for Clarksdale Hospital county) re: demand by unsecured creditors to take action with respect to Clarksdale losses	0.20	105.00
10/04/2018	SAM	Correspondence with Trey Crabb re: interested parties list	0.10	52.50
10/04/2018	SAM	Correspondence with David Gordon re: interested parties list	0.10	52.50
10/04/2018	SAM	Conference call with Tom Ross and co-counsel Joyce Hall and bankruptcy counsel Jim (with Watkins Eager) re: possibility of rejection of lease and county taking over hospital again	0.30	157.50
10/04/2018	SAM	Correspondence with John Wood re: Trinysis	0.10	52.50
10/04/2018	SAM	Phone conference with S. Clapp re: next steps with respect to Clarksdale	0.10	52.50
10/04/2018	SAM	Correspondence with Emily Cochran re: contract extension for Nurse Practitioner at Batesville	0.10	52.50
10/04/2018	SAM	Correspondence with Dave Gordon and Steve Clapp re: Clarksdale options to keep open and posture of unsecured creditors	0.20	105.00
10/04/2018	SAM	Correspondence with Allen Tyra re: signed agreement from physician resolving payment issue	0.10	52.50
10/05/2018	SAM	Correspondence with M. Carrasco re: Elizabeth Edwards, NP, contract	0.10	52.50
10/05/2018	SAM	Correspondence with S. Kozma re: Elizabeth Edwards, NP, contract to be drafted next week	0.10	52.50
10/05/2018	SAM	Correspondence with Steve Clapp, David Gordon and Caryn Wang explaining proposal for Medhost Revenue Cycle Contract due to loss of billing staff, need for board approval, and possible response of committee for unsecured creditors, MidCap and others	0.60	315.00
10/05/2018	SAM	Receipt and review of correspondence with Glass Ratner, David Gordon and Marshall Glade re: information to be provided to Clarksdale leaders about the significant shortfall in operating revenue at Clarksdale, the need for accurate revenue projections and the need for financial support from the local government or else either the debtor or the unsecured creditors would cause the Clarksdale lease to be rejected causing the hospital to revert to the county's control	0.80	420.00
10/05/2018	SAM	Prepare to respond to possible questions from Clarksdale community attorney and outside counsel re: urgency of matter and ability of Debtor to reject lease	0.40	210.00
10/05/2018	SAM	Receipt and review of signed NDA from prospective purchaser of hospitals	0.10	52.50

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10/06/2018	SAM	Review of Board packet including action items and financials in preparation for Curae Health board meeting	0.30	157.50
10/08/2018	JDM	Emails with C. Wang and D. Gordon re: documents requested by Medhost's counsel	0.10	32.50
10/08/2018	JDM	Review email from Sarah Moore re: NDA with new potential purchaser	0.10	32.50
10/08/2018	SAM	Prepare for and participate in Curae Board Meeting by telephone and advise re: various bankruptcy issues	0.60	315.00
10/08/2018	SAM	Prepare for and participate in conference call with Clarksdale community leaders, local counsel and bankruptcy counsel re: possibility of Curae rejecting lease and the logistics of the community taking back and operating its hospital	1.10	577.50
10/08/2018	SAM	Correspondence with Clarksdale counsel and David Gordon providing Clarksdale Historical Trend financials and review of same	0.20	105.00
10/08/2018	SAM	Correspondence with Steve Clapp and David Gordon re: whether rejection of Clarksdale Lease would require board approval	0.20	105.00
10/08/2018	SAM	Correspondence with David Gordon, Steve Clapp, Tom Ross/Joyce Hall/Jim Spencer (Clarksdale Attorneys) re: Clarksdale financials, budget and cash collections	0.30	157.50
10/08/2018	SAM	Correspondence with S. Clapp re: response to request for a copy of Curae's 1023 application by party interested in acquiring Batesville	0.20	105.00
10/08/2018	SAM	Review and redact copy of Curae's 1023 application	0.60	315.00
10/08/2018	SAM	Correspondence with S. Clapp re: questions about redacted 1023 application	0.30	157.50
10/08/2018	SAM	Correspondence with S. Clapp and D. Gordon re: proposed form of Asset Purchase Agreement from third for potential stalking horse offer on Batesville	0.20	105.00
10/08/2018	SAM	Correspondence with David Gordon, Steve Clapp and Andrea McLerran re: status of new agreement with Medhost	0.20	105.00
10/08/2018	SAM	Correspondence with Caryn Wang and Jeremy Miller re: documents requested by Medhost counsel	0.10	52.50
10/09/2018	JDM	Emails with potential bidder/purchaser and Morgan Stanley team re: information for data room access	0.10	32.50
10/09/2018	JDM	Re-send all pending due diligence data room invitations	0.10	32.50
10/09/2018	JDM	Prepare for and participate in phone conference with SAM, D. Gordon, S. Clapp and Morgan Stanley team to review potential bidders/purchasers and discuss ongoing sale efforts	0.30	97.50
10/09/2018	JDM	Compose and send email correspondence to D. Gordon, SAM, WHK, S. Clapp, Z. Chen, C. Wang and T. Crabbe re: updated data room activity reports	0.10	32.50



10/09/2018	JDM	Emails with potential bidder and Morgan Stanley team re: information for data room access	0.10	32.50
10/09/2018	JDM	Compile, edit and review updated data room activity report for all 3 hospital data rooms	0.10	32.50
10/09/2018	JDM	Compose and send email correspondence to C. Wang, D. Gordon and SAM re: forwarding documents requested by Medhost's counsel	0.10	32.50
10/09/2018	JDM	Place call to Caryn Wang to discuss Medhost counsel requests	0.10	32.50
10/09/2018	JDM	Compile multiple documents requested by Medhost's counsel	0.80	260.00
10/09/2018	JLW	review correspondence from Vince and respond;	0.10	42.50
10/09/2018	SAM	Correspondence with Joel Southern re: termination right under Morrison's Renewal contract	0.10	52.50
10/09/2018	SAM	Review Morrisons draft renewal contract re: termination rights	0.20	105.00
10/09/2018	SAM	Conference John Wood re: obtaining medical records through Trinisys	0.20	105.00
10/09/2018	SAM	Correspondence with S. Clapp re: including right to terminate Morrisons agreement on relatively short notice	0.10	52.50
10/09/2018	SAM	Correspondence with Tom Ross, Joyce Hall, Paul Pearson and S. Clapp re: giving George Sultani access to dataroom	0.20	105.00
10/09/2018	SAM	Correspondence with David Gordon , Jim Spencer and Tom Ross re: Clarksdale budgets under 3 scenarios and review of same	0.30	157.50
10/09/2018	SAM	Correspondence with David Gordon and Tom Ross re: reports on post-petition revenue and expenses	0.10	52.50
10/09/2018	SAM	Correspondence with Jim Spencer and David Gordon re: notification to Mississippi Division of Medicaid of Clarksdale Bankruptcy	0.20	105.00
10/09/2018	SAM	Correspondence with Jeremy Miller and David Gordon re: producing documents requested by Medhost pertaining to Curae financing	0.10	52.50
10/09/2018	SAM	Correspondence with David Gordon and Steve Clapp re: the need to notify Clarksdale leadership and counsel that Warn Act notices will be going out to employees of the hospital on October 11 re: closure of hospital	0.50	262.50
10/09/2018	SAM	Receipt and review of the Warn Act Notices to go to hospital employees, the Mayor of Clarksdale, the Board of Supervisors of Clarksdale and the State of Mississippi	0.40	210.00
10/09/2018	SAM	Correspondence from David Gordon to Clarksdale representatives Tom Ross, Jim Spencer and Joyce Hall re: the plan to send Warn Act notices of hospital closure on Friday 10/11 thereby allowing Curae to effect either an orderly closure of the hospital or the transfer of the hospital to a new owner if one appears	0.30	157.50

10/10/2018	JDM	Compose and send email correspondence to S. Moore and T. Brown re: signed copy of Authorization to Release Debt Service Reserve Fund with Schumacher	0.10	32.50
10/10/2018	JDM	Phone conference with C. Wang to discuss additional documents to pull and compile per Medhost counsel's request	0.10	32.50
10/10/2018	JDM	Email additional loan related documents to C. Wang and D. Gordon per their request	0.10	32.50
10/10/2018	JDM	Emails with Morgan Stanley team and [Confidential - potential purchaser] re: secured and unsecured creditors	0.10	32.50
10/10/2018	JDM	Pull and compile additional documents per Medhost counsel's request	0.30	97.50
10/10/2018	JDM	Email correspondences with C. Wang and J. Pursiano from Polsinelli re: pulling filed schedules, SOFAs, and Summaries of all debtors to upload to data rooms	0.10	32.50
10/10/2018	JDM	Email correspondence with [confidential] re: adding additional member of his team to data rooms	0.10	32.50
10/10/2018	JLW	call with Vince to discuss status of Trinisis transfer;	0.60	255.00
10/10/2018	JLW	Call with Steve to discuss next steps regarding Trinisis;	0.10	42.50
10/10/2018	JLW	review additional emails from Vince regarding CHS data access; follow up with Steve regarding the same;	0.20	85.00
10/10/2018	JLW	Discuss the next steps with Steve after call with Daphne;	0.30	127.50
10/10/2018	JLW	Call with Daphne, Vince and Steve to discuss the status of the Trinisis transfer;	0.50	212.50
10/10/2018	JLW	Call with Vince to discuss how to proceed with Trinisis;	0.30	127.50
10/10/2018	SAM	Phone conference with John Wood (Egerton IT attorney) and Vince Jarnagin and Daphne to discuss issues with Trinisis in accessing data	0.50	262.50
10/11/2018	JDM	Email correspondences with Morgan Stanley team and potential purchaser re: compiling SOFAs, Schedules of Assets and Liabilities, and Summaries of Assets and Liabilities to upload to data rooms	0.10	32.50
10/11/2018	JDM	Add additional member of [confidential]'s team to data rooms	0.10	32.50
10/11/2018	JDM	Download and review SOFAs, Schedules of Assets and Liabilities, and Summaries of Assets and Liabilities for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC prior to uploading into data rooms	0.30	97.50
10/11/2018	JDM	Email correspondences with Zach Chen from Morgan Stanley re: weekly diligence and transaction update phone calls	0.10	32.50
10/11/2018	JDM	Emails with Trey Crabb and Zach Chen re: which data rooms potential purchaser wants access to	0.10	32.50

10/11/2018	JDM	Add potential bidder to all 3 data rooms	0.10	32.50
10/11/2018	JDM	Emails with potential bidder/purchaser re: adding him to all 3 hospital data rooms	0.10	32.50
10/11/2018	JDM	Prepare for and participate in phone conference with Morgan Stanley, Glass Ratner, Polsinelli, EMAD and Unsecured Creditor Committee representatives to discuss update on sales process and hospital operations	0.70	227.50
10/11/2018	JLW	research requirements for hospital closure in Mississippi;	1.20	510.00
10/11/2018	JLW	provide report on hospital closure requirements to Steve;	0.20	85.00
10/11/2018	JLW	call with Mississippi department of health regarding requirements for hospital closure;	0.20	85.00
10/11/2018	JLW	call with Steve to discuss closure requirements for hospitals in Mississippi;	0.10	42.50
10/11/2018	SAM	Morgan Stanley weekly update call	0.50	262.50
10/11/2018	SAM	Research issue of performing tests ordered based on false rationale	0.30	157.50
10/11/2018	SAM	Follow-up phone call with CNO re: inappropriateness of testing all patients based on false rationale	0.10	52.50
10/11/2018	SAM	Telephone conferences with Lee Ann Montgomery, CNO, re: the appropriateness of performing certain tests on nursing home patients given a particular set of facts and research the same;	0.50	262.50
10/11/2018	SAM	Correspondence with John Wood, attorney, re: research of issue involving accessing CHS patient data	0.10	52.50
10/12/2018	JDM	Review email from Zach Chen re: adding additional potential purchaser representative to data rooms	0.10	32.50
10/12/2018	JLW	Call with Steve Egger at the department of licensure in Mississippi to discuss hospital closure requirements;	0.20	85.00
10/12/2018	JLW	draft correspondence with the requirements for hospital closure and send it to Steve;	0.30	127.50
10/12/2018	JLW	review Curae - CHS APA to determine rights and obligations regarding medical records;	0.30	127.50
10/12/2018	JLW	call with Steve to discuss Curae records and APA requirements;	0.20	85.00
10/12/2018	JLW	email to Steve detailing CHS's responsibility regarding the transferred medical records and the next steps regarding Trinysis;	0.20	85.00
10/12/2018	JLW	discuss record issues with Vince;	0.30	127.50
10/12/2018	JLW	respond to Curae regarding record issues;	0.30	127.50
10/12/2018	KSK	Email from J.Miller re: due diligence access	0.10	25.00
10/12/2018	SAM	Correspondence with Curae management re: IT issues involving transfer of patient data from CHS to Curae by Trinysis	0.20	105.00

10/15/2018	JDM	Emails with Zach Chen re: adding additional potential purchaser representative to data rooms	0.10	32.50
10/15/2018	JDM	Add additional potential purchaser representative to all 3 hospital data rooms	0.10	32.50
10/15/2018	JDM	Phone conference with J. Wood to discuss IT issues and patient medical records as it relates to CHS APA and change of ownership	0.30	97.50
10/15/2018	JDM	Attention to email correspondence from potential purchaser re: hospital income statements	0.10	32.50
10/15/2018	JLW	review correspondence from Vince regarding status of medical records;	0.10	42.50
10/15/2018	JLW	draft letter to CHS regarding retention of records;	0.70	297.50
10/15/2018	JLW	discussion with Jeremy regarding retention of documents;	0.30	127.50
10/15/2018	JLW	follow up with Vince regarding Trinysis.	0.10	42.50
10/15/2018	SAM	Correspondence with Travis Lloyd, counsel for CHS, re: final payment by CHS of consultant's fees for Amory's swingbed issue	0.10	52.50
10/15/2018	SAM	Review of past communications with Travis Lloyd on correspondence with to determine remaining work to be done by consultant on swing bed issue	0.20	105.00
10/15/2018	SAM	Telephone conference with S. Clapp re: proposal by CHS re: remaining work to be done by consultant for swing bed consulting and retraining costs and determine terms of counter-offer to CHS	0.30	157.50
10/15/2018	SAM	Draft email to Travis Lloyd proposing settlement of CHS liability for paying the re-training costs of swingbed staff by Curae's consultant	0.30	157.50
10/15/2018	SAM	Correspondence with Travis Lloyd, attorney for CHS, and with Tim Brown re: Mississippi Department of Revenue notice of unpaid taxes at Amory which Lloyd advises CHS has already paid	0.30	157.50
10/15/2018	SAM	Review and revise draft of letter to CHS re: need for CHS to retain medical records for Curae's hospitals due to difficulty Curae subcontractor is having moving records to Curae's system	0.40	210.00
10/15/2018	SAM	Correspondence with John Wood re: approval of sending revised letter on medical record retention to CHS	0.10	52.50
10/15/2018	SAM	Correspondence with S. Clapp re: terms of settlement of CHS obligation to pay for consultant upon payment of outstanding \$14,000 bill	0.20	105.00
10/15/2018	SAM	Phone call with S. Clapp confirming terms of resolution of payment of consultant's fees by CHS on swingbed issue	0.10	52.50
10/15/2018	SAM	Finalize and send settlement proposal to Travis Lloyd re: swingbed consultant expenses	0.20	105.00

10/16/2018	JDM	Prepare for and participate in phone conference with SAM, D. Gordon, S. Clapp and Morgan Stanley team to review potential bidders/purchasers and discuss ongoing sale efforts	0.30	97.50
10/16/2018	JDM	Email correspondences with Zach Chen and Trey Crabb re: more detailed income statements for each hospital	0.20	65.00
10/16/2018	JDM	Emails with Zach Chen re: message from potential purchaser	0.10	32.50
10/16/2018	JDM	Compose and send email correspondence to D. Gordon, SAM, WHK, S. Clapp, Z. Chen, C. Wang and T. Crabbe re: updated data room activity reports	0.10	32.50
10/16/2018	JDM	Compile, edit and review updated data room activity report for all 3 hospital data rooms	0.20	65.00
10/16/2018	JDM	Review emails from T. Brown and US Bank representatives re: US Bank Deposit Account Control Agreements	0.10	32.50
10/16/2018	JDM	Review recently signed Medhost agreements for operations for all 3 hospitals	0.10	32.50
10/16/2018	JDM	Email correspondences with S. Clapp, A. McLerran, T. Brown and S. Moore re: Medhost agreements	0.10	32.50
10/16/2018	JDM	Upload Medhost operation agreements to all 3 hospital data rooms	0.10	32.50
10/16/2018	JLW	respond to Vince regarding Trinisys call;	0.10	42.50
10/16/2018	SAM	Receipt and review of Data Room Activity Report for all hospitals and report from Jeremy Miller	0.10	52.50
10/16/2018	SAM	Update call with Morgan Stanley re: contacts from parties interested in purchasing hospitals	0.20	105.00
10/16/2018	SAM	Correspondence with Coahoma County attorneys and representatives re: hospital update call	0.20	105.00
10/16/2018	SAM	Correspondence with attorney Rockford King re: subpoenaed employee	0.10	52.50
10/16/2018	SAM	Correspondence with CHS re: payment of consultant by wire transfer	0.10	52.50
10/16/2018	SAM	Correspondence with consultant re: wire transfer information	0.10	52.50
10/16/2018	SAM	Correspondence with S. Clapp re: resolution of swing bed issue with CHS	0.10	52.50
10/16/2018	SAM	Correspondence with Joel Southern re: new Services Agreement with Morrisons	0.10	52.50
10/16/2018	SAM	Review of proposed new Services Agreement with Morrisons for food service at Clarksdale	0.20	105.00
10/16/2018	SAM	Correspondence with Caryn Wang re: necessity of court approval of new Services Agreement with Morrisons	0.10	52.50
10/18/2018	JDM	Email correspondences with Z. Chen and T. Crabb re: potential bidder's access to financial documents and data rooms	0.10	32.50

10/18/2018	JDM	Prepare for and participate in phone conference with Morgan Stanley, Glass Ratner, Polsinelli, EMAD and Unsecured Creditor Committee representatives to discuss update on sales process and hospital operations	0.50	162.50
10/18/2018	SAM	Correspondence with Travis Lloyd, attorney for CHS, re: final payment to consultant on swing bed matter	0.20	105.00
10/18/2018	SAM	Correspondence with Ellen Strunk re: need for W-9 to provide to CHS to get invoice paid	0.10	52.50
10/18/2018	SAM		0.00	No Charge
10/19/2018	JDM	Emails with Morgan Stanley team and potential purchaser re: confidential information memorandum and access to data rooms	0.10	32.50
10/19/2018	JDM	Add potential purchaser and his team to all 3 hospital data rooms	0.10	32.50
10/19/2018	SAM	Review Motion re: transferring billing services from to Medhost due to attrition in billing staff post-bankruptcy	0.30	157.50
10/19/2018	SAM	Correspondence with bankruptcy counsel and management re: Medhost motion	0.20	105.00
10/22/2018	JDM	Draft and revise Curae Organizational Chart	0.20	65.00
10/22/2018	JDM	Email revised Curae organizational chart to S. Clapp, S. Moore, A. Mowell, D. Gordon, C. Wang, WHK, SAM, and KSK	0.10	32.50
10/22/2018	JDM	Compose and send email correspondence to KEV re: updating hospital data rooms with updated Curae organizational chart	0.10	32.50
10/22/2018	JDM	Emails with Morgan Stanley team and potential purchaser re: request for certain financial statements	0.10	32.50
10/23/2018	JDM	Compile and draft form due diligence request documents	0.10	32.50
10/23/2018	JDM	Emails with Morgan Stanley team and potential purchaser re: due diligence request list and request for additional financial and debt information	0.10	32.50
10/23/2018	JDM	Compose and send email correspondence to D. Gordon, SAM, WHK, S. Clapp, Z. Chen, C. Wang and T. Crabbe re: updated data room activity reports	0.10	32.50
10/23/2018	JDM	Compile, edit and review updated data room activity report for all 3 hospital data rooms	0.20	65.00
10/23/2018	JDM	Prepare for and participate in phone conference with SAM, A. Mowell and Morgan Stanley team to review potential bidders/purchasers and discuss ongoing sale efforts	0.40	130.00
10/23/2018	JDM	Prepare for and participate in phone conference with SAM, D. Gordon, S. Clapp and Morgan Stanley team to review potential bidders/purchasers and discuss results of hearings today	0.50	162.50
10/23/2018	SAM	Review of Data Room Activity Report	0.10	52.50
10/23/2018	SAM	Phone conference with Morgan Stanley re: update on hospital marketing	0.10	52.50

10/23/2018	SAM	Continuation of Morgan Stanley call with Steve Clapp and Bankruptcy Counsel	0.30	157.50
10/23/2018	SAM	Correspondence with Jeremy Miller and Steve Clapp; re: ownership of Certificates of Need for Psych and Long Term Acute Care beds in Mississippi	0.30	157.50
10/23/2018	SAM	Correspondence with Steve Clapp, Jeremy Miller and Will Kittrell re: ownership of CON for Psych hospital and other CON matters all related to sale of Batesville	0.30	157.50
10/24/2018	JDM	Emails with Zach Chen and Trey Crabbe re: NDA for potential purchaser	0.10	32.50
10/24/2018	JDM	Review revisions to NDA from potential purchaser	0.10	32.50
10/24/2018	JDM	Review email correspondence from Zach Chen re: new NDA for potential purchaser	0.10	32.50
10/24/2018	JDM	Upload Expense Detail spreadsheets as of 9/30/18 for each hospital to each hospital data rooms	0.10	32.50
10/24/2018	JDM	Emails with Steve Clapp and Austin Mowell re: expense detail reports for all 3 hospitals	0.10	32.50
10/24/2018	JDM	Attention to emails from Zach Chen to potential bidder re: confidential information memorandum and access to data rooms	0.10	32.50
10/24/2018	JDM	Add potential bidder to all 3 hospital data rooms	0.10	32.50
10/24/2018	JDM	Emails with potential bidder re: invitations to hospital data rooms	0.10	32.50
10/24/2018	JDM	Attention to email correspondences from Zach Chen and potential purchaser re: hospital expense details	0.10	32.50
10/24/2018	JLW	review Trinysis update from Vince and inform Steve;	0.20	85.00
10/24/2018	SAM	Correspondence with David Gordon re: drafting of Member substitution Agreement for Curae with respect to Russellville Hospital	0.20	105.00
10/24/2018	SAM	Correspondence with Allen Tyra, CEO of Gilmore, re: letter from Thomas Hall, attorney for LTC Rehab 2, LLC; concerning Termination letter	0.20	105.00
10/24/2018	SAM	Correspondence with John Wood, attorney, re: transfer of data from CHS to Panola and Gilmore by Trinysis	0.10	52.50
10/25/2018	JDM	Email correspondences with Sarah Moore re: issues with annual reports for physician entities	0.10	32.50
10/25/2018	JDM	Emails with Austin Mowell re: updated financials for Batesville acute and psych hospital	0.10	32.50
10/25/2018	JDM	Emails with Zach Chen re: giving data room access to potential purchaser	0.10	32.50
10/25/2018	JDM	Attention to emails from Morgan Stanley team and potential purchaser representatives re: CIM and data rooms	0.10	32.50

10/25/2018	JDM	Prepare for and participate in phone conference with Morgan Stanley, Glass Ratner, Polsinelli, EMAD and Unsecured Creditor Committee representatives to discuss update on sales process and hospital operations	0.40	130.00
10/25/2018	JDM	Attention to email correspondences from potential bidder and Morgan Stanley team re: potential bidder compiling and drafting bid letters	0.10	32.50
10/26/2018	JDM	Emails with Sarah Moore re: entity annual reports and EINs	0.10	32.50
10/26/2018	SAM	Correspondence with Curae board members and S. Clapp re: status of bankruptcy and status of finding new owner/operators	0.30	157.50
10/29/2018	SAM	Correspondence with S. Clapp, D. Gordon and Caryn Want re: need for court approval to pay patient refunds re: medical charges	0.20	105.00
10/30/2018	JDM	Compile, edit and review updated data room activity report for all 3 hospital data rooms	0.20	65.00
10/30/2018	JDM	Prepare for and participate in phone conference with SAM, A. Mowell and Morgan Stanley team to review potential bidders/purchasers and discuss ongoing sale efforts	0.50	162.50
10/30/2018	JDM	Compose and send email correspondence to D. Gordon, SAM, WHK, S. Clapp, Z. Chen, C. Wang and T. Crabbe re: updated data room activity reports	0.10	32.50
10/30/2018	JDM	Emails with S. Horton re: Certificate of Good Standing for Curae Health, Inc.	0.10	32.50
10/30/2018	SAM	Phone conference with Steve Clapp, David Gordon, Tim Brown to discuss whether pre-petition patient refunds and insurance/payor refunds are required or permitted to be paid under bankruptcy law and to discuss MidCap lien on operating account at ServisFirst	0.50	262.50
10/30/2018	SAM	Correspondence with J. Miller re; Data Room activity report	0.10	52.50
10/30/2018	SAM	Update call with Morgan Stanley re: all pending transactions	0.20	105.00
10/31/2018	JLW	call with Vince to discuss the need to extend the TSA;	0.20	85.00
10/31/2018	JLW	call with Steve regarding termination of TSA and discussion of how to proceed;	0.20	85.00
10/31/2018	SAM	Telephone conference with John Wood re: status of data retrieval system for patient information held by CHS	0.20	105.00
10/31/2018	SAM	Review Morgan Stanley request for certification from Curae in order to serve as broker and determine that it is not applicable to this transaction	0.30	157.50
10/31/2018	SAM	Correspondence with Tim Brown and W. McCaleb from Glass Ratner re: bank statements requested by creditors committee	0.20	105.00
<b>TOTAL SERVICES THIS MATTER</b>			<b>117.15</b>	<b>55,016.25</b>



JLW	John L Wood	10.40	\$425.00	4,420.00
SK	Susanne Kozma	1.30	\$250.00	325.00
MBC	Melissa B Carrasco	0.30	\$425.00	127.50
SAM	Stephen A. McSween	0.00	\$0.00	0.00
SAM	Stephen A. McSween	79.85	\$525.00	41,921.25
				<b>\$55,016.25</b>

**DISBURSEMENTS**

				<b>Amount</b>
08/28/2018	KDH	07	Stephen A. McSween-SAM 08.28.18 - Travel to Nashville for First Day of Hearing (including parking fees)	218.75
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738566191 - Recording Fees -Certificate of Existence ID 0287610	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738566018 - Recording Fees - Certificate of Existence ID 0287609	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738565842 - Recording Fees - Certificate of Existence ID 0287606	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738565636 - Recording Fees - Certificate of Existence ID 0287605	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738565443 - Recording Fees - Certificate of Existence ID 0287604	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738565281 - Recording Fees - Certificate of Existence ID 0287603	20.47
08/28/2018	KDH	10	Tennessee Secretary of State-CC 3738565055 - Recording Fees - Certificate of Existence ID 0287602 - Recording Fees	20.47
08/29/2018	KDH	10	Capital Filing Service, Inc.-2881801 - Recording Fees - obtain certified copies of documents	315.00
09/30/2018	KDH	17	Infinite-IC24804+0918 Account #: IC24804 - Conference Calling	2.43
10/15/2018	LAA	PS	Postage.	10.84
				<b>690.31</b>

Client Ref: 010587-00001  
Invoice No: 103531

November 14, 2018  
Page: 31

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**INVOICE RECAP**

07	Travel	218.75
10	Recording Fees	458.29
17	Conference Calling	2.43
PS	Postage	10.84
<b>Total Disbursements</b>		<b>690.31</b>

**TOTAL CURRENT CHARGES** **\$55,706.56**

**TOTAL BALANCE DUE** **\$55,706.56**

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# EGERTON McAFEE

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

*CLIENT DRIVEN SINCE 1932*

**Please return this page with remittance**

**to**

Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 103531  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$55,706.56
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$55,706.56</b>

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# EGERTON McAFEE

EXHIBIT C-2

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

CLIENT DRIVEN SINCE 1932

Phone: (865) 546-0500  
Fax: (865) 525-5293

P.O. Box 2047  
Knoxville, TN 37901-2047

Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 103532

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession  
Claim #

<b>Matter</b>	<b>Fees</b>	<b>Expenses</b>	<b>Total</b>
00002 Acquisition of Amory Hospital by NMHS (North Mississippi Health Services)	\$41,190.00	\$0.00	\$41,190.00
	\$41,190.00	\$0.00	
TOTAL CURRENT CHARGES			\$41,190.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$41,190.00

08/24/2018	JDM	Prepare for and participate in conference call with Ponder, PYA, NMHS, Curae, Waller, EMAD, and Polsinelli to discuss update on NMHS acquisition of Amory hospital and transaction related items	0.70	227.50
08/27/2018	JDM	Conferences with WHK to discuss Asset Purchase Agreement issues, strategies and revisions	0.30	97.50
08/27/2018	JDM	Prepare for and participate in phone conference with Ponder, Waller, EMAD, Curae, Polsinelli, and NMHS representatives to discuss Asset Purchase Agreement provisions and issues	0.80	260.00
08/27/2018	WHK	Begin to review and propose changes to asset purchase agreement proposed by NHMS.	9.00	4,275.00
08/28/2018	JDM	Phone conference with S. McSween and Caryn Wang to discuss certified company documents we need for Midcap Secretary's Certificates	0.20	65.00
08/28/2018	JDM	Order certified copies of the Charters and Articles of Organization for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC from the Tennessee Secretary of State	0.20	65.00
08/28/2018	JDM	Order certificates of good standing for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC from the Tennessee Secretary of State	0.20	65.00
08/28/2018	JDM	Email copies of certificates of good standing, charters, articles of organization, bylaws, and operating agreements for Curae Health, Inc., Amory Regional Medical Center, Inc., Batesville Regional Medical Center, Inc., Clarksdale Regional Medical Center, Inc., Amory Regional Physicians, LLC, Batesville Regional Physicians, LLC, and Clarksdale Regional Physicians, LLC to Caryn Wang and SAM	0.10	32.50
08/28/2018	WHK	Review and revise asset purchase agreement.	6.00	2,850.00
08/29/2018	JDM	Conference with WHK re: revisions to Asset Purchase Agreement	0.10	32.50
08/29/2018	WHK	Continue to revise asset purchase agreement.	5.70	2,707.50
08/29/2018	WHK	Phone call with D. Gordon, S. McSween, and J. Miller regarding proposed changes to asset purchase agreement.	0.50	237.50
08/30/2018	JDM	Prepare for and conference call with S. Clapp, WHK, SAM and Polsinelli team re: review of APA revisions from NMHS'	0.50	162.50

08/30/2018	WHK	Phone call with D. Gordon, S. Clapp, and S. McSween regarding proposed changes to asset purchase agreement.	0.50	237.50
08/31/2018	JDM	Attention to email correspondences from D. Gordon re: filed motions and APA	0.10	32.50
08/31/2018	JDM	Review and comment on updated version of Asset Purchase Agreement circulated by Colin Luke at Waller	0.40	130.00
08/31/2018	JDM	Draft and revise Asset Purchase Agreement by and among Amory Regional Medical Center, Inc, Amory Regional Physicians, LLC, Curae Health, Inc. and North Mississippi Health Services, Inc. in order to provide updated draft to NMHS' counsel	1.00	325.00
08/31/2018	JDM	Emails with S. Clapp, D. Gordon and SAM re: DISH payments pre-transaction	0.10	32.50
08/31/2018	JDM	Conference with SAM to discuss Asset Purchase Agreement provisions regarding Assumed Contracts and related payments	0.10	32.50
08/31/2018	JDM	Compose and send email correspondence to Colin Luke and entire working group attaching Curae's signature page and confirming Asset Purchase Agreement is final	0.10	32.50
08/31/2018	JDM	Compose and send email correspondence to S. Clapp and D. Gordon re: comment to Asset Purchase Agreement on caps to Assumed Contracts	0.10	32.50
08/31/2018	JDM	Emails with S. Clapp and S. Moore re: signature page to Asset Purchase Agreement	0.10	32.50
08/31/2018	JDM	Attention to emails from Colin Luke re: new version of Asset Purchase Agreement	0.10	32.50
08/31/2018	JDM	Prepare for and participate in phone conference with S. McSween, Dave Gordon and Steve Clapp to discuss final draft of APA and Curae's approval of the same	0.40	130.00
08/31/2018	JDM	Emails with Dave Gordon and Curae team re: signature page for Asset Purchase Agreement	0.10	32.50
08/31/2018	JDM	Compose and send email correspondence to S. Clapp, David Gordon, Caryn and Caryn Wang re: revisions to APA and attaching updated draft for their review and consideration	0.10	32.50
08/31/2018	JDM	Compose and send email correspondence to Waller team and all representatives for NMHS attaching clean and redline version of APA	0.10	32.50
08/31/2018	JDM	Multiple email correspondences with S. Clapp and Dave Gordon re: comments and revisions to APA	0.40	130.00
08/31/2018	JDM	Email correspondences with Steve Clapp and Tim Brown re: APA question/discussion reduction closing payment reductions	0.10	32.50
08/31/2018	JDM	Conference with WHK to review specific APA provisions and discuss revisions of the same	0.40	130.00

08/31/2018	JDM	Prepare for and participate in phone conference with S. Clapp, EMAD team and Polsinelli team to discuss APA issues and Sales Procedure motion issues provided by NMHS' counsel	0.40	130.00
08/31/2018	JDM	Prepare for and participate in phone conference with Curae team, Polsinelli team, EMAD team, Ponder representatives, Waller team, and NMHS team to discuss latest draft of APA, updates on due diligence and bankruptcy process	0.60	195.00
08/31/2018	WHK	Phone call with S. Clapp, D. Gordon, and S. McSween regarding proposed changes to asset purchase agreement.	0.50	237.50
09/03/2018	JDM	Download, review and save fully executed copy of Asset Purchase Agreement with NMHS and Curae	0.10	32.50
09/03/2018	JDM	Download, review and save fully executed and filed motion with the court re: approving and authorizing sale of Amory Regional Medical Center, Inc.	0.10	32.50
09/04/2018	WHK	Update phone call with D. Gordon, Steve Clapp, S. McSween and others regarding doctor emergency motion, alternative bid options, and next steps regarding stalking horse bidder.	0.40	190.00
09/05/2018	JDM	Email correspondence with K. Vargas re: altering permissions and listing of persons able to access box.com file with due diligence items	0.10	32.50
09/05/2018	JDM	Email correspondences with Jake Aygun from Ponder re: adding new NMHS counsel, David Houston and Andy Phillips to data room	0.10	32.50
09/05/2018	JDM	Add NMHS' new counsel, David Houston of Burr & Forman LLP and Andy Phillips from Mitchell, McNutt & Sams, PA to Amory hospital data rooms	0.20	65.00
09/05/2018	JDM	Remove Waller attorneys from due diligence data rooms	0.10	32.50
09/05/2018	JDM	Upload sale motion and execute copy of Asset Purchase Agreement with stalking horse, NMHS, to Amory due diligence data room	0.10	32.50
09/05/2018	SAM	Conference with S. Clapp and T. Brown at Curae offices re: issues involved in Amory stalking horse's change in counsel	0.10	52.50
09/05/2018	SAM	Conference with S. Clapp at Curae offices re: new potential bidder on Amory	0.20	105.00
09/05/2018	SAM	Correspondence with Marshall Glade re: [confidential] new potential purchaser of Amory and Batesville	0.10	52.50
09/05/2018	SAM	Correspondence with Trey Crabb and Marshall Glade re: NDA for new potential purchaser of Amory	0.10	52.50
09/05/2018	SAM	Correspondence with Steve Clapp and bankruptcy counsel re: executed NDA for potential new purchaser from January, 2018	0.10	52.50
09/05/2018	SAM	Confer with Jeremy Miller re: status of NDA's and due diligence requests on hospitals	0.10	52.50
09/05/2018	SAM	Correspondence with Erika Stapleton, Controller for Northwest Mississippi Hospital re: reserves	0.10	52.50

09/05/2018	SAM	Correspondence with Jake Aygun of Ponder re: access to Data Room for new legal representatives for purchaser	0.10	52.50
09/05/2018	SAM	Correspondence with Trey Crabb of Morgan Stanley, Jeremy Miller, Steve Clapp and Zach Chen re: confidentiality agreements with Curae	0.20	105.00
09/06/2018	JDM	Add 3 [confidential] representatives to Amory hospital box.com due diligence data room	0.10	32.50
09/06/2018	JDM	Email correspondences with D. Gordon, SAM, WHK, S. Clapp, and Morgan Stanley representatives re: granting access to Amory due diligence data room to [confidential] representatives	0.10	32.50
09/06/2018	SAM	Correspondence with David Gordon, Jeremy Miller and Steve Clapp re: granting a potential purchaser access to the Amory dataroom	0.20	105.00
09/06/2018	SAM	Correspondence with David Gordon and Jeremy Miller re: process for giving access to dataroom going forward	0.20	105.00
09/06/2018	SAM	Correspondence with Trey Crabb of Morgan Stanley and David Gordon re: contact from party interested in acquiring Batesville Psych Hospital including obtaining NDA and status of loading information into dataroom	0.30	157.50
09/06/2018	SAM	Correspondence with legal team re: change in outside counsel for Tupelo with respect to acquisition of Amory and related discussions	0.30	157.50
09/06/2018	SAM	Correspondence with David Gordon and David Houston (new counsel for Tupelo) re: process and timing for contacting creditors to address cure issues	0.10	52.50
09/07/2018	JDM	Email correspondences with WHK and SAM re: drafting Schedules to stalking horse Asset Purchase Agreement	0.10	32.50
09/07/2018	JDM	Email correspondences with Jake Aygun and working group re: adding Josh Ehrenfeld from Burr to Amory due diligence data room	0.10	32.50
09/07/2018	JDM	Add Josh Ehrenfeld from Burr to Amory due diligence data room in box.com	0.10	32.50
09/07/2018	JDM	Conference with S. Kozma re: drafting of Exhibits, particularly Transition Services Agreement, and Schedules to Asset Purchase Agreement	0.20	65.00
09/07/2018	JDM	Compose and send email correspondence to K. Vargas re: drafting and compiling form for Schedules to Asset Purchase Agreement	0.10	32.50
09/07/2018	JDM	Prepare for and participate in phone conference with representatives from Ponder, NMHS, Gilmore Memorial Hospital, Curae, Polisinelli, Egerton McAfee, Glass Ratner, etc. re: weekly call to discuss status of transaction, review agenda, and open transaction items to address	0.70	227.50



09/07/2018	JDM	Phone conference with WHK, Steve Clapp and Curae team to discuss Transition Services Agreement and Schedules to Asset Purchase Agreement	0.10	32.50
09/07/2018	JDM	Compose and send email to S. Clapp, A. McLerran, T. Brown, S. Moore, S. Nelms, A. Mowell, D. Lopater, SAM, WHK and S. Kozma attaching an initial draft of a Transition Services Agreement for the NMHS Asset Purchase Agreement	0.10	32.50
09/07/2018	JDM	Review, draft and revise draft of Transition Services Agreement to be included as an Exhibit to the Asset Purchase Agreement	0.30	97.50
09/07/2018	JDM	Email correspondence with Jake Aygun, Curae team, Polsinelli team, EMAD team, Ponder representatives, and Burr team re: adding certain NMHS representatives to the Amory due diligence site	0.10	32.50
09/07/2018	JDM	Add NMHS representatives to the Amory due diligence site	0.10	32.50
09/07/2018	JDM	Add Jayne Pursiano from Polsinelli to Amory due diligence room	0.10	32.50
09/07/2018	JDM	Email correspondences with Tim Brown and Jayne Pursiano from Polsinelli re: adding Jayne to due diligence room	0.10	32.50
09/07/2018	JDM	Attention to email correspondence from Jake Aygun re: recap and summary of weekly phone conference	0.10	32.50
09/07/2018	JDM	Review Recap summary of weekly phone conference and review schedule of transaction	0.10	32.50
09/07/2018	KSK	Conference with J.Miller re: schedules to the Asset Purchase Agreement and drafting the Transition Services Agreement	0.20	50.00
09/07/2018	KSK	Draft Transition Services Agreement	3.40	850.00
09/07/2018	KSK	Review Asset Purchase Agreement	0.10	25.00
09/07/2018	KSK	Email to J.Miller sending the Transition Services Agreement	0.10	25.00
09/07/2018	SAM	Participate in Friday update call with Tupelo, Ponder, Polsinelli, Steve Clapp and other senior management	0.60	315.00
09/07/2018	SAM	Correspondence with S. Clapp re: the survival of tort claims against 3rd parties post-bankruptcy filing	0.20	105.00
09/07/2018	SAM	Receipt and review of Recap Summary from Jake Aygun of key items involved in Tupelo's purchase of Amory	0.20	105.00
09/07/2018	SAM	Correspondence with Jeremy Miller and Will Kittrell re: the process for preparing Schedules to the APA for Tupelo	0.10	52.50
09/07/2018	SAM	Review of draft of proposed Transitional Services Agreement with Tupelo under which Curae will continue to provide billing services post-closing	0.30	157.50
09/07/2018	SAM	Review of correspondence between David Gordon and David Houston re: timing for contacting creditors re: cure issues	0.10	52.50
09/07/2018	SAM	Correspondence with Jake Aygun of Ponder & Co. re: access to dataroom for new attorney for Tupelo – Josh Ehrenfeld	0.10	52.50

09/07/2018	SAM	Correspondence with Curae team, David Gordon and Trey Crabb of Morgan Stanley re: rules prohibiting collusion between bidders on hospitals with respect to request for party to contact Tupelo	0.20	105.00
09/07/2018	SAM	Phone conference with Steve Clapp re: potential claims by debtor in possession against 3rd parties	0.20	105.00
09/07/2018	WHK	Prepare for and participate in weekly update call with NHMS and Curae representatives.	0.70	332.50
09/08/2018	JDM	Attention to email correspondences from S. Clapp to working group re: recent discussions with provider, Shumacher, and plan moving forward	0.10	32.50
09/10/2018	JDM	Interoffice conference with S. Kozma re: instructions for meeting to discuss Schedules to Asset Purchase Agreement	0.10	32.50
09/10/2018	JDM	Attention to email correspondence from NMHS CEO, Shane Spees, to working group re: draft of Transition Services Agreement	0.10	32.50
09/10/2018	JDM	Draft and revise Schedules to Asset Purchase Agreement	2.20	715.00
09/10/2018	KSK	Draft schedules to the Asset Purchase Agreement	2.30	575.00
09/10/2018	SAM	Correspondence with Shane Spees, CEO of Tupelo, re: Transitional Services Agreement post-closing	0.20	105.00
09/10/2018	SAM	Correspondence with D. Gordon re: ServisFirst information requests	0.20	105.00
09/10/2018	SAM	Correspondence with David Thompson, new counsel for Tupelo, re: request for marketing materials for Amory, data room access, borrowing base info and other matters	0.10	52.50
09/11/2018	JDM	Review Asset Purchase Agreement for lease specific provisions	0.10	32.50
09/11/2018	JDM	Emails with S. Kozma and S. McSween re: new physician office lease	0.10	32.50
09/11/2018	JDM	Email correspondences with D. Gordon and working group re: ServisFirst's questions and adding counsel to data room	0.10	32.50
09/11/2018	JDM	Add ServisFirst's counsel, David Thompson of Neal & Harwell PLC, to Amory due diligence data room	0.10	32.50
09/11/2018	JDM	Forward emails re: current leases to S. Kozma to prepare corresponding Schedule to Asset Purchase Agreement	0.10	32.50
09/11/2018	JDM	Draft and revise Schedules to Asset Purchase Agreement with NMHS	0.40	130.00
09/11/2018	JDM	Attention to email correspondence from Jake Aygun re: Medhost agreements	0.10	32.50
09/11/2018	KSK	Draft Schedules to Asset Purchase Agreement	7.50	1,875.00
09/11/2018	SAM	Correspondence with Chen Zach re: NDA from Peoples Choice	0.10	52.50
09/12/2018	JDM	Email correspondences with S. Kozma re: draft of Schedules to Asset Purchase Agreement	0.10	32.50

09/12/2018	JDM	Draft and revise Schedules to Asset Purchase Agreement	2.10	682.50
09/12/2018	KSK	Draft Schedules to the Asset Purchase Agreement	7.00	1,750.00
09/12/2018	KSK	Email J.Miller re: schedules to the Asset Purchase Agreement	0.10	25.00
09/12/2018	WHK	Review proposed changes from NHMS to asset purchase agreement.	0.80	380.00
09/13/2018	JDM	Compose and send lengthy and detailed email correspondence to Curae team - Steve Clapp, S. Moore, A. McLerran, D. Lopater, T. Brown, V. Jarnigan and S. Nelms - with initial draft of Schedules to Asset Purchase Agreement containing specific requests for review and revisions	0.40	130.00
09/13/2018	JDM	Conference with S. Kozma re: draft of Schedules to APA	0.20	65.00
09/13/2018	JDM	Attention to email correspondence from S. Clapp re: draft of Transition Services Agreement for Amory	0.10	32.50
09/13/2018	JDM	Compose and send email correspondence to entire working group, including NMHS team and representative, attaching draft of Transition Services Agreement for NMHS review and revisions	0.10	32.50
09/13/2018	JDM	Attention to email correspondence from, and review contents of, email from D. Lopater re: comments to Schedules to APA pertaining to labor and benefit plans	0.10	32.50
09/13/2018	JDM	Multiple email correspondences with WHK and SAM re: Monroe County, MS (Amory) outstanding property tax issues	0.10	32.50
09/13/2018	JDM	Email correspondences with S. Clapp re: his responses and revisions to Schedules to APA and setting up call with Allen Tyra to discuss and review	0.10	32.50
09/13/2018	JDM	Attention to email correspondence from, and review contents of, email from S. Nelms re: comments to Schedules to APA	0.10	32.50
09/13/2018	JDM	Attention to email correspondence from, and review contents of, email from A. McLerran re: comments to Schedules to APA	0.10	32.50
09/13/2018	JDM	Review email correspondence from Jake Aygun re: conference call tomorrow morning to discuss updates on transaction	0.10	32.50
09/13/2018	JDM	Review conference call agenda for call with Ponder, NHMS, PYA, Curae, and attorneys re: NMHS/Amory Regional Medical Center transaction	0.10	32.50
09/13/2018	JDM	Draft and revise Schedules to Asset Purchase Agreement to include revisions and comments provided by Curae team	1.90	617.50
09/13/2018	KSK	Conference with J.Miller re: schedules to the Asset Purchase Agreement	0.20	50.00
09/13/2018	KSK	Read email correspondence among J.Miller and Curae personnel re: schedules to the Asset Purchase Agreement and additional information for schedules	0.10	25.00
09/13/2018	SAM	Review of all Schedules to the Asset Purchase Agreement	0.70	367.50

09/13/2018	SAM	Conference with Jeremy Miller re: status of due diligence and population of dataroom	0.20	105.00
09/13/2018	SAM	Correspondence with Jeremy Miller re: Transition Services Agreement with Tupelo for Amory post-closing	0.10	52.50
09/13/2018	SAM	Review of TSA including BAA and schedules	0.20	105.00
09/13/2018	SAM	Correspondence with David Gordon, Steve Clapp, Caryn Wang and Tim Brown re: scheduling time to discuss payment issues with hospital CEO's	0.10	52.50
09/14/2018	JDM	Phone conference with S. Clapp to discuss status of Schedules to Asset Purchase Agreement	0.10	32.50
09/14/2018	JDM	Email correspondences with SAM re: Non-Disclosure Agreement for [confidential]	0.10	32.50
09/14/2018	JDM	Compose and send email correspondence to entire working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) re: initial draft of Schedules to Asset Purchase Agreement	0.10	32.50
09/14/2018	JDM	Review revisions to NDA provided by [confidential]	0.10	32.50
09/14/2018	JDM	Compose and send email correspondence to Zach Chen and Trey Crabbe re: comments to review of [confidential] Confidentiality Agreement	0.10	32.50
09/14/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda and schedule of transaction	0.70	227.50
09/14/2018	JDM	Phone conference with S. Clapp, Dave Gordon, Morgan Stanley, SAM and WHK re: marketing of hospitals	0.50	162.50
09/14/2018	JDM	Attention to email correspondences with Jake Aygun, S. Moore and S. Clapp re: organizing and compiling lease agreements	0.10	32.50
09/14/2018	JDM	Review email correspondence and attachment from D. Gordon re: Week 2 Variance Report	0.10	32.50
09/14/2018	JDM	Email correspondences with J. Aygun et al. re: adding John Rogers, real estate attorney for buyer, to data room	0.10	32.50
09/14/2018	JDM	Add Jake Rogers from Burr to due diligence data room on box.com	0.10	32.50
09/14/2018	JDM	Review Recap Summary from weekly call from Jake Aygun at Ponder	0.10	32.50
09/14/2018	JDM	Compose and send email correspondence to entire working group re: instructions to begin receiving update notifications when additional items are uploaded to the box.com due diligence data room	0.20	65.00
09/14/2018	JDM	Review of email and attachments from Jake Aygun re: July summary financial statements	0.10	32.50

09/14/2018	JDM	Email correspondences with David Lopater re: his additional comments and additions to Schedules to Asset Purchase Agreement	0.10	32.50
09/14/2018	JDM	Draft and revise Schedules to Asset Purchase Agreement	0.90	292.50
09/14/2018	KSK	Review email from J.Miller re: schedules to the Asset Purchase Agreement	0.10	25.00
09/14/2018	SAM	Conference call with Tupelo counsel, Curae bankruptcy counsel and Curae senior management re: purchase of Amory by Tupelo	0.50	262.50
09/14/2018	SAM	Conference call with bankruptcy counsel and Curae senior management re: marketing of Amory hospital and sales strategy	0.50	262.50
09/14/2018	SAM	Correspondence with David Gordon, Will Kittrell and Jeremy Miller re: review of revisions to NDA for party wanting access to dataroom	0.20	105.00
09/17/2018	JDM	Compose and send follow-up email correspondence to Tim Brown and Vince Jarnigan re: review of their portions of Schedules to APA	0.10	32.50
09/17/2018	SAM	Correspondence with Jeremy Miller re: first draft of Schedules to APA with NMHS re: Amory transaction	0.10	52.50
09/17/2018	SAM	Correspondence with Steve Clapp re: RAC Recoupment letter and need to post in dataroom; Forward letter to J. Miller for posting	0.20	105.00
09/17/2018	SAM	Correspondence with David Gordon re: his call with counsel to the Unsecured Creditors Committee requesting access to the bi-weekly hospital marketing update calls	0.10	52.50
09/18/2018	JDM	Attention to email correspondence from Jake Aygun to working group re: call to discuss latest financials and current operating performance	0.10	32.50
09/18/2018	JDM	Attention to email correspondences between J. Aygun, S. Clapp and working group re: call to discuss next steps and Schedules and Exhibits to APA	0.10	32.50
09/18/2018	SAM	Correspondence with David Gordon re: documentation for REIT leases at Amory	0.30	157.50
09/18/2018	SAM	Correspondence with S. Clapp re: REIT leases at Amory	0.10	52.50
09/18/2018	SAM	Correspondence with Jeremy Miller re: confidentiality issues pertaining to the REIT leases at Amory	0.10	52.50
09/19/2018	JDM	Phone conference with Steve Clapp to discuss additional due diligence items to upload to Amory divestiture data room	0.20	65.00
09/19/2018	JDM	Email correspondences with Vince Jarnigan re: his comments/approval of IT related schedule items	0.10	32.50
09/19/2018	JDM	Compose and send email correspondence to all persons with access to the Amory box.com data room with instructions to set email notifications for new uploads	0.30	97.50

09/19/2018	JDM	Email correspondences with T. Crabb, Z. Chen, A. Mowell, and S. Clapp re: NDA for [confidential], an entity interested in viewing data room for Amory hospital	0.10	32.50
09/19/2018	JDM	Add [confidential] to box.com due diligence data room	0.10	32.50
09/19/2018	JDM	Email correspondences with J. Aygun re: adding Nicole Keefe from Burr to data room	0.10	32.50
09/19/2018	JDM	Add Nicole Keefe from Burr to Amory due diligence data rooms	0.10	32.50
09/19/2018	JDM	Email correspondences with S. Nelms, A. Mowell, T. Brown and S. Clapp re: comment to draft of Transition Services Agreement for NMHS	0.10	32.50
09/19/2018	JDM	Draft and revise Transition Services Agreement per comments from Susanne Nelms at Curae Health	0.10	32.50
09/19/2018	JDM	Upload initial request letter received from the Centers for Medicare and Medicaid Services to due diligence site	0.10	32.50
09/19/2018	JDM	Upload July 2018 Executive Report to data room	0.10	32.50
09/19/2018	SAM	Correspondence with David Gordon re: NDA for Quentin Whitwell	0.10	52.50
09/19/2018	SAM	Correspondence with David Gordon re: Billing CHS for final swingbed expenses	0.10	52.50
09/19/2018	SAM	Correspondence with Trey Crabb re: Dataroom access for potential bidder on Batesville and Clarksdale	0.10	52.50
09/19/2018	SAM	Correspondence with S. Clapp re: identification of employer of Quentin Whitwell	0.10	52.50
09/19/2018	SAM	Correspondence with Quentin Whitwell re: NDA	0.10	52.50
09/19/2018	SAM	Correspondence with Jeremy Miller re: preparing NDA for Whitwell and dataroom access for Whitwell	0.10	52.50
09/19/2018	SAM	Correspondence with S. Clapp and Trey Crabb of Morgan Stanley re: NDA's and dataroom access for Whitwell	0.10	52.50
09/19/2018	SAM	Correspondence with Quentin Whitwell transmitting signed NDA and requesting dataroom access for himself and others	0.10	52.50
09/20/2018	JDM	Review executed Asset Purchase Agreement to determine process and deadline for Exhibits, Schedules and blanks in APA	0.10	32.50
09/20/2018	JDM	Compose and send email correspondence to D. Gordon, C. Wang and S. Clapp re: approaching deadline for Schedules and Exhibits and plan for completing the same	0.10	32.50
09/20/2018	JDM	Emails with Dave Gordon re: date of assumption notice and extending deadline for completion of Schedules	0.10	32.50
09/20/2018	JDM	Phone conference with Caryn Wang from Polsinelli to discuss deadline and date issues in Asset Purchase Agreement and devise a plan for amending the APA accordingly	0.10	32.50

09/20/2018	JDM	Emails with C. Wang, D. Gordon, WHK, SAM, KSK, and S. Clapp re: modifications and amendments that need to be made to APA	0.20	65.00
09/20/2018	JDM	Review Sale and Bid Procedures Motion to determine some language inconsistencies to be resolved in APA	0.20	65.00
09/20/2018	JDM	Compose and send email correspondence to NMHS team and working group re: checking in on status of comments to TSA and Schedules to APA, and proposing extension of time to complete Exhibits and Schedules to APA	0.20	65.00
09/20/2018	JDM	Conference with WHK re: amendments to the APA, sale and bid procedure process and upcoming motion hearings	0.20	65.00
09/20/2018	JDM	Compose and send email correspondence to Dave Gordon and C. Wang to set up call to discuss transaction and bankruptcy items	0.10	32.50
09/20/2018	JDM	Send conference call invitation to D. Gordon and C. Wang for call scheduled for 9/21/18 to discuss status of bankruptcy and interplay of transactional work	0.10	32.50
09/20/2018	JDM	Email correspondences with Curae and Egerton McAfee teams re: setting up call to discuss Transition Services Agreement with NMHS	0.10	32.50
09/20/2018	JDM	Email correspondences with David Houston from Burr Forman confirming his approval to extend date to complete Schedules and Exhibits to APA	0.10	32.50
09/20/2018	JDM	Review email correspondence from Jake Aygun to entire working group re: cancelling weekly call, setting up call to discuss Transition Services Agreement, and review of financial and operating results including a review of the July 2018 Executive Operations Report	0.10	32.50
09/20/2018	KSK	Review email correspondence re: revising the Asset Purchase Agreement and certain bankruptcy deadlines	0.30	75.00
09/20/2018	SAM	Correspondence with Shane Spees, Steve Clapp and attorneys re: scheduling call to discuss open issues	0.10	52.50
09/20/2018	SAM	Correspondence with Jeremy Miller and David Gordon re: the timeline for providing the draft schedules to the APA	0.20	105.00
09/20/2018	SAM	Correspondence with S. Clapp re: TSA services for Gilmore post-closing	0.10	52.50
09/20/2018	SAM	Correspondence with Tim Brown, Steve Clapp and Andrea McLerran and Egerton attorneys re: call with Tupelo	0.10	52.50
09/20/2018	SAM	Correspondence with David Gordon, attorney for Tupelo, re: agreement to extension of schedules deadline	0.10	52.50
09/21/2018	JDM	Email correspondences with Ponder and NMHS representatives re: call to discuss transaction issues	0.10	32.50
09/21/2018	JDM	Email correspondences with Morgan Stanley team and proposed purchaser re: access to data room	0.10	32.50

09/21/2018	JDM	Send data room invitation to potential purchaser	0.10	32.50
09/21/2018	JDM	Emails with potential purchaser re: adding he and his team to data room	0.10	32.50
09/21/2018	JDM	Add additional potential purchasers to box.com data room	0.10	32.50
09/21/2018	JDM	Email correspondences with potential purchasers re: access to data room	0.20	65.00
09/21/2018	JDM	Attention to email correspondences from A. Mowell to working group re: call to discuss TSA and financial/operational review	0.10	32.50
09/21/2018	KSK	Phone call with bankruptcy counsel re: modifications to the Asset Purchase Agreement, upcoming bankruptcy procedures and issues	0.50	125.00
09/21/2018	SAM	Detailed Voice Mail from attorney for potential bidder on Amory	0.10	52.50
09/21/2018	SAM	Phone call with attorney for potential bidder on Amory	0.20	105.00
09/21/2018	SAM	Phone call with Steve Clapp re: responding to potential bidder on Amory and proper way for bidder to approach secured creditor Servis First	0.10	52.50
09/21/2018	SAM	Second phone call with attorney for potential bidder re: protocol for potential bidder to proceed	0.10	52.50
09/21/2018	SAM	Second phone call with Steve Clapp re: approach to be taken by potential bidder	0.10	52.50
09/21/2018	WHK	Phone call with D. Gordon, J. Miller, and S. Kozma regarding changes to asset purchase agreement and upcoming hearings.	0.50	237.50
09/22/2018	JDM	Review email correspondences from WHK and Dave Gordon to working group re: redline revisions to Asset Purchase Agreement	0.10	32.50
09/22/2018	JDM	Review week 3 variance report	0.10	32.50
09/22/2018	WHK	Revise asset purchase agreement to reflect changes agreed to by the parties. E-mails regarding same.	1.00	475.00
09/23/2018	KSK	Read email from D. Gordon re: Asset Purchase Agreement revisions	0.10	25.00
09/24/2018	JDM	Review APA revisions and comments from Dave Gordon	0.20	65.00
09/24/2018	JDM	Run redlines of APA revisions	0.10	32.50
09/24/2018	JDM	Compose and send email correspondence to David Houston and NMHS team re: attaching new redline APA version, requesting update on the status of their review of the redline and asking for confirmation via email once the changes are approved	0.10	32.50
09/24/2018	JDM	Revise APA per comments from NMHS' counsel, David Houston	0.20	65.00
09/24/2018	JDM	Email final clean and redline versions of Asset Purchase Agreement to working group for review and filing	0.10	32.50



09/24/2018	JDM	Attention to email correspondences from David Houston re: revisions to and approval of APA amendments	0.10	32.50
09/24/2018	JDM	Email Word and PDF versions of APA as filed with the court to Dave Gordon and entire working group	0.10	32.50
09/24/2018	JDM	Emails with potential purchaser re: adding additional accounting representatives to data rooms	0.10	32.50
09/24/2018	JDM	Add financial advisors of potential purchaser to data rooms	0.10	32.50
09/24/2018	JDM	Review email correspondence from Austin Mowell re: additional items to upload to data room	0.10	32.50
09/24/2018	KSK	Review email correspondence re: revisions to the APA	0.10	25.00
09/24/2018	SAM	Correspondence with Tony Young of Morgan Stanley re: signed NDA from Alliant Management Services authorizing information packet to be sent	0.10	52.50
09/24/2018	SAM	Correspondence with Jeremy Miller and David Houston, counsel for NMHS – Tupelo re: redlined APA containing Egerton, Burr and Polsinelli revisions	0.20	105.00
09/25/2018	JDM	Email correspondence with potential purchaser re: his specific document requests	0.10	32.50
09/25/2018	JDM	Attention to email correspondences from Tim Brown, Jake Aygun and working group re: finance related questions	0.10	32.50
09/25/2018	JDM	Upload additional due diligence documents to data room	0.20	65.00
09/25/2018	JDM	Prepare for and participate in Transition Services Agreement call with Curae and NMHS' teams	1.00	325.00
09/25/2018	JDM	Attention to email correspondences from Jake Aygun to working group re: additional due diligence requests and questions on behalf of NMHS team	0.20	65.00
09/25/2018	JDM	Review email and attachment from Steve Horton to working group re: responses to questions posed by NMHS representatives	0.10	32.50
09/25/2018	KSK	Review Transition Services Agreement	0.20	50.00
09/25/2018	KSK	Phone call between Curae and North Mississippi Health Services personnel re: the Transition Services Agreement and services and software used by Curae	1.10	275.00
09/25/2018	SAM	Conference call with counsel for Amory re: due diligence matters	0.40	210.00
09/25/2018	SAM	Correspondence with Jake Aygun re: call agenda and questions	0.20	105.00
09/25/2018	SAM	Correspondence with Jake Aygun of Ponder re: additional information needed after site visit	0.10	52.50
09/25/2018	SAM	Correspondence with Tim Brown re: TSA and information requested by committee	0.10	52.50
09/25/2018	SAM	Correspondence with Tim Brown re: revenue deductions relative to July and August, 2018	0.10	52.50

09/25/2018	SAM	Correspondence with Jake Aygun re: diligence requests previously transmitted by Waller Lansden	0.10	52.50
09/25/2018	SAM	Review of response of Steve Horton to questions from Tupelo re: financials	0.10	52.50
09/25/2018	SAM	Review of Statistical Summary provided to Tupelo	0.10	52.50
09/26/2018	JDM	Review email correspondence from Steve Braun, CHS counsel, re: resolution of tax issues for Amory HMA (CHS entity)	0.10	32.50
09/26/2018	JDM	Conference with SAM re: conversations with CHS counsel on swing bed issue items	0.10	32.50
09/27/2018	JDM	Review email correspondence from S. Clapp to working group re: responses to additional due diligence requests from NMHS team	0.10	32.50
09/27/2018	JDM	Review email correspondence and attachment from J. Aygun re: agenda for weekly call tomorrow to discuss status of transaction	0.10	32.50
09/27/2018	SAM	Correspondence from Quentin Whitwell requesting phone call with S. Clapp and Karl Rude to discuss due diligence on behalf of interested party	0.10	52.50
09/27/2018	SAM	Correspondence with Steve Clapp re: data room access for and phone conference with potential bidder for Batesville and Clarksdale	0.20	105.00
09/27/2018	SAM	Receipt and review of agenda from Jake Aygun for Friday's weekly call with Ponder, Tupelo Hospital and Bankruptcy counsel	0.10	52.50
09/28/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda, schedule of transaction and open transaction items	0.70	227.50
09/28/2018	KSK	Status-update phone call concerning upcoming bankruptcy and purchase procedures	0.50	125.00
09/28/2018	SAM	Correspondence with Jake Aygun of Ponder re: Schumacher ER coverage agreements	0.10	52.50
09/28/2018	SAM	Correspondence with David Gordon re: adding potential bidder to NDA for dataroom	0.10	52.50
09/28/2018	SAM	Telephone conference with counsel for purchaser re: due diligence progress and other issues	0.50	262.50
09/28/2018	WHK	Participate in weekly update call re: sale of Amory hospital.	0.70	332.50
10/03/2018	JDM	Emails with Jake Aygun from Ponder Co. re: adding his colleagues, Harrison Davis and Karl Henkel to Amory due diligence data room	0.10	32.50
10/03/2018	JDM	Add Ponder Co representative, Karl Henkel to Amory due diligence data room	0.10	32.50

10/03/2018	JDM	Review email and attached WORD document from S. Moore to NMHS working group re: updated due diligence and supplemental request responses	0.10	32.50
10/05/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda, schedule of transaction and open transaction items	0.80	260.00
10/09/2018	JDM	Telephone conference with WHK re: contract	0.10	32.50
10/09/2018	JDM	Review email correspondence from J. Aygun to working group re: outstanding due diligence requests and recently uploaded diligence items	0.10	32.50
10/09/2018	KSK	Phone call with J.Miller re: locating contract	0.10	25.00
10/11/2018	JDM	Compose and send email correspondence to S. Moore re: additional HR due diligence request from NMHS	0.10	32.50
10/11/2018	KSK	Read email from W.Kittrell re: HR request	0.10	25.00
10/12/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda, schedule of transaction and open transaction items	0.50	162.50
10/12/2018	SAM	Conference call with Ponder re: status of approval of APA for sale of Amory to Tupelo	0.50	262.50
10/12/2018	SAM	Phone conference with Steve Clapp re: status of APA	0.20	105.00
10/16/2018	JDM	Email correspondences with J. Aygun, B. Toppin and R. Horton re: adding Rhonda Horton to data room	0.10	32.50
10/16/2018	JDM	Add Rhonda Horton from NMHS to data room	0.10	32.50
10/17/2018	JDM	Attention to email from David Lopater and NMHS team re: additional HR due diligence requests	0.10	32.50
10/19/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda, schedule of transaction and open transaction items	0.50	162.50
10/19/2018	JDM	Email correspondences with S. Nelms, T. Brown and A. McLerran re: draft of TSA sent to NMHS team	0.10	32.50
10/19/2018	SAM	Conference call with Ponder to review all pending issues	0.50	262.50
10/19/2018	WHK	Participate in weekly update phone call regarding proposed sale of Amory.	0.60	285.00
10/22/2018	JDM	Email correspondences with S. Nelms re: comments and revisions to TSA	0.10	32.50
10/22/2018	JDM	Revise Transition Services Agreement per S. Nelms comments	0.10	32.50

10/22/2018	JDM	Compose and send email correspondence to working group re: requesting update on NMHS' review and comments to TSA and Schedules to APA	0.10	32.50
10/22/2018	RDK	At the request of J. Allen Tyra, administrator of Gilmore Memorial Hospital, analyze the Blood Reagents Antitrust litigation and in particular the June 2018 Settlement Terms & Conditions involving Ortho -Clinical Diagnostics, Inc. to determine what, if any, claim(s) we can file in U.S.D.C.	1.20	450.00
10/22/2018	RDK	At the request of J. Allen Tyra, administrator of Gilmore Memorial Hospital, to analyze our position in the Blood Reagents litigation, review of the Orders and memorandum opinions filed in case number 2:09-md-02081, JD, U.S.D.C., Eastern District of Pennsylvania, to determine if the hospital can still file claim(s) against Immucor, Inc. pertaining to the 2016 settlement approval.	1.80	675.00
10/22/2018	RDK	At the request of J. Allen Tyra, administrator of Gilmore Memorial Hospital, to analyze our position in the Blood Reagents litigation, review of the Orders and memorandum opinions filed in case number 2:09-md-02081, JD, U.S.D.C., Eastern District of Pennsylvania, to determine if the hospital can still file claim(s) against Ortho-Clinical Diagnostics, Inc. pertaining to the June 2018 settlement agreement.	0.90	337.50
10/22/2018	RDK	Prepare memorandum report to J. Allen Tyra, administrator of Gilmore Memorial Hospital, regarding our opinions and conclusions that the hospital can assert claim(s) against Ortho-Clinical Diagnostics, Inc..	0.50	187.50
10/22/2018	SAM	Correspondence with Bruce Toppin and Jeremy Miller re: comments to TSA and Schedules to APA and which services will be taken over by Medhost	0.20	105.00
10/22/2018	SAM	Review information on class action settlement for reagents and Tupelo's eligibility	0.20	105.00
10/22/2018	SAM	Correspondence with R. King, attorney, and Tim Brown and Andrea McLerran re: Reagent Settlement	0.10	52.50
10/23/2018	SAM	Receipt and review of Agenda for working group call	0.10	52.50
10/23/2018	SAM	Review draft of Transitional Services Agreement for post-closing support	0.20	105.00
10/23/2018	SAM	Correspondence with Tim Brown and Steve Clapp re: timing of payment by Tupelo for post-closing TSA services	0.10	52.50
10/24/2018	JDM	Compose and send email correspondence to Curae team re: updates to comments and pricing for Transition Services Agreement	0.10	32.50
10/26/2018	JDM	Review call agenda document from J. Aygun at Ponder Co.	0.10	32.50
10/26/2018	JDM	Phone conference with T. Brown and S. Clapp to discuss MidCap accounts and details of transitioning accounts and A/R as a part of the transaction	0.20	65.00

10/26/2018	JDM	Prepare for and participate in weekly conference call with working group (Ponder, NMHS, PYA, Polsinelli, Egerton McAfee, Burr, Curae, Morgan Stanley, Glass Ratner, etc.) to discuss agenda, schedule of transaction and transaction updates	0.70	227.50
10/26/2018	SAM	Review Agenda for standing call wth Ponder	0.10	52.50
10/26/2018	SAM	Standing transaction update call with Ponder, Tupelo management, Curae management and counsel	0.50	262.50
10/26/2018	SAM	Follow-up conference call with Curae management and bankruptcy counsel, Jeremy Miller and Will Kittrell to discuss MidCap receivables financing in the context of transferring the accounts to Tupelo at closing and assign responsibilities within firm	0.30	157.50
10/26/2018	SAM	Correspondence with Dave Gordon, Steve Clapp and Tim Brown re: Professional Liability Coverage for Tupelo hospital post-closing and liability issues	0.20	105.00
10/26/2018	WHK	Regular weekly update call regarding Amory divestiture.	0.50	237.50
10/26/2018	WHK	Prepare for and participate in weekly update call.	0.50	237.50
10/31/2018	JDM	Review email correspondence from Nicole Keefe re: deadline extension for Transition Services Agreement	0.10	32.50

<b>TOTAL SERVICES THIS MATTER</b>			<b>108.90</b>	<b>41,190.00</b>
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JDM	Jeremy D Miller	36.50	\$325.00	11,862.50
SK	Susanne Kozma	24.10	\$250.00	6,025.00
RDK	Rockforde D. King	4.40	\$375.00	1,650.00
SAM	Stephen A. McSween	16.00	\$525.00	8,400.00
WHK	William H. Kittrell	27.90	\$475.00	13,252.50
				<b>\$41,190.00</b>

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**INVOICE RECAP**

<b>TOTAL CURRENT CHARGES</b>	<b>\$41,190.00</b>
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<b>TOTAL BALANCE DUE</b>	<b>\$41,190.00</b>
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# EGERTON McAFEE

Egerton McAfee Armistead & Davis, P.C.

**ATTORNEYS AT LAW**

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Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 103532  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$41,190.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$41,190.00</b>

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# EGERTON McAFEE

EXHIBIT C-3

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

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Fax: (865) 525-5293

P.O. Box 2047  
Knoxville, TN 37901-2047

Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 103533

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession  
Claim #

<b>Matter</b>	<b>Fees</b>	<b>Expenses</b>	<b>Total</b>
00003 Amory Regional Medical Center, Inc.	\$10,560.00	\$0.00	\$10,560.00
	\$10,560.00	\$0.00	
TOTAL CURRENT CHARGES			\$10,560.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$10,560.00

08/24/2018	HGF	Review e-mail correspondence from Ms. Nelms regarding Dr. Parker's employment agreement	0.30	97.50
08/24/2018	HGF	Send e-mail correspondence to Ms. Kozma regarding the draft of Dr. Parker's employment agreement and requesting her to send the latest version in execution form to Ms. Nelms	0.10	32.50
08/24/2018	HGF	Review e-mail correspondence from Ms. Kozma and Ms. Nelms regarding Dr. Parker's Employment Agreement	0.10	32.50
08/24/2018	KSK	Email correspondence with H.Ferguson and Susanne Nelms re: PEA for Dr. Gerald Parker	0.10	25.00
08/24/2018	KSK	Review and revise PEA for Dr. Gerald Parker	0.70	175.00
08/27/2018	HGF	Review and respond to e-mail correspondence from Ms. Naugher regarding the ENT clinic lease	0.30	97.50
08/27/2018	HGF	Telephone call with Ms. Kozma discussing the draft clinic lease and discussing completing the lease based on the information provided by Ms. Naugher	0.10	32.50
08/27/2018	KSK	Phone Call with H.Ferguson re: lease for Otolaryngology Associates, Ltd	0.10	25.00
08/27/2018	KSK	Review emails from H. Ferguson and L.Naugher re: drafting lease for Otolaryngology Associates, Ltd	0.10	25.00
08/27/2018	SAM	Telephone conference with Ponder, Tupelo counsel, Curae bankruptcy counsel and Will Kittrell as Curae transaction counsel	0.80	420.00
08/27/2018	SAM	Follow up call with just Curae team and counsel	0.40	210.00
08/27/2018	SAM	Telephone conference with [confidential] re: bid on Amory hospital	0.20	105.00
08/27/2018	SAM	Telephone conference with Curae team re: APA review	0.40	210.00
08/27/2018	SAM	Correspondence with David Gordon and others re: impact of tax sale post-bankruptcy filing	0.30	157.50
08/27/2018	SAM	Correspondence with Travis Lloyd and Tim Brown, CFO, re: receipt showing delivery of swing bed payment and other matters	0.50	262.50
08/28/2018	KSK	Review emails from L.Naugher and H.Ferguson re: drafting lease for Otolaryngology Associates, Ltd	0.10	25.00
08/28/2018	KSK	Review and revise draft of lease for Otolaryngology Associates, Ltd	0.40	100.00
08/29/2018	KSK	Draft part-time lease for Otolaryngology Associates, Ltd	4.50	1,125.00
08/29/2018	KSK	Email correspondence with A.Tyra and L.Naugher re: lease for Otolaryngology Associates, Ltd	0.10	25.00
08/29/2018	KSK	Email correspondence with A.Tyra re: MRI company invoice	0.10	25.00



09/10/2018	KSK	Email correspondence with S.McSween re: lease for Otolaryngology Associates	0.10	25.00
09/10/2018	KSK	Read email from Leigh Naugher re: revisions to lease for Otolaryngology Associates	0.10	25.00
09/11/2018	KSK	Email correspondence with Leigh Naugher re: questions concerning the lease for Otolaryngology Associates	0.20	50.00
09/11/2018	KSK	Draft lease for Otolaryngology Associates to include revisions requested by Leigh Naugher	1.10	275.00
09/12/2018	JDM	Review email correspondence and attachment from A. McLerran re: Statement of Account notice from the Mississippi Department of Revenue	0.10	32.50
09/12/2018	KSK	Email correspondence with Allen Tyra and S.McSween re: AIM software contract issue, whether a contract had been assigned to Amory, and whether bankruptcy filing affects claim	0.10	25.00
09/12/2018	KSK	Email correspondence with Leigh Naugher and Allen Tyra re: lease for Otolaryngology Associates	0.20	50.00
09/12/2018	KSK	Email correspondence with S.McSween re: bankruptcy considerations for lease for Otolaryngology Associates	0.20	50.00
09/12/2018	KSK	Review and revise lease for Otolaryngology Associates	1.20	300.00
09/13/2018	JDM	Conference with SAM re: past due taxes of Amory HMA	0.10	32.50
09/13/2018	JDM	Compose and send email correspondence to Steve Braun, counsel for CHS, forwarding notice of past due taxes due for Amory HMA (CHS entity)	0.10	32.50
09/17/2018	KSK	Phone call with S.McSween re: Stark requirements for employment agreements	0.10	25.00
09/17/2018	KSK	Conference with S.McSween re: Dr. Gerald Parker's Physician Employment Agreement	0.30	75.00
09/18/2018	JDM	Review notices of past due taxes due for Amory HMA Inc. from the Mississippi Department of Revenue	0.20	65.00
09/18/2018	JDM	Draft letter to CHS representatives pursuant to notice provision of Asset Purchase Agreement with CHS to notify them of past due tax notices and notices from Medicare regarding hospital services and property in Amory, MS	0.80	260.00
09/18/2018	JDM	Review letter from the Centers for Medicaid and Medicare Services re: reimbursement of overpayment	0.10	32.50
09/18/2018	JDM	Compose and send email correspondence to S. Clapp, A. McLerran, and T. Brown sending them copy of letter to CHS re: notice of delinquent tax payments and CMS reimbursements	0.10	32.50
09/18/2018	JDM	Review email correspondence and attachments from Leigh Naugher re: updated privilege licenses for Gilmore Memorial Hospital and clinics in Amory, MS	0.10	32.50
09/18/2018	SAM	Correspondence with Joel Southern and Susanne Nelms re: unattached call coverage compensation for physicians	0.10	52.50

09/18/2018	SAM	Correspondence with Susanne Nelms, Steve Clapp and Joel Southern re: possibility of obtaining comparables to verify fair market value of compensation for unattached call and other methods for confirming FMV of physician arrangement	0.40	210.00
09/18/2018	SAM	Correspondence with S. Clapp re: billing CHS for final Swing Bed expenses	0.30	157.50
09/19/2018	JDM	Emails with S. Clapp, A. Tyra, T. Brown and A. Mowell re: July 2018 Executive Report	0.10	32.50
09/26/2018	KSK	Email correspondence with S.McSween re: extension of Dr. Parker's Physician Employment Agreement	0.10	25.00
09/26/2018	KSK	Conference with S.McSween re: extension of Dr. Parker's Physician Employment Agreement	0.10	25.00
09/26/2018	KSK	Draft, revise and edit Amendment to Dr. Parker's Physician Employment Agreement extending the term of the Agreement	1.90	475.00
09/27/2018	JDM	Upload additional facility valuation/appraisal to due diligence data room	0.10	32.50
09/27/2018	KSK	Review and revise Amendment to Physician Employment Agreement for Dr. Parker	0.20	50.00
09/27/2018	RDK	Analyze the Lithium Ion Battery class action litigation pending in federal court as well as the Blood Reagents Antitrust litigation and explore what, if any, relevance to our Gilmore hospital in Amory, MS.	1.10	412.50
09/28/2018	JDM	Add potential purchaser to data room	0.10	32.50
09/28/2018	JDM	Add potential purchaser to data room	0.10	32.50
09/28/2018	JDM	Emails with S. Clapp re: potential purchaser/bidder	0.10	32.50
09/28/2018	RDK	Prepare memorandum to the chief executive officer of Amory Regional concerning the lithium ion battery class action claim and suggested identification of items purchased from the procurement department for replacement of the identified defective batteries.	0.10	37.50
10/01/2018	JDM	Add representative for Committee to data room	0.10	32.50
10/01/2018	SAM	Correspondence with Polsinelli and Morgan Stanley re: monitoring activity in the Dataroom by potential bidders and giving access to information to the creditors committee	0.20	105.00
10/01/2018	SAM	Correspondence with Jeremy Miller re: dataroom activity and giving the creditors committee's financial advisor access to the dataroom	0.10	52.50
10/02/2018	JDM	Review Statement of Account past due tax notice letter from the Department of Revenue of the State of Mississippi directed to Amory HMA Inc.	0.10	32.50
10/02/2018	JDM	Email correspondences with SAM, S. Clapp, A. McLerran, and T. Brown re: past due tax notices for Amory HMA to be forward to Community Health Systems for payment	0.10	32.50

10/02/2018	KSK	Research process for recouping payments above contract payment for physician	1.00	250.00
10/02/2018	KSK	Read emails from S.McSween re: overpayment of Dr. Boland	0.10	25.00
10/03/2018	KSK	Email Set-Off Agreement for Dr. Boland to S.McSween	0.10	25.00
10/03/2018	KSK	Draft Set-Off Agreement by and between Amory Regional Physicians, LLC and Michael Boland, MD	2.40	600.00
10/03/2018	SAM	Correspondence with all parties re: updated to due diligence and supplemental requests	0.10	52.50
10/03/2018	SAM	Correspondence with Zach Chen of Morgan Stanley re: new NDA for party seeking access to dataroom	0.10	52.50
10/03/2018	SAM	Conference with Jeremy Miller re: status of dataroom activity report	0.10	52.50
10/03/2018	SAM	Review of Dataroom Activity Report	0.10	52.50
10/03/2018	SAM	Correspondence with senior team re: Data Room Activity	0.10	52.50
10/03/2018	SAM	Correspondence with Vizion re: NDA for dataroom	0.10	52.50
10/03/2018	SAM	Correspondence with Curae counsel, Morgan Stanley and management team re: [confidential] download of entire dataroom and other dataroom activity	0.10	52.50
10/04/2018	SAM	Receipt and review of Agenda for Friday update call	0.10	52.50
10/05/2018	SAM	Prepare for and participate in standing Friday phone conference with counsel for Tupelo re: transaction checklist	0.60	315.00
10/09/2018	SAM	Receipt and review of Data Room Activity Report from Jeremy Miller	0.10	52.50
10/09/2018	SAM	Correspondence with Jake Aygun of Ponder (consultant to Tupelo on transaction) re: remaining open items on due diligence request	0.20	105.00
10/09/2018	SAM	Review of Data Room Activity Report in advance of call with Morgan Stanley	0.20	105.00
10/09/2018	SAM	Phone conference with Morgan Stanley re: status of marketing of hospitals	0.20	105.00
10/10/2018	SAM	Correspondence with Allen Tyra re: Blood Reagents Antitrust Settlement	0.10	52.50
10/10/2018	SAM	Correspondence with R. King, attorney, re: drafting memo to Allen tyra re: Blood Reagents Settlement	0.10	52.50
10/11/2018	JDM	Upload SOFAs, Schedules of Assets and Liabilities, and Summaries of Assets and Liabilities for Curae Health, Inc., Amory Regional Medical Center, Inc., and Amory Regional Physicians, LLC to data room	0.10	32.50
10/11/2018	JDM	Email correspondences with A. Mowell and S. Moore at Curae Health re: answers to follow-up questions from potential bidder and additional financial information	0.10	32.50

10/11/2018	JDM	Upload answers to follow-up questions from potential bidder to data room along with additional financial statements/information	0.10	32.50
10/11/2018	RDK	Draft, revise, and finalize memorandum for Mr. McSween's review & approval before being submitted to our executive director Allen Tyra re: detailed analysis and specific legal opinion concerning our exposure, if any, pertaining to the lithium ion battery antitrust litigation pending in U.S. District Court, Northern District of California, Oakland Division.	2.00	750.00
10/11/2018	SAM	Phone conference with attorney for possible bidder on Amory and other hospitals	0.30	157.50
10/11/2018	SAM	Correspondence with David Gordon and Steve Clapp re: article by State Senator and it's impact on bankruptcy case	0.10	52.50
10/11/2018	SAM	Receipt and review of list of data requests and status from stalking horse bidder	0.20	105.00
10/11/2018	SAM	Review memo to Tupelo employees re: transaction	0.20	105.00
10/12/2018	RDK	Finalize report to Tim Brown and Allen Tyra and Stephen McSween concerning lithium ion battery issue.	0.10	37.50
10/15/2018	SAM	Correspondence with Zach Chen of Morgan Stanley re: scheduling of update call	0.10	52.50
10/18/2018	RDK	Review of the Blood Reagents Antitrust class action settlement proposal	0.50	187.50
10/19/2018	SAM	Correspondence with Ellen Strunk re: wire transfer of fees her company was due from CHS re: swingbed claim	0.10	52.50
10/19/2018	SAM	Correspondence with Ellen re: shortfall in payment by CHS	0.30	157.50
10/30/2018	SAM	Receipt of request from CHS counsel for W-9 form needed for payment to swingbed consultant	0.10	52.50
10/30/2018	SAM	Locate and forward W-9 form to CHS counsel	0.20	105.00
<b>TOTAL SERVICES THIS MATTER</b>			<b>30.90</b>	<b>10,560.00</b>

HGF	Heather G Ferguson	0.90	\$325.00	292.50
JDM	Jeremy D Miller	2.70	\$325.00	877.50
SK	Susanne Kozma	15.90	\$250.00	3,975.00
RDK	Rockforde D. King	3.80	\$375.00	1,425.00
SAM	Stephen A. McSween	7.60	\$525.00	3,990.00
				<b>\$10,560.00</b>

Client Ref: 010587-00003  
Invoice No: 103533

November 14, 2018  
Page: 7

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**INVOICE RECAP**

**TOTAL CURRENT CHARGES** **\$10,560.00**

**TOTAL BALANCE DUE** **\$10,560.00**

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Egerton McAfee Armistead & Davis, P.C.

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Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 103533  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$10,560.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$10,560.00</b>

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# EGERTON McAFEE

EXHIBIT C-4

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

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P.O. Box 2047  
Knoxville, TN 37901-2047

Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 103534

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession  
Claim #

Matter	Fees	Expenses	Total
00004 Batesville Regional Medical Center, Inc.	\$5,420.00	\$0.00	\$5,420.00
	\$5,420.00	\$0.00	
TOTAL CURRENT CHARGES			\$5,420.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$5,420.00

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08/27/2018	JDM	Email correspondences with SAM re: Batesville psych hospital lease agreement provisions	0.20	65.00
08/27/2018	JDM	Review Batesville lease agreements with CHCT Mississippi (REIT) and summarize specific terms	0.40	130.00
08/27/2018	SAM	Search question as to whether the REIT which owns the psych hospital at Batesville also owns the CON/license/beds and determine that it does own those assets	0.30	157.50
08/27/2018	SAM	Conference call with S. Clapp re: REIT strategy in bankruptcy	0.30	157.50
08/30/2018	JDM	Conference with KEV re: setting up box.com due diligence sites for Batesville Regional Medical Center and documents	0.10	32.50
09/05/2018	JDM	Email correspondence with S. Moore re: deleting items in data room	0.10	32.50
09/05/2018	JDM	Upload company related contracts and documents for Batesville Regional Medical Center, Inc. to box.com due diligence site to prepare books for Batesville sale	1.70	552.50
09/06/2018	JDM	Interoffice conference with S. Kozma re: Medical Staff Bylaws for Panola Medical Center	0.10	32.50
09/06/2018	JDM	Continue to upload company related contracts and documents for Batesville Regional Medical Center, Inc. to box.com due diligence site to prepare books for Batesville sale	0.60	195.00
09/14/2018	JDM	Phone conference with SAM to discuss status of NDA for [confidential]	0.10	32.50
09/14/2018	JDM	Review CHS Acquisition Binder for documents related to transfer of Mississippi LTAC Holdings, LLC - entity which contains the psych hospital CON	0.10	32.50
09/14/2018	JDM	Email copy of Bill of Sale and Assignment of Membership Interest between CHS and Curae for membership interest in Mississippi LTAC Holdings, LLC to S. Clapp, Dave Gordon, Joseph Van Leer, Stephen Angelette, WHK and SAM for the CON renewal	0.10	32.50
09/14/2018	JDM	Email correspondences with S. Clapp re: vacant land in Batesville, MS owned by NW Alabama Real Estate, LLC	0.10	32.50
09/14/2018	JDM	Attention to email correspondences from D. Gordon, S. Clapp and Stephen Angelette re: draft of 6 month extension letter for Mississippi LTAC Holdings, LLC	0.10	32.50
09/14/2018	JDM	Review CHS Acquisition Binder for documents related to transfer of Mississippi Alzheimer Holdings, LLC - entity which contains a certificate of need	0.10	32.50



09/14/2018	JDM	Email copy of Bill of Sale and Assignment of Membership Interest between CHS and Curae for membership interest in Mississippi Alzheimer Holdings, LLC to S. Clapp, Dave Gordon, Joseph Van Leer, Stephen Angelette, WHK and SAM	0.10	32.50
09/18/2018	JDM	Upload Batesville Medical Center appraisal to due diligence data room	0.10	32.50
09/18/2018	JDM	Email correspondences with S. Clapp and S. Moore re: hospital appraisals	0.10	32.50
09/19/2018	JDM	Email correspondences with [confidential] re: executed NDA and gaining access to data room	0.10	32.50
09/19/2018	JDM	Add [confidential] to due diligence data rooms for Batesville and Clarksdale	0.10	32.50
09/20/2018	SAM	Correspondence with Susanne Nelms and Emily Cochran re: the terms for a new psychiatric physician employment agreement for Dr. Tanisha Martin	0.20	105.00
09/26/2018	KSK	Email correspondence with S.McSween and M.Carrasco re: extension to Dr. Siew's Physician Employment Agreement	0.10	25.00
09/26/2018	KSK	Review re: Dr. Siew's Physician Employment Agreement and current amendments	0.20	50.00
09/26/2018	KSK	Conference with S.McSween re: extension of Dr. Siew's Physician Employment Agreement	0.10	25.00
09/26/2018	KSK	Begin drafting Fifth Amendment to Dr. Siew's Physician Employment Agreement	0.10	25.00
09/27/2018	JDM	Upload additional facility valuation/appraisal to due diligence data room	0.10	32.50
09/27/2018	KSK	Draft email to S.McSween re: changes between current and prospective Nurse Practitioner Employment Agreement for Elizabeth Edwards	0.20	50.00
09/27/2018	KSK	Draft Fifth Amendment to Physician Employment Agreement for Dr. Siew	1.80	450.00
09/27/2018	KSK	Email correspondence with S.McSween, Susanne Nelms and Emily Cochran re: Amendment to Dr. Siew's Physician Employment Agreement	0.20	50.00
09/27/2018	KSK	Review current and prospective Nurse Practitioner Employment Agreement for Elizabeth Edwards	0.40	100.00
09/28/2018	JDM	Add counsel for potential purchaser to data room per potential purchaser's request	0.10	32.50
09/28/2018	KSK	Draft term extension to Nurse Practitioner Employment Agreement for Elizabeth Edwards, FNP	0.80	200.00
09/28/2018	RDK	Prepare memorandum to the chief executive officer of Batesville Regional hospital concerning the lithium ion battery class action claim and suggested identification of items purchased from the procurement department for replacement of the identified defective batteries	0.10	37.50

10/02/2018	JDM	Review email correspondence from potential purchaser to Morgan Stanley team re: psych hospital questions	0.10	32.50
10/03/2018	KSK	Review and revise amendment to NPEA for Elizabeth Edwards, FNP	0.70	175.00
10/03/2018	KSK	Email amendment to Elizabeth Edwards's NPEA to M.Carrasco	0.10	25.00
10/08/2018	KSK	Email correspondence with M.Carrasco re: amendment to Elizabeth Edwards's NPEA	0.20	50.00
10/08/2018	KSK	Phone call with S.McSween re: amendment to Elizabeth Edwards's NPEA	0.10	25.00
10/09/2018	JDM	Add potential purchaser and their team to data room	0.10	32.50
10/09/2018	SAM	Correspondence with David Gordon and Steve Clapp re: review of form APA provided by potential purchaser	0.10	52.50
10/09/2018	SAM	Quick review of form APA re: suitability for use	0.20	105.00
10/10/2018	KSK	Review Elizabeth Edwards's NPEA	0.90	225.00
10/10/2018	KSK	Email correspondence with Emily Cochran and Susanne Nelms re: changes to Elizabeth Edwards's NPEA	0.20	50.00
10/11/2018	JDM	Email correspondences with Morgan Stanley team and potential purchaser re: responses to potential purchaser's questions about patient numbers at the psych facility	0.10	32.50
10/11/2018	JDM	Upload SOFAs, Schedules of Assets and Liabilities, and Summaries of Assets and Liabilities for Curae Health, Inc., Batesville Regional Medical Center, Inc., and Batesville Regional Physicians, LLC to data room	0.10	32.50
10/11/2018	JDM	Email correspondences with A. Mowell and S. Moore at Curae Health re: answers to follow-up questions on Panola Medical Center from potential bidder and additional financial information	0.10	32.50
10/11/2018	JDM	Upload answers to follow-up questions from potential bidder to Batesville data room along with additional financial statements/information	0.10	32.50
10/11/2018	JDM	Emails with Austin Mowell at Curae re: additional payroll and appraisal diligence request	0.10	32.50
10/11/2018	JDM	Upload Batesville hospital appraisal and payroll reports	0.10	32.50
10/17/2018	JDM	Conference with SAM re: drafting APA for Batesville bidder	0.20	65.00
10/17/2018	KSK	Draft amendment to Elizabeth Edwards' NPEA	1.20	300.00
10/18/2018	KSK	Review and revise amendment to Elizabeth Edwards's NPEA	0.70	175.00
10/18/2018	KSK	Email amendment to NPEA to S.McSween and M.Carrasco	0.10	25.00
10/19/2018	JDM	Email correspondences with S. Moore re: annual reports for Mississippi LTAC, LLC and MS Alzheimer Holdings, LLC	0.10	32.50
10/19/2018	JDM	Phone conference with S. Moore to discuss entity information and qualifications for Mississippi LTAC, LLC and Mississippi Alzheimer Holdings, LLC	0.40	130.00

10/19/2018	JDM	Review due diligence files for information on Mississippi LTAC, LLC and Mississippi Alzheimer Holdings, LLC for annual reports and registrations	0.20	65.00
10/19/2018	KSK	Review and revise Elizabeth Edwards's NPEA amendment	0.20	50.00
10/19/2018	KSK	Email Elizabeth Edwards's NPEA amendment to Curae parties	0.10	25.00
10/22/2018	JDM	Upload CON extension for Mississippi LTAC Holdings, LLC to data room	0.10	32.50
10/22/2018	JDM	Emails with S. Clapp, D. Gordon, C. Wang and Wayne Thompson re: CON extension for Mississippi LTAC Holdings, LLC	0.10	32.50
10/22/2018	JDM	Emails with S. Moore re: requesting EINs for psych hospital CON entities	0.10	32.50
10/23/2018	JDM	Add potential purchasers to data rooms	0.10	32.50
10/23/2018	JDM	Review Master Lease, Purchase Agreement and other security documents with CHCT Mississippi, LLC for Batesville psych hospital	0.20	65.00
10/23/2018	JDM	Emails with Zach Chen and potential purchaser representatives re: adding rep to data rooms	0.10	32.50
10/23/2018	JDM	Email correspondences with S. Clapp, SAM, and WHK re: psych hospital's relationship with CHCT Mississippi, LLC	0.10	32.50
10/24/2018	JDM	Emails with S. Clapp, A. Mowell, Steve Horton and Morgan Stanley team re: Batesville depreciation schedules	0.10	32.50
10/24/2018	JDM	Upload updated depreciation schedule to data room	0.10	32.50
10/24/2018	JDM	Email correspondences with Tim Brown re: information he needs to get AT&T accounts in good standing	0.20	65.00
10/24/2018	JDM	Review CHS transcript to compile documents requested by AT&T for account transfers and catchups	0.20	65.00
10/25/2018	JDM	Upload financials spreadsheet from Wayne Thompson to Batesville data room	0.10	32.50
10/25/2018	JDM	Review Panola updated financials spreadsheet received from Wayne Thompson	0.10	32.50
10/26/2018	SAM	Review of LOI on Batesville from [Confidential]	0.20	105.00
10/31/2018	JDM	Emails with Steve Clapp, WHK, SAM and Austin Mowell re: information to include in Asset Purchase Agreement and timing to complete draft of the same	0.10	32.50
10/31/2018	JDM	Email correspondences with S. Clapp and Morgan Stanley team re: forwarding them copy of Batesville property deed which includes legal description requested by Mr. Whitwell	0.10	32.50
<b>TOTAL SERVICES THIS MATTER</b>			<b>17.80</b>	<b>5,420.00</b>

JDM Jeremy D Miller 8.00 \$325.00 2,600.00

SK Susanne Kozma 8.40 \$250.00 2,100.00

Client Ref: 010587-00004  
Invoice No: 103534

November 14, 2018  
Page: 6

RDK	Rockforde D. King	0.10	\$375.00	37.50
SAM	Stephen A. McSween	1.30	\$525.00	682.50
				<b>\$5,420.00</b>

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**INVOICE RECAP**

**TOTAL CURRENT CHARGES** **\$5,420.00**

**TOTAL BALANCE DUE** **\$5,420.00**

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Egerton McAfee Armistead & Davis, P.C.

**ATTORNEYS AT LAW**

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Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 103534  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$5,420.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$5,420.00</b>

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# EGERTON McAFEE

EXHIBIT C-5

Egerton McAfee Armistead & Davis, P.C.

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Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 103535

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession  
Claim #

Matter	Fees	Expenses	Total
00005 Clarksdale Regional Medical Center, Inc.	\$8,537.50	\$0.00	\$8,537.50
	\$8,537.50	\$0.00	
TOTAL CURRENT CHARGES			\$8,537.50
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$8,537.50

08/27/2018	SAM	Telephone conference with Steve Clapp re: status of Clarksdale search	0.20	105.00
08/27/2018	SAM	Correspondence with Tom Ross re: discussion with Dr. Brownstein, chief of staff, and possible interest by Methodist hospital Memphis in providing cardiology services at Clarksdale and perhaps more	0.70	367.50
08/27/2018	SAM	Conference call with Tom Ross, attorney for Clarksdale re: interested party and procedure	0.40	210.00
08/27/2018	SAM	Correspondence with team re: Clarksdale issues and potential put to community	0.40	210.00
08/30/2018	JDM	Conference with KEV re: setting up box.com due diligence sites for Batesville Regional Medical Center and documents	0.10	32.50
09/05/2018	JDM	Upload company related contracts and documents for Clarksdale Regional Medical Center, Inc. to box.com due diligence site to prepare books for Clarksdale sale	1.10	357.50
09/06/2018	JDM	Continue to upload company related contracts and documents for Clarksdale Regional Medical Center, Inc. to box.com due diligence site to prepare books for Clarksdale sale	0.80	260.00
09/10/2018	JDM	Email correspondences with S. Moore re: setting up box.com folder for hospital staff to upload Clarksdale contracts from Meditract	0.10	32.50
09/10/2018	JDM	Set up box.com folder for hospital staff to upload Clarksdale contracts from Meditract so the contracts can be uploaded to the Clarksdale due diligence data room	0.10	32.50
09/17/2018	KSK	Read email from M.Carrasco re: letters received by the U.S. Dept. of State concerning Drs. Subramanya and Adefisayo	0.10	25.00
09/18/2018	JDM	Upload Clarksdale Medical Center appraisal to box.com due diligence data room	0.10	32.50
09/18/2018	JDM	Email correspondences with Steve Clapp re: Clarksdale hospital appraisal	0.10	32.50
09/20/2018	KSK	Email correspondence with Jesica Dunavent re: rent for lease at Campbell Clinic	0.10	25.00
09/20/2018	KSK	Review lease for Campbell Clinic	0.60	150.00
09/20/2018	SAM	Correspondence with Susanne Kozma, attorney, re: extension of lease from a physician to hospital tenant in Clarksdale Medical Office Building	0.10	52.50
09/21/2018	JDM	Add potential purchasers to data room	0.10	32.50
09/21/2018	KSK	Email Jesica Dunavent re: lease for Campbell Clinic	0.10	25.00
09/21/2018	KSK	Review and revise lease for Campbell Clinic	2.40	600.00
09/24/2018	KSK	Revise lease for Campbell Clinic	0.20	50.00

09/25/2018	JDM	Add insurance representative for potential purchaser to data rooms	0.10	32.50
09/25/2018	KSK	Email correspondence with Paula Thompson re: lease for Campbell Clinic	0.10	25.00
09/25/2018	KSK	Review and revise lease for Campbell Clinic	0.30	75.00
09/26/2018	KSK	Review emails between Susanne Nelms and Joel Southern re: lease for Campbell Clinic	0.10	25.00
09/27/2018	JDM	Upload additional facility valuation/appraisal to due diligence data room	0.10	32.50
09/27/2018	KSK	Email correspondence with Joel Southern and Paula Thompson re: lease for Campbell Clinic	0.20	50.00
09/27/2018	KSK	Review and revise lease for Campbell Clinic	1.00	250.00
09/28/2018	RDK	Prepare memorandum to the chief executive officer of Clarksdale Regional hospital concerning the lithium ion battery class action claim and suggested identification of items purchased from the procurement department for replacement of the identified defective batteries.	0.10	37.50
10/08/2018	WHK	Phone call with D. Gordon, Steve Clapp, S. McSween, and representatives from Coahoma county regarding options for transition of Clarksdale hospital.	0.50	237.50
10/10/2018	JDM	Emails with C. Wang re: Assignment of Clarksdale lease from CHS to Curae	0.10	32.50
10/10/2018	JDM	Review Clarksdale lease assignment, assignment of Guarantor's obligations, and Consent and Attornment Agreement	0.10	32.50
10/10/2018	JDM	Email Clarksdale lease assignment, assignment of Guarantor's obligations, and Consent and Attornment Agreement to C. Wang	0.10	32.50
10/11/2018	JDM	Upload SOFAs, Schedules of Assets and Liabilities, and Summaries of Assets and Liabilities for Curae Health, Inc., Clarksdale Regional Medical Center, Inc., and Clarksdale Regional Physicians, LLC to data room	0.10	32.50
10/11/2018	JDM	Email correspondences with A. Mowell and S. Moore at Curae Health re: answers to follow-up Clarksdale questions from potential purchaser and additional financial information	0.10	32.50
10/11/2018	JDM	Upload answers to follow-up questions from potential bidder to Clarksdale data room along with additional financial information	0.10	32.50
10/11/2018	JDM	Review LOI for potential purchase of Clarksdale hospital	0.10	32.50
10/11/2018	RDK	Received and reviewed memo from Karen Lee, Risk Manager//Compliance Officer, pertaining to subpoena issued from court in Lamar County, Alabama.	0.10	37.50



10/11/2018	RDK	Received and reviewed subpoena issued from court in Lamar County, Alabama and served on Jacqueline Williams, RN, while she was at work at Northwest MS Regional Medical Center earlier today.	0.10	37.50
10/11/2018	RDK	Began the investigation into the subpoena as issued by Timothy Ray Wadsworth, Esq. as issued on 09/25/2018 in the Lamar County Circuit Court, Alabama, docket number 40-CS-2014-9000033.05, and served on Jacqueline Williams, RN, requesting documents related to Tiffani A. Crowden and Ethan C. Havens and minor child, Colton Lane Haven and also ordering our employee to appear at TRIAL this Tuesday, October 16, 2018.	1.00	375.00
10/11/2018	RDK	Telephone conference with Jacqueline Williams, RN concerning the subpoena served on her earlier today requesting documents related to Tiffani A. Crowden and Ethan C. Havens and minor child, Colton Lane Haven and ordering her to appear at TRIAL this Tuesday, October 16, 2018 in Vernon, Alabama.	1.00	375.00
10/11/2018	RDK	Telephone conference with the legal assistant for Timothy Ray Wadsworth, Esq. as located in Sulligent, Alabama advising of our inquiry pertaining to the hospital's employee, Jacqueline Williams, RN, who was served earlier today and summonsed to appear at TRIAL this Tuesday, October 16, 2018 in Vernon, Alabama.	0.20	75.00
10/12/2018	JDM	Attention to email correspondences from SAM and S. Clapp re: information requested by Coahoma County and adding representatives to data room	0.10	32.50
10/12/2018	JDM	Email correspondence with potential purchaser and Morgan Stanley team re: Clarksdale hospital income statements and balance sheets	0.10	32.50
10/12/2018	KSK	Review prior Asset Purchase Agreement with CHS re: record retention provisions	0.40	100.00
10/12/2018	RDK	Telephone call to Timothy Ray Wadsworth, Esq. and left a detailed message with his legal assistant and also a voice mail message on his phone pertaining to the hospital's employee, Jacqueline Williams, RN, who has been served and summonsed to appear at TRIAL this Tuesday, October 16, 2018 in Vernon, Alabama with brief explanation of the logistical problems that exist.	0.20	75.00
10/12/2018	RDK	Telephone call from Timothy Ray Wadsworth, Esq. and discussed the facts and circumstances of the TRIAL set this Tuesday, October 16, 2018 in Vernon, Alabama with an explanation of the issues that exist and why our employee must testify at this bench-trial and we finalized a way to help Jackie Williams minimize her round trip travel time from her home in Mississippi to the Lamar Circuit Court.	1.10	412.50

10/12/2018	RDK	Prepare report to Risk Manager and Compliance Officer, Karen Lee, and to Naomi Heagwood, concerning our findings and legal opinion as to the handling of the Lamar County Circuit Court subpoena and order for Jacqueline Williams, R.N. to appear on Tuesday, October 16, 2018 in Vernon, Alabama on behalf of her official duties as performed at and on behalf of Northwest Mississippi Regional Medical Center.	1.90	712.50
10/12/2018	RDK	Telephone conversation with Jacqueline Williams, R.N. concerning order to appear by subpoena at trial on October 16, 2018 in Vernon, Alabama at the Lamar County Circuit Court in the matter pertaining to the four-year-old minor child, Colton Lane Havens.	1.00	375.00
10/12/2018	RDK	Prepare report to Timothy R. Wadsworth, Esq. confirming that Jackie Williams, R.N. will have produce or have available any medical records or reports when she appears at the TRIAL on Tuesday, October 16, 2018 in Vernon, Alabama and confirming details of her travel issues and the related logistical hurdles she will encounter from her home in Mississippi to the Lamar Circuit Court, approximately four hours away, one-way, to Vernon, Alabama.	1.00	375.00
10/15/2018	JDM	Give Coahoma County representatives access to data room	0.10	32.50
10/15/2018	JDM	Email correspondence with S. Clapp re: adding Coahoma County attorneys to data room	0.10	32.50
10/15/2018	RDK	Communicate with Mr. Wadsworth re: details about our employee's attendance at tomorrow's trial in Vernon, Alabama and compensation information for her time away from the hospital and her out-of-pocket travel expenses, etc.	0.20	75.00
10/15/2018	RDK	Telephone conference with J. Williams, R.N. concerning the details involved with her attendance at tomorrow's trial in Vernon, Alabama and compensation information for her out-of-pocket travel expenses, etc.	0.20	75.00
10/16/2018	JDM	Email correspondences with S. Clapp and potential purchaser re: adding additional purchaser representative to data room	0.10	32.50
10/16/2018	JDM	Add additional purchaser representative to data room	0.10	32.50
10/16/2018	JDM	Email correspondences with S. Clapp, D. Gordon, C. Wang, SAM, A. Mowell, Z. Chen and T. Crabb re: potential purchaser/operator for Clarksdale hospital	0.20	65.00
10/16/2018	JDM	Review Letter of Intent from [Confidential]	0.10	32.50
10/16/2018	RDK	Prepare memo to Karen Lee at Clarksdale Medical Center confirming details of our employee's attendance today at the Trial in Vernon, Alabama pursuant to the subpoena duces tecum served upon J. Williams last Wednesday at the hospital.	0.30	112.50
10/16/2018	RDK	Telephone conversation with J. Williams and learned that trial in Alabama was continued by Judge until January 24, 2019 and we discussed the events that transpired today in the Lamar County Circuit Court.	0.20	75.00

10/16/2018	RDK	Prepare report to Karen Lee concerning status on today's trial in the Lamar County Circuit Court as attended by our employee, J. Williams, R.N.	0.20	75.00
10/17/2018	JDM	Emails with SAM and WHK re: ServisFirst loan and liens	0.10	32.50
10/17/2018	JDM	Emails with Tom Ross and SAM re: access to data room for Coahoma County representatives	0.20	65.00
10/17/2018	JDM	Add additional Coahoma County representative to data room	0.10	32.50
10/17/2018	JDM	Phone conference with S. Clapp, SAM and WHK re: Batesville bid and stalking horse	0.10	32.50
10/23/2018	JDM	Emails with S. Clapp and Clarksdale attorney and Trilogy Health partners re: data room access and introductions	0.10	32.50
10/23/2018	JDM	Add Trilogy Health representative to data room	0.10	32.50
10/23/2018	JDM	Phone conference with SAM re: upcoming hearing on status of Clarksdale hospital	0.10	32.50
10/26/2018	SAM	Correspondence from M. Carrasco re: whether the county will honor the recruitment agreement with Dr. Pham will be honored by county and forward to D. Gordon and S. Clapp	0.10	52.50
10/26/2018	SAM	Review response from David Gordon	0.10	52.50
10/26/2018	SAM	Review of comments and revisions from Clarksdale government to proposed Interim Order in response to Emergency Motion to close hospital wherein the County proposes to cure certain defaults and resume operation	0.40	210.00
10/26/2018	SAM	Review of new LOI on Clarksdale from [Confidential]	0.40	210.00
10/26/2018	SAM	Correspondence with S. Clapp re: LOI from [Confidential]	0.10	52.50
10/29/2018	SAM	Correspondence with S. Clapp and D. Gordon re: Coahoma County's ability to accept or reject physician recruitment agreement	0.20	105.00
10/29/2018	SAM	Correspondence with S. Clapp and Joel Southern, hospital CEO, re: need to keep physician recruitment agreement in force	0.10	52.50
10/29/2018	SAM	Draft and send to David Gordon an overview of the proposed physician recruitment agreement for an Ob-Gyn to relocate to Clarksdale	0.40	210.00
10/29/2018	SAM	Correspondence with S. Clapp and D. Gordon re: Dr. Pham recruitment agreement	0.10	52.50

**TOTAL SERVICES THIS MATTER** 23.70 8,537.50

JDM	Jeremy D Miller	5.10	\$325.00	1,657.50
SK	Susanne Kozma	5.60	\$250.00	1,400.00
RDK	Rockforde D. King	8.80	\$375.00	3,300.00
SAM	Stephen A. McSween	3.70	\$525.00	1,942.50
WHK	William H. Kittrell	0.50	\$475.00	237.50

**\$8,537.50**

Client Ref: 010587-00005  
Invoice No: 103535

November 14, 2018  
Page: 7

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**INVOICE RECAP**

**TOTAL CURRENT CHARGES** **\$8,537.50**

**TOTAL BALANCE DUE** **\$8,537.50**

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# EGERTON McAFEE

Egerton McAfee Armistead & Davis, P.C.

**ATTORNEYS AT LAW**

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Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 103535  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$8,537.50
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$8,537.50</b>

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# EGERTON McAFEE

EXHIBIT C-6

Egerton McAfee Armistead & Davis, P.C.

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Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 104414

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession

Matter	Fees	Expenses	Total
00009 Clarksdale Transaction	\$5,985.00	\$0.00	\$5,985.00
	\$5,985.00	\$0.00	
TOTAL CURRENT CHARGES			\$5,985.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$5,985.00

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10/10/2018	SAM	Phone conference with Curae team re: Clarksdale Hospital transaction	0.60	315.00
10/10/2018	SAM	Correspondence with Steve Clapp re: Warn Act Notices for Clarksdale closure	0.10	52.50
10/10/2018	SAM	Correspondence re: Mississippi laws on notifying Mississippi Department of Health re: hospital closure	0.10	52.50
10/10/2018	SAM	Review of regulatory requirements for closure of hospital in Mississippi	0.40	210.00
10/10/2018	SAM	Correspondence with Steve Clapp re: content of Regulatory Requirements for closure of hospital in Mississippi	0.20	105.00
10/10/2018	SAM	Correspondence with counsel for Coahoma County re: keeping hospital open	0.10	52.50
10/10/2018	SAM	Conference call with counsel for Coahoma County re: keeping hospital open	0.60	315.00
10/11/2018	SAM	Correspondence with S. Clapp re: conversation with county and WARN notice	0.10	52.50
10/11/2018	SAM	Research hospital notice requirements and other legal issues	0.40	210.00
10/11/2018	SAM	Correspondence with S. Clapp re: loss of confidentiality in hospital closure process	0.10	52.50
10/11/2018	SAM	Review and edit memo to the board re: Clarksdale	0.30	157.50
10/11/2018	SAM	Review of draft of Emergency Motion to Shutdown Clarksdale	0.30	157.50
10/11/2018	SAM	Correspondence with John Wood re: rules applicable to closing hospital	0.20	105.00
10/11/2018	SAM	Receipt and review of Letter of Intent for Clarksdale hospital	0.20	105.00
10/11/2018	SAM	Correspondence with attorney Rockforde King re: intervening in subpoena of key hospital employee during work hours to appear in court in another county	0.10	52.50
10/11/2018	SAM	Correspondence with counsel for Coahoma County providing financial info and describing status of bankruptcy financing and counsel	0.20	105.00
10/11/2018	SAM	Correspondence with David Gordon and Trey Crabb re: efforts to find new owner/operator for Clarksdale and provide information to Joyce Hall, counsel for Coahoma county	0.50	262.50
10/15/2018	SAM	Correspondence with Jeremy Miller, Steve Clapp and Tim Brown re: giving Clarksdale officials access to dataroom	0.10	52.50
10/15/2018	SAM	Phone conference with S. Clapp re: communications with Coahoma County leaders about need to take action before 10/31 scheduled closing	0.40	210.00

10/15/2018	SAM	Correspondence with Joyce Hall, counsel for Coahoma county, re: information on post-petition financials	0.10	52.50
10/17/2018	SAM	Correspondence with David Gordon and Steve Clapp re: first draft of APA for Clarksdale	0.20	105.00
10/17/2018	SAM	Correspondence with Steve Clapp and Marshall Glade re: value of equipment at auction	0.10	52.50
10/17/2018	SAM	Correspondence with S. Clapp re: ServisFirst lien on equipment	0.10	52.50
10/17/2018	SAM	Correspondence with Jeremy Miller and W. Kittrell re: checking loan documents with ServisFirst for equipment lien	0.10	52.50
10/17/2018	SAM	Correspondence with David Gordon and Steve Clapp and William Kittrell re: terms and timeframe for preparing APA for Harper Whitwell with first draft due in 2 days	0.30	157.50
10/17/2018	SAM	Phone conference re: Clarksdale update with Steve Clapp and David Gordon	0.40	210.00
10/17/2018	SAM	Phone conference with Clarksdale counsel, Dave Gordon and Steve Clapp and Quentin Whitwell of HealthPlus Global re: potential terms of transaction and interim services	0.80	420.00
10/17/2018	SAM	Correspondence with Dave Gordon, Steve Clapp and Trey Crabb re: structure of Interim Management Agreement	0.20	105.00
10/17/2018	SAM	Review of draft of Interim Management Agreement model	0.30	157.50
10/17/2018	SAM	Correspondence with Joel Southern re: revised Morrison's contract	0.10	52.50
10/17/2018	SAM	Review of revised Morrison's contract	0.20	105.00
10/17/2018	SAM	Follow-up email with Joel Southern re: proposal to extend current Morrison's contract	0.10	52.50
10/22/2018	SAM	Review of Proposal for Clarksdale from Progressive Medical Management and Quentin Whitwell	0.40	210.00
10/22/2018	SAM	Correspondence with Tom Ross re: phone meeting to discuss PMM proposal	0.40	210.00
10/22/2018	SAM	Correspondence with S. Clapp and Quentin Whitwell re: discussion of proposal	0.10	52.50
10/22/2018	SAM	Correspondence with Trey Crabb re: meeting and county commission involvement	0.10	52.50
10/22/2018	SAM	Correspondence with Quentin Whitwell and S. Clapp re: finality of proposal and time pressures	0.10	52.50
10/22/2018	SAM	Correspondence with S. Clapp re: phone call with county administrator and possibility of county taking back over for a period of time before contracting with new operator	0.20	105.00
10/22/2018	SAM	Correspondence with Joel Southern and Steve Clapp re: agreement with Morrisons that gives them 60 day out	0.20	105.00
10/22/2018	SAM	Correspondence with Melissa Carrasco (employment and immigration counsel) re: recruitment of Dr. Pham and whether	0.30	157.50



Client Ref: 010587-00009  
Invoice No: 104414

November 14, 2018  
Page: 4

10/23/2018	SAM	Phone conference with Steve Clapp and Dave Gordon re: Coahoma County's commitment to cover payroll for hospital and to acquire hospital out of Bankruptcy	0.40	210.00
10/23/2018	SAM	Correspondence with potential purchaser re: remote dataroom access	0.10	52.50
10/24/2018	SAM	Correspondence with Toby Butler of Trilogy health re: Dataroom access	0.10	52.50
10/24/2018	SAM	Correspondence with David Gordon re: Russellville transaction fees	0.10	52.50
10/24/2018	SAM	Review of news report on state judge ordering Clarksdale hospital to remain open	0.10	52.50
10/24/2018	SAM	Correspondence with S. Clapp re: lack of jurisdiction of state judge	0.10	52.50
10/25/2018	SAM	Correspondence with S. Clapp re: news report on Clarksdale	0.10	52.50
10/25/2018	SAM	Correspondence re: outcome of meeting on Coahoma County about acquiring hospital out of bankruptcy and providing interim financial support	0.40	210.00
10/25/2018	SAM	Correspondence regarding whether to acquire tail coverage for professional liability post-sale	0.20	105.00
<b>TOTAL SERVICES THIS MATTER</b>			<b>11.40</b>	<b>5,985.00</b>

SAM	Stephen A. McSween	11.40	\$525.00	5,985.00
				<b>\$5,985.00</b>

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**INVOICE RECAP**

**TOTAL CURRENT CHARGES** **\$5,985.00**

**TOTAL BALANCE DUE** **\$5,985.00**

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# EGERTON McAFEE

Egerton McAfee Armistead & Davis, P.C.

**ATTORNEYS AT LAW**

*CLIENT DRIVEN SINCE 1932*

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**to**

Egerton, McAfee, Armistead & Davis, P.C.  
900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 104414  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$5,985.00
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$5,985.00</b>

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# EGERTON McAFEE

EXHIBIT C-7

Egerton McAfee Armistead & Davis, P.C.

ATTORNEYS AT LAW

CLIENT DRIVEN SINCE 1932

Phone: (865) 546-0500  
Fax: (865) 525-5293

P.O. Box 2047  
Knoxville, TN 37901-2047

Tax ID No. 62-0816684

November 14, 2018

Curae Healthcare  
1721 Midpark Road, Suite B-200  
Knoxville, TN 37921

Invoice No. 104415

## FOR PROFESSIONAL SERVICES RENDERED THROUGH October 31, 2018

Client: 010587 Curae Healthcare Debtor in Possession

Matter	Fees	Expenses	Total
00010 Batesville Transaction	\$4,977.50	\$0.00	\$4,977.50
	\$4,977.50	\$0.00	
TOTAL CURRENT CHARGES			\$4,977.50
BALANCE CARRIED FORWARD FROM PRIOR INVOICE			\$0.00
TOTAL BALANCE DUE			\$4,977.50

10/10/2018	SAM	Correspondence with David Gordon and Will Kittrell re: the form of an agreement to use for a potential stalking horse bid on Batesville hospital	0.20	105.00
10/10/2018	SAM	Review major points of form Agreement for stalking horse bid	0.20	105.00
10/10/2018	WHK	Review form APA for Batesville transaction.	0.60	285.00
10/16/2018	SAM	Correspondence with Steve Clapp re: company that expressed intent to take over Clarksdale hospital	0.20	105.00
10/16/2018	SAM	Review letter from company expressing interest in acquiring Clarksdale Hospital	0.20	105.00
10/16/2018	SAM	Correspondence with David Gordon re: phone call with Clarksdale community leaders	0.10	52.50
10/16/2018	SAM	Correspondence with Marshall Glade (Glass Ratner) and Steve Clapp re: historical financials on Clarksdale and financial performance post-closing	0.20	105.00
10/16/2018	SAM	Review of financial performance data	0.20	105.00
10/16/2018	SAM	Correspondence with attorneys Joyce Hall, Tom Ross, Jim Spencer and David Gordon income statements and forwarding Tim Brown's analysis of hospital financial performance	0.20	105.00
10/16/2018	SAM	Correspondence with Clarksdale counsel re: ASAP phone conference about acquiring hospital	0.10	52.50
10/17/2018	SAM	Correspondence with Will Kittrell, David Gordon, Steve Clapp and Tray Crabb re: details for preparation of draft Asset Purchase Agreement for Batesville hospital	0.40	210.00
10/17/2018	SAM	Correspondence with Steve Clapp re: template for Batesville APA	0.10	52.50
10/18/2018	SAM	Correspondence with S. Clapp and Wayne Thompson re: proposal for restructuring debt	0.10	52.50
10/18/2018	SAM	Review debt restructuring proposal	0.40	210.00
10/18/2018	SAM	Phone conference with S. Clapp re: Batesville proposal	0.20	105.00
10/19/2018	SAM	Work on drafting Letter of Intent	0.50	262.50
10/19/2018	SAM	Correspondence with W. Kittrell and J. Miller re: potential offer and need to talk to CFO about deal structure	0.20	105.00
10/19/2018	WHK	Begin to draft APA for Batesville transaction.	1.00	475.00
10/22/2018	SAM	Review of revised Curae org chart showing Batesville Psych LLC's prior to loading to dataroom	0.10	52.50
10/23/2018	SAM	Phone conference with S. Clapp re: possible purchaser for Batesville hospital	0.10	52.50
10/30/2018	SAM	Phone conference with Steve Clapp re: terms of offer for Batesville and time frame for review of purchase agreement	0.20	105.00

10/31/2018	JDM	Draft and revise Asset Purchase Agreement by and between Curae Health, Inc., Batesville Regional Medical Center, Inc., Batesville Regional Physicians, LLC, and Progressive Medical Management of Batesville LLC	2.00	650.00
10/31/2018	JDM	Email correspondences with S. McSween re: comments and revisions to Batesville Asset Purchase Agreement	0.10	32.50
10/31/2018	JDM	Email correspondences with Trey Crabbe re: status of Asset Purchase Agreement for Batesville	0.10	32.50
10/31/2018	JDM	Review email correspondence from Steve Clapp re: revisions and additions I need to make to draft of Batesville Asset Purchase Agreement	0.10	32.50
10/31/2018	JDM	Email correspondences with SAM and WHK re: Dave Gordon's latest draft of Asset Purchase Agreement	0.10	32.50
10/31/2018	JDM	Review clean and redline version of Dave Gordon's latest draft of the Asset Purchase Agreement for Batesville	0.20	65.00
10/31/2018	SAM	Correspondence with David Gordon re: review of draft APA for potential purchaser	0.10	52.50
10/31/2018	SAM	Phone conference with Steve Clapp re: APA	0.10	52.50
10/31/2018	SAM	Draft email to Miller and Kittrell re: revisions to APA	0.10	52.50
10/31/2018	SAM	Review new APA draft and provide comments to Will Kittrell and Jeremy Miller for inclusion in draft	1.10	577.50
10/31/2018	SAM	Phone conference with S. Clapp re: APA issues	0.10	52.50
10/31/2018	SAM	Correspondence with David Gordon re: financials to provide	0.10	52.50
10/31/2018	SAM	Correspondence with S. Clapp re: appraisal	0.20	105.00
10/31/2018	WHK	Review and revise purchase price section of APA for Batesville.	0.80	380.00
<b>TOTAL SERVICES THIS MATTER</b>			<b>10.70</b>	<b>4,977.50</b>

JDM	Jeremy D Miller	2.60	\$325.00	845.00
SAM	Stephen A. McSween	5.70	\$525.00	2,992.50
WHK	William H. Kittrell	2.40	\$475.00	1,140.00
				<b>\$4,977.50</b>

Client Ref: 010587-00010  
Invoice No: 104415

November 14, 2018  
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**INVOICE RECAP**

**TOTAL CURRENT CHARGES** **\$4,977.50**

**TOTAL BALANCE DUE** **\$4,977.50**

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# EGERTON McAFEE

Egerton McAfee Armistead & Davis, P.C.

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900 South Gay St., Suite 1400  
Knoxville, TN 37902

Invoice Number: 104415  
Client Code: 010587  
Client Name: Curae Healthcare Debtor in Possession

TOTAL CURRENT CHARGES	\$4,977.50
BALANCE CARRIED FORWARD FROM PRIOR INVOICE	\$0.00
<b>TOTAL BALANCE DUE</b>	<b>\$4,977.50</b>

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