

Charles M. Walker
U.S. Bankruptcy Judge
Dated: 1/4/2019



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

In re:)	
)	Chapter 11
Curae Health, Inc., <i>et al.</i> ¹)	Case No. 18-05665
)	
1721 Midpark Road, Suite B200)	Judge Walker
Knoxville, TN 37921)	
Debtors.)	Jointly Administered
)	Hearing: January 11, 2019

AGREED ORDER ASSUMING EXECUTORY CONTRACT WITH ATHENAHEALTH

The Debtors and athenahealth, Inc. (“Athenahealth”) submit this agreed order to assume the executory contract with Athenahealth pursuant to § 365 as follows:

1. On August 24, 2018, the above-captioned Debtors filed voluntary petitions for relief under Chapter 11 commencing the above jointly administered Chapter 11 cases.
2. On November 30, 2018, the Debtors filed a motion to approve the sale procedures for the auction of the Debtor’s interest in Panola Medical Center (Docket. No. 401).
3. Pursuant to the Sale Procedures Motion, the Debtors sought, among other things, authorization and approval of (a) the sale of the Panola Medical Center (the “Sale”), (b) the assumption and assignment of certain executory contracts (the “Contracts”) and unexpired leases (the “Leases”), in connection with the Sale, and (c) scheduling a final hearing to approve the Sale, including the assumption and assignment of the Contracts and Leases.
4. Athenahealth entered into an Athenahealth Master Services Agreement with Curae Health, Inc. dated Feb. 16, 2017 (the “Agreement”).

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

5. Exhibit 1 to the Assumption Notice listed an agreement by and between Athenahealth and the Debtors as an agreement that may be assumed by the approved buyer at the Sale. Exhibit 1 to the Assumption Notice also lists the proposed cure amount associated with the Agreement in the amount of \$0.00.

6. Athenahealth objected to the proposed cure amount identified on Exhibit 1 of the Assumption Notice on the grounds that such amount was insufficient to cure all monetary defaults under the Agreement as required by § 365 of the Bankruptcy Code (Docket No. 528) (the “Objection”).

7. According to Athenahealth’s records, Curae Health, Inc. (“Curae Health”) owes Athenahealth \$51,777.36 for services provided to the Debtors during the period of August 1, 2018 to August 23, 2018, which amount includes services provided at Panola Medical Center.

8. The Debtors have determined that assuming the Agreement and paying the prepetition amount owing to Athenahealth is in the best interests of the Debtors’ estates. The Debtors have further determined that the Agreement should not be assigned to the buyer at the Sale, but should instead be an assumed executory contract of the Debtors. The Debtors therefore desire to cure the prepetition amount owing and assume, but not assign, the Agreement on or before Court approval of the sale of Panola Medical Center scheduled for hearing on January 11, 2019.

Accordingly it is hereby ORDERED that upon the entry of this Agreed Order, the Objection is resolved.

It is FURTHER ORDERED that the Debtors are authorized to pay to Athenahealth the cure amount of \$51,777.36 due under the Agreement, and upon such payment the Agreement will be deemed cured and assumed by the Debtors pursuant to § 365 of the Bankruptcy Code.

It is FURTHER ORDERED that the Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Agreed Order.

This Order Was Signed And Entered Electronically As Indicated At The Top Of The First Page

APPROVED FOR ENTRY:

/s/ Michael Malone

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This Order has been electronically signed. The Judge's signature and Court's seal appear at the top of the first page.
United States Bankruptcy Court.