



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



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

IN RE:)
) **Chapter 11**
CURAE HEALTH INC., et al.¹) **Case No.: 3:18-bk-05665**
)
1721 Midpark Road, Suite B200) **Judge Walker**
Knoxville, TN 37921)
) **Jointly Administered**
Debtors.)

AGREED ORDER REGARDING CIGNA OBJECTION

Before this Court is the objection filed by Cigna Health and Life Insurance Company (“Cigna”) [Docket No. 409] (the “Cigna Objection”) with respect to the Notice of [I] Debtors’ Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related to the Foregoing [Docket No. 371]. Based upon the signatures of counsel below and the representations of counsel for Cigna, Debtors, and North Mississippi Health Services, Inc. (“Purchaser”) have entered into a stipulation resolving the Cigna Objection, and the Court finding good cause therefor;

IT IS ORDERED:

1. Notwithstanding anything to the contrary in the Sale Order [Docket No. 506], or in any order or notice filed in connection with the Sale, the *Hospital Services Agreement*, effective

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).

August 1, 2017 between Cigna and Debtor Amory Regional Medical Center, Inc., including all amendments, addendums, exhibits, schedules, etc., related thereto (“HSA”), shall be assumed and assigned to Purchaser as of the Effective Date of the Sale.

2. Upon the Effective Date of the Sale, no cure payment shall be due or owing to Cigna; provided, however, that any obligations up to \$10,000.00 accruing under the HSA on and after December 1, 2018, through the Effective Date of the Sale, shall pass through to Purchaser and survive assumption and assignment to Purchaser so that nothing in this Order or 11 U.S.C. § 365 shall affect Cigna’s rights of recovery and/or recoupment under the HSA for any such overpayments accruing, or any defenses with respect thereto, but such rights of recovery and/or recoupment shall be limited to Purchaser, and Cigna may not recover or recoup any such amounts from Debtors under 11U.S.C. §365(b)(1) or otherwise.

3. Cigna, Purchaser and the Debtors shall cooperate and execute and deliver any instruments, consents or other documents that may be required to effectuate the assignment of the HSA to Purchaser in accordance with this Order.

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

APPROVED FOR ENTRY:

/s/David W. Houston, IV
David W. Houston, IV (BPR# 20802)
BURR & FORMAN LLP
222 Second Ave. South, Suite 2000
Nashville, TN 37201
Telephone: (615) 724-3215
Facsimile: (615) 724-3315
Email: dhouston@burr.com

Counsel for North Mississippi Health Services, Inc.

/s/ Michael Malone (with permission)

Michael Malone
POLSINELLI PC
401 Commerce Street, Suite 900
Nashville, TN 37219
Telephone: (615) 259-1510
Facsimile: (615) 259-1573
mmalone@polsinelli.com
-and-

David E. Gordon (*Pro Hac Vice*)
Caryn E. Wang (*Pro Hac Vice*)
POLSINELLI PC
1201 West Peachtree Street NW, Suite 1100
Atlanta, Georgia
Telephone: (404) 253-6000
Facsimile: (404) 684-6060
dgordon@polsinelli.com
cewang@polsinelli.com

*Counsel to the Debtors and
Debtors in Possession*

/s/ Jeffrey C. Wisler (with permission)

Jeffrey C. Wisler
Connolly Gallagher LLP
1000 West Street, Suite 1400
Wilmington, DE 19801
Telephone: (302) 888-6258
Facsimile: (302) 658-0380
jwisler@connollygallagher.com

*Counsel to Cigna Health and
Life Insurance Co.*

CERTIFICATE OF SERVICE

I hereby certify that on this 3rd day of January, 2019, a true and correct copy of the foregoing document was filed electronically. Notice of this filing was sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. Parties may access this filing through the Court's electronic filing system.

/s/David W. Houston, IV
David W. Houston, IV (BPR# 20802)

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.