

United States Bankruptcy Court  
Middle District of Tennessee

In re:  
Curae Health Inc.  
Debtor

Case No. 18-05665-CMW  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0650-3

User: bmp2450  
Form ID: pdf001

Page 1 of 3  
Total Noticed: 1

Date Rcvd: Jan 07, 2019

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 09, 2019.

db +Curae Health Inc., 1721 Midpark Road, Suite B200, Knoxville, TN 37921-5977

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jan 09, 2019

Signature: /s/Joseph Speetjens

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**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 7, 2019 at the address(es) listed below:

ANDREW H SHERMAN on behalf of Creditor Committee Official Committee of Unsecured Creditors of Curae Health, Inc., et al. asherman@sillscummis.com  
BORIS I MANKOVETSKIY on behalf of Creditor Committee Official Committee of Unsecured Creditors of Curae Health, Inc., et al. bmankovetskiy@sillscummis.com  
BRITTANY S OGDEN on behalf of Creditor Leaf Capital Funding, LLC Brittany.Ogden@quarles.com, Kristie.Knitter@quarles.com  
BRUCE ANTHONY SAUNDERS on behalf of Interested Party Cigna Health and Life Insurance Company tsaunders@wyattfirm.com  
CHARLES WILKERSON COOK on behalf of Creditor Leaf Capital Funding, LLC charlie.cook@arlaw.com, alexis.britt@arlaw.com; carol.shearer@arlaw.com  
CHRISTOPHER R MADDUX on behalf of Creditor University of Mississippi Medical Center chris.maddux@butlersnow.com, ecf.notices@butlersnow.com, velvet.johnson@butlersnow.com, mitch.carrington@butlersnow.com  
DANIEL HAYS PURYEAR on behalf of Creditor Cardinal Health 110, LLC dpuryear@puryearlawgroup.com, paralegalgroup@puryearlawgroup.com  
DAVID E. LEMKE on behalf of Creditor MidCap Funding IV Trust david.lemke@wallerlaw.com, Cathy.thomas@wallerlaw.com; Chris.Cronk@wallerlaw.com; bk@wallerlaw.com  
DAVID E. LEMKE on behalf of Creditor MidCap Financial Trust david.lemke@wallerlaw.com, Cathy.thomas@wallerlaw.com; Chris.Cronk@wallerlaw.com; bk@wallerlaw.com  
DAVID G THOMPSON on behalf of Creditor ServisFirst Bank dthompson\_br@nealharwell.com, gfox@nealharwell.com  
DAVID M ANTHONY on behalf of Creditor CHG-MERIDIAN USA Corp. anthonybk@bonelaw.com  
DAVID M ANTHONY on behalf of Creditor Cardinal Health 110, LLC anthonybk@bonelaw.com  
DAVID W HOUSTON, IV on behalf of Interested Party North Mississippi Health Services, Inc. dhouston@burr.com, mmayes@burr.com  
ERIKA R. BARNES on behalf of Interested Party Coahoma County, Mississippi ebarnes@stites.com, erikarbarnes@gmail.com; mdennis@stites.com; docketclerk@stites.com  
ERNO DAVID LINDNER on behalf of Creditor CHCT Mississippi, LLC. elindner@bakerdonelson.com, dspiegel@bakerdonelson.com  
G. RHEA BUCY on behalf of Creditor MEDHOST of Tennessee, Inc. Rbucy@GSRM.com, lcatabay@gssrm.com  
GILL ROBERT GELDREICH on behalf of Creditor Division of Medicaid State of Mississippi agbankcookeville@ag.tn.gov, gill.geldreich@ag.tn.gov  
JAMES A BOBO on behalf of Creditor Division of Medicaid State of Mississippi jbobob@ago.state.ms.us  
JAMES E BAILEY, III on behalf of Creditor Methodist Healthcare - Memphis Hospitals, Inc. jeb.bailey@butlersnow.com, ecf.notices@butlersnow.com; mary.elam@butlersnow.com  
JAMES L POWELL on behalf of Creditor Mississippi Department of Revenue jim.powell@dor.ms.gov, renee.freeman@dor.ms.gov; Bankruptcy.Attorney@dor.ms.gov  
JAMES R. KELLEY on behalf of Creditor ServisFirst Bank jkelley\_br@nealharwell.com, LBrian@NealHarwell.com

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

JOHN DOUGLAS ELROD on behalf of Health Care Ombudsman Suzanne Koenig, as Patient Care Ombudsman elrodj@gtlaw.com, fieldss@gtlaw.com  
 JOHN L RYDER on behalf of Creditor Winthrop Resources Corporation jlr@harrisshelton.com  
 JOHN L RYDER on behalf of Creditor TCF Equipment Finance jlr@harrisshelton.com  
 JOHN LELAND MURPHREE on behalf of Creditor Northwest Medical Center, Inc. lmurphree@maynardcooper.com  
 JOSEPH P RUSNAK on behalf of Creditor BOA VIDA HEALTHCARE, LLC JRUSNAK@TEWLAWFIRM.com, thobbs@tewlawfirm.com  
 JOSHUA K CHESSER on behalf of Creditor LTC Rehab 2, LLC jchesser@smithcashion.com, THall@smithcashion.com;ssmith@smithcashion.com  
 JUSTIN MICHAEL SVEADAS on behalf of Creditor CHCT Mississippi, LLC. jsveadas@bakerdonelson.com, dspiegel@bakerdonelson.com;elindner@bakerdonelson.com  
 KATHLEEN G STENBERG on behalf of Creditor MidCap Funding IV Trust katie.stenberg@wallerlaw.com, deborah.liles@wallerlaw.com;chris.cronk@wallerlaw.com;bk@wallerlaw.com  
 KATHLEEN G STENBERG on behalf of Creditor MidCapFinancial Trust katie.stenberg@wallerlaw.com, deborah.liles@wallerlaw.com;chris.cronk@wallerlaw.com;bk@wallerlaw.com  
 LEE HART on behalf of Creditor Shumacher Clinical Partners lee.hart@nelsonmullins.com  
 LINDA W. KNIGHT on behalf of Creditor MEDHOST of Tennessee, Inc. LKNIGHT@GSRM.COM, lcatabay@gssrm.com  
 LINDA W. KNIGHT on behalf of Creditor City of Amory, Mississippi LKNIGHT@GSRM.COM, lcatabay@gssrm.com  
 MEGAN REED SELIBER on behalf of U.S. Trustee US TRUSTEE megan.seliber@usdoj.gov  
 MICHAEL ANTHONY MALONE on behalf of Debtor Batesville Regional Physicians, LLC mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Amory Regional Medical Center, Inc. mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Amory Regional Physicians, LLC mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Clarksdale Regional Physicians, LLC mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Batesville Regional Medical Center Inc. mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Curae Health Inc. mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com,sjkenedy@polsinelli.com, mmillan@polsinelli.com  
 MICHAEL ANTHONY MALONE on behalf of Debtor Clarksdale Regional Medical Center Inc. mmalone@polsinelli.com, dgordon@polsinelli.com,cewang@polsinelli.com,sordaz@ecfalerts.com, sjkenedy@polsinelli.com,mmillan@polsinelli.com  
 MICHAEL DAVID JANKOWSKI on behalf of Creditor STAT Informatic Solutions, LLC mjankowski@reinhartlaw.com  
 MICHAEL EDWARD COLLINS on behalf of Creditor Committee Official Committee of Unsecured Creditors of Curae Health, Inc., et al. mcollins@manierherod.com, TN44@ecfcbis.com;acarper@manierherod.com;rmiller@manierherod.com  
 MICHAEL G ABELOW on behalf of Creditor UnitedHealthcare Insurance Company mabelow@srvhlaw.com, scamp@srvhlaw.com  
 PAUL G JENNINGS on behalf of Creditor CHSPSC, LLC pjennings@bassberry.com, bankr@bassberry.com  
 PAUL G JENNINGS on behalf of Creditor CHS/Community Health Systems, Inc. pjennings@bassberry.com, bankr@bassberry.com  
 ROBERT WILLIAM MILLER on behalf of Creditor Committee Official Committee of Unsecured Creditors of Curae Health, Inc., et al. rmiller@manierherod.com  
 RONALD G STEEN, JR on behalf of Creditor Mississippi Blood Services ronn.steen@thompsonburton.com  
 RONALD G STEEN, JR on behalf of Creditor Aesynt, Incorporated ronn.steen@thompsonburton.com  
 RONALD G STEEN, JR on behalf of Creditor SpecialCare Hospital Management Corporation ronn.steen@thompsonburton.com  
 RONALD G STEEN, JR on behalf of Creditor Owens & Minor Distribution, Inc. ronn.steen@thompsonburton.com  
 RUSSELL EMERY STAIR on behalf of Creditor CHS/Community Health Systems, Inc. rstair@bassberry.com, bankr@bassberry.com;churley@bassberry.com  
 RUSSELL EMERY STAIR on behalf of Creditor CHSPSC, LLC rstair@bassberry.com, bankr@bassberry.com;churley@bassberry.com  
 SEAN CHARLES KIRK on behalf of Interested Party Progressive Medical Management of Batesville, LLC skirk@bonelaw.com  
 SHANE GIBSON RAMSEY on behalf of Creditor GE HFS, LLC shane.ramsey@nelsonmullins.com, jennifer.murray@nelsonmullins.com  
 SHANE GIBSON RAMSEY on behalf of Creditor Shumacher Clinical Partners shane.ramsey@nelsonmullins.com, jennifer.murray@nelsonmullins.com  
 SHANE GIBSON RAMSEY on behalf of Creditor Change Healthcare Technologies, LLC shane.ramsey@nelsonmullins.com, jennifer.murray@nelsonmullins.com  
 STEPHEN BARGANIER PORTERFIELD on behalf of Creditor MedPlan, Inc. sporterfield@sirote.com  
 STEPHEN MICHAEL MONTGOMERY on behalf of Creditor ServisFirst Bank smontgomery@nealharwell.com

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

STEVEN EDWARD ANDERSON on behalf of Interested Party HealthTrust Purchasing Group, L.P.  
tmitchell@andersonreynolds.com

THOMAS H. FORRESTER on behalf of Creditor City of Amory, Mississippi TForrester@GSRM.COM,  
lcatabay@gssrm.com,asowney@gssrm.com

THOMAS H. FORRESTER on behalf of Creditor MEDHOST of Tennessee, Inc. TForrester@GSRM.COM,  
lcatabay@gssrm.com,asowney@gssrm.com

THOMAS H. FORRESTER on behalf of Creditor Tallahatchie Valley Electric Power Association  
TForrester@GSRM.COM, lcatabay@gssrm.com,asowney@gssrm.com

THOMAS W TUCKER, III on behalf of Creditor HHS Culinary & Nutritional Services, LLC  
ttucker@veazeytucker.com

THOMAS W TUCKER, III on behalf of Creditor HHS Environmental Solutions LLC  
ttucker@veazeytucker.com

THOMAS W TUCKER, III on behalf of Creditor Hospital Housekeeping Systems, LLC  
ttucker@veazeytucker.com

US TRUSTEE ustpreion08.na.ecf@usdoj.gov

WAVERLY ALMON HARKINS on behalf of Attorney c/o Waverly Harkins Coahoma County Board of  
Supervisors scook@watkinseager.com

WILLIAM L NORTON, III on behalf of Creditor Athenahealth bnorton@babac.com

WILLIAM L NORTON, III on behalf of Creditor BECKMAN COULTER, INC. bnorton@babac.com

TOTAL: 70



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> <sup>1</sup>	)	Case No. 18-05665
	)	
1721 Midpark Road, Suite B200	)	Judge Walker
Knoxville, TN 37921	)	
	)	Jointly Administered
Debtors.	)	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”).

<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).

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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.

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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

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

-and-

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

*Counsel to the Debtors and  
Debtors in Possession*

/s/ William L. Norton III

William L. Norton III  
BRADLEY  
1600 Division St., Suite 700  
Nashville, TN 37203  
615-252-2397  
[bnorton@bradley.com](mailto:bnorton@bradley.com)

*Counsel for Athenahealth*

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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.