

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: Feb 22, 2019

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Feb 24, 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: Feb 24, 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 February 22, 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;erin.edgell@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 200, LLC dpuryear@puryearlawgroup.com, paralegalgroup@puryearlawgroup.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 MidCapFinancial Trust david.lemke@wallerlaw.com, Cathy.thomas@wallerlaw.com;Chris.Cronk@wallerlaw.com/bk@wallerlaw.com  
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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;bvaughn@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 jbobbo@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

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

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 JAMES R. KELLEY on behalf of Creditor ServisFirst Bank jkelley\_br@nealharwell.com, LBrian@NealHarwell.com  
 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@harrissshelton.com  
 JOHN L RYDER on behalf of Creditor TCF Equipment Finance jlr@harrissshelton.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  
 JOSEPH P RUSNAK on behalf of Creditor Philips Medical Capital, 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  
 JUSTIN MICHAEL SVEADAS on behalf of Interested Party Drayer Physical Therapy Institute, 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  
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 MICHAEL DAVID JANKOWSKI on behalf of Creditor STAT Informatic Solutions, LLC mjankowski@reinhardtllaw.com  
 MICHAEL EDWARD COLLINS on behalf of Plaintiff Official Committee of Unsecured Creditors of Curae Health, Inc., et al. mcollins@manierherod.com, TN44@ecfcbis.com;acarper@manierherod.com;rmiller@manierherod.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

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

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  
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@garm.com,asowney@garm.com  
THOMAS H. FORRESTER on behalf of Creditor MEDHOST of Tennessee, Inc. TForrester@GSRM.COM,  
lcatabay@garm.com,asowney@garm.com  
THOMAS H. FORRESTER on behalf of Creditor Tallahatchie Valley Electric Power Association  
TForrester@GSRM.COM, lcatabay@garm.com,asowney@garm.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 ustpregion08.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@bab.com  
WILLIAM L NORTON, III on behalf of Creditor BECKMAN COULTER, INC. bnorton@bab.com  
TOTAL: 75



Charles M. Walker  
U.S. Bankruptcy Judge  
Dated: 2/21/2019



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

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

**AGREED ORDER REGARDING: ASSUMPTION/ASSIGNMENT OF EXECUTORY CONTRACTS AMONG TALLAHATCHIE VALLEY ELECTRIC POWER ASSOCIATION, THE DEBTORS, AND PROGRESSIVE MEDICAL MANAGEMENT OF BATESVILLE, LLC; CURE AMOUNT; AND ADEQUATE ASSURANCE OF FUTURE PERFORMANCE RELATED TO SALE OF PANOLA MEDICAL CENTER**

Before this Court is the Supplemental Objection of Tallahatchie Valley Electric Power Association (“TV”), dated February 12, 2019 (Doc. No. 757) to the Order Granting the Debtors’ Motion to Sell the Panola Medical Center and the Objection of TV, dated December 27, 2018 (Doc. No. 601) to the Order Granting the Debtors’ Motion to Sell the Panola Medical Center Assets, dated November 30, 2018 (Doc. No. 507) (the “Sale Order”), and the two (2) Notices of Intent to Assume/Assign Executory Contracts; namely, one (1) filed by the above-captioned Debtors (“Curae”), dated November 30, 2018 (Doc. No. 513), and one (1) filed by Progressive Medical Management of Batesville, LLC (“Progressive”), dated December 11, 2018 (Doc. No. 549). Based upon the signatures of counsel below, and pursuant to Section 365 of the Bankruptcy Code, TV, the Debtors, and Progressive agree: (1) effective on and after 12:01 am prevailing Central time on March

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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); Clarksdale Regional Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); and Clarksdale Regional Physicians, LLC (5311).

763673.1/020181297

5, 2019, Progressive is the assignee of three (3) industrial power contracts executed between TV and Curae and its predecessors in interest to provide electricity at the Panola Medical Center, dated February 21, 2001, January 26, 1977, and November 25, 2013 (the “Contracts”); (2) Curae assumes and assigns all of its interests to Progressive under the Contracts; (3) TV consents to the assumption and assignment of the Contracts; (4) Progressive shall pay to TV by wire transfer payment on or before March 4, 2019 the amount of \$150,000.00 as the cure amount for such assumption/assignment (the “Cure Amount”); (5) any remaining claim of TV for the unpaid, pre-petition electric charges it provided to Curae at the Panola Medical Center, as set forth in its general, unsecured claim, dated January 18, 2019 (Claim No. 222), and its Section 503(b)(9) administrative expense claim, dated January 18, 2019 (Claim No. 223), shall be resolved via the claims adjudication process later in this case; (6) pursuant to the terms of the Adequate Assurance Agreement between Curae and TV, dated November 12, 2018 (the “Agreement”), Curae shall be legally responsible to pay for all electric charges provided by TV to the Panola Medical Center between the petition date of August 24, 2018 and March 4, 2019, and Curae shall pay such amounts to TV; (7) as adequate assurance of future performance of the Contracts, Progressive shall pay to TV by wire transfer payment on or before March 4, 2019 the amount of \$45,000.00 as a cash security deposit (the “Security Deposit”), and on or before March 4, 2019, Progressive and TV shall execute an adequate assurance agreement (the “New Agreement”), with terms and provisions comparable to the Agreement; and (8) failure by Progressive to pay timely and fully the Cure Amount and the Security Deposit and to execute the New Agreement shall result in default and the automatic voiding of the assumption/assignment of the Contracts. Therefore

IT IS ORDERED

1. Effective on and after 12:01 AM prevailing Central time on March 5, 2019, Progressive is the assignee of the Contracts.
2. Curae assumes and assigns all of its interests to Progressive under the Contracts.

3. TV consents to the assumption and assignment of the Contracts.

4. Progressive shall pay to TV by wire transfer payment on or before March 4, 2019 the amount of \$150,000.00 as the Cure Amount for such assumption/assignment.

5. Any remaining claim of TV for the unpaid, pre-petition electric charges it provided to Curae at the Panola Medical Center, as set forth in its general, unsecured claim, dated January 18, 2019 (Claim No. 222), and its Section 503(b)(9) administrative expense claim, dated January 18, 2019 (Claim No. 223), shall be resolved via the claims adjudication process later in this case.

6. Pursuant to the terms of the Agreement, Curae shall be legally responsible to pay for all electric charges provided by TV to the Panola Medical Center between the petition date of August 24, 2018 and March 4, 2019, and Curae shall pay such amounts to TV.

7. As adequate assurance of future performance of the Contracts, Progressive shall pay to TV by wire transfer payment on or before March 4, 2019 the amount of \$45,000.00 as a cash security deposit (the "Security Deposit"), and on or before March 4, 2019, Progressive and TV shall execute an adequate assurance agreement (the "New Agreement"), with terms and provisions comparable to the Agreement.

8. Failure by Progressive to pay timely and fully the Cure Amount and the Security Deposit and to execute the New Agreement shall result in default and the automatic voiding of the assumption/assignment of the Contracts.

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

**Approved for Entry:**

/s/ Thomas H. Forrester

Thomas H. Forrester  
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-and-

/s/ Gilbert L. Hamberg

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/s/ Michael Malone (with permission)

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*Counsel to the Debtors and  
Debtors in Possession*

/s/ Sean C. Kirk (with permission)  
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-and-

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*Counsel to Progressive Medical  
Management of Batesville, LLC*

### CERTIFICATE OF SERVICE

I hereby certify that on this 20<sup>th</sup> day of February 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/ Thomas H. Forrester  
Thomas H. Forrester