

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: Mar 19, 2019

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 21, 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: Mar 21, 2019

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 19, 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
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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
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G. RHEA BUCY on behalf of Creditor MEDHOST of Tennessee, Inc. Rbucy@GSRM.com, lcatabay@gssrm.com
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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,
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JOHN DOUGLAS ELROD on behalf of Health Care Ombudsman Suzanne Koenig, as Patient Care
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JOHN L RYDER on behalf of Creditor TCF Equipment Finance jlr@harrisskelton.com

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JOSEPH P RUSNAK on behalf of Creditor BOA VIDA HEALTHCARE, LLC JRUSNAK@TEWLAWFIRM.com,
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JOSEPH P RUSNAK on behalf of Creditor Philips Medical Capital, LLC JRUSNAK@TEWLAWFIRM.com,
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LINDA W. KNIGHT on behalf of Creditor City of Amory, Mississippi LKNIGHT@GSRM.COM,
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sjkenedy@polsinelli.com,mmillan@polsinelli.com

MICHAEL DAVID JANKOWSKI on behalf of Creditor STAT Informatic Solutions, LLC
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MICHAEL EDWARD COLLINS on behalf of Plaintiff Official Committee of Unsecured Creditors of
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MICHAEL G ABELOW on behalf of Creditor UnitedHealthcare Insurance Company mabelow@srvhlaw.com,
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PAUL G JENNINGS on behalf of Creditor CHSPSC, LLC pjennings@bassberry.com,
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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
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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
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RONALD G STEEN, JR on behalf of Creditor Owens & Minor Distribution, Inc.
ronn.steen@thompsonburton.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 CHS/Community Health Systems, Inc.
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SHANE GIBSON RAMSEY on behalf of Creditor Shumacher Clinical Partners
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SHANE GIBSON RAMSEY on behalf of Creditor Change Healthcare Technologies, LLC
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STEVEN EDWARD ANDERSON on behalf of Interested Party HealthTrust Purchasing Group, L.P.
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THOMAS H. FORRESTER on behalf of Creditor City of Amory, Mississippi TForrester@GSRM.COM,
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THOMAS W TUCKER, III on behalf of Creditor HHS Environmental Solutions LLC
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THOMAS W TUCKER, III on behalf of Creditor Hospital Housekeeping Systems, LLC
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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@babco.com

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

TOTAL: 76

Charles M. Walker
U.S. Bankruptcy Judge

Dated: 3/18/2019



**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

AGREED ORDER RESOLVING LIMITED OBJECTION OF DRAYER PHYSICAL THERAPY INSTITUTE, LLC TO DEBTORS' FIRST OMNIBUS MOTION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES AND (II) GRANTING CERTAIN RELATED RELIEF

Before this Court is the limited objection filed by Drayer Physical Therapy Institute, LLC [Docket No. 676] (the “**Drayer Objection**”) with respect to the *Debtors’ First Omnibus Motion for Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts and Unexpired Leases and (II) Granting Certain Related Relief* [Docket No. 620] (the “**Rejection Motion**”).

WHEREAS, on or about May 1, 2018, the debtor, Amory Regional Medical Center, Inc. d/b/a Gilmore Medical Hospital (“**Gilmore Medical Center**”), as landlord, and Drayer Physical Therapy Institute, LLC (“**Drayer**”), as tenant, entered into that certain Medical Office Building Lease (the “**Lease**”) for the lease of Suite A, on a full-time basis, and the Therapy Pool, on a part-time basis, containing 5,684 rentable square feet and 306 rentable square feet (collectively, the “**Premises**”) located in the Sports and Fitness Pavilion and Physical Therapy at 1111 Earl

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).

66968354.1
66968354.2

Frye Boulevard, Amory, Mississippi. A copy of the Lease is annexed to the Drayer Objection as Exhibit A.

WHEREAS, on August 31, 2018, the Debtors filed *Debtors' Motion for Entry of an Order (I) Authorizing and Approving Bidding Procedures for the Sale of Gilmore Medical Center, (II) Authorizing the Sale of Gilmore Medical Center Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (III) Approving Stalking Horse Purchaser, Break-up Fee, and Overbid Protections, (IV) Establishing Certain Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, (V) Scheduling an Auction, (VI) Scheduling a Hearing and Objections Deadlines With Respect to the Sale of Gilmore Medical Center, (VII) Approving the Form and Manner of Notice Thereof, and (VIII) Granting Related Relief* [Docket No. 79] (the “**Sale Motion**”), seeking to, *inter alia*, sell all, or substantially all, of their assets related to Gilmore Medical Center, including the Premises.

WHEREAS, on September 28, 2018, the Bankruptcy Court entered an order (the “**Sale Procedures Order**”) [Docket No. 260], approving, *inter alia*, the procedures for the assumption and assignment of executory contracts unexpired leases related to the sale of Gilmore Medical Center and the form Assumption and Assignment Notice and setting a sale hearing for November 27, 2018 (the “**Sale Hearing**”).

WHEREAS, in accordance with the Sale Procedures Order, on October 29, 2018, the Debtors filed and served 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* (the “**Assumption and Assignment Notice**”) [Docket No. 371]. The Lease was included on Exhibit

1 to the Assumption and Assignment Notice as an unexpired lease that the Debtors may assume and assign.

WHEREAS, in accordance with the Sale Procedures Order, on November 12, 2018, North Mississippi Health Services, Inc. (the “**Buyer**”) filed and served the *Notice of: (I) Stalking Horse Purchaser’s 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* (the “**Buyer Assumption and Assignment Notice**”) [Docket No. 446]. The Lease was NOT included on Exhibit 1 to the Buyer Assumption and Assignment Notice as an unexpired lease that may be assumed and assigned to Buyer.

WHEREAS, On November 30, 2018, the Court entered the *Order (I) Authorizing, Approving, and Directing the Sale of Substantially All of the Assets of Gilmore Medical Center to North Mississippi Health Services, Inc. Free and Clear of All Liens, Claims, and Encumbrances, and Other Interests; (II) Authorizing and Approving the Gilmore APA; (III) Approving the Debtors’ Marketing and Sale Process; and (IV) Granting Related Relief* [Docket No. 506] (the “**Sale Order**”), pursuant to which the Court approved the sale (the “**Sale**”) of the Debtors’ Assets, including the Premises, to North Mississippi Health Services, Inc. (the “**Buyer**”).

WHEREAS, the closing of the Sale occurred on December 31, 2018.

WHEREAS, on January 3, 2019, the Debtors filed their Rejection Motion, and the Lease is NOT identified on Exhibit 1 to the Rejection Motion as an unexpired lease that the Debtors seek to reject.

WHEREAS, the Court having considered the Drayer Objection and the Rejection Motion; and based upon the signatures of counsel below and the representations of counsel for Debtors, Buyer, and Drayer; and the Court finding good cause therefor;

IT IS HEREBY ORDERED, ADJUDGED, and DECREED that:

1. The Drayer Objection is resolved as set forth herein.
2. The Lease was not assumed and assigned to Buyer in connection with the Sale
3. The Lease is hereby deemed rejected by the Debtors effective as of December 31, 2018.
4. To resolve its Objection, Drayer has entered into a new lease (“**New Lease**”) of the Premises dated January 1, 2019 with Monroe Health Services, Inc. (“**Landlord**”).
5. The New Lease is governed by Mississippi law and shall control the duties and obligations of Drayer and Landlord moving forward.

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

APPROVED FOR ENTRY AND CONSENTED TO BY:

POLSINELLI PC

/s/ Michael Malone
Michael Malone
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-and-

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Counsel to the Debtors and Debtors in Possession

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/s/Justin Sveadas

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