



Charles M. Walker
U.S. Bankruptcy Judge
Dated: 11/8/2018



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

In re:

Curae Health, Inc., *et al.*¹

1721 Midpark Road, Suite B200
Knoxville, TN 37921

Debtors.

Chapter 11

Case No. 18-05665

Judge Walker

Jointly Administered

Re: Docket Nos. 79, 260, and 371

**AGREED ORDER EXTENDING DEADLINE TO FILE AN OBJECTION TO
ASSUMPTION AND ASSIGNMENT NOTICE FOR TCF EQUIPMENT FINANCE AND
WINTHROP RESOURCES CORPORATION**

This matter is before the Court on: (a) *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 Procedures Motion**"); (b) *Order (I) Authorizing and*

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).

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, Expense Reimbursement, and Overbid Protections, (IV) Establishing Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, (V) Scheduling an Auction, (VI) Scheduling a Hearing and Objection 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. 260) (the “**Sale Procedures Order**”); and (c) *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].

On August 31, 2018, the above-captioned debtors (the “**Debtors**”) filed the Sale Procedures Motion. On September 2018, the Court held a hearing on the Sale Procedures Motion. On September 28, 2018, the Court entered the Sale Procedures Order, 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.

In accordance with the Sale Procedures Order, on October 29, 2018, the above-captioned Debtors filed and served the Assumption and Assignment Notice. The Assumption and Assignment Notice set an objection deadline of ten (10) days after the date of the Assumption and Assignment Notice, resulting in an objection deadline of November 8, 2018 (the “**Objection Deadline**”).

TCF Equipment Finance (“TCF”)² and Winthrop Resources Corporation (“Winthrop”) were listed as contract counterparties in the Assumption and Assignment Notice. The Debtors, TCF, and Winthrop, each by and through their undersigned counsel, have agreed to the extension of the Objection Deadline to November 16, 2018 for TCF and Winthrop; therefore,

IT IS HEREBY ORDERED THAT:

1. The Objection Deadline for TCF and Winthrop to file an objection to the Assumption and Assignment Notice is extended to November 16, 2018, subject to further order of the Court.

2. This Order does not extend the Objection Deadline for any other party.

IT IS SO ORDERED.

**THIS ORDER WAS SIGNED AND ENTERED ELECTRONICALLY AS INDICATED
AT THE TOP OF THE FIRST PAGE.**

Submitted for Entry By:

POLSINELLI PC

/s/ Michael Malone

Michael Malone (Bar No. 31219)
401 Commerce Street, Suite 900
Nashville, TN 37219
Telephone: (615) 259-1510
Facsimile: (615) 259-1573
mmalone@polsinelli.com

and

² International Financial Services Corporation (“IFSC”) was listed as the contract counterparty in the Assumption and Assignment Notice; however, IFSC assigned that certain master Equipment Lease Agreement Number 18-106 between IFSC and Debtor Curae Health, Inc. dated January 16, 2018 to TCF pursuant to that certain Assignment dated February 21, 2018.

David E. Gordon (admitted *pro hac vice*)
Caryn E. Wang (admitted *pro hac vice*)
1201 West Peachtree Street NW
Atlanta, GA 30309
Telephone: (404) 253-6000
Facsimile: (404) 684-6060
dgordon@polsinelli.com
cewang@polsinelli.com

*Counsel to the Debtors
and Debtors in Possession*

and

HARRIS SHELTON HANOVER WALSH, PLLC

/s/ Bill Young
Bill Young
414 Union Street, Suite 1007
Nashville, TN 37219
(615) 377-2526
byoung@harrishelton.com

*Attorney for Winthrop Resources Corporation and
TCF Equipment Finance*