

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re	X	
	:	Chapter 11
	:	
Laboratory Partners, Inc., <i>et al.</i> , ¹	:	Case No. 13-12769 ()
	:	
Debtors.	:	(Joint Administration Pending)
	X	

**DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS
TO (I) FILE (A) CONSOLIDATED LIST OF CREDITORS AND (B)
CONSOLIDATED LIST OF DEBTORS' TOP THIRTY CREDITORS; AND
(II) PROVIDE NOTICES, INCLUDING NOTICES OF
COMMENCEMENT OF CASES AND SECTION 341 MEETING**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby move (the “Motion”) for the entry of an order substantially in the form attached hereto as **Exhibit A**, pursuant to section 341 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended (the “Bankruptcy Code”) and section 156(c) of title 28 of the United States Code (“Section 156(c)”), authorizing the Debtors to (i) file (a) a consolidated list of creditors, and (b) a consolidated list of the Debtors’ thirty (30) largest unsecured creditors; and (ii) complete all mailings of notices, including notices of the commencement of these cases and of the meeting of creditors required by section 341 of the Bankruptcy Code; and granting them such other and further relief as the Court deems just and proper. In support of the Motion, the Debtors rely upon and incorporate by reference the *Declaration of William A. Brandt, Jr. in Support of First Day Relief* (the “Brandt Declaration”), which was filed with the Court concurrently herewith. In

¹ The Debtors and the last four digits of their taxpayer identification numbers are as follows: Laboratory Partners, Inc. (3376), Kilbourne Medical Laboratories, Inc. (9849), MedLab Ohio, Inc. (9072), Suburban Medical Laboratory, Inc. (0859), Biological Technology Laboratory, Inc. (4370), Terre Haute Medical Laboratory, Inc. (1809), and Pathology Associates of Terre Haute, Inc. (6485). Certain of the Debtors do business as MEDLAB. The Debtors’ mailing address for notice in these cases is: 671 Ohio Pike, Suite K, Cincinnati, OH 45245.

further support of the Motion, the Debtors, by and through their undersigned proposed co-counsel, respectfully state as follows:

JURISDICTION

1. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2). Venue of these proceedings and the Motion is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory basis for the relief requested herein is section 521 of the Bankruptcy Code, as supplemented by Bankruptcy Rule 1007(a)(1) and (d) and Local Rule 1007-2(a).

BACKGROUND

3. On the date herof (the "Petition Date"), the Debtors commenced their bankruptcy cases by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code. No trustee, examiner, or official committee has been appointed in these cases. The Debtors are operating their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. The Debtors, headquartered in Cincinnati, Ohio and doing business primarily as MEDLAB, provide clinical diagnostic laboratory services to long-term care facilities, hospitals and physician offices through a network of clinical laboratories.

5. The events leading up to the Petition Date and the facts and circumstances supporting the relief requested herein are set forth in the Brandt Declaration.

RELIEF REQUESTED

6. By this Motion, the Debtors seek an Order (a) authorizing the Debtors to file (i) a consolidated list of creditors, and (ii) a consolidated list of the Debtors' thirty (30) largest unsecured creditors; and (b) authorizing the Debtors (or their agents) to complete all mailings of

notices, including notices of the commencement of these cases and of the meeting of creditors pursuant to section 341 of the Bankruptcy Code.

BASIS FOR RELIEF

A. Request for Authority to File Consolidated List of Creditors

7. The Debtors have identified in excess of 9,000 entities or individuals to which notice of certain proceedings in these chapter 11 cases must be provided. The Debtors anticipate that such notices may comprise, without limitation, notice of: (a) the filing of the Debtors' voluntary petitions under chapter 11 of the Bankruptcy Code, (b) the initial meeting of the Debtors' creditors in accordance with section 341 of the Bankruptcy Code, (c) applicable bar dates for the filing of claims, (d) the hearing on adequacy of a disclosure statement in respect of a plan of reorganization, and (e) the hearing to confirm a plan of reorganization (collectively, the "Notices").

8. Local Rule 1007-2 provides that in a voluntary chapter 11 case, the debtor must file "a list containing the name and complete address of each creditor in such format as directed by the Clerk's Office Procedures."

9. The Debtors presently maintain various computerized lists of the names and addresses of their respective creditors that are entitled to receive the Notices and other documents in these chapter 11 cases. The lists are maintained without regard for which entity a party may have a relationship with. The Debtors believe that the information, as maintained in computer files (or those of their agents), may be utilized efficiently to provide interested parties with the Notices and other similar documents, as contemplated by Local Rule 1007-2, on a consolidated basis. Accordingly, by this Motion, the Debtors seek authority to file the lists on a consolidated basis, identifying their creditors in the format or formats currently maintained in the ordinary course of the Debtors' businesses.

10. Moreover, concurrently with this Motion, the Debtors have filed applications (together, the “Noticing, Balloting and Disbursing Agent Applications”) seeking the appointment of BMC Group (“BMC”) as noticing, balloting and disbursing agent in these chapter 11 cases. If the Noticing, Balloting, and Disbursing Agent Applications are granted, BMC will, among other things, (a) assist with the consolidation of the Debtors’ computer records into a creditor and security holder database and (b) complete the mailing of the Notices to the parties in these databases. After consultation with BMC, the Debtors believe that filing the lists in the format or formats currently maintained in the ordinary course of business will be sufficient to permit BMC to notice promptly all applicable parties as required by Local Rule 1007-2.

B. Request for Authority to File Consolidated List of Debtors’ Top Thirty (30) Unsecured Creditors

11. Pursuant to Bankruptcy Rule 1007(d), a chapter 11 debtor must file with its voluntary petition a list setting forth the names, addresses, and claim amounts of the creditors, excluding insiders, that hold the twenty (20) largest unsecured claims in the debtor’s case (a “Top 20 List”). This Top 20 List is primarily used by the United States Trustee (the “U.S. Trustee”) to evaluate the types and amounts of unsecured claims against the debtor and thus identify potential candidates to serve on an official committee of unsecured creditors appointed in the debtor’s case pursuant to section 1102 of the Bankruptcy Code.

12. The Debtors have thousands of potential creditors. The Debtors operate in three primary areas of business, with varying degrees of overlapping customers and payors. A combined list of the top thirty (30) unsecured creditors would provide the U.S. Trustee with a better overview of parties that may have the greatest stake in these cases than separate lists for each of the Debtors.

13. Therefore, the Debtors respectfully request authorization to file a single consolidated list of their thirty (30) largest unsecured creditors in these cases (the “Consolidated Top 30 List”).

14. The Debtors believe that such relief is not only appropriate under the circumstances, but necessary for the efficient and orderly administration of these cases.

C. Mailings

15. In lieu of effecting service through the Office of the Clerk of this Court, the Debtors also request that they (or BMC) be approved and authorized to complete all mailings to creditors and equity holders in these cases, including notice of the commencement of these cases and notice of the meeting of creditors pursuant to section 341 of the Bankruptcy Code.

16. Allowing the Debtors (or BMC) to complete their own mailings will save significant time and expense.

NOTICE

17. Notice of this Motion will be provided to: (i) the Office of the United States Trustee for the District of Delaware, (ii) the entities listed on the Consolidated List of Creditors Holding the 30 Largest Unsecured Claims, and (iii) counsel to the Debtors’ postpetition lender. As this Motion is seeking first day relief, notice of this Motion and any order entered hereon will be served on all parties as required by Rule 9013-1(m) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware. The Debtors respectfully submit that no further notice of this Motion is required.

NO PRIOR REQUEST

18. No prior request for the relief sought herein has been made to this Court or any other court.

CONCLUSION

WHEREFORE, the Debtors respectfully request that this Court (i) grant this Motion and the relief requested herein; (ii) enter the proposed order attached hereto; and (iii) grant such other and further relief as it deems just and proper.

Dated: October 25, 2013
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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