ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT FOR THE CENTRAL DISTRICT OF CALIFORNIA
(Los Angeles Division)

FILED
JAN 23 2007
CLERK, U.S. BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
BY Deputy Clerk

In re

WATTSHealth Foundation, Inc. dba UHP Healthcare, a California not-for-profit corporation,

Debtor.

[Taxpayer Identification No. 95-2623688]

Case No. 05-22627-TD
Chapter 11

Disclosure Statement Hearing:

Date: February 28, 2007
Time: 10:30 a.m.
Place: Courtroom 1345, Roybal Federal Bldg.
255 East Temple St., Los Angeles, CA

Objection Deadline: February 16, 2007

NOTICE OF HEARING ON DEBTOR'S MOTION FOR ORDER: (1) APPROVING DISCLOSURE STATEMENT; (2) SCHEDULING HEARING ON CONFIRMATION OF DEBTOR'S CHAPTER 11 PLAN AND ESTABLISHING CERTAIN DEADLINES IN CONNECTION THEREWITH; AND (3) APPROVING CERTAIN FORMS AND PROCEDURES IN CONNECTION WITH PLAN SOLICITATION AND CONFIRMATION HEARING

TO ALL CREDITORS AND PARTIES IN INTEREST:

PLEASE TAKE NOTICE that a hearing (the "Disclosure Statement Hearing") has been scheduled for **February 28, 2007 at 10:30 A.M.** before the Honorable Thomas B. Donovan, United States Bankruptcy Judge (the "Bankruptcy Court"), at the Roybal Federal Building, 255 East Temple Street, Courtroom 1345, Los Angeles, California, on the "Motion For Order: (1) Approving Disclosure Statement; (2) Scheduling Hearing On Confirmation Of Debtor's Chapter 11 Plan And Establishing Certain Deadlines In Connection Therewith; And (3) Approving Certain Forms And Procedures In Connection With Plan Solicitation And Confirmation Hearing" (the "Motion") filed by WATTSHealth Foundation, Inc. dba UHP Healthcare, debtor and debtor in possession in the above-captioned chapter 11 case (the "Debtor").

PLEASE TAKE FURTHER NOTICE that any objections to the Motion and/or the Debtor's disclosure statement (the "Disclosure Statement") must be (1) in conformance with the Bankruptcy Local Rules of the United States Bankruptcy Court for the Central District of California and the Federal Rules of Bankruptcy Procedure; (2) filed with the Clerk of the Bankruptcy Court; and (3) served on the Debtor's counsel (at the address listed below) by no later than February 16, 2007.

PLEASE TAKE FURTHER NOTICE that pursuant to Bankruptcy Rule 3017(a) and the Bankruptcy Court's order limiting notice in this case, the Debtor is serving copies of the Motion and the Disclosure Statement on the Office of the United States Trustee, the Official Committee of Unsecured Creditors, the Securities and Exchange Commission, and those parties who have previously requested special notice in the Debtor's case. Other parties may obtain a copy of the Motion and/or the Disclosure Statement at www.bmcgroup.com/uhp or by written request to the Debtor's counsel at the address listed below.

PLEASE TAKE FURTHER NOTICE that the Disclosure Statement Hearing may be continued from time to time by the Bankruptcy Court without further notice. Additionally, the Disclosure Statement may be modified prior to, or as a result of, the Disclosure Statement Hearing.

DATED: January 23, 2007

NATHAN A. SCHULTZ, a member of
STUTMAN, TREISTER & GLATT PROFESSIONAL CORPORATION
1901 Avenue of the Stars, 12th Floor
Los Angeles, California 90067

Reorganization Counsel for Debtor and Debtor in Possession

DECLARATION OF SERVICE

I am over the age of 18 years and not a party to the within action. I am employed in an office that employs a member of the bar of this court, at whose direction the within service was made. My business address is Stutman, Treister & Glatt , Professional Corporation, 1901 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067-6013.

On January 23, 2006, I served the following pleading:

NOTICE OF HEARING ON DEBTOR'S MOTION FOR ORDER: (1) APPROVING DISCLOSURE STATEMENT; (2) SCHEDULING HEARING ON CONFIRMATION OF DEBTOR'S CHAPTER 11 PLAN AND ESTABLISHING CERTAIN DEADLINES IN CONNECTION THEREWITH; AND (3) APPROVING CERTAIN FORMS AND PROCEDURES IN CONNECTION WITH PLAN SOLICITATION AND CONFIRMATION HEARING

on the interested parties in this action by placing true copies thereof, enclosed in sealed envelopes, with first class postage thereon fully prepaid, in the United States mail at Los Angeles, California addressed as follows:

PLEASE SEE ATTACHED SERVICE LIST

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 23, 2006, at Los Angeles, California.

Cheryl R. Woods, Declarant

WATTSHealth Foundation, Inc.
SERVICE LIST
Doc. No. 375706
11/13/06

Debtor
WATTSHealth Foundation, Inc.
Attn: Alan D. Bloom, Esq.
3405 W. Imperial Highway, Suite 304
Inglewood, California 90303

Attys for Creditors Committee
Steven Schwartz, Esq.
Richard Diamond, Esq.
Danning Gill Diamond & Kollitz
2029 Century Park East, Suite 300
Los Angeles, CA 90067

Patricia Beary, Esq.
Office of the U.S. Trustee
725 South Figueroa Street, 26th Floor
Los Angeles, CA 90017

Internal Revenue Service
Insolvency I Stop 5022
300 N. Los Angeles Street, Room 4062
Los Angeles, CA 90012-9903

Secured Lender
Mr. Richard Scott
One United Bank
3683 Crenshaw Blvd.
Los Angeles, CA 90016

Secured Lender
Ms. Carole Molyneax
Merrill Lynch
15 West South Temple, Suite 300
Salt Lake City, UT 84101

Ms. Amy Dobberteen
Dept. of Managed Health Care
980 Ninth Street, Suite 500
Sacramento, CA 95814

Ms. Myrtle John
BMC Group
1330 East Franklin Avenue
El Segundo, CA 90245

Member of Creditors Committee
University of So. California Hospital
Attn: Lynn E. Iba
3 Imperial Promenade, Suite 740
Santa Ana, CA 92707

Member Creditors Comm./Sp. Notice
Catholic Healthcare West on behalf of St. Bernardine Medical Center, et al.
Attn: Suzan Vida Konell, Esq.
251 South Lake Avenue, 7th Floor
Pasadena, CA 91101

Attorneys for Catholic Healthcare West
Mike Lurey, Esq.
Samir Parikh, Esq
Latham & Watkins LLP
633 West Fifth Street, Suite 4000
Los Angeles, CA 90071

Member of Creditors Committee
Long Beach Memorial Medical Ctr.
Attn: Lisa R. Scheer, Sr. VP
7677 Center Avenue, Suite 403
Huntington Beach, CA 92647

Member of Creditors Committee
Steve Levine, Corp. Dir. Reimbursement
Centinela Hospital Medical Center
555 E. Hardy Street
Inglewood, CA 90301

Member of Creditors Committee
William D. Hobson, Jr., Pres & CEO
Watts Healthcare Corporation, Inc.
10300 Compton Avenue
Compton, CA 90002

Member of Creditors Committee
Chukah Chidi, CFO
La Vida Medical Group
4161 Redondo Beach Boulevard
Lawndale, CA 90260

Member of Creditors Committee
Ira Meiselman, VP Managed Care
Good Samaritan Hospital
616 S. Witmer Street
Los Angeles, CA 90017

Carolyn Foster, Sr. Staff Analyst
LAC King/Drew Medical Center
313 N. Figueroa Street, Room 527
Los Angeles, CA 90012-2602

Member of Creditors Committee
Development Specialist, Inc.
Attn: Geoffrey Berman
333 S. Grand Ave., Suite 2010
Los Angeles, CA 90071

Request for Special Notice
Pamela Kohlman/Randye Soref
Buchalter, Nemer, A Professional Corporation
1000 Wilshire Boulevard, 15th Floor
Los Angeles, CA 90017

Request for Special Notice
Atys:Anaheim/O.C./L.B. Mem.
Paul R. Glassman/Adam M. Starr
Greenberg Traurig, LLP
2450 Colorado Avenue, Suite 400E
Santa Monica, CA 90404

Request for Special Notice
Attys for LA Care Health Plan
Melinda L. Hayes/ Carl T. Anderson
Paul, Hastings, Janofsky & Walker
515 South Flower Street, 25th Floor
Los Angeles, CA 90071

Request for Special Notice
Augustavia J. Haydel, Gen. Counsel
John L. Rosenthal, Esq.
L.A. Care Health Plan
555 West Fifth Street, 29th Floor
Los Angeles, CA 90013

Request for Special Notice
Attys for County of Los Angeles
Robert E. Ragland/William C. Sias
Office of County Counsel
500 West Temple Street, Room 648
Los Angeles, CA 90012

Request Sp. Ntc/Atys-Cedars Sinai Med Ctr/Merrill Lynch Bk USA
Lance N. Jurich, Esq.
Loeb & Loeb LLP
10100 Santa Monica Blvd., Suite 2200
Los Angeles, CA 90067-4164

Request for Special Notice
Attys for Watts Healthcare Corp.
Karl E. Block, Esq.
Loeb & Loeb LLP
10100 Santa Monica Blvd., Suite 2200
Los Angeles, CA 90067-4164

Request for Special Notice
Attys for Watts Healthcare Corp.
Kevin B. Kroeker, Esq.
Lord Bissell and Brook LLP
300 South Grand Avenue, Suite 800
Los Angeles, CA 90071

Request for Special Notice
Attorneys for Care 1st Health Plan
Keith C. Owens and Richard F. Seiden
Foley & Lardner LLP
2029 Century Park East, 35th Floor
Los Angeles, CA 90067-3021

Request for Special Notice
Attys for American Express Travel Related Svs
Barbara Hamilton, Esq./Michelle L. Janick, Esq.
Rhonda E. Rosenblum, Esq.
Becket and Lee LLP
PO Box 3001 Dept. AC
Malvern, PA 19355-0701

Request for Special Notice
Atys Prom Hosp East LA dba Sub Med Ctr
Mary H. Rose, Esq.
Proskauer Rose, LLP
2049 Century Park East, Suite 3200
Los Angeles, CA 90067-3206

Request for Special Notice
Atys AHMC Health Ent/Garfield Med Ctr
Maan-Huei Hung, Esq.
1055 Wilshire Blvd., Suite 1708
Los Angeles, CA 90017-2449

Request for Special Notice
West Anaheim VHS LP dba West Anaheim Medical Center
c/o Greg Ozhekim
Nemecek & Cole
15260 Ventura Blvd., Suite 920
Sherman Oaks, CA 91403

Cástulo de la Roche
AltaMed Health Services Corp.
500 Citadel Drive, Suite 490
Los Angeles, CA 90040

Request for Special Notice
Attorneys for Jeff Baron/Faith Martin/Sandy Brooks
Law Offices of Jay R. Davis
Jay R. Davis
4100 W. Alameda Ave., Suite 206
Burbank, CA 91505

Request for Special Notice
Attorneys for Alhambra Hospital Medical Center
Samuel R. Maizel, Esq.
Scotta E. McFarland, Esq.
Pachulski Stang Ziehl Young Jones & Weintraub
10100 Santa Monica Blvd., Suite 1100
Los Angeles, CA 90067

Interested Party
Nancy S. Sexton, Esq.
MedImpact Healthcare Systems, Inc.
10680 Treena Street, 5th Floor
San Diego, CA 92131

Request for Special Notice
Clayton Carlos, Director
HealthNet
11971 Foundation Place, Building D
Rancho Cordova, CA 95670

Request for Special Notice
SunGard Availability Services LP
Attn: Maureen A. McGreevey, Esq.
680 E. Swedesford Road
Wayne, PA 19087

Request for Special Notice
The Huntington Beach VHS LP dba Huntington Beach Hospital
c/o Greg Ozhekim
Nemecek & Cole
15260 Ventura Blvd., Suite 920
Sherman Oaks, CA 91403

Request for Special Notice
Attys for AltaMed Health Services Corp.
Waterman Convalescent Hospital
Arthur Khachatourians
Tyler & Wilson LLP
5455 Wilshire Blvd., Suite 1925
Los Angeles, CA 90036

Request for Special Notice
Lester L. Jones, Esq.
Williams, Yasinski & Jones LLP
555 West 5th Street, 31st Floor
Los Angeles, CA 90013-1010

Request for Special Notice
Attorneys for Iron Mountain Information Management, Inc.
Frank F. McGinn
Bartlett Hackett Feinberg P.C.
155 Federal Street, 9th Floor
Boston, MA 02110

Interested Party
Thomas E. Patterson, Esq.
Klee, Tuchin, et al.
2121 Avenue of the Stars, 33rd Fl.
Los Angeles, CA 90067

Request for Special Notice
Steven A. Oldham, Esq.
State of Cal. Dept. of Health Services
MS 0010
PO Box 997413
Sacramento, CA 95899-7413

Request for Special Notice
VHS of Orange County, Inc. dba La Palma Intercommunity Hospital
c/o Greg Ozhekim
Nemecek & Cole
15260 Ventura Blvd., Suite 920
Sherman Oaks, CA 91403

Request for Special Notice
Attys for AltaMed Health Services
Wesley H. Avery, Esq./Yaron Shaham, Esq.
Ezra, Brutzkus & Gubner LLP
16830 Ventura Blvd., Suite 310
Encino, CA 91436-1724

Request for Special Notice
Attorneys for Medpoint Management
Brad D. Krasnoff, Esq.
Scott Lee, Esq.
Lewis Brisbois Bisgaard & Smith LLP
221 North Figueroa Street, Suite 1200
Los Angeles, CA 90012-2601

Request for Special Notice
Bradley A. Lang
Alvarez & Marsal
633 West Fifth Street, Suite 2560
Los Angeles, California 90071

Securities and Exchange Commissions
5670 Wilshire Blvd # 11
Los Angeles, CA 90036