



IT IS ORDERED as set forth below:

Date: November 29, 2022

**Paul W. Bonapfel
U.S. Bankruptcy Court Judge**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ROME DIVISION**

IN RE:)	CHAPTER 11
)	
REGIONAL HOUSING & COMMUNITY)	Jointly Administered Under
SERVICES CORP., et al.,)	CASE NO. 21-41034-pwb
)	
Debtors.)	
)	

**FINAL ORDER (A) FURTHER EXTENDING MATURITY DATE
OF DIP FACILITY; AND (B) FURTHER INCREASING
BORROWING AUTHORITY THEREUNDER**

This matter is before the Court on the Motion filed by the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”),¹ dated November 4, 2022, seeking entry

¹ The Debtors in these Chapter 11 cases include: Regional Housing & Community Services Corporation, RHCSC Columbus AL Holdings LLC, RHCSC Columbus Health Holdings LLC, RHCSC Douglas AL Holdings LLC, RHCSC Douglas Health Holdings LLC, RHCSC Gainesville AL Holdings LLC, RHCSC Gainesville Health Holdings LLC, RHCSC Montgomery I AL Holdings LLC, RHCSC Montgomery I Health Holdings LLC, RHCSC Montgomery II AL Holdings LLC, RHCSC Montgomery II Health Holdings LLC, RHCSC Rome AL Holdings LLC, RHCSC Rome Health Holdings LLC, RHCSC Savannah AL Holdings LLC, RHCSC Savannah Health Holdings LLC, RHCSC Social Circle AL Holdings LLC, and RHCSC Social Circle Health Holdings LLC.



of an interim and final order authorizing the Debtors to extend further the maturity date of the DIP Facility and to increase further the borrowing authority thereunder, as well as authorizing the continued use of cash collateral [Dkt. No. 202] (the “**Motion**”).²

The Court has considered the Motion and the record in the case and at the interim hearing on the Motion held on November 9, 2022; and the Court having entered on October 15, 2021 a *Final Order (I) Authorizing (A) Secured Postpetition Financing; (B) Granting Security Interests to the Bondholders; (C) Superpriority Claims and Other Adequate Protection to the Bond Trustee; and (II) Authorizing the Use of Cash Collateral by the Debtors* [Dkt. No. 80] (the “**Final DIP Order**”); and the Court having entered on May 11, 2022 a *Final Order (A) Extending Maturity Date of DIP Facility; and (B) Increasing Borrowing Authority Thereunder* dated May 11, 2022 [Dkt. No. 146] (the “**Amended Final DIP Order**”), and the Court having entered on August 18, 2022 a *Final Order (A) Further Extending Maturity Date of DIP Facility; and (B) Further Increasing Borrowing Authority Thereunder* [Dkt. No. 181] (the “**Second Amended Final DIP Order**”); and the Court having entered on November 9, 2022 a *Third Interim Order (A) Further Extending Maturity Date of DIP Facility; and (B) Further Increasing Borrowing Authority Thereunder* [Dkt. No. 206] (the “**Third Interim Order**”), and the Third Interim Order having been served upon the parties served with the Motion which gave notice of the opportunity to object to the Court’s entry of a final order with regard to the relief requested in the Motion, and no objection having been filed to the entry of a final order with respect to the Motion, and after due deliberation and consideration, and for good and sufficient cause appearing therefor:

ACCORDINGLY, IT IS HEREBY ORDERED AS FOLLOWS:

1. The Motion is GRANTED as set forth herein.

² Capitalized terms used, but not defined herein, shall have the meanings ascribed to such terms in the Motion.

2. All objections to the relief sought in the Motion to the extent not previously withdrawn, overruled or resolved are hereby overruled on the merits and denied with prejudice.

3. The Maturity Date of the DIP Facility is hereby extended to January 7, 2023.

4. The Debtors and the DIP Lender are authorized to extend the maturity date of the DIP Facility by stipulation between the parties which shall be filed with the Court.

5. The Debtors are authorized to borrow up to \$4,920,000 pursuant to the terms of the DIP Facility and related loan documents, the Final DIP Order, the Amended Final DIP Order, the Second Amended Final DIP Order and the Third Interim Order, as modified by the terms of this Order.

6. The Debtors are further authorized to continue to use cash collateral pursuant to the terms of the DIP Facility and related loan documents, and the Final DIP Order, the Amended Final DIP Order, the Second Amended Final DIP Order and the Third Interim Order, as modified by the terms of this Order.

7. The Debtors and the DIP Lender are authorized to further increase the borrowing limit by stipulation between the parties which shall be filed with the Court.

8. Subject to the Carve-Out (as such term is used in the Final DIP Order), and following payment or reserve of amounts sufficient to pay any liens senior to UMB Bank, as successor trustee for certain bonds (the “**Bond Trustee**”), taxes that are senior to the liens of the Bond Trustee, any fees owed to the broker in connection with such sale, and other amounts agreed to by the Bond Trustee, all proceeds derived from the closing of a sale of one or more of the facilities shall be payable to the DIP Lender at such closing, up to the amount of the DIP Loan.

9. To the extent not addressed above, all other terms of the DIP Facility, the DIP Notes the Final DIP Order, the Amended Final DIP Order, the Second Amended DIP Order and the Third

Interim Order remain unchanged. To the extent of any inconsistency between the Final DIP Order, the Amended Final DIP Order, the Second Amended DIP Order or the Third Interim Order and this Order, the terms of this Order shall control. Notwithstanding Bankruptcy Rules 4001(a)(3), 6004(h), 6006(d), 7062 and 9024 or any other Bankruptcy Rule, or Rule 62(a) of the Federal Rules of Civil Procedure, this Order shall be immediately effective and enforceable upon its entry and there shall be no stay of execution or effectiveness of this Order. The requirements set forth in Bankruptcy Rule 6003(b) have been satisfied. The requirements of Bankruptcy Rule 6004(a) are waived.

10. This Court shall retain jurisdiction to hear, determine and, if applicable, enforce the terms of, any and all matters arising from or related to the DIP Facility, the Final DIP Order, the Amended Final DIP Order, the Second Amended DIP Order, the Third Interim Order and/or this Order.

[END OF DOCUMENT]

Prepared and presented by:

SCROGGINS & WILLIAMSON, P.C.

By: /s/ Ashley R. Ray

J. ROBERT WILLIAMSON

Georgia Bar No. 765214

ASHLEY REYNOLDS RAY

Georgia Bar No. 601559

MATTHEW W. LEVIN

Georgia Bar No. 448270

4401 Northside Parkway, Suite 450

Atlanta, Georgia 30327

T: (404) 893-3880

E: rwilliamson@swlawfirm.com

aray@swlawfirm.com

mlevin@swlawfirm.com

Counsel for the Debtors

DISTRIBUTION LIST

Ashley R. Ray
Scroggins & Williamson, P.C.
4401 Northside Parkway
Suite 450
Atlanta, GA 30327

Charles W. Azano
Greenberg Traurig, LLP
One International Place
Suite 2000
Boston, MA 02110

Martin P. Ochs
Office of the United States Trustee
362 Richard Russell Federal Building
75 Ted Turner Drive, SW
Atlanta, GA 30303