

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ROME DIVISION**

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

NOTICE OF PROPOSED SALE, HEARING AND DEADLINE TO OBJECT
(THE GARDENS OF WATERFORD)

PLEASE TAKE NOTICE that the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”)¹ filed a Notice of Filing Asset Purchase Agreement [Dkt. No. 347] (the “**Notice**”) on February 21, 2025. A copy of the Notice is available upon request to the undersigned counsel, or by downloading at <http://www.kccllc.net/RegionalHousing>.

PLEASE TAKE FURTHER NOTICE that the Debtors seek approval of the proposed asset purchase agreement (the “**APA**”), attached as Exhibit 1 to the Notice, and the sale transaction contemplated therein. A summary of the material terms of the proposed sale are as follows:

- **Sellers-** RHCSC Montgomery I AL Holdings LLC and RHCSC Montgomery I Health Holdings LLC;
- **Buyer-** Medal of Honor, LLC;
- **Purchase Price-** Two Million Dollars (\$2,000,000.00), subject to certain prorations set forth in the APA;
- **Purchased Assets-** Substantially all real and certain personal property, other than the Excluded Assets, owned by the Sellers and used in connection with the facility located at 3920 Antoinette Drive, Montgomery, AL 36111-2722 and known as The Gardens of Waterford (the “**Montgomery I Facility**”);
- **Excluded Assets-** The following are excluded assets: (i) any cash or cash

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.



equivalents, (ii) accounts receivable existing as of the Proration Time; (iii) any funds held by the Trustee; (iv) Sellers' rights under the Agreement, (v) any funds in the accounts being maintained by the Sellers, (vi) any rights to any tax refunds owed to the Sellers or any affiliates thereof related in any way to the Purchased Assets, including but not limited to Employee Retention Tax Credits; (vii) any prepaid expenses or deposits; (viii) any causes of action existing as of the Proration Date, other than those set forth on Schedule 1.1(c) of the APA, (ix) any proceeds of insurance claims submitted by the Sellers before the Execution Date; and (x) any other items set forth on Schedule 1.1(d) to the APA;

- **Contracts to be Assumed and Assigned-** None;
- **Proposed Closing Date-** On or before March 7, 2025.

PLEASE TAKE FURTHER NOTICE that the Court will hold a hearing on approval of the proposed sale and APA and any objections thereto at **11:30 a.m. on March 5, 2025 (the "Hearing")** in Courtroom 1401, U.S. Courthouse, 75 Ted Turner Drive SW, Atlanta, Georgia, 30303. The Hearing may be attended in person or via the Court's Virtual Hearing Room. You may join the Virtual Hearing Room through the "Dial-in and Virtual Bankruptcy Hearing Information" link at the top of the homepage of the Court's website, www.ganb.uscourts.gov, or the link on the judge's webpage, which can also be found on the Court's website. Please also review the "Hearing Information" tab on the judge's webpage for further information about the hearing. Parties and counsel should be prepared to appear at the hearing via video but may leave the camera in the off position until the Court instructs otherwise. Unrepresented persons who do not have video capability may use the telephone dial-in information on the judge's webpage.

PLEASE TAKE FURTHER NOTICE that if you oppose approval of the proposed sale on the terms and conditions set forth in the Notice and the APA, you **must** attend the Hearing. Additionally, you may file an objection with the Bankruptcy Clerk at Clerk, U.S. Bankruptcy Court, 600 East First Street, Room 339, Rome, Georgia 30161-3187, and serve a copy on counsel for the Debtors, Ashley R. Ray, Scroggins, Williamson & Ray, P.C., 4401 Northside Parkway, Suite 230, Atlanta, GA 30327, but are not required to do so.

Your rights may be affected. You should read these papers carefully and discuss with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.

This 24th day of February, 2025.

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Respectfully submitted,

SCROGGINS, WILLIAMSON & RAY, P.C.

/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

CERTIFICATE OF SERVICE

This is to certify that on this date a true and correct copy of the within and foregoing **Notice of Proposed Sale, Hearing and Deadline to Object (The Gardens of Waterford)** was served by the Court's CM/ECF system on all counsel of record registered in this case through CM/ECF.

This 24th day of February, 2025.

Respectfully submitted,

SCROGGINS, WILLIAMSON & RAY, P.C.

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