

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

IN RE:

ASTRIA HEALTH, et al.

Debtors and Debtors in
Possession.¹

Lead Case No. 19-01189-11

Jointly Administered

**SUPPLEMENTAL CERTIFICATE OF
SERVICE**

I, Priscilla Romero, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On January 6, 2020, at my direction and under my supervision, employees of KCC caused to be served the following documents via Overnight Mail upon the service list attached hereto as **Exhibit B**:

- **Notice of Debtors' Amended Schedule G** [Docket No. 751];
- **Second Notice of Case Commencement of Chapter 11 and Meeting of Creditors Pursuant to Section 341 of the Bankruptcy Code;**
- **Order (A) Approving Procedures in Connection with the Sale of Assets; (B) Scheduling the Related Auction and Hearing to Consider Approval of Sale; (C) Approving Procedures Related to the Assumption of Certain Executory Contracts and Unexpired Leases; (D) Approving the Form and Manner of Notice Thereof** [Docket No. 807];
- **Notice of Sale Procedures, Auction Date, and Sale Hearing** [attached hereto as Exhibit A]; and

¹¹ The Debtors, along with their case numbers, are as follows: Astria Health (19-01189-11), Glacier Canyon, LLC (19-01193-11), Kitchen and Bath Furnishings, LLC (19-01194-11), Oxbow Summit, LLC (19-01195-11), SHC Holdco, LLC (19-01196-11), SHC Medical Center-Toppenish (19-01190-11), SHC Medical Center-Yakima (19-01192-11), Sunnyside Community Hospital Association (19-01191-11), Sunnyside Community Hospital Home Medical Supply, LLC (19-01197-11), Sunnyside Home Health (19-01198-11), Sunnyside Professional Services, LLC (19-01199-11), Yakima Home Care Holdings, LLC (19-01201-11), and Yakima HMA Home Health, LLC (19-01200-11).



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• **Debtors' Notice to Counterparties to Certain Executory Contracts and Unexpired Leases of the Debtors that may be Assumed and Assigned Pursuant to § 365 of the Bankruptcy Code [Docket No. 861]**

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

Dated: January 16, 2020

/s/ Priscilla Romero
Priscilla Romero
KCC
222 N. Pacific Coast
Highway, Suite 300
El Segundo, CA 90245
Tel 310.823.9000

Exhibit A

1 JAMES L. DAY (WSBA #20474)
2 THOMAS A. BUFORD (WSBA #52969)
3 BUSH KORNFELD LLP
4 601 Union Street, Suite 5000
5 Seattle, WA 98101
6 Tel: (206) 292-2110
7 Email: jday@bskd.com
8 tbuford@bskd.com

HONORABLE WHITMAN L. HOLT

6 SAMUEL R. MAIZEL (Admitted *Pro Hac*
7 *Vice*)
8 DENTONS US LLP
9 601 South Figueroa Street, Suite 2500
10 Los Angeles, California 90017-5704
11 Tel: (213) 623-9300
12 Fax: (213) 623-9924
13 Email: samuel.maizel@dentons.com

11 SAM J. ALBERTS (WSBA #22255)
12 DENTONS US LLP
13 1900 K. Street, NW
14 Washington, DC 20006
15 Tel: (202) 496-7500
16 Fax: (202) 496-7756
17 Email: sam.alberts@dentons.com

*Attorneys for the Chapter 11 Debtors and
Debtors In Possession*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

18 In re:
19 ASTRIA HEALTH, *et al.*,
20 Debtors and Debtors
21 in Possession.¹

Chapter 11
Lead Case No. 19-01189-11
Jointly Administered

**NOTICE OF SALE PROCEDURES,
AUCTION DATE, AND SALE HEARING**

¹ The Debtors, along with their case numbers, are as follows: Astria Health (19-01189-11), Glacier Canyon, LLC (19-01193-11), Kitchen and Bath Furnishings, LLC (19-01194-11), Oxbow Summit, LLC (19-01195-11), SHS Holdco, LLC (19-01196-11), SHC Medical Center - Toppenish (19-01190-11), SHC Medical Center - Yakima (19-01192-11), Sunnyside Community Hospital Association (19-01191-11), Sunnyside Community Hospital Home Medical Supply, LLC (19-01197-11), Sunnyside Home Health (19-01198-11), Sunnyside Professional Services, LLC (19-01199-11), Yakima Home Care Holdings, LLC (19-01201-11), and Yakima HMA Home Health, LLC (19-01200-11).

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LAW OFFICES
601 Union St., Suite 5000
Seattle, Washington 98101-2373
Telephone: (206) 292-2110

1 PLEASE TAKE NOTICE that Astria Health (“Astria”) and the above-
2 referenced affiliated debtors (collectively, the “Debtors”), the debtors and debtors
3 in possession in the above-captioned chapter 11 bankruptcy cases (collectively, the
4 “Chapter 11 Cases”), by and through the undersigned counsel, moved (the
5 “Motion”) the Court for entry of an order pursuant to §§ 105(a), 363(b) and 365 of
6 title 11 of the United States Code (the “Bankruptcy Code”),² Rules 2002, 6004,
7 6006, 9007, and 9014 of the Federal Rules of Bankruptcy Procedure (the
8 “Bankruptcy Rules”), and Rules 2002-1, 5005-1, 6004-1, 6006-1, 9013-1, and
9 9029-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for
10 the Eastern District of Washington (the “LBR”) for: (i) an order substantially in the
11 proposed form attached to the Motion as Exhibit A (the “Bidding Procedures
12 Order”) (a) approving procedures in connection with the sale of any or all of the
13 Assets (the “Bidding Procedures,” which are attached as Exhibit 1 to the proposed
14 Bidding Procedures Order); (b) scheduling the related auction and hearing to
15 consider approval of such sale; (c) approving procedures related to the assumption
16 of certain executory contracts and unexpired leases; (d) approving the form and
17 manner of notice thereof; and (ii) an order, substantially in the proposed form
18 attached to the Motion as Exhibit B (the “Sale Order”) (a) authorizing the sale of
19 such assets free and clear of liens, claims, encumbrances, and other interests, except
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28 ² All references to “§” herein are to sections of the Bankruptcy Code.

1 as otherwise may be provided in a purchase agreement memorializing such a sale (a
2 “Purchase Agreement”) and (b) approving the assumption and assignment of
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4 certain executory contracts and unexpired leases related thereto; and, in each case,
5 (iii) granting such other and further relief as is just and proper under the
6 circumstances.³ The Debtors seek, among other things, to sell some or substantially
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8 all of the Debtors’ assets (the “Assets”) to the successful bidder(s) (the “Successful
9 Bidder”), at an auction free and clear of all liens, claims, encumbrances and other
10 interests pursuant to §§ 363 and 365 of the Bankruptcy Code.
11

12 **PLEASE TAKE FURTHER NOTICE** that, on December 6, 2019, the
13 Bankruptcy Court entered an order [Docket No. 807] (the “Bidding Procedures
14 Order”) approving the Motion and the bidding procedures (the “Bidding
15 Procedures”), which set the key dates and times related to the Sale of the Assets.
16
17 All interested bidders should carefully read the Bidding Procedures Order and the
18 Bidding Procedures. To the extent that there are any inconsistencies between the
19 Bidding Procedures Order (including the Bidding Procedures) and the summary
20 description of its terms and conditions contained in this Notice, the terms of the
21 Bidding Procedures Order shall control.
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26 _____
27 ³ Capitalized terms not otherwise defined herein shall have the meanings ascribed
28 to them in the Motion.

1 **PLEASE TAKE FURTHER NOTICE** that, pursuant to the terms of the
2 Bidding Procedures, an auction (the "Auction") to sell the Assets will be conducted
3
4 on **February 5, 2020, at 10:00 a.m. (prevailing Pacific Time)** at the Hilton
5 Garden Inn, Yakima, Washington, 401 E. Yakima Avenue, Yakima, WA 98901 or
6 at such other place, date, and time as shall be identified in a notice filed with the
7
8 Bankruptcy Court at least 24 hours before the Auction. Within twenty four (24)
9 hours of the conclusion of the Auction, the Debtors shall file a notice with the
10 Bankruptcy Court identifying the Successful Bidder.

11
12 **PLEASE TAKE FURTHER NOTICE** that a hearing will be held to
13 approve the sale of the Assets to the Successful Bidder (the "Sale Hearing") before
14 the Honorable Whitman Holt, United States Bankruptcy Judge, United States
15 Bankruptcy Court for the Eastern District of Washington, 402 East Yakima
16 Avenue, Second Floor Courtroom, Yakima, WA 98901, on **February 13, 2019, at**
17 **10:00 a.m. (prevailing Pacific Time)**, or at such time thereafter as counsel may be
18 heard or at such other time as the Bankruptcy Court may determine. The Sale
19 Hearing may be adjourned from time to time without further notice to creditors or
20 parties in interest other than by announcement of the adjournment in open court on
21 the date scheduled for the Sale Hearing. Objections to the Sale shall be filed with
22 the Bankruptcy Court and served so as to be received no later than **4:00 p.m.**
23 **(prevailing Pacific Time) on February 6, 2020** by i) Counsel to the Debtors:
24 Dentons US LLP, 601 S. Figueroa Street, Suite 2500, Los Angeles, CA 90017,

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Facsimile (206) 292-2104

1 Attn: Samuel R. Maizel (samuel.maizel@dentons.com) and Sam J. Alberts
2 (sam.alberts@dentons.com); ii) the Debtors' Investment Banker: Piper Jaffray,
3
4 Teri Stratton, Attn: teri.l.stratton@pjc.com; (iii) Counsel to JMB Capital Partners
5 Lending, LLC: Arent Fox, LLP, 1301 Avenue of the Americas, NY 10019, Attn:
6 Robert Hirsh (robert.hirsh@arentfox.com) and Jordana Renert
7 (jordana.renert@arentfox.com); (iv) Counsel to UMB Bank, N.A. and Lapis
8 Advisors, LP: Mintz Levin, One Financial Center, Boston, MA 02111, Attn:
9 William Kannel (wkannel@mintz.com) and Ian Hammel (iahammel@mintz.com);
10
11 (v) Counsel to Lapis Advisors, LP: Cole Schotz P.C., 1325 Avenue of the
12 Americas, 19th Floor, New York, NY 10019-6079, Attn: Michael D. Sirota
13 (msirota@coleschotz.com) and Ryan Jareck (rjareck@coleschotz.com); (vi) Office
14
15 of the United States Trustee: 920 West Riverside, Room 593, Spokane, WA 99201,
16 Attn: Gary Dyer (Gary.W.Dyer@doj.gov); and (vii) Counsel to the Official
17
18 Committee of Unsecured Creditors: Sills Cummis & Gross P.C., One Riverfront
19
20 Plaza, Newark, NJ 07102, Attn: Andrew Sherman (asherman@sillscummis.com)
21
22 and Boris Mankovetskiy (bmankovetskiy@sillscummis.com) (collectively, the
23 "Notice Parties").

24 **PLEASE TAKE FURTHER NOTICE** that this Notice of the Auction and
25 Sale Hearing is subject to the full terms and conditions of the Motion, Bidding
26 Procedures Order and Bidding Procedures, which Bidding Procedures Order shall
27 control in the event of any conflict, and the Debtors encourage parties in interest to
28

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1 review such documents in their entirety. Any party that has not received a copy of
2 the Motion or the Bidding Procedures Order that wishes to obtain a copy of the
3 Motion, the Bidding Procedures Order (including all exhibits thereto), and the
4 Bidding Procedures, may make such a request in writing to Dentons US LLP, Attn:
5 Samuel R. Maizel, 601 S. Figueroa St., Suite 2500, Los Angeles, CA 90017 or by
6 emailing samuel.maizel@dentons.com or calling (301) 892-2910, or Sam J.
7 Alberts, 1900 K Street, NW, Washington, DC 20036 or by emailing
8 sam.alberts@dentons.com or calling (202) 408-7004.
9
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11
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13 Dated: December 6, 2019

DENTONS US LLP
SAMUEL R. MAIZEL
SAM J. ALBERTS

16 By /s/ Samuel R. Maizel
17 SAMUEL R. MAIZEL

18 *Attorneys for Astria Health*

Exhibit B

Exhibit B
Amended Schedule G Supplemental
Served via Overnight Mail

CreditorName	Address1	City	State	Zip
Stryker Corporation & Subsidiaries	2825 Airview Boulevard	Kalamazoo	MI	49002

19-01189-WLH11 Doc 898 Filed 01/16/20 Entered 01/16/20 11:36:12 Pg 11 of 11