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Honorable Whitman L. Holt

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*Co-Counsel for Steven D Sass LLC,
as GUC Distribution Trustee*

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

IN RE:

ASTRIA HEALTH,

Remaining Debtor.

Chapter 11

Case No. 19-01189-11

**DECLARATION OF NO
OBJECTIONS, RESOLVED
OBJECTIONS, AND REQUEST TO
FOR PARTIAL CONTINUANCE OF
GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS
OBJECTION**

**DECLARATION OF NO
OBJECTIONS, RESOLVED
OBJECTION, AND REQUEST FOR
PARTIAL CONTINUANCE OF GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

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1 I, Michael M. Sperry, pursuant to 28 U.S.C. § 1746 and under penalty of
2 perjury, declare as follows:

3 1. I am an attorney for Steven D Sass LLC, (“Trustee”) GUC Distribution
4 Trustee for the GUC Distribution Trust (“Trust”), and authorized to make this
5 declaration in that capacity.

6 2. I am a resident of the State of Washington over the age of 18. The
7 information in this declaration is based on personal knowledge, and, if called to do
8 so, could testify competently to its accuracy.

9 3. After service of The GUC Distribution Trustee’s Third Omnibus
10 Objection (Dkt. 2813) (the “Objection”) two parties reached out to the Trust to
11 dispute the basis of the asserted grounds in the Objection; Omni Staffing Services,
12 Inc. (“Omni”) and Sara Williamson (“Williamson”).

13 4. The basis for the objection to both Omni’s and Williamson’s claims was
14 that each of those claims were filed after the applicable bar date.

15 5. Pursuant to Sections III(F)(1)(2) and (M) the Trustee has reached a
16 resolution as to the Omni claim to compromise the objection to Omin’s claim for an
17 allowance of a general unsecured claim in the amount of \$17,500. A stipulation
18

19 **DECLARATION OF NO**
20 **OBJECTIONS, RESOLVED**
21 **OBJECTION, AND REQUEST FOR**
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OBJECTION

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1 setting forth the specific terms of the resolution is attached hereto as Exhibit A, and
2 incorporated through this reference.

3 6. The Trustee is still evaluating the response received from Williamson
4 (Dkt. 2829), and has reached an agreement with Williamson to continue the hearing
5 as to the objection to her claim only.

6 7. The Trustee anticipates being able to resolve the issues as to
7 Williamson's claim within 30 days without the need for further hearing.

8 8. The Trustee requests the Objection as to Williamson, and only as to
9 Williamson, be continued to the next available pre-set hearing date for the court to
10 consider objections to proofs of claim on March 1, 2023.

11 9. A revised form of order is attached hereto as Exhibit B (clean) and
12 Exhibit C (redline).

13 Dated: January 31, 2023

14 /s/ Michael M. Sperry

15 Michael M. Sperry

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*Co-Counsel to Steven D Sass LLC,
 as GUC Distribution Trustee*

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

IN RE: ASTRIA HEALTH, Remaining Debtor.	Chapter 11 Case No. 19-01189-11 STIPULATION RESOLVING CLAIM OF OMNI STAFFING SERVICES, INC.
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This stipulation (the “Stipulation”) by and between: (i) Steven D Sass LLC, as GUC Distribution Trustee (the “GUC Distribution Trustee”) of the GUC Distribution Trust, and (ii) Omni Staffing Services, Inc. (“Omni”, and together with

**STIPULATION RESOLVING CLAIM
 OF OMNI STAFFING SERVICES,
 INC.**

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1 the GUC Distribution Trustee, the “Parties”), resolves all claims asserted or
 2 assertable by Omni against the debtors, their estates, and/or the GUC Distribution
 3 Trust in the above referenced chapter 11 cases the “Chapter 11 Cases”) of Astria
 4 Health and its previously affiliated debtors (the “Debtors”).

RECITALS

5
 6
 7 **WHEREAS**, on May 6, 2019 (the “Petition Date”), the Debtors commenced
 8 these Chapter 11 Cases by filing voluntary petitions for relief under chapter 11 of
 9 title 11 of the United States Code (the “Bankruptcy Code”) in the United States
 10 Bankruptcy Court for the Eastern District of Washington (the “Bankruptcy Court”),
 11 which cases are jointly administered under Case No. 19-01189-11;

12 **WHEREAS**, on December 23, 2020, the Court entered an order confirming
 13 the Modified Second Amended Joint Chapter 11 Plan of Reorganization of Astria
 14 Health and Its Debtor Affiliates [Docket No. 2196] (the “Plan”);

15 **WHEREAS**, the Plan became effective in accordance with its terms on
 16 January 15, 2021 [Docket No. 2264];

17
 18 **WHEREAS**, the Plan provides for, among other things, the appointment of
 19 Steven D Sass LLC as the GUC Distribution Trustee and grants the GUC Distribution
 20 Trustee authority, subject to certain procedural requirements set forth in the Plan, to

21 **STIPULATION RESOLVING CLAIM
 OF OMNI STAFFING SERVICES, INC.**

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- 2 -

1 file objections to and settle disputes regarding General Unsecured Claims (See Plan
2 Sections III(F)(1)(2) and (M));

3 **WHEREAS**, the Plan further provides that except as otherwise set forth in the
4 Plan or ordered by the Court, “all assets and all liabilities of each of the Debtors shall
5 be deemed merged or treated as though they were merged into and with the assets
6 and liabilities of each other,” and “each and every Claim filed or to be filed in any of
7 the Chapter 11 Cases shall be treated as if filed against the consolidated Debtors and
8 shall be treated [as] one Claim against and obligation of the consolidated Debtors”)
9 (see Plan, Section II(B));

10
11 **WHEREAS**, on August 16, 2019, Omni filed a proof of claim in the amount
12 of \$59,760.41 against Astria Health, identified on the Debtors’ claims register as
13 claim 447 (the “Omni Claim,”);

14 **WHEREAS**, on December 27, 2022, the GUC Distribution Trustee filed the
15 Third Omnibus Claims Objection [Docket No. 2813], which included an objection to
16 the Omni Claim;

17 **WHEREAS**, the Parties have engaged in good faith, arm’s-length discussions
18 regarding the Omni Claim and agreed to resolve and stipulate its allowance and
19 treatment in these Chapter 11 Cases according to the terms of this Stipulation;
20

21 **STIPULATION RESOLVING CLAIM
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- 3 -

1 **NOW, THEREFORE**, for good and valuable consideration, including the
 2 mutual covenants of this Stipulation, the receipt and sufficiency of which are hereby
 3 acknowledged, the Parties agree and stipulate as follows:

4 1. Recitals. Each of the foregoing paragraphs is incorporated into this
 5 paragraph 1 by reference.

6 2. Allowance of Claim. Upon the date of the entry of an order approving
 7 this Stipulation by the Bankruptcy Court (the “Stipulation Effective Date”), the
 8 following claim shall be allowed for all purposes in these Chapter 11 Cases (the
 9 “Allowed Claim”), including for purposes of treatment under and distribution
 10 pursuant to the Plan:

<u>Claim Number</u>	<u>Debtor</u>	<u>Claim Amount</u>	<u>Classification</u>
447	Astria Health	\$17,500	General Unsecured (Class 4)

11 3. Disallowance of Superseded Claims. Upon the Stipulation Effective
 12 Date, any and all claims or requests for payment of any kind or nature that Omni has
 13 or could have asserted against the Debtors or the GUC Distribution Trust, other than
 14 the Allowed Claim, shall automatically be deemed disallowed and expunged in their
 15 entirety. For the avoidance of doubt, Omni (i) shall not have any allowed claims in
 16 these Chapter 11 Cases other than the Allowed Claim and (ii) shall not be entitled to

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 21 **STIPULATION RESOLVING CLAIM
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1 any distribution under the Plan or otherwise (including from the GUC Distribution
2 Trustee) in these Chapter 11 Cases other than on account of the Allowed Claim.

3 4. Claims Register. Upon the Stipulation Effective Date, the Parties
4 request that the official claims register of these cases be revised to reflect the claim
5 reduction and allowance, and disallowances, as described above.

6
7 5. Authority to Execute. Each person who executes this Stipulation
8 represents that they are duly authorized to execute this Stipulation on behalf of their
9 respective Party hereto and that such Party has full knowledge of and has consented
10 to the terms of this Stipulation.

11 6. Entire Agreement. This Stipulation contains the entire agreement
12 between the Parties with respect to the subject matter of this Stipulation and
13 supersedes any and all prior agreements and undertakings between the Parties. This
14 Stipulation may be executed in counterparts, which counterparts may be delivered by
15 facsimile or electronic mail, and it shall not be necessary that the signature of or on
16 behalf of each Party appear on each counterpart, but it shall be sufficient that the
17 signature of or on behalf of each Party, or that the signature of the persons required
18 to bind each Party, appear on one or more such counterparts. All such counterparts
19 when taken together shall constitute a single and legally binding agreement.

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21 **STIPULATION RESOLVING CLAIM
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1 7. Binding Nature. This Stipulation is binding upon and inures to the
2 benefit of the Parties and their respective predecessors, successors, and assigns.

3 8. Due Diligence. The Parties acknowledge and understand that they are
4 executing and delivering this Stipulation with full knowledge of any and all rights
5 which they may have with respect to the matters resolved by this Stipulation. The
6 Parties acknowledge that they were, or had an opportunity, to be represented by
7 counsel of their choosing to the extent they desired before executing and delivering
8 this Stipulation in order to review this document and the matters it resolves, and that
9 each such Party and counsel (if applicable) had reasonable and sufficient time to do
10 so.

11 9. Modification. This Stipulation may not be modified, altered, amended,
12 or vacated other than by a signed writing executed by the Parties.

13 10. Jurisdiction. The Bankruptcy Court shall have exclusive jurisdiction
14 over any and all disputes and all other matters arising out of or relating to the
15 interpretation, implementation or enforcement of this Stipulation.

16 11. Interpretation. In the event of any ambiguity or question of intent or
17 interpretation, this Stipulation shall be construed as if drafted jointly by the Parties
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19

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21 **STIPULATION RESOLVING CLAIM
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1 and no presumption or burden of proof shall arise favoring or disfavoring any Party
2 by virtue of the authorship of any of the provisions of this Stipulation.

3 12. Headings. The headings utilized in this Stipulation are designed for the
4 sole purpose of facilitating ready reference to the subject matter of this Stipulation.
5 Said headings shall be disregarded when resolving any dispute concerning the
6 meaning or interpretation of any language contained in this Stipulation.

7
8 13. Notice. No further notice of this Stipulation is required.

9 14. Fees and Expenses. Each Party to this Stipulation shall bear its own
10 legal fees and expenses with respect to this Stipulation and any and all matters related
11 thereto.

12 **STIPULATED AND AGREED TO BY:**

13 GUC DISTRIBUTION TRUSTEE
14 Steven D Sass LLC
Clarksville, MD 21029

OMNI STAFFING SERVICES, INC.
1800 S. Clover Dr., Suite 1
Moses Lake, WA 98837

15 By: /s/Steven D. Sass¹
16 Steven D. Sass

By: /s/Corbin Mobers²
Corbin Mobers

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19
20 ¹ Per email authorization on January 26, 2023.

² Per email authorization on January 26, 2023.

21 **STIPULATION RESOLVING CLAIM
OF OMNI STAFFING SERVICES, INC.**

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

IN RE:

ASTRIA HEALTH,

Remaining Debtor

Chapter 11

Case No. 19-01189-11

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE’S THIRD
OMNIBUS CLAIMS OBJECTION
(LATE-FILED CLAIMS,
DUPLICATIVE CLAIMS,
SUPERSEDED CLAIMS,
OVERSTATED CLAIMS,
UNSUPPORTED CLAIMS, AND
SATISFIED CLAIMS)**

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE’S THIRD
OMNIBUS CLAIMS OBJECTION**

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3 This matter came before the court on *The GUC Distribution Trustee's Third*
4 *Omnibus Claims Objection (Late-Filed Claims, Duplicative Claims, Superseded*
5 *Claims, Overstated Claims, Unsupported Claims, and Satisfied Claims)* (the
6 "Objection"). Capitalized terms not defined in this Order shall have their meanings
7 as set forth in the Objection.

8 This court has found that it has jurisdiction over this matter pursuant to 28
9 U.S.C. §§ 157 and 1334 and has authority to enter a final order consistent with
10 Article III of the United States Constitution; that venue of this proceeding and the
11 Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and
12 that the notice of the Objection was appropriate under the circumstances and no
13 other notice need be provided. Having reviewed the Objection and all documents
14 filed in support of or opposition thereto; having heard the statements of counsel at
15 any hearing before this court; and upon the record in this matter; and after due
16 deliberation thereon; and this court having determined that just cause has been
17 established for the relief granted herein, it is hereby **ORDERED** as follows:

- 18 1. The Objection is granted as set forth herein.
- 19
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21 **ORDER GRANTING THE GUC
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OMNIBUS CLAIMS OBJECTION**

- 2 -

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1 2. Any Response to the Objection that has not otherwise been withdrawn
2 or resolved, or with respect to which the hearing on the Objection has not been
3 adjourned or continued, is hereby overruled.

4 3. The Late-Filed Claims identified on **Exhibit A** attached to this order
5 are hereby disallowed and expunged in their entirety.

6 4. The Duplicative Claims identified on **Exhibit B** attached to this order
7 are hereby disallowed and expunged in their entirety.

8 5. The Superseded Claims identified on **Exhibit C** attached to this order
9 are hereby disallowed and expunged in their entirety.

10 6. The Overstated Claims identified on **Exhibit D** attached to this order
11 are hereby reduced as set forth on **Exhibit D** to this order.

12 7. The Unsupported Claims identified on **Exhibit E** attached to this order
13 are hereby disallowed and expunged in their entirety.

14 8. The Satisfied Claims identified on **Exhibit F** attached to this order are
15 hereby reduced or disallowed and expunged in their entirety, as applicable, as set
16 forth on **Exhibit F** attached to this order.

17 9. The stipulation between the GUC Distribution Trustee and Omni
18 Staffing Services, Inc (“Omni”) attached to this order as **Exhibit G** is approved.

19 10. Omni shall be allowed a general unsecured claim in the amount of
20 \$17,500.00.

21 **ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE’S THIRD
OMNIBUS CLAIMS OBJECTION**

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1 11. The hearing as to the claim of Sara Williamson, and only as to Sara
2 Williamson, is continued to March 1, 2023 at 10:30 a.m.

3 12. The official claims register shall be modified in accordance with this
4 Order.

5 13. Each Claim that is the subject of the Objection (together with the
6 objection to such Claim set forth in the Objection and any applicable Response
7 thereto) constitutes a separate contested matter as contemplated by Bankruptcy Rule
8 9014. This Order shall be deemed a separate order with respect to each such Claim.
9 Any stay of this Order pending appeal by any of the claimants subject to this Order
10 shall only apply to the contested matter that involves such claimant and shall not act
11 to stay the applicability and/or finality of this Order with respect to the other
12 contested matters addressed hereby.

13 14. All rights of the GUC Distribution Trustee and the Reorganized
14 Debtors to object to any claim (including the Claims that are the subject of the
15 Objection) at a later date on any basis are reserved and preserved.

16 15. All rights of the GUC Distribution Trustee and Reorganized Debtors
17 to use any available defenses, under section 502 of the Bankruptcy Code or
18 otherwise, and to set off or recoup against, or otherwise reduce all or any part of,
19 any claim (including the Claims that are the subject of the Objection) are reserved
20 and preserved.

21 **ORDER GRANTING THE GUC
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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

<p>IN RE: ASTRIA HEALTH, Remaining Debtor</p>	<p>Chapter 11 Case No. 19-01189-11 ORDER GRANTING THE GUC DISTRIBUTION TRUSTEE’S THIRD OMNIBUS CLAIMS OBJECTION (LATE-FILED CLAIMS, DUPLICATIVE CLAIMS, SUPERSEDED CLAIMS, OVERSTATED CLAIMS, UNSUPPORTED CLAIMS, AND SATISFIED CLAIMS)</p>
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**ORDER GRANTING THE GUC
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6 "Objection"). Capitalized terms not defined in this Order shall have their meanings
7 as set forth in the Objection.

8 This court has found that it has jurisdiction over this matter pursuant to 28
9 U.S.C. §§ 157 and 1334 and has authority to enter a final order consistent with
10 Article III of the United States Constitution; that venue of this proceeding and the
11 Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and
12 that the notice of the Objection was appropriate under the circumstances and no
13 other notice need be provided. Having reviewed the Objection and all documents
14 filed in support of or opposition thereto; having heard the statements of counsel at
15 any hearing before this court; and upon the record in this matter; and after due
16 deliberation thereon; and this court having determined that just cause has been
17 established for the relief granted herein, it is hereby **ORDERED** as follows:

- 18 1. The Objection is granted as set forth herein.
- 19
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21 **ORDER GRANTING THE GUC
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OMNIBUS CLAIMS OBJECTION**

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12 ~~Objection~~this order.

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15 8. The Satisfied Claims identified on **Exhibit F** attached to ~~the~~
16 ~~Objection~~this order are hereby reduced or disallowed and expunged in their entirety,
17 as applicable, as set forth on **Exhibit F** attached to ~~the~~ ~~Objection~~this order.

18 9. The stipulation between the GUC Distribution Trustee and Omni
19 Staffing Services, Inc (“Omni”) attached to this order as **Exhibit G** is approved.

21 **ORDER GRANTING THE GUC
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1 10. Omni shall be allowed a general unsecured claim in the amount of
 2 \$17,500.00.

3 11. The hearing as to the claim of Sara Williamson, and only as to Sara
 4 Williamson, is continued to March 1, 2023 at 10:30 a.m.

5 ~~9.12.~~ The official claims register shall be modified in accordance with this
 6 Order.

7 ~~10.13.~~ Each Claim that is the subject of the Objection (together with the
 8 objection to such Claim set forth in the Objection and any applicable Response
 9 thereto) constitutes a separate contested matter as contemplated by Bankruptcy Rule
 10 9014. This Order shall be deemed a separate order with respect to each such Claim.
 11 Any stay of this Order pending appeal by any of the claimants subject to this Order
 12 shall only apply to the contested matter that involves such claimant and shall not act
 13 to stay the applicability and/or finality of this Order with respect to the other
 14 contested matters addressed hereby.

15 ~~11.14.~~ All rights of the GUC Distribution Trustee and the Reorganized
 16 Debtors to object to any claim (including the Claims that are the subject of the
 17 Objection) at a later date on any basis are reserved and preserved.

18 ~~12.15.~~ All rights of the GUC Distribution Trustee and Reorganized Debtors
 19 to use any available defenses, under section 502 of the Bankruptcy Code or
 20 otherwise, and to set off or recoup against, or otherwise reduce all or any part of,

21 **ORDER GRANTING THE GUC
 DISTRIBUTION TRUSTEE'S THIRD
 OMNIBUS CLAIMS OBJECTION**

- 4 -

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1 any claim (including the Claims that are the subject of the Objection) are reserved
2 and preserved.

3 13-16. The terms and conditions of this Order shall be effective and
4 enforceable immediately upon its entry.

5 14-17. The GUC Distribution Trustee and all other parties are authorized to
6 take all actions necessary to effectuate the relief granted in this Order.

7 15-18. This court shall retain jurisdiction over all affected parties with respect
8 to any matters, claims, or rights arising from or related to the implementation and
9 interpretation of this Order.

10 //End of Order//

11 Presented by:
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21 **ORDER GRANTING THE GUC
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1 *as GUC Distribution Trustee*

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**ORDER GRANTING THE GUC
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