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as GUC Distribution Trustee*

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

12 IN RE:

Chapter 11

13 ASTRIA HEALTH,

Case No. 19-01189-11

14 Remaining Debtor.

**THE GUC DISTRIBUTION
TRUSTEE'S SIXTH OMNIBUS
CLAIMS OBJECTION (LATE-
FILED CLAIMS, SUPERSEDED
CLAIMS, NO LIABILITY CLAIMS,
OVERSTATED CLAIMS, AND
UNSUPPORTED CLAIMS)**

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21 **THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 1**

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1 Steven D Sass LLC, as GUC Distribution Trustee¹ (the “GUC Distribution
2 Trustee”), by and through its undersigned counsel, hereby objects (the “Objection”),
3 pursuant to section 502 of title 11 of the United States Code (the “Bankruptcy Code”),
4 Rules 3007 and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy
5 Rules”), Rule 3007-1 of the Local Rules of Bankruptcy Procedure for the Eastern
6 District of Washington (the “Local Rules”), and the *Order Granting Motion of the*
7 *GUC Distribution Trustee for an Order Authorizing the Filing of Omnibus*
8 *Objections with Respect to Categories of Claims Consisting of Two or More Claims*
9 [Docket No. 2785] (the “Objection Authorization Order”), to (i) the late-filed claims
10 identified on **Exhibit A** hereto (the “Late-Filed Claims”), (ii) the superseded claims
11 identified on **Exhibit B** hereto (the “Superseded Claims”), (iii) the no liability claims
12 identified on **Exhibit C** hereto (the “No Liability Claims”), (iv) the overstated claims
13 identified on **Exhibit D** hereto (the “Overstated Claims”), and (v) the unsupported
14 claim identified on **Exhibit E** hereto (the “Unsupported Claim” and collectively with
15 the Late-Filed Claims, the Superseded Claims, the No Liability Claims, and the
16 Overstated Claims, the “Claims”), and seeks entry of an order, substantially in the
17 form attached hereto as **Exhibit F** (the “Proposed Order”), disallowing or reducing
18

19 ¹ Capitalized terms used but not defined in this objection shall have the meanings ascribed to
20 them in the *Modified Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health*
and Its Debtor Affiliates (the “Plan”) [Docket No. 2196].

21 **THE GUC DISTRIBUTION TRUSTEE’S
SIXTH OMNIBUS CLAIMS
OBJECTION - 2**

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1 the Claims, as applicable, as set forth herein and on **Exhibits A - E**. In support of
2 the Objection, the GUC Distribution Trustee respectfully states as follows:

3 **JURISDICTION AND VENUE**

4 1. The Court has jurisdiction over the Objection pursuant to 28 U.S.C. §§
5 157 and 1334. The Objection is a core proceeding under 28 U.S.C. § 157(b)(2).

6 2. Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

7 3. The basis for the relief requested herein is section 502 of the
8 Bankruptcy Code, Bankruptcy Rules 3007 and 9014, Local Rule 3007-1, the
9 Objection Authorization Order, and such additional authorities as are cited below.

10 **BACKGROUND**

11 4. On May 6, 2019 (the "Petition Date"), the Debtors commenced
12 voluntary cases under chapter 11 of the Bankruptcy Code in the United States
13 Bankruptcy Court for the Eastern District of Washington.

14 5. On October 18, 2020, the Court entered the *Order Confirming Modified*
15 *Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health and Its*
16 *Debtor Affiliates* [Docket No. 2217] (the "Confirmation Order"), which among other
17 things, confirmed the Plan.

18 6. The Effective Date of the Plan occurred on January 15, 2021 [Docket
19 No. 2264].

20
21 **THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 3**

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1 7. Pursuant to the Plan, Steven D Sass LLC was appointed as the GUC
2 Distribution Trustee (Plan § III(F)(1); Confirmation Order ¶ 9(e)), and the GUC
3 Distribution Trustee was granted the authority, subject to certain procedural
4 requirements set forth in the Plan, to File objections to and settle disputes regarding
5 General Unsecured Claims (Plan §§ III(F)(2) and (M)).

6 8. Since the Effective Date of the Plan, the GUC Distribution Trustee,
7 through its staff and professionals, has undertaken a comprehensive review and
8 reconciliation of General Unsecured Claims filed or otherwise asserted against the
9 Debtors or their consolidated Estate (*see* Plan § II(B) (providing that, except as
10 otherwise set forth in the Plan or ordered by the Court, “all assets and all liabilities
11 of each of the Debtors shall be deemed merged or treated as though they were merged
12 into and with the assets and liabilities of each other,” and “each and every Claim filed
13 or to be filed in any of the Chapter 11 Cases shall be treated as if filed against the
14 consolidated Debtors and shall be treated [as] one Claim against and obligation of
15 the consolidated Debtors”)).

16 9. In furtherance of the GUC Distribution Trustee’s review and
17 reconciliation of General Unsecured Claims, the GUC Distribution Trustee has,
18 among other things, undertaken a review and comparison of the scheduled and/or
19 asserted General Unsecured Claims, their supporting materials, and the books and
20 records maintained by the Debtors in the ordinary course of business (as such books

21 **THE GUC DISTRIBUTION TRUSTEE’S
SIXTH OMNIBUS CLAIMS
OBJECTION - 4**

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1 and records have been provided by the Reorganized Debtors, the “Books and
2 Records”) to determine the validity of the scheduled and/or asserted General
3 Unsecured Claims.

4 10. The GUC Distribution Trustee’s General Unsecured Claims
5 reconciliation process has also included the identification of particular categories of
6 General Unsecured Claims that may be subject to, *inter alia*, disallowance, reduction,
7 reassignment, and/or reclassification. To reduce the number of General Unsecured
8 Claims and avoid improper recoveries by parties asserting General Unsecured Claims
9 that should be disallowed, reduced, reassigned, and/or reclassified, the GUC
10 Distribution Trustee anticipates filing multiple claim objections.

11 **RELIEF REQUESTED**

12 11. By this Objection, pursuant to section 502 of the Bankruptcy Code,
13 Bankruptcy Rules 3007 and 9014, Local Rule 3007-1, and the Objection
14 Authorization Order, the GUC Distribution Trustee objects to (i) the Late-Filed
15 Claims identified on **Exhibit A** hereto, (ii) the Superseded Claims identified on
16 **Exhibit B** hereto, (iii) the No Liability Claims identified on **Exhibit C** hereto, (iv)
17 the Overstated Claims identified on **Exhibit D** hereto, and (v) the Unsupported Claim
18 identified on **Exhibit E** hereto, and seeks entry of on order, substantially in the form
19 of the Proposed Order attached hereto as **Exhibit F**, disallowing or reducing such
20 Claims, as applicable, as set forth herein and on **Exhibits A - E**.

21 **THE GUC DISTRIBUTION TRUSTEE’S
SIXTH OMNIBUS CLAIMS
OBJECTION - 5**

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1 12. Although a properly filed proof of claim constitutes *prima facie*
2 evidence of the validity and amount of the claim, once evidence to rebut a claim's
3 *prima facie* validity has been presented, "the creditor must present evidence to prove
4 the claim. The ultimate burden of proof therefore is on the creditor." *Franchise Tax*
5 *Bd. v. MacFarlane (In re MacFarlane)*, 83 F.3d 1041, 1044 (9th Cir. 1996). For the
6 reasons set forth below and on **Exhibits A - E**, any purported *prima facie* validity of
7 the Claims is rebuttable, and the applicable claimants cannot meet their burdens of
8 proof with respect to their respective Claims. The Claims should therefore be
9 disallowed or reduced, as applicable, as set forth herein and on **Exhibits A - E**.

10 **I. The Late-Filed Claims**

11 13. On May 10, 2019, the *Notice of Chapter 11 Bankruptcy Case* [Docket
12 No. 91] (the "Chapter 11 and Claims Bar Date Notice") established August 5, 2019,
13 as the deadline for claimants who are not governmental units to file proofs of claim
14 for General Unsecured Claims (the "Claims Bar Date").

15 14. With respect to General Unsecured Claims for which proofs of claim
16 were not filed by the Claims Bar Date, Section V(D) of the Plan (Disallowance of
17 Untimely Claims) provides in relevant part as follows:

18 Except as expressly provided in this Plan or otherwise
19 agreed by the Reorganized Debtors (and with respect to
20 General Unsecured Claims, the GUC Distribution
21 Trustee) on and after the Petition Date, any and all Holders
 of proofs of Claim filed after the applicable bar date

**THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 6**

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1 (including the Administrative Claims Bar Date, the Claims
2 Bar Date, the Governmental Bar Date, and the
3 Supplemental Bar Date) shall not be treated as creditors or
4 claimants for purposes of voting or distribution under this
5 Plan unless, on or before the Voting Deadline or the
6 Confirmation Date, as applicable, such untimely proofs of
7 Claim are deemed timely filed by a Final Order of the
8 Court.

9 Claims for which proofs of Claim or requests for
10 Allowance were required to be filed by a bar date
11 occurring before the Effective Date, and with respect to
12 which no proof of Claim or request for Allowance was
13 filed before the applicable bar date, shall be forever
14 Disallowed, barred, and discharged in their entirety as of
15 the Effective Date, and shall not be enforceable against the
16 Debtors, their Estates, the Reorganized Debtors, or the
17 GUC Distribution Trust, unless such proofs of Claim or
18 requests for Allowance are deemed timely filed by a Final
19 Order of the Court before the Effective Date.

20 15. Based upon the review by the GUC Distribution Trustee of the proofs
21 of claim filed in these cases, the claims register, and the docket, the Late-Filed Claims
22 identified on **Exhibit A** (i) pertain to General Unsecured Claims for which proofs of
23 claim were required to be filed on or before the Claims Bar Date; (ii) were not filed
24 on or before the Claims Bar Date; and (iii) were not deemed timely filed by a Final
25 Order of the Court on or before the Voting Deadline, Confirmation Date, or the
26 Effective Date.

27 16. As a result of the foregoing, (i) the Holders of the Late-Filed Claims
28 “shall not be treated as creditors or claimants for purposes of . . . distribution under

29 **THE GUC DISTRIBUTION TRUSTEE’S**
30 **SIXTH OMNIBUS CLAIMS**
31 **OBJECTION - 7**

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1 [the] Plan[;]” and (ii) the Late-Filed Claims are “forever Disallowed, barred, and
2 discharged in their entirety . . . and [are] not . . . enforceable against the Debtors,
3 their Estates, the Reorganized Debtors, or the GUC Distribution Trust[.]” The Late-
4 Filed Claims should therefore be disallowed and expunged in their entirety.

5 **II. The Superseded Claims**

6 17. Based upon the review by the GUC Distribution Trustee of the proofs
7 of claim filed in these cases (including their supporting materials), the claims register,
8 the docket, and the Books and Records (as provided by the Reorganized Debtors),
9 the Superseded Claims identified on **Exhibit B** are: (i) claims identified in the
10 Debtors’ bankruptcy schedules for which a proof of claim was subsequently filed, or
11 (ii) proofs of claim for which an amended or other proof of claim was filed. Under
12 Bankruptcy Rule 3003(c)(4), a filed proof of claim “shall supersede any scheduling
13 of that claim or interest pursuant to § 521(a)(1) of the [Bankruptcy] Code.” The
14 Superseded Claims should therefore be disallowed and expunged in their entirety.

15 **III. The No Liability Claims**

16 18. Based upon the review by the GUC Distribution Trustee of the proofs
17 of claim filed in these cases (including their supporting materials), the claims register,
18 the docket, and the Books and Records (as provided by the Reorganized Debtors),
19 and for the reasons identified in the “Reason for Disallowance” column of **Exhibit**
20 **C**, the GUC Distribution Trustee has determined that the No Liability Claims

21 **THE GUC DISTRIBUTION TRUSTEE’S
SIXTH OMNIBUS CLAIMS
OBJECTION - 8**

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1 identified on **Exhibit C** are claims for which the GUC Distribution Trust has no
2 liability. The No Liability Claims should therefore be disallowed and expunged in
3 their entirety.

4 **IV. The Overstated Claims**

5 19. Based upon the review by the GUC Distribution Trustee of the proofs
6 of claim filed in these cases (including their supporting materials), the claims register,
7 the docket, and the Books and Records (as provided by the Reorganized Debtors),
8 the Overstated Claims identified on **Exhibit D** overstate the amount owed by the
9 Debtors for the reasons set forth thereon, including because (i) they reflect amounts
10 that were satisfied or settled; (ii) they reflect amounts to which the claimant is not
11 entitled or that were not owed as of the Petition Date; (iii) they reflect post-petition
12 amounts allegedly owed; and/or (iv) they are otherwise inconsistent with the Debtors'
13 Books and Records. The Overstated Claims should therefore be reduced as set forth
14 on **Exhibit D**.

15 **V. The Unsupported Claim**

16 20. Based upon the review by the GUC Distribution Trustee of the proofs
17 of claim filed in these cases (including their supporting materials), the claims register,
18 the docket, and the Books and Records (as provided by the Reorganized Debtors),
19 the Unsupported Claim identified on **Exhibit E** fails to allege facts sufficient to
20 support the Unsupported Claim, due to a lack of supporting materials or otherwise.

21 **THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 9**

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1 As a result, it does not constitute *prima facie* evidence of its validity under
2 Bankruptcy Rule 3001(f); and because it also is not supported by, and is inconsistent
3 with, the Books and Records, the Unsupported Claim should be disallowed and
4 expunged in its entirety. *See, e.g., Ashford v. Consolidated Pioneer Mortg. (In re*
5 *Consolidated Pioneer Mortg.)*, 178 B.R. 222, 225-27 (B.A.P. 9th Cir. 1995)
6 (affirming disallowance of claim where proof of claim did not allege facts sufficient
7 to support claim, claim did not constitute *prima facie* evidence of validity as a result,
8 and record reflected that claim was not valid) (quoting *In re Allegheny International,*
9 *Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992) (“Initially, the claimant must allege facts
10 sufficient to support the claim.”)).

11 **RESPONSES TO THE OBJECTION**

12 21. To contest an objection to any Claim set forth herein, a claimant must
13 file and serve a written response to this Objection (a “Response”) so that it is received
14 by the Court and counsel for the GUC Distribution Trustee no later than May 8, 2023
15 (the “Response Deadline”).

16 22. Every Response to this Objection must contain, at a minimum, the
17 following information: (i) a caption setting forth the name of the Court, the name of
18 the Remaining Debtor, the case number, and the title of the Objection to which the
19 Response is directed; (ii) the name of the claimant and his/her/their/its Claim number
20 (scheduled or filed); (iii) the specific factual basis and supporting legal argument

21 **THE GUC DISTRIBUTION TRUSTEE’S
SIXTH OMNIBUS CLAIMS
OBJECTION - 10**

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1 upon which the claimant will rely in opposing this Objection; (iv) any supporting
2 documentation, to the extent it is not included in the proof of claim previously filed
3 with the Court or claims agent, upon which the party will rely in order to support the
4 basis for and amounts asserted in the applicable Claims; and (v) the name, address,
5 telephone number, and email of the person(s) (which must be the claimant or the
6 claimant's legal representative) with whom counsel for the GUC Distribution Trustee
7 should communicate with respect to the applicable Claim and the Objection, and who
8 possesses authority to reconcile, settle, or otherwise resolve the objection to the
9 disputed Claim on behalf of the claimant.

10 23. The GUC Distribution Trustee may, at its option, file and serve a reply
11 to a claimant's Response, if any, no later than one (1) day prior to the hearing to
12 consider this Objection.

13 **SEPARATE CONTESTED MATTERS**

14 24. To the extent that any Response is filed regarding any Claim that is the
15 subject of this Objection and the GUC Distribution Trustee is unable to resolve that
16 Response, each applicable Claim (together with the objection to such Claim set forth
17 herein and the applicable Response thereto) shall constitute a separate contested
18 matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court
19 regarding the Objection shall be deemed a separate order with respect to each
20

21 **THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 11**

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1 applicable Claim (together with the objection to such Claim asserted herein and any
2 applicable Response thereto).

3 **RESERVATION OF RIGHTS**

4 25. The GUC Distribution Trustee reserves the right to (i) amend, modify,
5 and/or supplement this Objection and (ii) file additional objections to the Claims
6 identified on **Exhibits A - E** hereto in the future on any grounds.

7 26. Notwithstanding anything to the contrary contained in this Objection or
8 the attached exhibits, nothing in this Objection or the attached exhibits is or shall be
9 construed as a waiver of any rights that the GUC Distribution Trustee may have to
10 exercise setoffs or recoupments against the Holders of any Claims.

11 **CONCLUSION**

12 **WHEREFORE**, the GUC Distribution Trustee respectfully requests that the
13 Court (i) enter the Proposed Order disallowing or reducing the Claims, as applicable,
14 as set forth herein and on **Exhibits A - E** and (ii) grant such other and further relief
15 that the Court deems just and appropriate.

16 Dated: April 3, 2023

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21 **THE GUC DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION - 12**

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**THE GUC DISTRIBUTION TRUSTEE'S
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OBJECTION - 13**

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Exhibit A

#	Claimant Name ¹	Claim Amount	Claim No. ¹	Debtor Name	Date Filed	Reason for Disallowance
1	Milroy Emergency Group a Professional LLC d/b/a Milroy Emergency Group, PLLC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$160,188.58 General Unsecured	86	SHC Medical Center-Yakima	8/14/2019	Claim filed after Bar Date (see Objection pp. 6-8)
2	Cascade Natural Gas Corporation	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$45,863.29 General Unsecured	16	Yakima HMA Home Health, LLC	10/3/2019	Claim filed after Bar Date (see Objection pp. 6-8)

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

Exhibit B

#	Claimant Name ¹	Scheduled Amount	Superseded Schedule ID / Claim No. ¹	Scheduled Debtor Name	Surviving Claim No. ²	Surviving Claim Amount	Surviving Debtor Name	Reason for Disallowance	
1	MEDLINE INDUSTRIES INC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$7,069.53 General Unsecured	Sched ID 3228625	SHC Medical Center-Toppenish				Superseded by subsequently filed claim(s) (see Objection p. 8)	
2	MEDLINE INDUSTRIES INC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$7,645.96 General Unsecured	Sched ID 3228626	SHC Medical Center-Yakima				Superseded by subsequently filed claim(s) (see Objection p. 8)	
3	MEDLINE INDUSTRIES INC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$12,758.13 General Unsecured	Sched ID 3228622	SHC Medical Center-Toppenish	316 318 320	\$5,192.09 \$36,042.84 \$36,956.84	General Unsecured General Unsecured General Unsecured	Astria Health Astria Health Astria Health	Superseded by subsequently filed claim(s) (see Objection p. 8)
4	MEDLINE INDUSTRIES INC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$91,698.57 General Unsecured	Sched ID 3228624	Sunnyside Community Hospital Association				Superseded by subsequently filed claim(s) (see Objection p. 8)	
5	MEDLINE INDUSTRIES INC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$236,938.99 General Unsecured	Sched ID 3228623	SHC Medical Center-Yakima				Superseded by subsequently filed claim(s) (see Objection p. 8)	
6	Favorite Healthcare Staffing, Inc.	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$95,771.24 General Unsecured	261	Astria Health	111	\$106,526.35	General Unsecured	Astria Health	Superseded by other filed claim(s) (see Objection p. 8)
7	INSTRUMENTATION LABORATORY	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$40,236.97 General Unsecured	449	Astria Health	79	\$49,239.16	General Unsecured	Sunnyside Community Hospital Association	Superseded by other filed claim(s) (see Objection p. 8)

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

² Identification of a claim as a surviving claim does not constitute allowance. Such claims may already have been or may in the future be addressed by other objections, agreements, or otherwise. All rights of the GUC Distribution Trustee and the Debtors are expressly reserved with respect to all surviving claims (or portions thereof) that have not been fully resolved.

Exhibit C

#	Claimant Name ¹	Scheduled Amount	Superseded Schedule ID / Claim No. ¹	Scheduled Debtor Name	Date Filed	Reason for Disallowance ²	
1	Heritage Professional Landscaping, Inc.	\$0.00 \$0.00 \$0.00 \$31,386.07	Administrative Secured Priority General Unsecured	516	Astria Health	4/17/2020	Asserted claim relates to post-petition amounts allegedly owed. Under the Plan, the GUC Distribution Trust has no liability for any post-petition obligations
2	LaDon Linde	\$0.00 \$0.00 \$0.00 \$6,614.26	Administrative Secured Priority General Unsecured	628	Astria Health	7/20/2020	Continued employee PTO rolled over to Reorganized Debtor for usage and continued accrual, no PTO payable as general unsecured claim
3	Sandra Linde	\$0.00 \$0.00 \$0.00 \$5,620.62	Administrative Secured Priority General Unsecured	629	Astria Health	7/21/2020	Continued employee PTO rolled over to Reorganized Debtor for usage and continued accrual, no PTO payable as general unsecured claim
4	Mohammed Riaz	\$0.00 \$0.00 \$0.00 \$213,498.26	Administrative Secured Priority General Unsecured	660	Astria Health	8/5/2020	Physician terminated and not contractually entitled to PTO payout
5	D. Chase Livingston	\$0.00 \$0.00 \$0.00 \$8,147.01	Administrative Secured Priority General Unsecured	640	Astria Health	10/2/2020	Physician terminated and not contractually entitled to PTO payout
6	Kyla J Way	\$0.00 \$0.00 \$0.00 \$12,767.52	Administrative Secured Priority General Unsecured	553	Astria Health	7/7/2020	Continued employee PTO rolled over to Reorganized Debtor for usage and continued accrual, no PTO payable as general unsecured claim

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

² For the avoidance of doubt, nothing in the Objection or this Exhibit shall constitute an allowance of any post-petition claim not otherwise previously allowed, and all of the Reorganized Debtors' and the GUC Distribution Trustee's rights, claims, defenses, causes of action and/or objections, including, without limitation, objections to any post-petition claim asserted by holders of these Claims are expressly reserved and preserved.

Exhibit D

#	Claimant Name ¹	Claim No. ¹	Claim Amount	Modified Claim Amount ²	Debtor Name	Reason for Reduction / Modification ³
1	Lori L. Stephenson	599	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,558.00 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$3,381.44 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
2	Jill M Arnold	652	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$17,683.26 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$13,148.38 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
3	Nancy J Leahy	638	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,603.35 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$315.68 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
4	Elaina M. Wagner	471	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$14,481.85 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$1,507.37 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
5	Karen Tucker	486	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,347.96 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$3,129.38 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
6	Melissa Fortier	487	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$11,009.66 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$7,851.68 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
7	Suzanne Kristine Krueger	502	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,496.38 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$3,071.57 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
8	Dr. Roy Pierson	512	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$66,617.39 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,631.54 General Unsecured	Astria Health	Physician terminated and not contractually entitled to PTO payout. Modified claim amount not PTO related
9	Trever Koenig	525	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$8,787.00 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,739.49 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
10	Crystina B. Kluth	527	\$0.00 Administrative \$0.00 Secured \$0.00 Priority UNKNOWN General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$1,530.47 General Unsecured	Astria Health	Employee terminated and PTO paid by Reorganized Debtor through date certain; reduced claim reflects payout and remaining PTO balance
11	Michael D Smith	561	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$11,712.88 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$3,191.94 General Unsecured	Astria Health	Employee terminated and claims settled (SEIU); remainder classified as general unsecured claim
12	Innovent Global, Inc.	363	\$0.00 Administrative \$0.00 Secured \$39,103.72 Priority \$0.00 General Unsecured	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$36,693.73 General Unsecured	Astria Health	Asserted claim relates to post-petition amounts allegedly owed. Under the Plan, the GUC Distribution Trust has no liability for any post-petition obligations

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

² Reflects adjusted GUC claim amount pursuant to Reorganized Debtors' notice of treatment of terminated employee priority claims and, to the extent applicable, omnibus objection thereto at Docket #2390

³ For the avoidance of doubt, nothing in the Objection or this Exhibit shall constitute an allowance of any post-petition claim not otherwise previously allowed, and all of the Reorganized Debtors' and the GUC Distribution Trustee's rights, claims, defenses, causes of action and/or objections, including, without limitation, objections to any post-petition claim asserted by holders of these Claims are expressly reserved and preserved.

Exhibit E

#	Claimant Name ¹	Claim No. ¹	Claim Amount	Debtor Name	Reason for Disallowance
1	Totalmed	220	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$152,877.95 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection pp. 9-10)

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

Exhibit F

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

IN RE:

Chapter 11

ASTRIA HEALTH,

Case No. 19-01189-11

Remaining Debtor.

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE'S
SIXTH OMNIBUS CLAIMS
OBJECTION (LATE-FILED
CLAIMS, SUPERSEDED CLAIMS,
NO LIABILITY CLAIMS,
OVERSTATED CLAIMS, AND
UNSUPPORTED CLAIMS)**

This matter came before the court on *The GUC Distribution Trustee's Sixth Omnibus Claims Objection (Late-Filed Claims, Superseded Claims, No Liability Claims, Overstated Claims, and Unsupported Claims)* [Docket No. ____] (the "Objection"). Capitalized terms not defined in this Order shall have their meanings as set forth in the Objection.

This court has found that it has jurisdiction over this matter pursuant to 28

ORDER GRANTING GUC
DISTRIBUTION TRUSTEE'S SIXTH
OMNIBUS CLAIMS OBJECTION -1

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

11
12 1. The Objection [Docket No. ____] is granted as set forth herein.

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

16
17 3. The Late-Filed Claims identified on **Exhibit A** attached to the
18 Objection are hereby disallowed and expunged in their entirety.

19 4. The Superseded Claims identified on **Exhibit B** attached to the
20 Objection are hereby disallowed and expunged in their entirety.

21 5. The No Liability Claims identified on **Exhibit C** attached to the
22 Objection are hereby disallowed and expunged in their entirety.
23

ORDER GRANTING GUC
DISTRIBUTION TRUSTEE'S SIXTH
OMNIBUS CLAIMS OBJECTION -2

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1 6. The Overstated Claims identified on **Exhibit D** attached to the
2 Objection are hereby reduced as set forth on **Exhibit D** to the Objection.

3 7. The Unsupported Claim identified on **Exhibit E** attached to the
4 Objection is hereby disallowed and expunged in its entirety.

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

7 9. 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
10 Rule 9014. This Order shall be deemed a separate order with respect to each such
11 Claim. Any stay of this Order pending appeal by any of the claimants subject to
12 this Order shall only apply to the contested matter that involves such claimant and
13 shall not act to stay the applicability and/or finality of this Order with respect to the
14 other contested matters addressed hereby.
15

16 10. All rights of the GUC Distribution Trustee and the Reorganized
17 Debtors to object to any claim (including the Claims that are the subject of the
18 Objection) at a later date on any basis are reserved and preserved.
19

20 11. All rights of the GUC Distribution Trustee and Reorganized Debtors
21 to use any available defenses, under section 502 of the Bankruptcy Code or
22 otherwise, and to set off or recoup against, or otherwise reduce all or any part of,
23

ORDER GRANTING GUC
DISTRIBUTION TRUSTEE'S SIXTH
OMNIBUS CLAIMS OBJECTION -3

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

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

5 13. 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

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

11 //End of Order//
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1 Presented by:

2
3 POLSINELLI PC

4 /s/ Jane Pearson

Jane Pearson, WSBA # 12785

6 SILLS CUMMIS & GROSS P.C.

7 /s/ Andrew H. Sherman

8 Andrew H. Sherman, admitted pro hac vice

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

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ORDER GRANTING GUC
DISTRIBUTION TRUSTEE'S SIXTH
OMNIBUS CLAIMS OBJECTION -5

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