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12 Attorneys for Cardinal Health 110, LLC and
Cardinal Health 112, LLC

13
14 **UNITED STATES BANKRUPTCY COURT**
15 **SOUTHERN DISTRICT OF CALIFORNIA**
16 **SAN DIEGO DIVISION**

17 In re
18
19 BORREGO COMMUNITY HEALTH
FOUNDATION,
20 Debtor.

Case No. 22:BK-02384-11
Chapter 11

**STIPULATION AMONG THE
DEBTOR AND CARDINAL HEALTH
FOR ALLOWANCE OF
ADMINISTRATIVE CLAIM UNDER 11
U.S.C. § 503(B)(9)**

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1 Borrego Community Health Foundation (the “Debtor”), by and through their
2 respective counsel, on the one hand, and Cardinal Health 110, LLC and Cardinal
3 Health 112, LLC (together, “Cardinal Health”), and on the other, enter into this
4 Stipulation for Allowance of Administrative Claim Under 11 U.S.C. § 503(b)(9) (the
5 “Stipulation”).

6 **RECITALS**

7 WHEREAS, on September 12, 2022 (the “Petition Date”), the Debtor filed a
8 voluntary petition for relief under chapter 11 of the Bankruptcy Code; and

9 WHEREAS, on September 13, 2022, the Court entered an order establishing
10 November 21, 2022, at 5:00 p.m., prevailing Pacific Time (the “Claims Bar Date”),
11 as the date by which parties holding prepetition claims against the Debtor must file
12 proofs of claim [ECF 16; the “Bar Date Notice”]. The Bar Date Notice is silent as to
13 whether the Claims Bar Date applies to administrative claims asserted under 11
14 U.S.C. § 503(b)(9) (*i.e.*, goods delivered to a debtor within 20 days before the
15 bankruptcy petition date); and

16 WHEREAS, during the twenty (20) days immediately preceding the Petition
17 Date, Cardinal Health delivered pharmaceutical products (the “Products”) to the
18 Debtor. The Products were sold to the Debtor in the ordinary course of the Debtor’s
19 business operations. A spreadsheet of the unpaid invoices totaling \$149,776 (the
20 “Claim”), delivered during the twenty (20) days immediately preceding the Petition
21 Date, is attached hereto as Exhibit A; and

22 WHEREAS, Cardinal Health also holds certain prepetition credits in the
23 amount of \$22,157.91 (the “Credits”); and

24 WHEREAS, to resolve the procedural uncertainties regarding Cardinal
25 Health’s § 503(b)(9) claim and to avoid unnecessary motion practice regarding this
26 claim, the Debtor and Cardinal Health have reached an agreement on the amount of
27 and allowance Cardinal Health’s § 503(b)(9) administrative claim.

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STIPULATION

NOW, THEREFORE, in consideration of the foregoing, the Debtor and Cardinal Health hereby stipulate and agree as follows:

1. The recitals set forth above are incorporated herein by reference.

2. The Parties agree and stipulate that Cardinal Health holds an administrative claim, pursuant to 11 U.S.C. § 503(b)(9), in the aggregate amount of \$149,776.81, less certain credits in the amount of \$22,157.91, and therefore Cardinal Health is granted a fixed and allowed claim in the amount of \$127,618.90 (the “503(b)(9) Administrative Claim”).

3. The Parties agree and stipulate that Cardinal Health is authorized to effectuate the setoff of the Credits against the Claim as contemplated under this Stipulation, and Cardinal Health is hereby granted limited relief from the automatic stay, solely for purposes of effectuating the foregoing.

4. Provided the Debtor remains in Chapter 11, any payment of the 503(b)(9) Administrative Claim is deferred until the earlier of: i) further order of the Bankruptcy Court; or ii) the effective date of a plan of reorganization or liquidation.

This Stipulation may be executed in one or more counterparts, each of which shall be deemed an original.

DATED: November 21, 2022

DENTONS US LLP
SAMUEL R. MAIZEL
TANIA M. MOYRON

By: /s/ Samuel R. Maizel

Counsel for Borrego Community Health Foundation

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DATED: November 21, 2022

CHIESA SHAHINIAN & GIANTOMASI PC
TERRI JANE FREEDMAN
(admitted in New Jersey only)

By: /s/ Terri Jane Freedman

Counsel for Cardinal Health

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EXHIBIT "A"

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<u>Location/Account#</u>	<u>Invoice Date</u>	<u>Invoice #</u>	<u>Invoice Amount</u>
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2057189845	8/25/2022	7006297899	27.91	
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2057189845	8/25/2022	7006299871	19.71	
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2057189845	8/25/2022	7006299874	85.79	
2057189845	8/25/2022	7006299875	6.69	
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2057189845	8/25/2022	7006299880	43.12	
2057189845	8/25/2022	7006306750	1.70	
2057189845	8/25/2022	7006306751	141.46	
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2057189845	8/24/2022	7006150885	3,692.47	
2057189845	8/24/2022	7006156832	14.97	
2057189845	8/24/2022	7006156833	11.43	
2057189845	8/24/2022	7006156834	208.92	
2057189845	8/24/2022	7006156835	136.88	
2057189845	8/24/2022	7006157303	26.69	
2057189845	8/24/2022	7006157307	6.04	
2057189845	8/24/2022	7006157308	662.01	
2057189845	8/24/2022	7006157309	4.23	
2057189845	8/24/2022	7006157310	62.40	
2057189845	8/24/2022	7006157311	27.87	
2057189845	8/24/2022	7006157312	2.74	
2057189845	8/24/2022	7006157313	55.63	
2057189845	8/24/2022	7006157314	0.15	
2057189845	8/24/2022	7006174032	2,189.24	
2057189845	8/24/2022	7006174033	26.78	
2057189845	8/24/2022	7006174034	1.41	
2057189845	8/23/2022	7006012213	2,192.25	
2057189845	8/23/2022	7006012214	11.84	
2057189845	8/23/2022	7006012215	1,108.42	

<u>Location/Account#</u>	<u>Invoice Date</u>	<u>Invoice #</u>	<u>Invoice Amount</u>
2057189845	8/23/2022	7006012216	20.70
2057189845	8/23/2022	7006012868	88.79
2057189845	8/23/2022	7006012874	12.29
2057189845	8/23/2022	7006012875	1,895.97
2057189845	8/23/2022	7006013442	47.68
2057189845	8/23/2022	7006028087	946.04
2057189845	8/22/2022	7005783785	4,197.72
2057189845	8/22/2022	7005840788	2.50
2057189845	8/22/2022	7005840789	5,660.92
2057189845	8/22/2022	7005840790	231.12
2057189845	8/22/2022	7005840791	30.96
2057189845	8/22/2022	7005840792	208.68
2057189845	8/22/2022	7005840793	39.92
2057189845	8/22/2022	7005840794	167.01
2057189845	8/22/2022	7005840795	5.00
2057189845	8/22/2022	7005840796	5.49
2057189845	8/22/2022	7005840797	10.98
2057189845	8/22/2022	7005840798	14.55
2057189845	8/22/2022	7005842760	1.70
2057189845	8/22/2022	7005842761	167.21
2057189845	8/22/2022	7005842762	18.15
2057189845	8/22/2022	7005842763	54.52
2057189845	8/22/2022	7005842764	12.08
2057189845	8/22/2022	7005842765	621.04
2057189845	8/22/2022	7005842766	0.30
2057189845	8/22/2022	7005842768	5.72
2057189845	8/22/2022	7005842769	0.60
2057189845	8/22/2022	7005842770	372.24
2057189845	8/22/2022	7005842847	8.76
2057189845	8/22/2022	7005842848	2.00
2057189845	8/22/2022	7005842849	73.24
2057189845	8/22/2022	7005843650	8.94
2057189845	8/22/2022	7005843651	50.26
2057189845	8/22/2022	7005843652	64.77
2057189845	8/22/2022	7005843653	0.83
2057189845	8/22/2022	7005843654	153.46
2057189845	8/22/2022	7005843655	9.47
2057189845	8/22/2022	7005843656	377.64
2057189845	8/22/2022	7005844870	13.82
2057189845	8/22/2022	7005844871	4.41
2057189845	8/19/2022	7005662227	3.04
2057189845	8/19/2022	7005662228	6,047.00
2057189845	8/19/2022	7005662229	348.29
2057189845	8/19/2022	7005662230	2,190.70
2057189845	8/19/2022	7005662231	40.19
2057189845	8/19/2022	7005662232	32.44

<u>Location/Account#</u>	<u>Invoice Date</u>	<u>Invoice #</u>	<u>Invoice Amount</u>	
2057189845	8/19/2022	7005662239	4.18	
2057189845	8/19/2022	7005662240	751.69	
2057189845	8/19/2022	7005662241	20.98	
2057189845	8/19/2022	7005662242	174.01	
2057189845	8/19/2022	7005662243	202.95	
2057189845	8/19/2022	7005662244	2.04	
2057189845	8/19/2022	7005662657	62.40	
2057189845	8/19/2022	7005676388	15.00	
2057189845	8/19/2022	7005676389	14.97	
2057189845	8/19/2022	7005676390	(1.31)	Credit Memo
2057189845	8/19/2022	7005676391	(1.31)	Credit Memo
2057189845	8/19/2022	7005696565	9.24	
2057189845	8/19/2022	7005696566	14.97	
2057189845	8/19/2022	7005696567	(1.31)	Credit Memo
2057189845	8/19/2022	7005696574	9.24	
2057189845	8/19/2022	7005696575	(1.31)	Credit Memo
2057189845	8/19/2022	7005696576	29.94	
2057189845	8/19/2022	7005696577	(2.62)	Credit Memo
2057189845	8/19/2022	7005696578	36.96	
2057189845	8/19/2022	7005696579	(2.62)	Credit Memo
2057189845	8/19/2022	7005696580	14.97	
2057189845	8/19/2022	7005696581	14.97	
2057189845	8/19/2022	7005696582	29.94	
2057189845	8/19/2022	7005696583	(2.62)	Credit Memo
2057189845	8/19/2022	7005696584	36.96	
2057189845	8/19/2022	7005696585	(5.60)	Credit Memo
2057189845	8/19/2022	7005696586	94.81	
2057189845	8/19/2022	7005696587	(14.57)	Credit Memo
2057189845	8/19/2022	7005696588	14.97	
2057189845	8/19/2022	7005696589	(1.31)	Credit Memo
2057189845	8/19/2022	7005696590	44.91	
2057189845	8/19/2022	7005696591	(3.93)	Credit Memo
2057189845	8/19/2022	7005696596	14.97	
2057189845	8/19/2022	7005696597	(1.67)	Credit Memo
2057189845	8/19/2022	7005696598	14.97	
2057189845	8/19/2022	7005696599	(1.31)	Credit Memo
2057189845	8/19/2022	7005697570	(1.31)	Credit Memo
2057189845	8/19/2022	7005697573	(1.31)	Credit Memo
2057189845	8/19/2022	7005697574	(1.31)	Credit Memo
2057189845	8/19/2022	7005697597	(1.31)	Credit Memo
2057189845	8/19/2022	7005698350	9.24	
2057189845	8/19/2022	7005698351	(1.67)	Credit Memo
2057189845	8/19/2022	7005698354	9.24	
2057189845	8/19/2022	7005698355	(1.31)	Credit Memo
2057189845	8/19/2022	7005698356	(1.31)	Credit Memo
2057189845	8/19/2022	7005698357	9.24	

<u>Location/Account#</u>	<u>Invoice Date</u>	<u>Invoice #</u>	<u>Invoice Amount</u>	
2057189845	8/19/2022	7005698358	14.97	
2057189845	8/19/2022	7005698359	36.96	
2057189845	8/19/2022	7005698360	(5.24)	Credit Memo
2057189845	8/19/2022	7005698361	14.97	
2057189845	8/19/2022	7005698362	(1.31)	Credit Memo
2057189845	8/19/2022	7005698363	44.91	
2057189845	8/19/2022	7005698364	(3.93)	Credit Memo
2057189845	8/19/2022	7005698368	14.97	
2057189845	8/19/2022	7005698369	(1.31)	Credit Memo
2057189845	8/19/2022	7005698376	39.92	
2057189845	8/19/2022	7005698377	18.48	
2057189845	8/19/2022	7005698378	(1.67)	Credit Memo
2057189845	8/19/2022	7005698379	14.97	
2057189845	8/19/2022	7005698380	(1.31)	Credit Memo
2057189845	8/19/2022	7005698381	76.14	
2057189845	8/19/2022	7005698382	(2.98)	Credit Memo
2057189845	8/19/2022	7005698383	14.97	
2057189845	8/19/2022	7005698384	(1.31)	Credit Memo
2057189845	8/19/2022	7005698392	(2.62)	Credit Memo
2057189845	8/19/2022	7005698393	18.48	
2057189845	8/19/2022	7005698394	29.94	
2057189845	8/19/2022	7005698395	(2.62)	Credit Memo
2057189845	8/19/2022	7005698396	(2.62)	Credit Memo
2057189845	8/19/2022	7005698397	18.48	
2057189845	8/19/2022	7005698398	14.97	
2057189845	8/19/2022	7005698399	(1.67)	Credit Memo
2057189845	8/19/2022	7005698964	(9.77)	Credit Memo
2057189845	8/19/2022	7005699450	46.20	
2057189845	8/19/2022	7005699451	(7.63)	Credit Memo
2057189845	8/19/2022	7005699452	(1.31)	Credit Memo
2057189845	8/19/2022	7005699453	14.97	
2057189845	8/19/2022	7005705184	29.94	
2057189845	8/19/2022	7005705185	(2.62)	Credit Memo
2057189845	8/19/2022	7005709895	14.97	
2057189845	8/19/2022	7005709896	(1.31)	Credit Memo
2057189845	8/19/2022	7005709897	14.97	
2057189845	8/19/2022	7005709898	(1.31)	Credit Memo
2057189845	8/19/2022	7005715366	39.92	
2057189845	8/19/2022	7005715367	(9.77)	Credit Memo
2057189845	8/19/2022	7005715390	39.92	
2057189845	8/19/2022	7005715391	(9.77)	Credit Memo
2057189845	8/19/2022	7005721277	14.97	
2057189845	8/19/2022	7005721278	(1.31)	Credit Memo
2057189845	8/19/2022	7005721279	14.97	
2057189845	8/19/2022	7005721280	(1.31)	Credit Memo
2057189845	8/19/2022	7005722253	14.97	

<u>Location/Account#</u>	<u>Invoice Date</u>	<u>Invoice #</u>	<u>Invoice Amount</u>	
2057189845	8/19/2022	7005722254	(1.31)	Credit Memo
2057189845	8/19/2022	7005722273	14.97	
2057189845	8/19/2022	7005722274	(1.31)	Credit Memo
2057189845	8/18/2022	7005500043	3.30	
2057189845	8/18/2022	7005500044	2.71	
2057189845	8/18/2022	7005500045	1.33	
2057189845	8/18/2022	7005500046	0.15	
2057189845	8/18/2022	7005500047	3.01	
2057189845	8/18/2022	7005500048	1,736.84	
2057189845	8/18/2022	7005500049	0.02	
2057189845	8/18/2022	7005500958	2.64	
2057189845	8/18/2022	7005500959	26.40	
2057189845	8/18/2022	7005500960	4.18	
2057189845	8/18/2022	7005500961	399.07	
2057189845	8/18/2022	7005500962	21.76	
2057189845	8/18/2022	7005500963	0.30	
2057189845	8/18/2022	7005502987	5.80	
2057189845	8/18/2022	7005504078	51.82	
2057189845	8/18/2022	7005504079	10.44	
2057189845	8/18/2022	7005504080	1.00	
2057189845	8/18/2022	7005504081	32.82	
2057189845	8/18/2022	7005504082	5.50	
2057189845	8/18/2022	7005510712	31.46	
2057189845	8/18/2022	7005510713	26.78	
2057189845	8/18/2022	7005510714	4.56	
2057189845	8/18/2022	7005510715	158.56	
2057189845	8/18/2022	7005511544	9.64	
2057189845	8/18/2022	7005511545	17.45	
2057189845	8/18/2022	7005511546	14.16	
2057189845	8/18/2022	7005511547	4.18	
2057189845	8/18/2022	7005511548	10.16	
2057189845	8/18/2022	7005511549	9.98	
2057189845	8/18/2022	7005511902	15.02	
2057189845	8/18/2022	7005511903	16.34	
2057189845	8/18/2022	7005511904	5.22	
2057189845	8/18/2022	7005511905	31.19	
2057189845	8/18/2022	7005539559	9.13	
2057189845	8/17/2022	7005150733	23.76	
2057189845	8/17/2022	7005150739	1.28	
2057189845	8/17/2022	7005150740	51.56	
2057189845	8/17/2022	7005150741	7.70	
2057189845	8/17/2022	7005268365	888.15	
2057189845	8/17/2022	7005351780	0.72	
2057189845	8/17/2022	7005351788	12.29	
2057189845	8/17/2022	7005351789	72.33	
2057189845	8/17/2022	7005351790	29.89	

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2057189845	8/17/2022	7005360502	6.00
2057189845	8/17/2022	7005360503	5.48
2057189845	8/17/2022	7005360504	2.40
2057189845	8/17/2022	7005360505	90.82
2057189845	8/17/2022	7005360506	10.28
2057189845	8/17/2022	7005360507	3.11
2057189845	8/16/2022	7005214097	3,731.69
2057189845	8/16/2022	7005214098	64.83
2057189845	8/16/2022	7005214099	1,932.51
2057189845	8/16/2022	7005214950	5.02
2057189845	8/16/2022	7005214951	171.00
2057189845	8/16/2022	7005214952	85.93
2057189845	8/16/2022	7005214953	7.15
2057189845	8/16/2022	7005215805	123.94
2057189845	8/16/2022	7005215806	1,882.47
2057189845	8/15/2022	7005036020	5,739.82
2057189845	8/15/2022	7005036021	2.31
2057189845	8/15/2022	7005036022	2,456.28
2057189845	8/15/2022	7005036023	30.96
2057189845	8/15/2022	7005036024	231.12
2057189845	8/15/2022	7005036025	38.75
2057189845	8/15/2022	7005036026	2,188.79
2057189845	8/15/2022	7005036033	14.40
2057189845	8/15/2022	7005036034	2.68
2057189845	8/15/2022	7005036035	1.70
2057189845	8/15/2022	7005036044	2,525.45
2057189845	8/15/2022	7005036045	1.30
2057189845	8/15/2022	7005036046	5.22
2057189845	8/15/2022	7005036047	2,456.28
2057189845	8/15/2022	7005036049	2.75
2057189845	8/15/2022	7005036650	7.79
2057189845	8/15/2022	7005036651	15.95
2057189845	8/15/2022	7005036652	55.48
2057189845	8/15/2022	7005036653	7.31
2057189845	8/15/2022	7005036654	208.91
2057189845	8/15/2022	7005036655	8.16
2057189845	8/15/2022	7005036656	51.58
2057189845	8/15/2022	7005036657	7.52
2057189845	8/15/2022	7005036658	2.64
2057189845	8/15/2022	7005036689	1,882.47
2057189845	8/15/2022	7005036690	2.62
2052023435	9/12/2022	7008125147	331.88
2052023435	9/2/2022	7007245851	166.44
2052023435	8/18/2022	7005502809	43.75
2052023435	8/1/2022	7003431656	70.00
2052023435	8/1/2022	7003431657	179.00

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2057212816	8/30/2022	7006768582	6,176.10
2057212816	8/31/2022	7006939006	47.16
2057212816	9/1/2022	7007075329	320.17
2057212816	9/7/2022	7007642969	1.90
			127,618.90
			127,618.90