

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>CANO HEALTH, INC., et al.,</b>	:	<b>Case No. 24-10164 (KBO)</b>
	:	
<b>Debtors.<sup>1</sup></b>	:	<b>(Jointly Administered)</b>
	:	
	:	<b>Re: Docket Nos. 864 &amp; 1103</b>
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**MOTION OF DEBTORS FOR ENTRY OF AN ORDER AUTHORIZING  
THE DEBTORS TO EXCEED THE PAGE LIMIT REQUIREMENT  
WITH RESPECT TO THE DEBTORS' CONFIRMATION BRIEF**

Cano Health, Inc. and certain of its subsidiaries, as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases, respectfully represent as follows:

**Relief Requested**

1. By this motion (this “**Motion**”), the Debtors request entry of an order authorizing the Debtors to exceed the page limit requirements established by Rule 3017-3 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Bankruptcy Rules**”) with respect to the *Debtors’ Memorandum of Law in Support of Confirmation of Fourth Amended Joint Chapter 11 Plan of Reorganization of Cano Health, Inc. and its Affiliated Debtors* [Docket No. 1103] (the “**Confirmation Brief**”).

2. A proposed form of order granting the relief requested herein is annexed hereto as **Exhibit A** (the “**Proposed Order**”).

<sup>1</sup> The last four digits of Cano Health, Inc.’s tax identification number are 4224. A complete list of the Debtors in the chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://veritaglobal.net/CanoHealth>. The Debtors’ mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.



### Jurisdiction

3. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

4. Pursuant to Local Bankruptcy Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Motion to the extent it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

### Background

5. On May 21, 2024, the Debtors filed the *Fourth Amended Joint Chapter 11 Plan of Reorganization of Cano Health, Inc. and its Affiliated Debtors* [Docket No. 864] (including any exhibits, schedules, and supplements thereto and as may be amended, restated, supplemented, or otherwise modified from time to time, the “**Plan**”). A hearing to consider confirmation of the Plan is scheduled to be held on June 28, 2024 at 9:30 a.m. (prevailing Eastern Time) (the “**Confirmation Hearing**”).

6. The Debtors have received ten (10) objections to the confirmation of the Plan (collectively, the “**Objections**,” and the parties filing such Objections, the “**Objecting Parties**”). See Docket Nos. 1061, 1066, 1067, 1068, 1070, 1072, 1074, 1075, 1076, 1094.<sup>2</sup>

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<sup>2</sup> In addition to the Objections, certain other parties provided informal comments with respect to confirmation of the Plan and the Official Committee of Unsecured Creditors (the “**Creditors’ Committee**”) filed a reservation of rights [Docket No. 1071].

7. In connection with the Plan, contemporaneously herewith the Debtors have filed their Confirmation Brief. As filed, the Confirmation Brief is approximately 70 pages (exclusive of any tables, exhibits, addenda, or other supporting materials in accordance with Local Bankruptcy Rule 3017-3) and provides affirmative arguments in support of the Plan and also addresses and responds to the Objections.

**Basis for Relief Requested**

8. Local Bankruptcy Rule 3017-3 provides, in relevant part, that “[i]n all chapter 11 cases, without leave of the Court[] . . . no brief in support of approval of a disclosure statement or confirmation of a plan . . . shall exceed sixty (60) pages (exclusive of any tables, exhibits, addenda or other supporting materials).” Del. Bankr. L.R. 3017-3. Additionally, Local Bankruptcy Rule 1001-1(c) provides that the Local Bankruptcy Rules “may be modified by the Court in the interest of justice.” Del. Bankr. L.R. 1001-1(c). Accordingly, briefs such as the Confirmation Brief may exceed the applicable page limit requirements with leave of Court.

9. The Debtors respectfully submit that their request to exceed the page limitation set forth in Local Bankruptcy Rule 3017-3 is reasonable and appropriate under the circumstances. The Confirmation Brief describes in detail the Plan and the requirements for confirmation, responds to the Objections, and summarizes the status of the Objections and the Debtors’ responses thereto. While the Debtors have made the Confirmation Brief as succinct as possible under the circumstances, they cannot effectively respond to the complex and wide range of issues raised in the Objections or provide the Court with the information necessary for a full and fair adjudication of the matters presented without exceeding the page limits established by Local Bankruptcy Rule 3017-3. Additionally, the Debtors believe that the Confirmation Brief will help streamline the Court’s review of the parties’ arguments prior to the Confirmation Hearing and oral argument at the Confirmation Hearing because the Confirmation Brief highlights and responds

to the precise issues raised by the Objections. Accordingly, the Debtors submit that there is more than ample justification for the relief requested herein.

**Notice**

10. Notice of this Motion will be provided to the following parties (each as defined in the First Day Declarations): (a) the Office of the United States Trustee for the District of Delaware (Attn: Benjamin A. Hackman, Esq. (Benjamin.A.Hackman@usdoj.gov) and Jon Lipshie, Esq. (Jon.Lipshie@usdoj.gov)); (b) Paul Hastings LLP, 200 Park Avenue, New York, NY 10166 (Attn: Kris Hansen (krishansen@paulhastings.com) and Erez Gilad (erezgilad@paulhastings.com)) and Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, DE 19801 (Attn: Justin R. Alberto (jalberto@coleschotz.com) and Andrew J. Roth-Moore (aroth-moore@coleschotz.com)), as counsel to the Creditors' Committee; (c) the Internal Revenue Service; (d) the U.S. Securities and Exchange Commission; (e) the United States Attorney's Office for the District of Delaware; (f) Gibson, Dunn & Crutcher LLP, 200 Park Ave, New York, NY 10166 (Attn: Scott J. Greenberg, Esq. (SGreenberg@gibsondunn.com), Michael J. Cohen, Esq. (MCohen@gibsondunn.com) and Christina M. Brown, Esq. (christina.brown@gibsondunn.com)) and Pachulski, Stang, Ziehl & Jones LLP, 919 North Market Street #1700, Wilmington, Delaware 19801 (Attn: Laura Davis Jones, Esq. (ljones@pszjlaw.com) and James O'Neill, Esq. (joneill@pszjlaw.com)), as counsel to the Ad Hoc DIP/First Lien Group; (g) ArentFox Schiff LLP, 1301 Avenue of the Americas, 42nd Floor New York, NY 10019 (Attn: Jeffrey R. Gleit, Esq. (jeffrey.gleit@afslaw.com)), as counsel to the DIP Agent; (h) Freshfields Bruckhaus Deringer US LLP, 601 Lexington Avenue, New York, NY 10022 (Attn: Mark F. Liscio, Esq. (mark.liscio@freshfields.com) and Scott D. Talmadge, Esq. (scott.talmadge@freshfields.com)), as counsel to the Agent under the CS Credit Agreement; (i) White & Case LLP, 1221 Avenue of the Americas, New York, New York 10020-1095, as

counsel to the Side-Car Prepetition Administrative Agent; (j) U.S. Bank National Association, West Side Flats 60 Livingston Ave. EP-MN-WS3C Saint Paul, MN 55107 (Attn: Global Corporate Trust Services), the Indenture Trustee under the Senior Note Indenture; and (k) any other party entitled to notice pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (collectively, the “**Notice Parties**”).

**No Prior Request**

11. No prior request for the relief sought herein has been made by the Debtors to this or any other Court.

*[Remainder of page intentionally left blank]*

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: June 26, 2024  
Wilmington, Delaware

/s/ Michael J. Merchant

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**EXHIBIT A**

**Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

	X	
	:	
<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>CANO HEALTH, INC., et al.,</b>	:	<b>Case No. 24-10164 (KBO)</b>
	:	
<b>Debtors.<sup>1</sup></b>	:	<b>(Jointly Administered)</b>
	:	
	:	<b>Re: Docket No. __</b>
	X	

**ORDER AUTHORIZING THE DEBTORS TO EXCEED THE PAGE LIMIT  
REQUIREMENT WITH RESPECT TO THE DEBTORS’ CONFIRMATION BRIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of Cano Health, Inc. and certain of its subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) for entry of an order (this “**Order**”) authorizing the Debtors to exceed the page limit for their Confirmation Brief, all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and upon any hearing held on the Motion; and all objections, if any, to the relief requested in the Motion having been withdrawn, resolved,

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<sup>1</sup> The last four digits of Cano Health, Inc.’s tax identification number are 4224. A complete list of the Debtors in the chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://veritaglobal.net/CanoHealth>. The Debtors’ mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such term in the Motion.



or overruled; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor:

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED to the extent set forth herein.
2. The Debtors are authorized to file the Confirmation Brief in excess of the page limitation prescribed by Local Bankruptcy Rule 3017-3.
3. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.