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COUNSEL TO LEIF M. CLARK, TRUSTEE
OF THE EDGEMERE LITIGATION TRUST

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-30659 (MVL)

(Jointly Administered)

Related Docket No. 1691

CERTIFICATE OF NO RESPONSE AND CERTIFICATE OF COUNSEL

Leif M. Clark, trustee (the “**Trustee**”) of the litigation trust (the “**Edgemere Litigation Trust**”), files this *Certificate of No Response and Certificate of Counsel*, stating and certifying as follows:

1. On August 29, 2023, the Trustee filed the *Litigation Trustee’s First Omnibus Objection to Administrative Claims* [Docket No. 1691] (the “**Objection**”) and served the Objection via First-class mail, postage prepaid and/or email upon the claimants listed on the Certificate of Service included with the Objection. The Objection was also served via the Court’s CM/ECF system upon all parties receiving such electronic service in this bankruptcy case at the time of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669).



filing.

2. Upon reviewing the Court's docket in the above-captioned cases, no responsive pleading to the Objection appears thereon and more than thirty (30) days have passed since the Objection was served on parties via email and/ first-class mail. Additionally, more than thirty-three (33) days have passed since the parties served solely via first class mail were served with the Objection.

3. Although no response was filed to the Objection, the Trustee engaged in discussions with certain claimants, which resulted in resolutions with respect to Proofs of Claim numbers 116, 151, and 181 (the "**Resolved Claims**"). As a result, the Trustee and ARC Waterproofing Sealant, Inc. and Staples, Inc. agree that Proofs of Claim Nos. 116 and 181 shall be allowed as administrative expense claims under 11 U.S.C. § 503(b)(9) in the amounts of \$425.00 and \$3,947.03, respectively. Further, the Trustee and Unidine Corporation agree that the asserted administrative portion of Proof of Claim No. 151 in the amount of \$190,445 has been satisfied in full and should therefore be disallowed and expunged. With respect to Proofs of Claim Nos. 116 and 181, \$3,127.00 and \$2,597.90, respectively, shall be reclassified as general unsecured claims.

4. The resolutions reached with respect to the Resolved Claims are memorialized in the revised proposed order (the "**Proposed Order**") attached hereto as Exhibit A. A redlined copy of the Proposed Order, attached hereto as Exhibit B, reflects changes to the proposed order that was attached to the Objection.

5. Accordingly, the Trustee respectfully requests that the Court enter the Proposed Order without the need for a hearing with respect to the Objection.

Dated: October 6, 2023
Dallas, Texas

POLSINELLI PC

/s/ Trinitee G. Green
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– and –

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COUNSEL TO LEIF M. CLARK, TRUSTEE
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CERTIFICATE OF SERVICE

I hereby certify that on October 6, 2023, a true and correct copy of the foregoing *Certificate of No Objection and Certificate of Counsel* was served via the Court's Electronic Case Filing system upon all parties receiving such electronic service in this case. Additionally, a courtesy copy was emailed to counsel for ARC Waterproofing Sealant, Inc., Unidine Corporation, and Staples, Inc.

/s/ Trinitee G. Green
Trinitee G. Green

EXHIBIT A
(Proposed Order)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Liquidating Debtors.

Chapter 11

Case 22-30659 (MVL)

(Jointly Administered)

**AGREED² ORDER GRANTING LITIGATION TRUSTEE'S
FIRST OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS**

Upon the first omnibus objection to claims (the “**Objection**”)³ of Leif M. Clark, trustee of the Edgemere Litigation Trust (the “**Trustee**”) seeking to disallow, expunge, and reclassify certain proofs of claim pursuant to Bankruptcy Code section 502; and the Court having jurisdiction over

¹ The Liquidating Debtors in these chapter 11 cases, along with the last four digits of each Liquidating Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669).

² This Order constitutes an agreed order only with respect to the claims of Unidine Corporation, ARC Waterproofing Sealant, LLC, and Staples, Inc.

³Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Objection.

this matter pursuant to 28 U.S.C. §§ 157 and 1334(b); and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Trustee consents to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Objection in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Objection is in the best interests of the Liquidating Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given, under the circumstances, and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS ORDERED, ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED as set forth herein.
2. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 1 attached hereto are disallowed and expunged (the “**Satisfied Claims**”).
3. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 2 attached hereto are reclassified in whole or in part as general unsecured nonpriority claims (the “**Misclassified Claims**”) as set forth on Schedule 2.
4. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify or expunge any non-Administrative Claims or portions of non-Administrative Claims that may have been asserted by the claimant.
5. The Trustee’s rights to amend, modify, or supplement the Objection, to file additional objections to the Disputed Claims or any other claims (filed or not) that may be asserted against the Liquidating Debtors, and to seek further reduction of any claim to the extent such claim

has been paid, are preserved. Additionally, should one or more grounds of objection stated in the Objection be overruled, the Trustee's rights to object on other stated grounds or on any other grounds that the Trustee discovers are further preserved.

6. Notwithstanding any Bankruptcy Rule or Local Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry

7. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

End of Order

Order submitted by:

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/s/ Trinitee G. Green

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COUNSEL FOR ARC WATERPROOFING
SEALANT LLC

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SCHEDULE 1

Satisfied Claims

#	Claim No.	Claimant	Date Claim Filed	Debtor, Case No.	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to be Reclassified as General Unsecured Claim	Reason for Reclassification / Reduction
1.	178	Assessment Technologies, Ltd. d/b/a A.T. Tax Advisory	8/26/22	22-30659	\$227,806.22	\$0.00	\$0.00	Paid pursuant to Court Order at Docket No. 589.
2.	160	City of Dallas	8/10/2022	22-30659	\$1,782.99	\$0.00	\$0.00	This claim has been or will be paid in full pursuant to the Notice of Designation of Executory Contracts filed on June 13, 2023, pursuant to which Bay 9 Holdings, LLC memorialized its agreement to satisfy and cure certain claims, including the claim filed by City of Dallas. <i>See</i> Docket No. 1609.
3.	151	Unidine Corporation	7/12/2022	22-30659	\$109,445.00	\$109,445.00	\$0.00	The claim has been satisfied.

SCHEDULE 2

Misclassified Claims

#	Claim No.	Claimant	Date Claim Filed	Case No.	Asserted Claim Amount	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to Reclassify as General Unsecured Claim	Reason for Reclassification / Reduction
1.	56	Q Physician Group	6/17/2022	22-30659	\$3,000.00	\$1,500.00	\$0.00	\$1,500.00	Non-Goods; Services Performed
2.	58	Vataquest, LLC	6/19/2022	22-30659	\$1,005.00	\$1,005.00	\$0.00	\$1,005.00	Non-Goods; Services Performed
3.	62	A+ Staffing	6/20/2022	22-30659	\$9,235.58	\$517.76	\$0.00	\$517.76	Non-Goods; Services Performed
4.	63	Dallas Aquarium Kings	6/18/2022	22-30659	\$616.83	\$144.99	\$0.00	\$144.99	Non-Goods; Services Performed
5.	85	Direct Energy Business, LLC	7/11/2022	22-30659	\$54,261.29	\$37,421.58	\$0.00	\$37,421.58	Non-Goods; Utilities (electricity)
6.	87	MasVida Health Care Solutions, LLC	7/12/2022	22-30659	\$368.00	\$368.00	\$0.00	\$368.00	Non-Goods; equipment rental
7.	91	Certified First Aid of Texas	7/12/2022	22-30659	\$689.30	\$689.30	\$0.00	\$689.30	Invoices are from 2021 and outside the 20-day window
8.	116	ARC Waterproofing Sealant, LLC	7/21/2022	22-30659	\$243,236.10	\$3,552.00	\$425.00	\$3,127.00	The Proof of Claim and related attachments fail to provide sufficient detail supporting the assertion that this amount of the claim is attributable to goods sold rather than services performed.
9.	136	Cooking Equipment Specialist, LLC	7/21/2022	22-30659	\$2,276.57	\$2,276.57	\$0.00	\$2,276.57	Non-goods; services performed
10.	155	Community Waste Disposal	7/28/2022	22-30659	\$11,633.95	\$11,633.95	\$0.00	\$11,633.95	Non-goods; services performed and the invoices are dated in May with post-petition service dates

#	Claim No.	Claimant	Date Claim Filed	Case No.	Asserted Claim Amount	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to Reclassify as General Unsecured Claim	Reason for Reclassification / Reduction
11.	181	Staples, Inc.	5/3/2022	22-30659	\$6,545.01	\$6,545.01	\$3,947.03	2,597.90	The Proof of Claim and related attachments fail to support the assertion that this portion of the goods provided were received within the 503(b)(9) period.

Exhibit B
(Redline)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Liquidating Debtors.

Chapter 11

Case 22-30659 (MVL)

(Jointly Administered)

**AGREED² ORDER GRANTING LITIGATION TRUSTEE'S
FIRST OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS**

Upon the first omnibus objection to claims (the “**Objection**”)²³ of Leif M. Clark, trustee of the Edgemere Litigation Trust (the “**Trustee**”) seeking to disallow, expunge, and reclassify certain proofs of claim pursuant to Bankruptcy Code section 502; and the Court having jurisdiction over

is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Trustee consents to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Objection in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Objection is in the best interests of the Liquidating Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given, under the circumstances, and that no other or further notice is necessary; and upon the record herein; and

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² [This Order constitutes an agreed order only with respect to the claims of Unidine Corporation, ARC Waterproofing Sealant, LLC, and Staples, Inc.](#)

²³ Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Objection.

after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS ORDERED, ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED as set forth herein.
2. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 1 attached hereto are disallowed and expunged (the “**Satisfied Claims**”).
3. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 2 attached hereto are reclassified in whole or in part as general unsecured nonpriority claims (the “**Misclassified Claims**”) as set forth on Schedule 2.
4. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify or expunge any non-Administrative Claims or portions of non-Administrative Claims that may have been asserted by the claimant.
5. The Trustee’s rights to amend, modify, or supplement the Objection, to file additional objections to the Disputed Claims or any other claims (filed or not) that may be asserted against the Liquidating Debtors, and to seek further reduction of any claim to the extent such claim has been paid, are preserved. Additionally, should one or more grounds of objection stated in the Objection be overruled, the Trustee’s rights to object on other stated grounds or on any other grounds that the Trustee discovers are further preserved.
6. Notwithstanding any Bankruptcy Rule or Local Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry
7. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

End of Order

Order submitted by:

POLSINELLI PC

/s/ Trinitee G. Green

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3.	151	Unidine Corporation	7/12/2022	22-30659	\$109,445.00	\$109,445.00	\$0.00	The claim has been satisfied.

SCHEDULE 2

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Document comparison by Workshare Compare on Friday, October 6, 2023 6:40:35 PM

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Document 1 ID	file://C:\Users\acham\Downloads\Original Order.docx
Description	Original Order
Document 2 ID	file://C:\Users\acham\AppData\Roaming\iManage\Work\Recent\Northwest Senior Hou (116323-766766) Representation of Litigation Trust\Edgemere Proposed Order Omnibus Claims Objection (First)(91588080.3).docx
Description	Edgemere Proposed Order Omnibus Claims Objection (First)(91588080.3)
Rendering set	Standard

Legend:	
<u>Insertion</u>	
Deletion	
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Style change	
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Moved deletion	
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