

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

)	
In re:)	Chapter 11
)	
LAVIE CARE CENTERS, LLC, <i>et al.</i> ¹)	Case No. 24-55507 (PMB)
)	
Debtors.)	(Jointly Administered)
)	
)	Related to Docket Nos. 9, 55

**NOTICE OF FILING OF MODIFIED PROPOSED FINAL ORDER
(I) AUTHORIZING PAYMENT OF PREPETITION OBLIGATIONS OWED TO
RESIDENT CARE VENDORS AND (II) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that, on June 3, 2024, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed the *Debtors’ Emergency Motion for Entry of Interim and Final Orders Authorizing Payment of Prepetition Obligations Owed to Resident Care Vendors* [Docket No. 9] (the “Motion”). A proposed form of final order was attached to the Motion as Exhibit B (the “Initial Proposed Final Order”).

PLEASE TAKE FURTHER NOTICE that on June 5, 2024, the United States Bankruptcy Court for the Northern District of Georgia (the “Court”) entered the *Interim Order (I) Authorizing Payment of Prepetition Obligations Owed to Resident Care Vendors, (II) Scheduling a Final Hearing, and (III) Granting Related Relief* [Docket No. 55] (the “Interim Order”).

PLEASE TAKE FURTHER NOTICE that the Debtors hereby file a modified version of the Initial Proposed Final Order (the “Modified Proposed Final Order”), attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that a redline reflecting the modifications between the Initial Proposed Final Order and the Modified Proposed Final Order is attached hereto as **Exhibit B**. Such modifications reflect changes previously requested by the Office of the United States Trustee in connection with entry of the Interim Order.

PLEASE TAKE FURTHER NOTICE that the hearing to consider the Motion will be held before the Honorable Paul M. Baisier, United States Bankruptcy Judge, Courtroom 1202, 75

¹ The last four digits of LaVie Care Centers, LLC’s federal tax identification number are 5592. There are 282 Debtors in these chapter 11 cases, which are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/LaVie>. The location of LaVie Care Centers, LLC’s corporate headquarters and the Debtors’ service address is 1040 Crown Pointe Parkway, Suite 600, Atlanta, GA 30338.



Ted Turner Drive, SW, Atlanta, Georgia, 30303 on **June 27, 2024 at 9:30 a.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that a copy of each document filed in the above captioned chapter 11 cases can be viewed on the Court's website at www.ganb.uscourts.gov and the website of the Debtors' claims and noticing agent, Kurtzman Carson Consultants LLC, at <https://www.kccllc.net/LaVie>. Further information may be obtained by using the "Submit an Inquiry" function at <https://www.kccllc.net/LaVie/inquiry>.

Dated: Atlanta, Georgia
June 26, 2024

MCDERMOTT WILL & EMERY LLP

/s/ Daniel M. Simon

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*Proposed Counsel for the Debtors and
Debtors-in-Possession*

CERTIFICATE OF SERVICE

I hereby certify that on June 26, 2024, all ECF participants registered in this case were served electronically with the foregoing notice through the Court's ECF system at their respective email addresses registered with this Court.

Dated: Atlanta, Georgia
June 26, 2024

MCDERMOTT WILL & EMERY LLP

/s/ Daniel M. Simon

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*Proposed Counsel for the Debtors and
Debtors-in-Possession*

EXHIBIT A

Modified Proposed Final Order

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

<p>In re:</p> <p>LAVIE CARE CENTERS, LLC, <i>et al.</i>¹</p> <p style="text-align: center;">Debtors.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 24-55507 (PMB)</p> <p>(Jointly Administered)</p> <p>Related to Docket Nos. 9 & 55</p>
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**FINAL ORDER (I) AUTHORIZING PAYMENT OF PREPETITION OBLIGATIONS
OWED TO RESIDENT CARE VENDORS AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the Debtors for entry of an Interim Order and a final order (this “Order”) authorizing, but not directing, the Debtors to pay all or a portion of its Resident Care Vendor Claims, all as more fully set forth in the Motion; and upon consideration of the First

¹ The last four digits of LaVie Care Centers, LLC’s federal tax identification number are 5592. There are 282 Debtors in these chapter 11 cases, which are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/LaVie>. The location of LaVie Care Centers, LLC’s corporate headquarters and the Debtors’ service address is 1040 Crown Pointe Parkway, Suite 600, Atlanta, GA 30338.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Day Declaration and the Interim Order entered on June 5, 2024; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, to pay some or all of the Resident Care Vendor Claims.
3. The Resident Care Vendor Claims paid by the Debtors shall not exceed \$25,000 per vendor per Facility, and \$500,000 in the aggregate (during such period, the “Resident Care Vendor Cap”), unless otherwise ordered by the Court, as set forth herein.
4. As a condition of receiving payment on a Resident Care Vendor Claim, the Debtors are authorized, in their sole discretion, to require that such Resident Care Vendor agree to (a) continue to provide goods and services on the same trade terms available to the Debtors on a

prepetition basis (the “Customary Trade Terms”) and (b) take whatever action is necessary to remove any trade liens at such Resident Care Vendor’s sole cost and expense and waive any right to assert a trade lien on account of the paid Resident Care Vendor Claim; *provided, however*, that the Debtors are authorized to negotiate trade terms with any Resident Care Vendor as a condition to payment of any Resident Care Vendor Claim that vary from the Customary Trade Terms to the extent the Debtors determine that such terms are necessary to procure essential goods and services or are otherwise in the best interests of the Debtors’ estates.

5. If a Resident Care Vendor that has received payment of a prepetition claim later refuses to continue to supply goods or services for the applicable period in compliance with this Order, including providing goods and services on the same Customary Trade Terms on a postpetition basis, then the Debtors may declare such payments to have been unauthorized postpetition transfers under Bankruptcy Code section 549, and may take any and all appropriate steps to cause such Resident Care Vendor to repay payments made to it on account of this Order, or apply such payments as credits against any outstanding postpetition claim held by such Resident Care Vendor. Upon recovery of a payment made in respect to a Resident Care Vendor Claim, such claim shall be reinstated as a claim in the amount so recovered, less the Debtors’ reasonable costs of recovery.

6. The banks and financial institutions on which checks were drawn or electronic payment requests made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors’ designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors’ instructions.

7. The Debtors shall provide a list of the applicable Resident Care Vendors to the U.S. Trustee and the official committee of unsecured creditors (the "Committee").

8. The Debtors shall maintain a matrix with respect to all payments made pursuant to this Interim Order (the "Resident Care Vendor Matrix"), reflecting (a) the name of the applicable Resident Care Vendors, (b) the amount paid to the respective Resident Care Vendors, and (c) the date of such payment. The Debtors shall provide the Resident Care Vendor Matrix to the U.S. Trustee and the Committee on a monthly basis.

9. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to the relief granted herein.

10. Notwithstanding anything to the contrary contained in the Motion or this Order, any payment to be made and any relief or authorization granted hereunder shall be limited by, and shall be subject to, the requirements imposed on the Debtors in the Interim DIP Order, including, for the avoidance of doubt, the Approved DIP Budget. To the extent of any conflict (but solely to the extent of such conflict) between the terms of this Order and the terms of the Interim DIP Order, the terms of the Interim DIP Order will govern.

11. Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement

to pay any claim or other obligation; or (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

12. The Court finds and determines that the requirements of Bankruptcy Rule 6003 are satisfied and that the relief requested in the Motion is necessary to avoid immediate and irreparable harm.

13. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Local Rules, and the Complex Case Procedures are satisfied by such notice.

14. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

15. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

16. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

17. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

END OF ORDER

Prepared and presented by:

/s/ Daniel M. Simon

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EXHIBIT B

Redline

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

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In re:)	Chapter 11
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LAVIE CARE CENTERS, LLC, <i>et al.</i> ¹)	Case No. 24-55507 (PMB)
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Debtors.)	(Jointly Administered)
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FINAL ORDER (I) AUTHORIZING PAYMENT OF PREPETITION OBLIGATIONS OWED TO RESIDENT CARE VENDORS AND (II) GRANTING RELATED RELIEF

Upon the motion (the “Motion”)² of the Debtors for entry of an Interim Order and a final order (this “Order”) authorizing, but not directing, the Debtors to pay all or a portion of its

¹ The last four digits of LaVie Care Centers, LLC’s federal tax identification number are 5592. There are 282 Debtors in these chapter 11 cases, ~~for which the Debtors have requested joint administration~~ are being jointly administered for procedural purposes only. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ ~~proposed~~ claims and noticing agent at <https://www.kccllc.net/LaVie>. The location of LaVie Care Centers, LLC’s corporate headquarters and the Debtors’ service address is 1040 Crown Pointe Parkway, Suite 600, Atlanta, GA 30338.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Resident Care Vendor Claims, all as more fully set forth in the Motion; and upon consideration of the First Day Declaration and the Interim Order entered on ~~_____~~ June 5, 2024; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, ~~to~~, to pay some or all of the Resident Care Vendor Claims.
3. ~~Debtors’ payment of the~~ The Resident Care Vendor Claims paid by the Debtors shall not exceed \$25,000 per vendor per Facility, and \$500,000 in the aggregate (during such period, the “Resident Care Vendor Cap”), unless otherwise ordered by the Court, as set forth herein.

4. As a condition of receiving payment on a Resident Care Vendor Claim, the Debtors are authorized, in their sole discretion, to require that such Resident Care Vendor agree to (a) continue to provide goods and services on the same trade terms available to the Debtors on a prepetition basis (the “Customary Trade Terms”) and (b) take whatever action is necessary to remove any trade liens at such Resident Care Vendor’s sole cost and expense and waive any right to assert a trade lien on account of the paid Resident Care Vendor Claim; *provided, however, that the Debtors are authorized to negotiate trade terms with any Resident Care Vendor as a condition to payment of any Resident Care Vendor Claim that vary from the Customary Trade Terms to the extent the Debtors determine that such terms are necessary to procure essential goods and services or are otherwise in the best interests of the Debtors’ estates.*

5. If a Resident Care Vendor that has received payment of a prepetition claim later refuses to continue to supply goods or services for the applicable period in compliance with this Order, including providing goods and services on the same Customary Trade Terms on a postpetition basis, then the Debtors may declare such payments to have been unauthorized postpetition transfers under Bankruptcy Code section 549, and may take any and all appropriate steps to cause such Resident Care Vendor to repay payments made to it on account of this Order, or apply such payments as credits against any outstanding postpetition claim held by such Resident Care Vendor. Upon recovery of a payment made in respect to a Resident Care Vendor Claim, such claim shall be reinstated as a claim in the amount so recovered, less the Debtors’ reasonable costs of recovery.

6. The banks and financial institutions on which checks were drawn or electronic payment requests made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when

presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

7. The Debtors shall provide a list of the applicable Resident Care Vendors to the U.S. Trustee and the official committee of unsecured creditors (the "Committee").

8. The Debtors shall maintain a matrix with respect to all payments made pursuant to this Interim Order (the "Resident Care Vendor Matrix"), reflecting (a) the name of the applicable Resident Care Vendors, (b) the amount paid to the respective Resident Care Vendors, and (c) the date of such payment. The Debtors shall provide the Resident Care Vendor Matrix to the U.S. Trustee and the Committee on a monthly basis.

9. ~~7.~~ The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to the relief granted herein.

10. ~~8.~~ Notwithstanding anything to the contrary contained in the Motion or this Order, any payment to be made and any relief or authorization granted hereunder shall be limited by, and shall be subject to, the requirements imposed on the Debtors in the Interim DIP Order, including, for the avoidance of doubt, the Approved DIP Budget. To the extent of any conflict (but solely to the extent of such conflict) between the terms of this Order and the terms of the Interim DIP Order, the terms of the Interim DIP Order will govern.

11. ~~9.~~ Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to

assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; or (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

12. ~~10.~~ The Court finds and determines that the requirements of Bankruptcy Rule 6003 are satisfied and that the relief requested in the Motion is necessary to avoid immediate and irreparable harm.

13. ~~11.~~ Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Local Rules, and the Complex Case Procedures are satisfied by such notice.

14. ~~12.~~ Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

15. ~~13.~~ All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

16. ~~14.~~ The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

17. ~~15.~~ The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

END OF ORDER

Prepared and presented by:

/s/ Daniel M. Simon

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