



IT IS ORDERED as set forth below:

Date: June 28, 2024

Paul Baisier

**Paul Baisier
U.S. Bankruptcy Court Judge**

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

In re:

LAVIE CARE CENTERS, LLC, *et al.*¹

Debtors.

)
) Chapter 11
)
) Case No. 24-55507 (PMB)
)
) (Jointly Administered)
)
) Related to Docket No. 136

**ORDER AUTHORIZING DEBTORS TO
(I) RETAIN ANKURA CONSULTING GROUP, LLC TO PROVIDE DEBTORS
A CHIEF RESTRUCTURING OFFICER AND CERTAIN ADDITIONAL
PERSONNEL AND (II) DESIGNATE M. BENJAMIN
JONES AS CHIEF RESTRUCTURING OFFICER FOR THE DEBTORS,
EFFECTIVE AS OF THE PETITION DATE, SUBJECT TO TIMELY OBJECTION**

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.



Upon the application (the “Application”)² of the Debtors for entry of an order (this “Order”) for authorization to retain Ankura Consulting Group, LLC (“Ankura”) to provide the Debtors with a Chief Restructuring Officer (“CRO”) and certain Additional Personnel (as described in the Application) and designate M. Benjamin Jones as the Debtors’ CRO, effective as of the Petition Date on the terms set forth in the Engagement Letter, all as more fully set forth in the Application; and the Court being satisfied that Ankura has the capability and experience to provide the services described in the Application, Ankura does not hold or represent an interest adverse to the Debtors or their estates related to any matter for which Ankura will be employed, and Ankura is a “disinterested person” as defined in Bankruptcy Code section 101(14); and upon the Jones Declaration; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Second Amended and Restated General Order 26-2019, Procedures for Complex Chapter 11 Cases*, dated February 6, 2023 (the “Complex Case Procedures”); 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 Application 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 opportunity to object to and for hearing on the Application being given pursuant to this Order; and it appearing that no hearing is necessary on the Application absent the filing of an objection thereto; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Application 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

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

ORDERED, ADJUDGED, AND DECREED that:

1. The Application is granted as set forth herein.
2. The terms of the Engagement Letter, including without limitation, the compensation provisions and the indemnification provisions, are reasonable terms and conditions of employment and are hereby approved.
3. The Debtors are authorized, but not directed, to retain Ankura to provide the Debtors with a CRO and certain Additional Personnel and to designate M. Benjamin Jones as the Debtors' CRO, effective as of the Petition Date on the terms set forth in the Engagement Letter, subject to objection (as set forth herein) and subject to the following terms, which apply notwithstanding anything in the Engagement Letter or the Application or any Exhibits related thereto to the contrary.
 - (a) Ankura and its controlled affiliates shall not act in any other capacity (for example, and without limitation, as a financial advisor, claims agent/claims administrator, or investor/acquirer) in connection with the Chapter 11 Cases.
 - (b) In the event the Debtors seek to have Ankura personnel assume executive officer positions that are different than the positions disclosed in the Application, or to materially change the terms of the engagement by either (i) modifying the functions of personnel, (ii) adding new executive officers, or (iii) altering or expanding the scope of the engagement, a motion to modify the retention shall be filed.
 - (c) Ankura shall file with the Court with copies to the United States Trustee (the "U.S. Trustee") and the Committee a report of staffing on the engagement for the previous month. Such report shall include the names and functions filled of the individuals assigned. All staffing shall be subject to review by the Court in the event an objection is filed.
 - (d) No principal, employee, or independent contractor of Ankura or its controlled affiliates shall serve as a director of any of the above-captioned Debtors during the pendency of the Chapter 11 Cases.
 - (e) Ankura shall file with the Court, and provide notice to the U.S. Trustee and the Committee, reports of compensation earned and expenses incurred on a

quarterly basis. Such reports shall contain summary charts which describe the services provided, identify the compensation earned by each executive officer and staff employee provided, and itemize the expenses incurred. In addition, Ankura shall append to such reports fee summaries for the relevant periods identifying the number of hours worked by each executive officer and staff employee provided, each such person's rate, and each such person's total fees and expenses for the period, and, for staff employees, categorize such hours to include restructuring, claims management, tax, forensic litigation services, operations, and other. All compensation shall be subject to review by the Court in the event an objection is filed. CRO will provide aggregate time per day in ½ hour segments, irrespective of category.

- (f) Notwithstanding the requirements of paragraph (e) above, the Debtors are authorized, but not directed, to pay, in the ordinary course of business, all amounts invoiced by Ankura for fees and expenses incurred in connection with Ankura's retention.
- (g) For a period of three years after the conclusion of the engagement, neither Ankura nor any of its controlled affiliates shall make any investments in the Debtors or the Reorganized Debtors.
- (h) Ankura shall disclose any and all facts that may have a bearing on whether Ankura, its controlled affiliates, and/or any individuals working on the engagement have any interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason. The obligation to disclose identified in this subparagraph is a continuing obligation.
- (i) Success fees, transaction fees, or other back-end fees shall be approved by the Court at the conclusion of the Chapter 11 Cases on a reasonableness standard and are not being pre-approved by entry of this Order. No success fee, transaction fee, or back-end fee shall be sought upon conversion of the Chapter 11 Cases, dismissal of the Chapter 11 Cases for cause, or appointment of a trustee.
- (j) The Debtors are permitted to indemnify those persons serving as executive officers on the same terms as provided to the Debtors' other officers and directors under the corporate bylaws and applicable state law, along with insurance coverage under the Debtors' Directors & Officers insurance policy.

4. Ankura shall not receive payment from the Debtors' estates for any fees or costs arising from the defense of an objection to its fees or expenses in the Chapter 11 Cases.

5. To the extent there is inconsistency between the terms of the Engagement Letter, the Application, and this Order, the terms of this Order shall govern.

6. Any party-in-interest shall have 21 days from the service of this Order to file an objection to the Application and/or the relief provided in this Order.

7. If an objection is timely filed, proposed counsel for the Debtors will set the Application and all such objections for hearing on an omnibus hearing date for these cases and shall provide notice of such hearing to the United States Trustee, the objecting party, and any parties requesting notice in these cases.

8. If no objection to this Order is timely filed, this Order shall be a final Order approving the Application.

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

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

11. Proposed counsel for the Debtors, through Kurtzman Carson Consultants LLC (“KCC”), shall, within three days of the entry of this Order, cause a copy of this Order to be served by electronic or first class mail, as applicable, on all parties served with the Application, and KCC shall file promptly thereafter a certificate of service confirming such service.

END OF ORDER

Prepared and presented by:

/s/ Daniel M. Simon

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