

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF GEORGIA

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	Hilltopper Holding Corp.	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	13-4103036	
4. Debtor's address	Principal place of business  1040 Crown Pointe Pkwy, Suite 600 Atlanta, GA 30338 Number, Street, City, State & ZIP Code  DeKalb County	Mailing address, if different from principal place of business  P.O. Box, Number, Street, City, State & ZIP Code  Location of principal assets, if different from principal place of business  Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	https://consulatehc.com/	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify:	

Debtor Hilltopper Holding Corp. Case number (if known) \_\_\_\_\_  
Name

7. Describe debtor's business A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☐ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

6231

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7  
☐ Chapter 9

☒ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.  
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor Hilltopper Holding Corp. Case number (if known) \_\_\_\_\_  
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<u>See Rider 1</u>	Relationship	<u>Affiliate</u>
District	<u>Northern District of Georgia</u>	When	Case number, if known

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes.
- Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other \_\_\_\_\_
- Where is the property?** \_\_\_\_\_  
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

#### Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- |                                  |   |  |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49    | <input type="checkbox"/> 1,000-5,000              | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99   | <input type="checkbox"/> 5001-10,000              | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199 | <input checked="" type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 |   |  |

15. Estimated Assets
- |  |  |   |
|--|--|---|
| <input type="checkbox"/> \$0 - \$50,000          | <input type="checkbox"/> \$1,000,001 - \$10 million    | <input checked="" type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million   | <input type="checkbox"/> \$1,000,000,001 - \$10 billion         |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million  | <input type="checkbox"/> \$10,000,000,001 - \$50 billion        |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion                 |

Debtor Hilltopper Holding Corp. Case number (if known) \_\_\_\_\_  
Name

- 16. Estimated liabilities**
- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000          | <input type="checkbox"/> \$1,000,001 - \$10 million    | <input type="checkbox"/> \$500,000,001 - \$1 billion               |
| <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million   | <input checked="" type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million  | <input type="checkbox"/> \$10,000,000,001 - \$50 billion           |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion                    |

Note: The information provided regarding number of creditors, assets, and liabilities in Items 14-16 is being provided on a consolidated basis for the entities listed on Rider 1.

Debtor **Hilltopper Holding Corp.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 2, 2024**  
MM / DD / YYYY

**X**



Signature of authorized representative of debtor

**M. Benjamin Jones**

Printed name

Title **Chief Restructuring Officer**

**18. Signature of attorney**

**X**



Signature of attorney for debtor

Date **June 2, 2024**

MM / DD / YYYY

**Daniel M. Simon**

Printed name

**McDermott Will & Emery LLP**

Firm name

**1180 Peachtree St. NE**

**Suite 3350**

**Atlanta, GA 30309**

Number, Street, City, State & ZIP Code

Contact phone **404-260-8535**

Email address **dsimon@mwe.com**

**690075 GA**

Bar number and State

**Rider 1**

**Pending Bankruptcy Cases Filed by the Debtor and  
Certain Affiliates and Subsidiaries of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the Northern District of Georgia for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases for procedural purposes only under the case number assigned to the chapter 11 case of Debtor LaVie Care Centers, LLC.

<b>Debtor Name</b>	<b>EIN Number</b>
LaVie Care Centers, LLC	45-3515592
10040 Hillview Road Operations LLC	37-1654496
1010 Carpenters Way Operations LLC	36-4716312
1026 Albee Farm Road Operations LLC	38-3858193
1061 Virginia Street Operations LLC	32-0358871
1111 Drury Lane Operations LLC	36-4714694
1120 West Donegan Avenue Operations LLC	37-1654964
11565 Harts Road Operations LLC	35-2428092
12170 Cortez Boulevard Operations LLC	30-0706977
125 Alma Boulevard Operations LLC	38-3858306
1445 Howell Avenue Operations LLC	35-2428213
1465 Oakfield Drive Operations LLC	32-0358612
1507 South Tuttle Avenue Operations LLC	37-1654971
15204 West Colonial Drive Operations LLC	37-1653462
1550 Jess Parrish Court Operations LLC	35-2428780
1615 Miami Road Operations LLC	30-0706236
1820 Shore Drive Operations LLC	61-1666246
1851 Elkcarn Boulevard Operations LLC	80-0768116
1937 Jenks Avenue Operations LLC	35-2427914
195 Mattie M. Kelly Boulevard Operations LLC	90-0775960
216 Santa Barbara Boulevard Operations LLC	80-0768096
2333 North Brentwood Circle Operations LLC	30-0707193
2401 NE 2nd Street Operations LLC	38-3858020
2826 Cleveland Avenue Operations LLC	61-1666359
2916 Habana Way Operations LLC	61-1665516
2939 South Haverhill Road Operations LLC	80-0768119
3001 Palm Coast Parkway Operations LLC	38-3857454
3101 Ginger Drive Operations LLC	30-0707332
3110 Oakbridge Boulevard Operations LLC	30-0707729
3735 Evans Avenue Operations LLC	35-2427163
3825 Countryside Boulevard Operations LLC	90-0775956

<b>Debtor Name</b>	<b>EIN Number</b>
3920 Rosewood Way Operations LLC	90-0777086
4200 Washington Street Operations LLC	30-0707346
4641 Old Canoe Creek Road Operations LLC	90-0777064
500 South Hospital Drive Operations LLC	61-1666089
5065 Wallis Road Operations LLC	80-0769064
518 West Fletcher Avenue Operations LLC	90-0776108
5405 Babcock Street Operations LLC	37-1655153
611 South 13th Street Operations LLC	32-0359064
626 North Tyndall Parkway Operations LLC	35-2427139
6305 Cortez Road West Operations LLC	30-0705718
6414 13th Road South Operations LLC	35-2428783
650 Reed Canal Road Operations LLC	61-1666689
6700 NW 10th Place Operations LLC	36-4716114
702 South Kings Avenue Operations LLC	38-3857011
710 North Sun Drive Operations LLC	35-2428407
741 South Beneva Road Operations LLC	61-1665084
777 Ninth Street North Operations LLC	38-3858199
7950 Lake Underhill Road Operations LLC	90-0777078
9035 Bryan Dairy Road Operations LLC	36-4715950
9311 South Orange Blossom Trail Operations LLC	80-0770038
9355 San Jose Boulevard Operations LLC	80-0769084
Alpha Health Care Properties, LLC	41-2077416
Ambassador Ancillary Services, LLC	20-5760077
Ambassador Rehabilitative Services, LLC	26-3907299
Ashland Facility Operations, LLC	20-5065966
Ashton Court HealthCare, LLC	20-0900123
Assisted Living at Frostburg Village Facility Operations, LLC	20-5103941
Augusta Facility Operations, LLC	20-5104011
Augusta Health Care Properties, LLC	20-1277671
Baya Nursing and Rehabilitation, LLC	46-1570112
Bayonet Point Facility Operations, LLC	20-5109197
Bossier HealthCare, LLC	20-0875159
Brandon Facility Operations, LLC	20-5109231
Brentwood Meadow Health Care Associates, LLC	58-2639492
Briley Facility Operations, LLC	20-5111715
Brownsboro Hills HealthCare, LLC	20-0900168
Canonsburg Property Investors, LLC	26-2735207
Capital Health Care Associates, LLC	58-2639426
Cardinal North Carolina HealthCare, LLC	20-0900368
Carey Facility Operations, LLC	20-5104199

<b>Debtor Name</b>	<b>EIN Number</b>
Cary HealthCare, LLC	20-0905436
Catalina Gardens Health Care Associates, LLC	26-0220976
Catalina Health Care Associates, LLC	20-1135070
Centennial Acquisition Corporation	58-1953209
Centennial Employee Management, LLC	20-0826862
Centennial Five Star Master Tenant, LLC	20-1300494
Centennial HealthCare Corporation	58-1839701
Centennial Healthcare Holding Company, LLC	20-0807247
Centennial HealthCare Investment Corporation	58-2199520
Centennial HealthCare Management Corporation	58-1918794
Centennial HealthCare Properties Corporation	58-2060434
Centennial HealthCare Properties, LLC	20-1003944
Centennial Management Investment, LLC	80-0113338
Centennial Master Subtenant, LLC	20-1300460
Centennial Master Tenant, LLC	20-1300375
Centennial Newco Holding Company, LLC	55-0873842
Centennial Professional Therapy Services Corporation	58-2066026
Centennial SEHC Master Tenant, LLC	20-1300475
Centennial Service Corporation - Grant Park	58-1961642
Charlwell HealthCare, LLC	20-0807329
Chenal HealthCare, LLC	20-0874862
Cheswick Facility Operations, LLC	20-5111780
CHIC Holding Company, LLC	20-1228499
CHMC Holding Company, LLC	20-1228582
CHPC Holding Company, LLC	20-1228338
Clay County HealthCare, LLC	20-0905506
Clearwater HealthCare, LLC	20-0899904
Coastal Administrative Services, LLC	20-1002338
Coastal Management Investment, LLC	80-0113346
Consulate EV Acquisition, LLC	46-5024592
Consulate EV Master Tenant, LLC	46-5040168
Consulate EV Operations I, LLC	46-5065655
Consulate Facility Leasing, LLC	20-5065805
Consulate Management Company III, LLC	87-1962788
Consulate MZHBS Leaseholdings, LLC	46-1554261
Consulate NHCG Leaseholdings, LLC	47-2479870
Country Meadow Facility Operations, LLC	20-5104234
Crestline Facility Operations, LLC	20-5104979
Cypress Manor Health Care Associates, LLC	58-2639431
Cypress Square Health Care Associates, LLC	58-2639493



<b>Debtor Name</b>	<b>EIN Number</b>
D.C. Medical Investors Limited Partnership	58-1479238
Donegan Square Health Care Associates, LLC	58-2639494
Down East HealthCare, LLC	20-0905536
Edinborough Square Health Care Associates, LLC	58-2639495
Emerald Ridge HealthCare, LLC	20-0905569
Envoy Health Care, LLC	26-3494764
Envoy Management Company, LLC	26-3494857
Envoy of Alexandria, LLC	26-3644169
Envoy of Denton, LLC	26-3644052
Envoy of Forest Hills, LLC	26-3644246
Envoy of Fork Union, LLC	26-3644310
Envoy of Goochland, LLC	26-3644361
Envoy of Lawrenceville, LLC	26-3644400
Envoy of Norfolk, LLC	26-3644431
Envoy of Pikesville, LLC	26-3643997
Envoy of Richmond, LLC	26-3644488
Envoy of Somerset, LLC	37-1625920
Envoy of Staunton, LLC	26-3644536
Envoy of Williamsburg, LLC	26-3644589
Envoy of Winchester, LLC	26-3644649
Envoy of Woodbridge, LLC	26-3644689
Epsilon Health Care Properties, LLC	20-1000103
Ferriday HealthCare, LLC	20-0875115
FLLVMT, LLC	87-1988233
Florida Health Care Properties, LLC	58-2639462
Floridian Facility Operations, LLC	47-2428106
Forrest Oakes HealthCare, LLC	20-0905610
Franklinton HealthCare, LLC	20-0875206
Frostburg Facility Operations, LLC	20-5111843
Garden Court HealthCare, LLC	20-0875068
Gateway HealthCare, LLC	20-0905642
Genoa Healthcare Consulting, LLC	80-0113353
Genoa Healthcare Group, LLC	20-2853620
Glenburney HealthCare, LLC	20-0900219
Grant Park Nursing Home Limited Partnership	58-1513696
Grayson Facility Operations, LLC	20-5105028
Green Cove Facility Operations, LLC	86-2113482
Greenfield Facility Operations, LLC	20-5105082
Harbor Pointe Facility Operations, LLC	20-5105131
HFLLVMT, LLC	87-2008240

<b>Debtor Name</b>	<b>EIN Number</b>
Hilltop Mississippi HealthCare, LLC	20-0900236
Hilltopper Holding Corp.	13-4103036
Hollywell HealthCare, LLC	20-0807352
Hunter Woods HealthCare, LLC	20-0905659
Hurstbourne HealthCare, LLC	20-0900196
Jacksonville Facility Operations, LLC	20-5108974
Jennings HealthCare, LLC	20-0899983
Josera, LLC	87-1962345
Kannapolis HealthCare, LLC	20-0905909
KD HealthCare, LLC	20-0807374
Kenton Facility Operations, LLC	20-5105168
Kenwood View HealthCare, LLC	20-0874981
Kimwell HealthCare, LLC	20-0807398
Kings Daughters Facility Operations, LLC	20-5105233
Kissimmee Facility Operations, LLC	20-5109023
Lake Parker Facility Operations, LLC	20-5109064
Lakeland Facility Operations, LLC	20-5109103
Legends Facility Operations, LLC	20-5105433
Level Up Staffing, LLC	88-2002166
Libby HealthCare, LLC	20-0875249
Lidenskab, LLC	87-2613227
Lincoln Center HealthCare, LLC	20-0900026
Locust Grove Facility Operations, LLC	20-5109149
LTC Insurance Associates, LLC	20-3195964
Lucasville I Facility Operations, LLC	20-5105485
Lucasville II Facility Operations, LLC	20-5105523
Luther Ridge Facility Operations, LLC	20-5111897
LV CHC Holdings I, LLC	80-0816955
LV Operations I, LLC	45-3515359
LV Operations II, LLC	45-3515478
LVE Holdco, LLC	81-0749529
LVE Master Tenant 1, LLC	81-0771024
LVE Master Tenant 2, LLC	81-0758175
LVE Master Tenant 3, LLC	81-0789765
LVE Master Tenant 4, LLC	81-0794633
LVFH Master Tenant, LLC	83-4283023
LVLUPH, LLC	88-1974540
MA HealthCare Holding Company, LLC	20-5146601
Manor at St. Luke Village Facility Operations, LLC	20-5111951
McComb HealthCare, LLC	20-0900260

<b>Debtor Name</b>	<b>EIN Number</b>
Melbourne Facility Operations, LLC	20-5111992
Miami Facility Operations, LLC	20-5112030
Milton HealthCare, LLC	20-0807422
Montclair HealthCare, LLC	20-0900148
Mount Royal Facility Operations, LLC	20-5112170
NENC HealthCare Holding Company, LLC	20-3625264
New Harmonie HealthCare, LLC	20-0900065
New Port Richey Facility Operations, LLC	20-5112212
Newport News Facility Operations, LLC	20-5105591
Norfolk Facility Operations, LLC	20-5105634
North Carolina Master Tenant, LLC	04-3829822
North Fort Myers Facility Operations, LLC	20-5112262
North Strabane Facility Operations, LLC	20-5112337
Oak Grove HealthCare, LLC	20-0905695
Oaks at Sweeten Creek HealthCare, LLC	20-0905720
Omro HealthCare, LLC	20-0875286
Onetete, LLC	87-2587023
Orange Park Facility Operations, LLC	20-5112395
Osprey Nursing and Rehabilitation, LLC	46-1564762
Paloma Blanca Health Care Associates, LLC	26-1305470
Parkside Facility Operations, LLC	20-5112496
Parkview Facility Operations, LLC	20-5112554
Parkview HealthCare, LLC	20-0900205
Parkview Manor HealthCare, LLC	20-0875336
Parkwell HealthCare, LLC	20-0807446
Pavilion at St. Luke Village Facility Operations, LLC	20-5113160
Penn Village Facility Operations, LLC	20-5113850
Pennknoll Village Facility Operations, LLC	20-5113884
Pensacola Facility Operations, LLC	20-5113943
Perry Facility Operations, LLC	86-2133012
Perry Village Facility Operations, LLC	20-5113979
Pheasant Ridge Facility Operations, LLC	20-5105665
Piketon Facility Operations, LLC	20-5114014
Pine River HealthCare, LLC	20-0818444
Pinelake HealthCare, LLC	20-0905771
Pinewood HealthCare, LLC	20-0899952
Port Charlotte Facility Operations, LLC	20-5114051
QCPMT, LLC	32-0576275
RAC Insurance Investors, LLC	20-3080060
Reeders Facility Operations, LLC	20-5065901

<b>Debtor Name</b>	<b>EIN Number</b>
Retirement Village of North Strabane Facility Operations, LLC	20-5112301
Ridgewood Facility Operations, LLC	20-5114074
Riley HealthCare, LLC	20-0900279
Rispetto, LLC	87-1934858
Riverbend HealthCare, LLC	20-0900103
Riverview of Ann Arbor HealthCare, LLC	20-0818482
Royal Terrace HealthCare, LLC	20-0875028
Safety Harbor Facility Operations, LLC	20-5114096
Salus Management Investment, LLC	26-2640475
Sarasota Facility Operations, LLC	20-5122556
Sea Crest Management Investment, LLC	80-0113363
Sheridan Indiana HealthCare, LLC	20-0906111
Shoreline Healthcare Management, LLC	20-0807287
Skyline Facility Operations, LLC	20-5105696
Southpoint Health Care Associates, LLC	81-0612152
St. Petersburg Facility Operations, LLC	20-5114123
Starkville Manor HealthCare, LLC	20-0900298
Stratford Facility Operations, LLC	20-5114158
Summit Facility Operations, LLC	20-5105730
Susquehanna Village Facility Operations, LLC	20-5114203
Swan Pointe Facility Operations, LLC	20-5105792
Tallahassee Facility Operations, LLC	20-5114238
Tarpon Health Care Associates, LLC	58-2639486
THS Partners I, Inc.	61-1247990
THS Partners II, Inc.	61-1247991
Tosturi, LLC	87-1934589
Transitional Health Partners	61-1247988
Transitional Health Services, Inc.	61-1245176
Valley View HealthCare, LLC	20-0905934
VAPAMT, LLC	30-1127282
Vero Beach Facility Operations, LLC	20-5114268
VNTG HD Master Tenant, LLC	83-4270086
Walnut Cove HealthCare, LLC	20-0905961
Wayne HealthCare, LLC	20-0818282
Wellington HealthCare, LLC	20-0905981
Wellston Facility Operations, LLC	20-5105831
West Altamonte Facility Operations, LLC	20-5114358
West Palm Beach Facility Operations, LLC	20-5114330
Westerville Facility Operations, LLC	20-5105869
Westwood HealthCare, LLC	20-0906009

<b>Debtor Name</b>	<b>EIN Number</b>
Whispering Hills Facility Operations, LLC	20-5105923
Whitehall of Ann Arbor HealthCare, LLC	20-0818567
Whitehall of Novi HealthCare, LLC	20-0818514
Williamsburg Facility Operations, LLC	20-5105956
Willowbrook HealthCare, LLC	20-0906053
Wilora Lake HealthCare, LLC	20-0906081
Windsor Facility Operations, LLC	20-5105990
Winona Manor HealthCare, LLC	20-0900306
Winter Haven Facility Operations, LLC	20-5114303
Woodbine HealthCare, LLC	20-0900137
Woodstock Facility Operations, LLC	20-5106024

## LV OPERATIONS I, LLC

### Written Consent of Independent Manager

June 2, 2024

The undersigned, being the Independent Manager (the “Independent Manager”) of LV Operations I, LLC, a Delaware limited liability company (“LVO I”), acting on behalf of LVO I in accordance with that certain Unanimous Written Consent of FC Investors XXI, LLC dated May 19, 2024 (the “Parent Consent”) and that certain limited liability company agreement of LVO I (as amended by the Parent Consent, the “LLC Agreement”), and acting for and on behalf of each direct and indirect wholly owned subsidiary of LVO I listed on Schedule A (each, a “Subsidiary” and together with LVO I, the “Companies” and each, a “Company”), and such Subsidiaries acting on behalf of their respective Subsidiaries, as member, director, and/or manager of such Subsidiaries, as contemplated in the resolutions below and in accordance with the governing documents of such Subsidiaries, hereby consents to the following actions and adopts the following resolutions with respect to each Company in lieu of a meeting effective as of the date hereof.

#### Authorization

WHEREAS, pursuant to the LLC Agreement, the Independent Manager has the sole and exclusive authority to authorize, and cause LVO I and the Subsidiaries to take, the Restructuring Actions (as defined in the Parent Consent), including the sole authority to cause the amendment or modification of any of the governing documents of the Subsidiaries the Independent Manager determines to be necessary or advisable to authorize any Restructuring Action.

WHEREAS, the Independent Manager, individually and acting on behalf of LVO I, LVO I acting as the sole member of LV Operations II, LLC, LV Operations II, LLC acting as the sole member of LaVie Care Centers, LLC, LaVie Care Centers, LLC acting as the sole member of each of its direct Subsidiaries, and each such Subsidiary acting in its capacity as the direct or indirect member, manager, or partner of the other Subsidiaries, desires to (a) amend of each limited liability company agreement, partnership agreement or other governing document of each Subsidiary to provide that, notwithstanding any other provision of such agreement to the contrary, (i) the Independent Manager, as a manager or authorized agent of such Subsidiary, is authorized to, directly or through any member, manager, partner, director, or shareholder of such Subsidiary, to authorize, approve and implement any Restructuring Actions (including any applicable amendments to governing documents of any Subsidiary) with respect to such Subsidiary or any of its Subsidiaries, (ii) the bankruptcy of any person or entity serving as a member or partner of a Subsidiary that is a limited liability company or partnership shall not cause such person or entity to cease to be a member or partner and shall not cause the dissolution of such Subsidiary, and (iii) no consent or approval of any person or entity other than the Independent Manager shall be required to approve any Restructuring Action (including any Chapter 11 Case (as defined below)) (collectively, the “Subsidiary Amendments”), and (b) remove of any or all directors of any Subsidiary that is a corporation, fix the size of the board of directors of such Subsidiary to one

directorship, and appoint the Independent Manager as the sole director of such Subsidiary to authorize, approve and implement any Restructuring Actions (including the Subsidiary Amendments) (the “Subsidiary Director Replacements”).

RESOLVED, that each of the Subsidiary Amendments and the Subsidiary Director Replacements are hereby authorized, approved, ratified and confirmed in all respects, and each such actions shall be deemed to have occurred at such time and in such sequence as may be required by applicable law or the applicable governing documents of the Companies in order to give valid effect thereto.

RESOLVED, that the Independent Manager is executing this Written Consent, and authorizing the resolutions set forth herein, in such capacity and on behalf of such Company as may be required by applicable law or the applicable governing documents of such Companies in order for all resolutions set forth herein to be effective with respect to each of the Companies regarding the matters contemplated hereby.

### **Chapter 11 Filing**

WHEREAS, the Independent Manager has considered presentations by the financial and legal advisors of each Company regarding the liabilities and liquidity situation of each Company, the strategic alternatives available, and the effect of the foregoing on each Company’s business and creditors.

WHEREAS, the Independent Manager has had the opportunity to consult with the financial and legal advisors of the Companies and fully consider each of the strategic alternatives available to the Companies.

RESOLVED, that it is advisable and in the best interest of each Company (including a consideration of its creditors and other parties-in-interest) that each Company shall be, and hereby is, authorized to file, or cause to be filed, a voluntary petition for relief (each a “Chapter 11 Case” and collectively, the “Chapter 11 Cases”) under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Northern District of Georgia (the “Bankruptcy Court”).

RESOLVED, that the Independent Manager, the Chief Restructuring Officer, and any other duly appointed officer or agent of any Company or any other person acting at the direction of the foregoing (collectively, the “Authorized Signatories”), acting alone or with one or more other Authorized Signatories be, and they hereby are, authorized, empowered, and directed to execute and file on behalf of each Company all petitions, schedules, lists and other motions, papers, or documents, and to take any and all actions that they deem necessary, proper, or convenient to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of each Company’s business.

### **Retention of Professionals**

RESOLVED, that each of the Authorized Signatories be, and hereby is, authorized, empowered, and directed to employ the law firm of McDermott Will & Emery LLP (“McDermott”) as general bankruptcy counsel to represent and assist each Company in carrying



out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized, empowered, and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of McDermott.

RESOLVED, that each of the Authorized Signatories be, and hereby is, authorized, empowered, and directed to employ the firm of Stout Capital, LLC ("Stout") as investment banker to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized, empowered, and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed appropriate applications for authority to retain the services of Stout.

RESOLVED, that each of the Authorized Signatories be, and hereby is, authorized, empowered, and directed to employ the firm of Kurtzman Carson Consultants LLC ("KCC") as claims, noticing, and administrative agent to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized, empowered, and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed appropriate applications for authority to retain the services of KCC.

RESOLVED, that each of the Authorized Signatories be, and hereby is, authorized, empowered, and directed to employ any other professionals to assist each Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized, empowered, and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed appropriate applications for authority to retain the services of any other professionals as necessary, proper, or convenient.

RESOLVED, that each of the Authorized Signatories be, and hereby is, with the power of delegation, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each of the Authorized Signatories deem necessary, proper, or desirable in connection with each Company's Chapter 11 Case, with a view to the successful prosecution of such case.

#### **Debtor-in-Possession Financing, Cash Collateral, and Adequate Protection**

WHEREAS, reference is made to that certain debtor-in-possession term sheet (together with any and all exhibits, schedules, and annexes thereto, the "DIP Term Sheet") providing for a secured debtor-in-possession term loan credit facility to be provided by OHI DIP Lender, LLC and TIX 33433 LLC, or their respective designee(s) (as amended, amended and restated,



supplemented, or otherwise modified from time to time, the “DIP Facility” and the financing to be provided thereunder, the “DIP Financing”), including the use of the cash collateral, as that term is defined in Bankruptcy Code section 363(a) (the “Cash Collateral”), which is security for certain prepetition secured lenders under that certain Second Amended and Restated Credit and Security Agreement, by and between MidCap Funding IV Trust (“MidCap”) and LV CHC Holdings I, LLC and certain of its affiliates and subsidiaries, dated as of March 25, 2022.

RESOLVED, that in the judgment of the Independent Manager, each Company will receive benefits from the DIP Financing, and it is advisable and in the best interest of each Company, their creditors, and other parties-in-interest that the form, terms, and provisions of (i) the DIP Term Sheet and (ii) the related documentation (collectively, the “DIP Documentation”), and all other documents, agreements, instruments or certificates, intellectual property security agreements, joinders, and consents to be executed, delivered, or filed by each Company in connection therewith, and the transactions contemplated by the DIP Term Sheet and the DIP Documentation (in each case including, without limitation, the borrowings and other extensions of credit thereunder, and the guaranties, liabilities, obligations, security interest granted, and notes issued, if any, in connection therewith) be authorized, adopted, and approved in substantially the form presented to the Independent Manager, together with such changes as may be approved by the Authorized Signatories executing and delivering the same, such approval to be conclusively evidenced by such Authorized Signatory’s execution and delivery thereof.

RESOLVED, that the form, terms, and provisions of the DIP Term Sheet and DIP Documentation be, and hereby are, authorized, adopted, and approved in substantially the form presented to the Independent Manager, together with such changes as may be approved by the Authorized Signatories executing and delivering the same, such approval to be conclusively evidenced by such Authorized Signatory’s execution and delivery thereof, and each Company’s execution and delivery of, and the incurrence and performance of its obligations in connection with, the DIP Term Sheet and DIP Documentation, and the consummation of the transactions contemplated thereby or entered into in connection with the DIP Term Sheet and DIP Documentation, including, without limitation, any borrowing by any Company under the DIP Term Sheet and DIP Documentation, are hereby, in all respects, authorized and approved.

RESOLVED, that in order to use and obtain the benefits of the DIP Financing, and in accordance with Bankruptcy Code section 363, each Company will provide certain liens, claims, and adequate protection to Omega and MidCap to secure the obligations of the Companies under the DIP Facility as documented in a proposed order in interim and final form (each, a “DIP Order” and, together, the “DIP Orders”), authorizing and approving the DIP Term Sheet, the DIP Documentation, and the transactions contemplated thereby, and submitted for approval to the Bankruptcy Court.

RESOLVED, that the form, terms, and provisions of the DIP Orders to which each Company is or will be subject, and the actions and transactions contemplated thereby are hereby authorized, adopted, and approved, and each of the Authorized Signatories of each Company be, and hereby is, authorized and empowered, in the name of and on behalf of each Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of, each DIP Order and such other agreements, certificates, instruments, receipts, petitions, motions, or other papers or documents relating to the transactions

contemplated thereby to which each Company is or will be a party, including, but not limited to, any security agreements, pledge agreements, guaranty agreements, assignment documents, notices, financing statements, mortgages, intellectual property filings, tax affidavits, fee letters and other instruments as the applicable lenders may reasonably request or as may be necessary or appropriate to create, preserve, and perfect the liens granted under the DIP Term Sheet and DIP Documentation and to otherwise consummate the transactions contemplated thereby, with any changes, additions, and modifications to the DIP Term Sheet, DIP Documentation, and DIP Orders (collectively, the “DIP Documents”) as any Authorized Signatory executing the same shall approve, such approval to be conclusively evidenced by such Authorized Signatory’s execution and delivery thereof.

RESOLVED, that each of the Authorized Signatories of each Company be, and hereby is, authorized, directed, and empowered in the name of, and on behalf of, each Company to take all such further actions, including, without limitation, to pay all fees and expenses payable in accordance with the terms of the DIP Documents, to arrange for and enter into supplemental agreements, amendments, instruments, certificates, or documents relating to the transactions contemplated by any of the DIP Documents and to execute and deliver all such supplemental agreements, amendments, instruments, certificates, or documents in the name and on behalf of each of the Companies, which shall in their sole judgment be necessary, proper, or advisable in order to perform such Companies’ obligations under or in connection with any of the DIP Documents and the transactions contemplated thereby (execution by such Authorized Signatory to constitute conclusive evidence of such judgment), and to carry out fully the intent of the foregoing resolutions. The performance of any such further act or thing and the execution of any such document or instrument by any of the Authorized Signatories of the Companies pursuant to these resolutions shall be conclusive evidence that the same have been authorized and approved by the Companies in every respect.

### **General Resolutions**

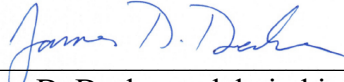
RESOLVED, that the Authorized Signatories of each of the Companies be, and each of them hereby is, authorized, empowered, and directed to execute, acknowledge, verify, deliver, and file any and all such other agreements, documents, instruments, and certificates and to take such other actions as may be necessary, proper, or appropriate in order to carry out the intent and purposes of the foregoing resolutions.

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken and expenses incurred in the name of and on behalf of any Company by any officer, member, manager, partner, director, shareholder, employee, agent or Authorized Signatory of any Company in connection with or related to the matters set forth or contemplated by the foregoing resolutions be, and they hereby are, approved, ratified, and confirmed in all respects.

FURTHER RESOLVED, that an Authorized Signatory of the Companies is hereby authorized to certify to third parties with respect to adoption of these resolutions in the form and substance satisfactory to them.

**IN WITNESS WHEREOF**, the undersigned has executed this Written Consent as of the date first written above.

**INDEPENDENT MANAGER:**



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James D. Decker, solely in his capacity as Independent Manager and not in his individual capacity

**SCHEDULE A**

**Subsidiaries**

1. 10040 Hillview Road Operations LLC
2. 1010 Carpenters Way Operations LLC
3. 1026 Albee Farm Road Operations LLC
4. 1061 Virginia Street Operations LLC
5. 1111 Drury Lane Operations LLC
6. 1120 West Donegan Avenue Operations LLC
7. 11565 Harts Road Operations LLC
8. 12170 Cortez Boulevard Operations LLC
9. 125 Alma Boulevard Operations LLC
10. 1445 Howell Avenue Operations LLC
11. 1465 Oakfield Drive Operations LLC
12. 1507 South Tuttle Avenue Operations LLC
13. 15204 West Colonial Drive Operations LLC
14. 1550 Jess Parrish Court Operations LLC
15. 1615 Miami Road Operations LLC
16. 1820 Shore Drive Operations LLC
17. 1851 Elkcarn Boulevard Operations LLC
18. 1937 Jenks Avenue Operations LLC
19. 195 Mattie M. Kelly Boulevard Operations LLC
20. 216 Santa Barbara Boulevard Operations LLC
21. 2333 North Brentwood Circle Operations LLC
22. 2401 NE 2nd Street Operations LLC
23. 2826 Cleveland Avenue Operations LLC
24. 2916 Habana Way Operations LLC
25. 2939 South Haverhill Road Operations LLC
26. 3001 Palm Coast Parkway Operations, LLC
27. 3101 Ginger Drive Operations LLC
28. 3110 Oakbridge Boulevard Operations LLC
29. 3735 Evans Avenue Operations LLC
30. 3825 Countryside Boulevard Operations LLC
31. 3920 Rosewood Way Operations LLC
32. 4200 Washington Street Operations LLC
33. 4641 Old Canoe Creek Road Operations LLC
34. 500 South Hospital Drive Operations LLC
35. 5065 Wallis Road Operations LLC
36. 518 West Fletcher Avenue Operations LLC
37. 5405 Babcock Street Operations LLC
38. 611 South 13th Street Operations LLC
39. 626 North Tyndall Parkway Operations LLC
40. 6305 Cortez Road West Operations LLC
41. 6414 13th Road South Operations, LLC
42. 650 Reed Canal Road Operations LLC
43. 6700 NW 10th Place Operations LLC

[SCHEDULE A TO WRITTEN CONSENT]

44. 702 South Kings Avenue Operations LLC
45. 710 North Sun Drive Operations LLC
46. 741 South Beneva Road Operations LLC
47. 777 Ninth Street North Operations LLC
48. 7950 Lake Underhill Road Operations LLC
49. 9035 Bryan Dairy Road Operations LLC
50. 9311 South Orange Blossom Trail Operations LLC
51. 9355 San Jose Boulevard Operations LLC
52. Alpha Health Care Properties, LLC
53. Ambassador Ancillary Services, LLC
54. Ambassador Rehabilitative Services, LLC
55. Ashland Facility Operations, LLC
56. Ashton Court HealthCare, LLC
57. Assisted Living at Frostburg Village Facility Operations, LLC
58. Augusta Facility Operations, LLC
59. Augusta Health Care Properties, LLC
60. Baya Nursing and Rehabilitation, LLC
61. Bayonet Point Facility Operations, LLC
62. Bossier HealthCare, LLC
63. Brandon Facility Operations, LLC
64. Brentwood Meadow Health Care Associates, LLC
65. Briley Facility Operations, LLC
66. Brownsboro Hills HealthCare, LLC
67. Canonsburg Property Investors, LLC
68. Capital Health Care Associates, LLC
69. Cardinal North Carolina HealthCare, LLC
70. Carey Facility Operations, LLC
71. Cary HealthCare, LLC
72. Catalina Gardens Health Care Associates, LLC
73. Catalina Health Care Associates, LLC
74. Centennial Acquisition Corporation
75. Centennial Employee Management, LLC
76. Centennial Five Star Master Tenant, LLC
77. Centennial HealthCare Corporation
78. Centennial Healthcare Holding Company LLC
79. Centennial HealthCare Investment Corporation
80. Centennial HealthCare Management Corporation
81. Centennial HealthCare Properties Corporation
82. Centennial Healthcare Properties, LLC
83. Centennial Management Investment, LLC
84. Centennial Master Subtenant, LLC
85. Centennial Master Tenant, LLC
86. Centennial Newco Holding Company, LLC
87. Centennial Professional Therapy Services Corporation
88. Centennial SEHC Master Tenant, LLC
89. Centennial Service Corporation - Grant Park

90. Charlwell HealthCare, LLC
91. Chenal HealthCare, LLC
92. Cheswick Facility Operations, LLC
93. CHIC Holding Company, LLC
94. CHMC Holding Company, LLC
95. CHPC Holding Company LLC
96. Clay County HealthCare, LLC
97. Clearwater HealthCare, LLC
98. Coastal Administrative Services, LLC
99. Coastal Management Investment, LLC
100. Consulate EV Acquisition, LLC
101. Consulate EV Master Tenant, LLC
102. Consulate EV Operations I, LLC
103. Consulate Facility Leasing, LLC
104. Consulate Management Company III, LLC
105. Consulate MZHBS Leaseholdings, LLC
106. Consulate NHCG Leaseholdings, LLC
107. Country Meadow Facility Operations, LLC
108. Crestline Facility Operations, LLC
109. Cypress Manor Health Care Associates, LLC
110. Cypress Square Health Care Associates, LLC
111. D.C. Medical Investors Limited Partnership
112. Donegan Square Health Care Associates, LLC
113. Down East HealthCare, LLC
114. Edinborough Square Health Care Associates, LLC
115. Emerald Ridge HealthCare, LLC
116. Envoy Health Care, LLC
117. Envoy Management Company, LLC
118. Envoy of Alexandria, LLC
119. Envoy of Denton, LLC
120. Envoy of Forest Hills, LLC
121. Envoy of Fork Union, LLC
122. Envoy of Goochland, LLC
123. Envoy of Lawrenceville, LLC
124. Envoy of Norfolk, LLC
125. Envoy of Pikesville, LLC
126. Envoy of Richmond, LLC
127. Envoy of Somerset, LLC
128. Envoy of Staunton, LLC
129. Envoy of Williamsburg, LLC
130. Envoy of Winchester, LLC
131. Envoy of Woodbridge, LLC
132. Epsilon Health Care Properties, LLC
133. Ferriday HealthCare, LLC
134. FLLVMT, LLC
135. Florida Health Care Properties, LLC

136. Floridian Facility Operations, LLC
137. Forrest Oakes HealthCare, LLC
138. Franklinton HealthCare, LLC
139. Frostburg Facility Operations, LLC
140. Garden Court HealthCare, LLC
141. Gateway HealthCare, LLC
142. Genoa Healthcare Consulting, LLC
143. Genoa Healthcare Group, LLC
144. Glenburney HealthCare, LLC
145. Grant Park Nursing Home Limited Partnership
146. Grayson Facility Operations, LLC
147. Green Cove Facility Operations LLC
148. Greenfield Facility Operations, LLC
149. Harbor Pointe Facility Operations, LLC
150. HFLLVMT, LLC
151. Hilltop Mississippi HealthCare, LLC
152. Hilltopper Holding Corp.
153. Hollywell HealthCare, LLC
154. Hunter Woods HealthCare, LLC
155. Hurstbourne HealthCare, LLC
156. Jacksonville Facility Operations, LLC
157. Jennings HealthCare, LLC
158. Joseira, LLC
159. Kannapolis HealthCare, LLC
160. KD HealthCare, LLC
161. Kenton Facility Operations, LLC
162. Kenwood View HealthCare, LLC
163. Kimwell HealthCare, LLC
164. Kings Daughters Facility Operations, LLC
165. Kissimmee Facility Operations, LLC
166. Lake Parker Facility Operations, LLC
167. Lakeland Facility Operations, LLC
168. LaVie Care Centers, LLC
169. Legends Facility Operations, LLC
170. Level Up Staffing, LLC
171. Libby HealthCare, LLC
172. Lidenskab, LLC
173. Lincoln Center HealthCare, LLC
174. Locust Grove Facility Operations, LLC
175. LTC Insurance Associates, LLC
176. Lucasville I Facility Operations, LLC
177. Lucasville II Facility Operations, LLC
178. Luther Ridge Facility Operations, LLC
179. LV CHC Holdings I, LLC
180. LV Operations II, LLC
181. LVE Holdco, LLC



182. LVE Master Tenant 1, LLC
183. LVE Master Tenant 2, LLC
184. LVE Master Tenant 3, LLC
185. LVE Master Tenant 4, LLC
186. LVFH Master Tenant, LLC
187. LVLUPH, LLC
188. MA HealthCare Holding Company, LLC
189. Manor at St. Luke Village Facility Operations, LLC
190. McComb HealthCare, LLC
191. Melbourne Facility Operations, LLC
192. Miami Facility Operations, LLC
193. Milton HealthCare, LLC
194. Montclair HealthCare, LLC
195. Mount Royal Facility Operations, LLC
196. NENC HealthCare Holding Company, LLC
197. New Harmonie HealthCare, LLC
198. New Port Richey Facility Operations, LLC
199. Newport News Facility Operations, LLC
200. Norfolk Facility Operations, LLC
201. North Carolina Master Tenant, LLC
202. North Fort Myers Facility Operations, LLC
203. North Strabane Facility Operations, LLC
204. Oak Grove HealthCare, LLC
205. Oaks at Sweeten Creek HealthCare, LLC
206. Omro HealthCare, LLC
207. Onetete, LLC
208. Orange Park Facility Operations, LLC
209. Osprey Nursing and Rehabilitation, LLC
210. Paloma Blanca Health Care Associates, LLC
211. Parkside Facility Operations, LLC
212. Parkview Facility Operations, LLC
213. Parkview HealthCare, LLC
214. Parkview Manor HealthCare, LLC
215. Parkwell HealthCare, LLC
216. Pavilion at St. Luke Village Facility Operations, LLC
217. Penn Village Facility Operations, LLC
218. Pennknoll Village Facility Operations, LLC
219. Pensacola Facility Operations, LLC
220. Perry Facility Operations, LLC
221. Perry Village Facility Operations, LLC
222. Pheasant Ridge Facility Operations, LLC
223. Piketon Facility Operations, LLC
224. Pine River HealthCare, LLC
225. Pinelake HealthCare, LLC
226. Pinewood HealthCare, LLC
227. Port Charlotte Facility Operations, LLC



- 228. QCPMT, LLC
- 229. RAC Insurance Investors, LLC
- 230. Reeders Facility Operations, LLC
- 231. Retirement Village of North Strabane Facility Operations, LLC
- 232. Ridgewood Facility Operations, LLC
- 233. Riley HealthCare, LLC
- 234. Rispetto, LLC
- 235. Riverbend HealthCare, LLC
- 236. Riverview of Ann Arbor HealthCare, LLC
- 237. Royal Terrace HealthCare, LLC
- 238. Safety Harbor Facility Operations, LLC
- 239. Salus Management Investment, LLC
- 240. Sarasota Facility Operations, LLC
- 241. Sea Crest Management Investment, LLC
- 242. Sheridan Indiana HealthCare, LLC
- 243. Shoreline Healthcare Management, LLC
- 244. Skyline Facility Operations, LLC
- 245. Southpoint Health Care Associates, LLC
- 246. St. Petersburg Facility Operations, LLC
- 247. Starkville Manor HealthCare, LLC
- 248. Stratford Facility Operations, LLC
- 249. Summit Facility Operations, LLC
- 250. Susquehanna Village Facility Operations, LLC
- 251. Swan Pointe Facility Operations, LLC
- 252. Tallahassee Facility Operations, LLC
- 253. Tarpon Health Care Associates, LLC
- 254. THS Partners I, Inc.
- 255. THS Partners II, Inc.
- 256. Tosturi, LLC
- 257. Transitional Health Partners
- 258. Transitional Health Services, Inc.
- 259. Valley View HealthCare, LLC
- 260. VAPAMT, LLC
- 261. Vero Beach Facility Operations, LLC
- 262. VNTG HD Master Tenant, LLC
- 263. Walnut Cove HealthCare, LLC
- 264. Wayne HealthCare, LLC
- 265. Wellington HealthCare, LLC
- 266. Wellston Facility Operations, LLC
- 267. West Altamonte Facility Operations, LLC
- 268. West Palm Beach Facility Operations, LLC
- 269. Westerville Facility Operations, LLC
- 270. Westwood HealthCare, LLC
- 271. Whispering Hills Facility Operations, LLC
- 272. Whitehall of Ann Arbor HealthCare, LLC
- 273. Whitehall of Novi HealthCare, LLC

- 274. Williamsburg Facility Operations, LLC
- 275. Willowbrook HealthCare, LLC
- 276. Wilora Lake HealthCare, LLC
- 277. Windsor Facility Operations, LLC
- 278. Winona Manor HealthCare, LLC
- 279. Winter Haven Facility Operations, LLC
- 280. Woodbine HealthCare, LLC
- 281. Woodstock Facility Operations, LLC

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

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In re:

LAVIE CARE CENTERS, LLC, *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)

) Case No. 24-\_\_\_\_ (\_\_\_\_)

) (Joint Administration Requested)  
)  
)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, LaVie Care Centers, LLC and certain of its affiliates and subsidiaries, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), respectfully represent as follows with respect to the Debtors’ direct and indirect corporate ownership:

1. Non-Debtor LaVie HoldCo, LLC owns 100% of the membership interests in LV Operations I, LLC.
2. LV Operations I, LLC owns 100% of the membership interests in LV Operations II, LLC.
3. LV Operations II, LLC owns 100% of the membership interests in LaVie Care Centers, LLC.
4. LaVie Care Centers, LLC owns 100% of the membership interests in the following Debtor entities: Centennial HealthCare Properties, LLC; MA HealthCare Holding Company, LLC; Consulate MZHBS Leaseholdings, LLC; LVLUPH, LLC; LV CHC Holdings I, LLC; Centennial

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<sup>1</sup> 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. 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.

Management Investment, LLC; Consulate EV Acquisition, LLC; Consulate NHCG Leaseholdings, LLC; Genoa Healthcare Group, LLC; LVE Holdco, LLC; Tosturi, LLC; Onetete, LLC; and Rispetto, LLC.

5. LVLUPH, LLC owns 100% of the membership interests in Level Up Staffing, LLC.
6. Tosturi, LLC owns 100% of the membership interests in Josera, LLC.
7. Onetete, LLC owns 100% of the membership interests in Lidenskab, LLC.
8. Rispetto, LLC owns 100% of the membership interests in Consulate Management Company III, LLC.

9. Genoa Healthcare Group, LLC owns 100% of the membership interests in the following Debtor entities: Florida Health Care Properties, LLC; Genoa Healthcare Consulting, LLC; Coastal Management Investment, LLC; Sea Crest Management Investment, LLC; RAC Insurance Investors, LLC; and Salus Management Investment, LLC.

10. Coastal Management Investment, LLC owns 100% of the membership interests in Coastal Administrative Services, LLC.

11. Florida Health Care Properties, LLC owns 100% of the membership interests in the following Debtor entities: Epsilon Health Care Properties, LLC; Alpha Health Care Properties, LLC; and Augusta Care Properties, LLC.

12. Epsilon Health Care Properties, LLC owns 100% of the membership interests in the following Debtor entities: 9035 Bryan Dairy Road Operations LLC; 1026 Albee Farm Road Operations LLC; 6305 Cortez Road West Operations LLC; 1465 Oakfield Drive Operations LLC; 2333 North Brentwood Circle Operations LLC; Brentwood Meadow Health Care Associates, LLC; Capital Health Care Associates, LLC; 15204 West Colonial Drive Operations LLC; 216 Santa Barbara Boulevard Operations LLC; 3825 Countryside Boulevard Operations LLC; Cypress

Manor Health Care Associates, LLC; Cypress Square Health Care Associates, LLC; 1851 Elkcarn Boulevard Operations LLC; 195 Mattie M. Kelly Boulevard Operations LLC; 626 North Tyndall Parkway Operations LLC; 1111 Drury Lane Operations LLC; 3735 Evans Avenue Operations LLC; 518 West Fletcher Avenue Operations LLC; 611 South 13th Street Operations LLC; 3001 Palm Coast Parkway Operations LLC; Green Cove Facility Operations LLC; 2916 Habana Way Operations LLC; 1615 Miami Road Operations LLC; 11565 Harts Road Operations LLC; 3101 Ginger Drive Operations LLC; 777 Ninth Street North Operations LLC; 2826 Cleveland Avenue Operations LLC; 1445 Howell Avenue Operations LLC; 4200 Washington Street Operations LLC; 125 Alma Boulevard Operations LLC; 1120 West Donegan Avenue Operations LLC; Donegan Square Health Care Associates, LLC; 710 North Sun Drive Operations LLC; 1061 Virginia Street Operations LLC; 1507 South Tuttle Avenue Operations LLC; 6700 NW 10th Place Operations LLC; 650 Reed Canal Road Operations LLC; Perry Facility Operations LLC; 4641 Old Canoe Creek Road Operations LLC; 5065 Wallis Road Operations LLC; 7950 Lake Underhill Road Operations LLC; 3920 Rosewood Way Operations LLC; 9355 San Jose Boulevard Operations LLC; 1937 Jenks Avenue Operations LLC; 2401 NE 2nd Street Operations LLC; 500 South Hospital Drive Operations LLC; 12170 Cortez Boulevard Operations LLC; Tarpon Health Care Associates, LLC; 5405 Babcock Street Operations LLC; Edinborough Square Health Care Associates, LLC; 10040 Hillview Road Operations LLC; 1550 Jess Parrish Court Operations LLC; and 1010 Carpenters Way Operations LLC.

13. Alpha Health Care Properties, LLC owns 100% of the membership interests in the following Debtor entities: 741 South Beneva Road Operations LLC; 702 South Kings Avenue Operations LLC; 2939 South Haverhill Road Operations LLC; 3110 Oakbridge Boulevard Operations LLC; Catalina Gardens Health Care Associates, LLC; 9311 South Orange Blossom

Trail Operations LLC; Paloma Blanca Health Care Associates, LLC; Southpoint Health Care Associates, LLC; and 6414 13th Road South Operations LLC.

14. Augusta Health Care Properties, LLC owns 100% of the membership interests in the following Debtor entities: Catalina Health Care Associates, LLC and 1820 Shore Drive Operations LLC.

15. MA HealthCare Holding Company, LLC owns 100% of the membership interests in the following Debtor entities: Charlwell HealthCare, LLC; KD HealthCare, LLC; Kimwell HealthCare, LLC; Milton HealthCare, LLC; and Parkwell HealthCare, LLC.

16. Centennial Management Investment, LLC owns 100% of the membership interests in Shoreline Healthcare Management, LLC.

17. Centennial Healthcare Properties, LLC owns 100% of the membership interests in the following Debtor entities: NENC HealthCare Holding Company, LLC; LTC Insurance Associates, LLC; Centennial Healthcare Holding Company, LLC; Centennial Master Tenant, LLC; Centennial Master Subtenant, LLC; Centennial SEHC Master Tenant, LLC; Centennial Five Star Master Tenant, LLC; North Carolina Master Tenant, LLC; Centennial Employee Management, LLC; and Centennial Newco Holding Company, LLC.

18. NENC HealthCare Holding Company, LLC owns 100% of the membership interests in the following Debtor entities: Down East HealthCare, LLC, Forrest Oakes HealthCare, LLC; Montclair HealthCare, LLC; Valley View HealthCare, LLC; and Westwood HealthCare, LLC.

19. Centennial Healthcare Holding Company, LLC owns 100% of the membership interests in the following Debtor entities: Bossier HealthCare, LLC; Brownsboro Hills HealthCare, LLC; Cardinal North Carolina HealthCare, LLC; Cary HealthCare, LLC; Clay County HealthCare,

LLC; Clearwater HealthCare, LLC; Emerald Ridge HealthCare, LLC; Ferriday HealthCare, LLC; Franklinton HealthCare, LLC; Garden Court HealthCare, LLC; Gateway HealthCare, LLC; Glenburney HealthCare, LLC; Hilltop Mississippi HealthCare, LLC; Hollywell HealthCare, LLC; Hunter Woods HealthCare, LLC; Hurstbourne HealthCare, LLC; Jennings HealthCare, LLC; Kannapolis HealthCare, LLC; Libby HealthCare, LLC; Lincoln Center HealthCare, LLC; McComb HealthCare, LLC; New Harmonie HealthCare, LLC; Oak Grove HealthCare, LLC; Oaks at Sweeten Creek HealthCare, LLC; Omro HealthCare, LLC; Parkview HealthCare, LLC; Parkview Manor HealthCare, LLC; Pine River HealthCare, LLC; Pinelake HealthCare, LLC; Pinewood HealthCare, LLC; Riley HealthCare, LLC; Riverbend HealthCare, LLC; Riverview of Ann Arbor HealthCare, LLC; Sheridan Indiana HealthCare, LLC; Starkville Manor HealthCare, LLC; Walnut Cove HealthCare, LLC; Wayne HealthCare, LLC; Wellington HealthCare, LLC; Whitehall of Ann Arbor HealthCare, LLC; Whitehall of Novi HealthCare, LLC; Willowbrook HealthCare, LLC; Wilora Lake HealthCare, LLC; and Winona Manor HealthCare, LLC.

20. Centennial Newco Holding Company, LLC owns 100% of the equity interests in Hilltopper Holding Corporation.

21. Hilltopper Holding Corporation owns 100% of the equity interests in Centennial HealthCare Corporation.

22. Centennial HealthCare Corporation owns 100% of the equity interests in the following Debtor entities: Centennial HealthCare Properties Corporation; Centennial Acquisition Corporation; Transitional Health Services, Inc.; and Centennial HealthCare Management Corporation.

23. Centennial HealthCare Properties Corporation owns 100% of the membership interests and equity interests, as applicable, in the following Debtor entities: CHPC Holding

Company, LLC; Centennial HealthCare Investment Corporation; and Centennial Service Corporation – Grant Park.

24. CHPC Holding Company, LLC owns 100% of the membership interests in the following Debtor entities: Kenwood View HealthCare, LLC and Royal Terrace HealthCare, LLC.

25. Centennial HealthCare Investment Corporation owns 100% of the membership interests in Chenal HealthCare, LLC.

26. Centennial Service Corporation – Grant Park owns 100% of the partnership interests in the following Debtor entities: D.C. Medical Investors Limited Partnership and Grant Park Nursing Home Limited Partnership.

27. Transitional Health Services, Inc. owns 100% of the membership interests and equity interests, as applicable, in the following Debtor entities: Centennial Professional Therapy Services Corporation; THS Partners I, Inc.; and THS Partners II, Inc.

28. THS Partners I, Inc. and THS Partners II, Inc. own 100% of the partnership interests in Transitional Health Partners.

29. Transitional Health Partners owns 100% of the membership interests in CHIC Holding Company, LLC

30. CHIC Holding Company, LLC owns 100% of the membership interests in Ashton Court HealthCare, LLC.

31. Centennial HealthCare Management Corporation owns 100% of the membership interests in CHMC Holding Company, LLC.

32. CHMC Holding Company, LLC owns 100% of the membership interests in Woodbine HealthCare, LLC.



33. Consulate MZHBS Leaseholdings, LLC owns 100% of the membership interests in the following Debtor entities: Osprey Nursing and Rehabilitation, LLC and Baya Nursing and Rehabilitation, LLC.

34. Consulate EV Acquisition, LLC owns 100% of the membership interests in the following Debtor entities: Consulate EV Operations I, LLC and Envoy Management Company, LLC.

35. Consulate EV Operations I, LLC owns 100% of the membership interests in Envoy Health Care, LLC.

36. Envoy Health Care, LLC owns 100% of the membership interests in the following Debtor entities: Envoy of Alexandria, LLC; Envoy of Denton, LLC; Envoy of Forest Hills, LLC; Envoy of Fork Union, LLC; Envoy of Goochland, LLC; Envoy of Lawrenceville, LLC; Envoy of Norfolk, LLC; Envoy of Pikesville, LLC; Envoy of Richmond, LLC; Envoy of Somerset, LLC; Envoy of Staunton, LLC; Envoy of Williamsburg, LLC; Envoy of Winchester, LLC; Envoy of Woodbridge, LLC; VNTG HD Master Tenant LLC; and Consulate EV Master Tenant, LLC.

37. Consulate NHCG Leaseholdings, LLC owns 100% of the membership interests in Floridian Facility Operations, LLC.

38. LV CHC Holdings I, LLC owns 100% of the membership interests in the following Debtor entities: Ambassador Ancillary Services, LLC; Ambassador Rehabilitative Services, LLC; Ashland Facility Operations, LLC; Augusta Facility Operations, LLC; Bayonet Point Facility Operations, LLC; Brandon Facility Operations, LLC; Briley Facility Operations, LLC; Canonsburg Property Investors, LLC; Carey Facility Operations, LLC; Cheswick Facility Operations, LLC; Consulate Facility Leasing, LLC; Country Meadow Facility Operations, LLC; Crestline Facility Operations, LLC; FLLVMT, LLC; Assisted Living at Frostburg Village Facility

Operations, LLC; Frostburg Facility Operations, LLC; Grayson Facility Operations, LLC; Greenfield Facility Operations, LLC; Harbor Pointe Facility Operations, LLC; HFLVMT, LLC; Jacksonville Facility Operations, LLC; Kenton Facility Operations, LLC; Kings Daughters Facility Operations, LLC; Kissimmee Facility Operations, LLC; Lake Parker Facility Operations, LLC; Lakeland Facility Operations, LLC; Legends Facility Operations, LLC; Locust Grove Facility Operations, LLC; Lucasville I Facility Operations, LLC; Lucasville II Facility Operations, LLC; Luther Ridge Facility Operations, LLC; LVFH Master Tenant, LLC; Melbourne Facility Operations, LLC; Miami Facility Operations, LLC; Mount Royal Facility Operations, LLC; New Port Richey Facility Operations, LLC; Newport News Facility Operations, LLC; Norfolk Facility Operations, LLC; North Fort Myers Facility Operations, LLC; North Strabane Facility Operations, LLC; Retirement Village of North Strabane Facility Operations, LLC; Orange Park Facility Operations, LLC; Parkside Facility Operations, LLC; Parkview Facility Operations, LLC; Penn Village Facility Operations, LLC; Pennknoll Village Facility Operations, LLC; Pensacola Facility Operations, LLC; Perry Village Facility Operations, LLC; Pheasant Ridge Facility Operations, LLC; Piketon Facility Operations, LLC; Port Charlotte Facility Operations, LLC; QCPMT, LLC; Reeders Facility Operations, LLC; Ridgewood Facility Operations, LLC; Safety Harbor Facility Operations, LLC; Sarasota Facility Operations, LLC; Skyline Facility Operations, LLC; Manor at St. Luke Village Facility Operations, LLC; Pavilion at St. Luke Village Facility Operations, LLC; St. Petersburg Facility Operations, LLC; Stratford Facility Operations, LLC; Summit Facility Operations, LLC; Susquehanna Village Facility Operations, LLC; Swan Pointe Facility Operations, LLC; Tallahassee Facility Operations, LLC; VAPAMT, LLC; Vero Beach Facility Operations, LLC; Wellston Facility Operations, LLC; West Altamonte Facility Operations, LLC; West Palm Beach Facility Operations, LLC; Westerville Facility Operations, LLC; Whispering

Hills Facility Operations, LLC; Williamsburg Facility Operations, LLC; Windsor Facility Operations, LLC; Winter Haven Facility Operations, LLC; and Woodstock Facility Operations, LLC.

39. LVE Holdco, LLC owns 100% of the membership interests in the following Debtor entities: LVE Master Tenant 1, LLC; LVE Master Tenant 2, LLC; LVE Master Tenant 3, LLC; and LVE Master Tenant 4, LLC.

Fill in this information to identify the case:

Debtor name: LaVie Care Centers, LLC, et al.,

United States Bankruptcy Court for the: Northern District of Georgia

Case number (if known):

☐ Check if this is an amended filing

## Official Form 204

# Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	POWERBACK REHABILITATION PO Box 831322 Philadelphia, PA 19182-1322 United States	Name: Jonathan Kirschner Email: jonathan.kirschner@genesishcc.com Phone: (516) 241-0401	Trade				\$57,565,547
2	OMEGA LANDLORDS C/O OMEGA HEALTH CARE INVESTORS, INC. Attn: Ferguson Braswell Fraser Kubasta PC 2500 Dallas Parkway, Suite 600 Plano, TX 75093 United States Attn: Leighton Aiken	Name: Leighton Aiken, Robert Lemons, Matthew Levin Email: laiken@fbfk.law rlemons@goodwinlaw.com mlevin@swlawfirm.com Phone: (972) 378-9111	Landlord				\$47,059,090
3	HEALTHCARE SERVICES GROUP 3220 Tilman Drive, Suite #300 Bensalem, PA 18201 United States	Name: Patrick J. Orr Email: porr@hcsgrcorp.com Phone: (215) 688-4359	Trade				\$39,718,570
4	POWERBACK REHABILITATION PO Box 831322 Philadelphia, PA 19182-1322 United States	Name: Jonathan Kirschner Email: jonathan.kirschner@genesishcc.com Phone: (516) 241-0401	Unsecured Note				\$36,588,694
5	HEALTHCARE SERVICES GROUP 3220 Tilman Drive, Suite #300 Bensalem, PA 18201 United States	Name: Patrick J. Orr Email: porr@hcsgrcorp.com Phone: (215) 688-4359	Unsecured Note				\$21,114,847
6	SHIFTMED, LLC 7925 Jones Branch Drive, Suite 1100 McClean, VA 22102 United States	Email: legal@shiftmed.com Phone: (513) 646-7373	Trade	Disputed			\$14,363,135
7	TWIN MED LLC PO Box 847340 Los Angeles, CA 90084-7340 United States	Email: payments@twinmed.com Phone: (323) 826-2230	Trade				\$9,602,043
8	GALE HEALTHCARE SOLUTIONS PO Box 4729 Winter Park, FL 32793-4729 United States	Email: mfafalios@realtimeservices.com Phone: (407) 645-1003	Trade	Disputed			\$9,211,499
9	OMEGA LENDERS C/O OMEGA HEALTH CARE INVESTORS, INC. Attn: Ferguson Braswell Fraser Kubasta PC 2500 Dallas Parkway, Suite 600 Plano, TX 75093 United States Attn: Leighton Aiken	Name: Leighton Aiken, Robert Lemons, Matthew Levin Email: laiken@fbfk.law rlemons@goodwinlaw.com mlevin@swlawfirm.com Phone: (972) 378-9111	Unsecured Note				\$8,216,169
10	OMNICARE INC 100 E. River Center Blvd. Covington, KY 41011 United States	Name: Karen Dailey Email: Karen.Dailey@CVSHealth.com Phone: (480) 772-5267	Trade				\$7,810,881
11	SUPERIOR MEDICAL STAFFING PO Box 4729 Winter Park, FL 32793 United States	Email: mfafalios@realtimeservices.com Phone: (407) 645-1003	Trade	Disputed			\$3,204,684

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
12	DEPARTMENT OF JUSTICE* 950 Pennsylvania Avenue, NW Washington, DC 20530-0001 United States  * Projected to be paid in full, in accordance with settlement terms.	Name: Miniard Culpepper & Alastair Gesmundo Email: miniard.culpepper@usdoj.gov alastair.m.gesmundo@usdoj.gov Phone: (202) 514-2000	Governmental Agency				\$2,500,000
13	DIRECT SUPPLY PO Box 88201 Milwaukee, WI 53288-0201 United States	Email: DFord@directs.com Phone: (800) 246-5149	Trade				\$2,444,763
14	AMIDON NURSE STAFFING, LLC PO Box 436 Malverne, NY 11565 United States	Email: eschick@amidons.com Phone: (904) 374-5904	Trade	Disputed			\$1,410,905
15	PRECISION HEALTHCARE, LLC 4209 Lakeland Drive, #363 Flowood, MS 39232 United States	Email: invoice@precisionhcs.com Phone: (228) 238-4954	Trade	Disputed			\$1,301,999
16	CDB SERVICES USA LLC 2549 Eastbluff Drive, Suite 490 Newport Beach, CA 92660 United States	Email: brmagill@tclginc.com Phone: (888) 304-4347	Trade	Disputed			\$1,123,963
17	CAREMASTERS HOMEHEALTH, LLC 1248 Sarasota Center Blvd Sarasota, FL 34240 United States	Email: rmohammed@WaltersLevine.com Phone: (941) 364-8787	Trade	Disputed			\$951,675
18	EMPIRIAN HEALTH, LLC C/o Burr & Forman, LLP 420 North 20 <sup>th</sup> Street, Ste 3400 Birmingham, AL 35203 United States Attn: Rik S. Tozzi, Esq.	Name: Rik Tozzi; Jackson A. Freese; Benjamin Coulter Email: rik.tozzi@burr.com; bcoulter@burr.com; jfreese@burr.com Phone: (205) 251-3000	Litigation	Disputed			\$900,000
19	SNAPMEDTECH, INC 675 Ponce de Leon Ave, Suite 8500 Atlanta, GA 30308 United States	Email: EBarton@seyfarth.com Phone: (404) 885-6772	Trade	Disputed			\$861,111
20	SHIFTKEY LLC PO Box 735913 Dallas, TX 75373-5913 United States	Email: allyson.omalley@shiftkey.com Phone: (440) 537-2432	Trade	Disputed			\$818,165
21	ECAPITAL COMMERCIAL FINANCE CORP CORP, BOA LOCKBOX 742890 Attn: Premier Healthcare 6000 Feldwood RD College Park, GA 30349 United States	Name: Devin Hull Email: Devin.Hull@ecapital.com Phone: (678) 385-9667	Trade	Disputed			\$777,527
22	COASTAL CARE STAFFING, LLC 1525 S. Tamiami Trail, Suite 603 Venice, FL 34285 United States	Email: mhildreth@shumaker.com Phone: (941) 366-6660	Trade	Disputed			\$750,000
23	ACCURATE HEALTHCARE PROFESSIONALS 2221 Buechel Ave, Suite 1 Louisville, KY 40218 United States	Email: loriwhitmore2005@icloud.com Phone: (502) 671-0996	Trade	Disputed			\$726,281
24	NURSCORE MANAGEMENT SERVICES, LLC Dept 41753, P.O. Box 650823 Dallas, TX 75265 United States	Email: FortMyersStaffingMailGroup@nurscore.com Phone: (239) 286-7524	Trade	Disputed			\$604,445
25	FOCAL POINT MEDICAL STAFFING, INC. 8356 Six Forks Road, Suite 203 Raleigh, NC 27615 United States	Email: director@focalpointstaff.com Phone: (919) 785-9355	Trade	Disputed			\$583,769
26	MAXIM HEALTHCARE STAFFING 12558 Collections Center Dr Chicago, IL 60527 United States	Name: Brandon Williams, Esq. Email: bwilliams@dvsjones.com Phone: (281) 826-6926 Address: Davis & Jones, LLC, 2521 Brown Blvd., Arlington, TX 76006	Trade	Disputed			\$549,588

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim if the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
27	RESPIRATORY HEALTH SERVICES PO Box 821322 Philadelphia, PA 19182-1322 United States	Email: jonathan.kirschner@genesishcc.com Phone: (516) 241-0401	Trade				\$507,076
28	MILESTONE STAFFING SERVICES PO Box 935725 Atlanta, GA 31193-5725 United States	Email: AWelch@milestonehealth.com Phone: (972) 813-4025	Trade	Disputed			\$487,883
29	ESTATE OF JOHN O'NEILL BY JACQUELINE O'NEILL, PR	Name: Lydia Wardell, Esq. Email: lwardell@yourcasematters.com; tpaldwstaff@yourcasematters.com Phone: (813) 873-0026 Address: Wilkes & Associates, PA, 3550 Buschwood Park Drive, Ste 230, Tampa, FL 33618	Litigation				\$475,000
30	ISLAND NURSE STAFFING 333 South Tamiami Trail, Suite 201 Venice, FL 34285 United States	Email: Jcosta@islandnursestaffing.com Phone: (941) 525-8764	Trade	Disputed			\$463,982

**Fill in this information to identify the case:**

Debtor name Hilltopper Holding Corp.

United States Bankruptcy Court for the: NORTHERN DISTRICT OF GEORGIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Consolidated Corporate Ownership Statement, Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 2, 2024

X



Signature of individual signing on behalf of debtor

**M. Benjamin Jones**

Printed name

**Chief Restructuring Officer**

Position or relationship to debtor