

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

**In re:**  
  
**MIDWEST CHRISTIAN VILLAGES, INC.**  
*et al.*  
  
**Debtors.**

**Chapter 11**  
  
**Case No. 24-42473-659**  
  
**Jointly Administered**  
  
Related Docket No. 623

**ORDER GRANTING DEBTORS' MOTION FOR ORDER UNDER 11 U.S.C. §§ 363 AND 105(a) AND FED. R. BANKR. P. 2002, 6004, 9006, AND 9019 ESTABLISHING PROCEDURES FOR REMAINING ASSET SALES**

Upon the motion (the "Motion")<sup>1</sup> of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), pursuant to §§ 363 and 105(a) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 6004, 9006 and 9019 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), for entry of an order (this "Order") approving the Sale Procedures for the sale of the Debtors' remaining Assets and granting the Debtors' Motion as more fully set forth in the Motion; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the Debtors provided appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before the Court

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Motion.



(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 upon interests of the Debtors and their respective estates and creditors; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED**.

2. The Sale Procedures for the private sale or settlement of some or all of the Debtors' remaining assets free and clear of all liens, claims, encumbrances, and/or other interests are hereby **APPROVED**.

3. The Debtors are authorized to consummate the Sale of the Assets without further order of the Court or prior notice to any party if the Debtors determine in a reasonable exercise of their business judgment that such a Sale is in the best interest of the Debtors' estates; provided that, prior to execution of an asset purchase agreement between the Debtors and the potential buyer, the Debtors will (a) obtain the requisite written consent from the UMB Bank, N.A., in its capacity as bond trustee, and (b) no later than five (5) days prior to the Sale, serve notice of the Sale via electronic mail to counsel for the Official Committee of Unsecured Creditors and the U.S. Trustee (the "Notice Parties").

4. Any such Sale of the Assets shall be free and clear of all Interests, with any valid and properly perfected Interests attaching only to the Sale proceeds with the same validity, extent, and priority as immediately prior to the Sale.

5. Each purchaser of one or more units of the Assets pursuant to such a Sale will be afforded the protections of § 363(m) as a good faith purchaser.

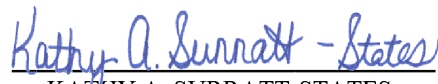
6. Within seven (7) days of closing a Sale of the Assets, the Debtors will file with the Court a notice reporting the Sale, which identifies (a) the details of the Asset at issue, (b) the name of the buyer and any relationship such party has with the Debtors, (c) any parties known to the Debtors as holding Interests on the Asset at issue and a statement indicating whether (i) all such Interests are capable of monetary satisfaction, or (ii) the holders of such Interests have consented to the Sale, (d) the date and time of the closing of the Sale, and (e) the purchase price of the Assets and any other significant terms of the Sale, along with a statement from the Debtors confirming that, in the Debtors' reasonable exercise of their business judgment and in consultation with the Debtors' advisors, the Assets were sold pursuant to these Sale Procedures, with the Bond Trustee's prior written consent and after notice to the Notice Parties.

7. The notice requirements of Rule 9006(d) of the Bankruptcy Rules and any applicable Local Bankruptcy Rules are waived for the Motion.

8. Notice of the Motion provided therein is hereby deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules are satisfied by such notice.

9. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective upon its entry.

10. No later than two (2) business days after entry of this Order, the Debtors shall serve a copy of this Order on the Notice Parties and shall file a certificate of service no later than 24 hours after service.

  
KATHY A. SURRETT-STATES  
U.S. Bankruptcy Judge

DATED: April 1, 2025  
St. Louis, Missouri  
jjh

**Order prepared by:**

Stephen O'Brien

MoBar # 43977

**DENTONS US LLP**

211 N Broadway Ste 3000

St. Louis, MO 63102

Telephone: (314) 241-1800

stephen.obrien@dentons.com

Robert E. Richards (admitted *pro hac vice*)

Samantha Ruben (admitted *pro hac vice*)

**DENTONS US LLP**

233 S. Wacker Drive, Suite 5900

Chicago, Illinois 60606-6404

Telephone: (312) 876-8000

robert.richards@dentons.com

samantha.ruben@dentons.com

– and –

David A. Sosne

MoBar # 28365

**SUMMERS COMPTON WELLS LLC**

903 South Lindbergh Blvd., Suite 200

St. Louis, Missouri 63131

Telephone: (314) 991-4999

dsosne@scw.law

*Co-Counsel to the Debtors and Debtors-in-Possession*

In re:  
Midwest Christian Villages, Inc.  
Debtor

Case No. 24-42473-kss  
Chapter 11

### CERTIFICATE OF NOTICE

District/off: 0865-4  
Date Rcvd: Apr 01, 2025

User: admin  
Form ID: pdf02

Page 1 of 4  
Total Noticed: 2

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Apr 03, 2025:

Recip ID	Recipient Name and Address
aty	Robert E. Richards, DENTONS US LLP, 233 South Wacker Drive, Suite 5900, Chicago, IL 60606-6404
aty	Samantha Ruben, 233 S. Wacker Drive, Suite 5900, Chicago, IL 60606-6404

TOTAL: 2

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

### BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

### NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 03, 2025 Signature: /s/Gustava Winters

### CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 1, 2025 at the address(es) listed below:

Name	Email Address
A. Thomas DeWoskin	on behalf of Other Professional William Edwards tdewoskin@dmfirm.com sray@dmfirm.com
A. Thomas DeWoskin	on behalf of Creditor Nancy Askins tdewoskin@dmfirm.com sray@dmfirm.com
Amanda M. Basch	on behalf of Creditor Committee Official Committee of Unsecured Creditors abasch@schmidbasch.com
Andrea M. Chase	on behalf of Creditor UMB Bank N.A. achase@spencerfane.com, klove@spencerfane.com, bankruptcy@spencerfane.com
Brian James LaFlamme	on behalf of Debtor Midwest Christian Villages Inc. blaflamme@summerscomptonwells.com
Brian T. Bedinghaus	on behalf of Creditor United Nursing Services LLC d/b/a United Methodist Healthcare Recruitment LLC bbedinghaus@ralaw.com areynolds@ralaw.com
Brian Wade Hockett	on behalf of Creditor Select Rehabilitation LLC bhockett@thompsoncoburn.com, hspurgeon@thompsoncoburn.com
Christopher D Lee	

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on behalf of Creditor Committee Official Committee of Unsecured Creditors clee@sandbergphoenix.com  
clee@ecf.courtdrive.com;rhileman@sandbergphoenix.com

David A. Sosne

on behalf of Debtor Midwest Christian Villages Inc. dasattymo@summerscomptonwells.com

David L. Going

on behalf of Creditor SMART-FILL MANAGEMENT GROUP INC. dgoing@armstrongteasdale.com,  
jscharf@armstrongteasdale.com

David S. Gragg

on behalf of Creditor Carvajal Technology Group dgragg@langleybanack.com cjohnston@langleybanack.com

Deborah R. Sterling-Scott

on behalf of Creditor Illinois Department of Employment Security d.sterlingscott@ilag.gov debbie5757@sbcglobal.net

Dormie Yu Heng Ko

on behalf of Creditor UMB Bank N.A. dko@mintz.com

Emily Kanstroom Musgrave

on behalf of Creditor UMB Bank N.A. EKMusgrave@mintz.com

Eric C. Peterson

on behalf of Creditor UMB Bank N.A. epeterson@spencerfane.com, jholtgrave@spencerfane.com

Eric L. Johnson

on behalf of Creditor UMB Bank N.A. ejohnson@spencerfane.com,  
bankruptcy@spencerfane.com;fmorris@spencerfane.com;eric-johnson-2959@ecf.pacerpro.com;pozias@spencerfane.com

I-Heng Hsu

on behalf of Creditor United States of America i-heng.hsu@usdoj.gov

James Treece

on behalf of Creditor Missouri Department of Revenue james.treece@dor.mo.gov

Joel A Kunin

on behalf of Creditor Sandra Bryant jkunin@ghalaw.com denise@ghalaw.com

Joel A Kunin

on behalf of Creditor Victoria Huffstutler Executor of the Estate of Fred A. Huffstutler, Deceased jkunin@ghalaw.com,  
denise@ghalaw.com

John F Garvey, Jr

on behalf of Creditor GREGORY FX DALY COLLECTOR OF REVENUE jgarvey@stranchlaw.com

John J. Hall

on behalf of Creditor CarDon & Associates Inc. jhall@lewisrice.com john-hall-4718@ecf.pacerpro.com

John Talbot Sant, Jr.

on behalf of Interested Party CH Arcadia Holdco LLC tal@beckandsantlaw.com, sarah@beckandsantlaw.com

Joseph Richard Schlotzhauer

on behalf of U.S. Trustee Office of US Trustee joseph.schlotzhauer@usdoj.gov

Joshua Michael Jones

on behalf of Creditor United States of America joshua.m.jones@usdoj.gov  
rebecca.ferguson@usdoj.gov;peggy.dryden@usdoj.gov;caseview.ecf@usdoj.gov;usamoe.crimdock@usdoj.gov;usamoe.civldock  
@usdoj.gov

Kari B. Coniglio

on behalf of Creditor Lument Real Estate Capital LLC kbconiglio@vorys.com, mdwalkuski@vorys.com

Kathryn Allene Klein

on behalf of Creditor Denise Frank rb\_bank@riezmanberger.com rbadm@ecf.courtdrive.com

Laura Elaine Schrick

on behalf of Creditor Shores Builders Inc. lschrick@mmrltd.com, bfowler@mmrltd.com

Mark A Ludolph

on behalf of Interested Party Hamilton Memorial Hospital District mludolph@heyloyster.com

Matthew S Layfield

on behalf of Creditor RNG BEH CN CL MG LLC the successful bidder at the Debtor's auction mlayfield@polsinelli.com,  
robrien@polsinelli.com;stdocketing@polsinelli.com

Miranda Swift

on behalf of Interested Party HP Developers LLC miranda.swift@stinson.com

Office of US Trustee

USTPRegion13.SL.ECF@USDOJ.gov

Rachael A Stokas

on behalf of Creditor Illinois Department of Public Health rachael.stokas@ilag.gov

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Robert A. Breidenbach on behalf of Creditor Karl Koenig rab@goldsteinpressman.com

Seth A. Albin on behalf of Debtor Midwest Christian Villages Inc. salbin@summerscomptonwells.com, mpink@summerscomptonwells.com

Stephen O'Brien on behalf of Debtor Hickory Point Christian Village Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Washington Village Estates LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Attorney Dentons US LLP stephen.obrien@dentons.com docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Wabash Christian Therapy and Medical Clinic LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Spring River Christian Village Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Safe Haven Hospice LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Crown Point Christian Village Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Christian Horizons Living LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Johnson Christian Village Care Center LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Hoosier Christian Village Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Wabash Christian Village Apartments LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Risen Son Christian Village stephen.obrien@dentons.com docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Midwest Christian Villages Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Safe Haven Hospice of Southern Illinois LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor River Birch Christian Village LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Wabash Estates LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor New Horizons PACE MO LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Heartland Christian Village LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Senior Care Pharmacy Services LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Christian Homes Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Midwest Senior Ministries Inc. stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Lewis Memorial Christian Village stephen.obrien@dentons.com docket.general.lit.kcm@dentons.com

Stephen O'Brien on behalf of Debtor Shawnee Christian Nursing Center LLC stephen.obrien@dentons.com, docket.general.lit.kcm@dentons.com

Steven M. Wallace on behalf of Creditor Lument Real Estate Capital LLC steven@ghalaw.com, denise@ghalaw.com

Steven Neal Beck

District/off: 0865-4

User: admin

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on behalf of Interested Party CH Arcadia Holdco LLC steve@beckandsantlaw.com, sarah@beckandsantlaw.com

TOTAL: 60