

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE:)
) Case No. 18-33836
NEIGHBORS LEGACY HOLDINGS,)
INC., *et al.*,¹) Chapter 11
)
Debtor.) Joint Administration
)

OBJECTION TO DEBTORS’ PROPOSED CURE AMOUNTS
[Related to Docket No. 236 and 255]

BB&T Commercial Equipment Capital Corp. f/ka Susquehanna Commercial Finance, Inc. (“BB&T”) files this its objection to the proposed cure amounts for contracts it is holding as assignee of TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc. (“TIAA”) set forth in the *Debtors’ Amended Notice of Executory Contracts and Unexpired Leases Subject to Possible Assumption and Assignment and Proposed Cure Amounts* [Docket No. 255]. In support of its objection, BB&T respectfully states as follows:

1. On August 15, 2018, the Debtors filed their Notice of Executory Contracts and Unexpired Leases Subject to Possible Assumption and Assignment and Proposed Cure Amounts (“Cure Notice”) [Docket No. 236] setting forth the executory contracts and unexpired leases that are subject to potential assumption and/or assignment to the successful bidder(s) to be identified at the conclusion of the auction of the Debtors’ assets. The Cure Notice also included the amounts the Debtors believe to be sufficient to cure any defaults under each potentially assumed executory contract.

¹ Due to the large number of Debtors in these Chapter 11 cases, a complete list of the Debtors and the last four digits of their tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at www.kccllc.net/neighbors. The location of Debtors’ principal place of business and the Debtors’ service address is: 10800 Richmond Avenue,



2. On August 17, 2018, the Debtors filed an Amended Notice of Executory Contracts and Unexpired Leases Subject to Possible Assumption and Assignment and Proposed Cure Amounts (“Amended Cure Notice”) [Docket No. 255].

3. The following BB&T contracts were listed amount the executory contracts and unexpired leases that may be included as part of the sale of Debtors’ assets:

Vendor/Lessor	NEC Entity	Agreement Name or No.	Debtors’ Estimated Cure Amount
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262037	\$2,166.19
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	NEC Bellaire Emergency Center, LP	41043323	\$712.71
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262030	\$0.00
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41261992	\$0.00
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262018	\$0.00
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262010	\$0.00
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262155	\$546.43
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262042	\$546.43

Houston, Texas 77042.

TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262040	\$536.33
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262033	\$545.37
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262165	\$546.43
TIAA Commercial Finance, Inc. f/ka EverBank Commercial Finance, Inc.	Neighbors Legacy Holdings, Inc. f/ka Neighbors Health System, Inc.	41262050	\$1,457.42

4. The Debtors' proposed cure list with respect to the aforementioned contracts reference an incorrect cure amount. BB&T is still in the process of reviewing its records to determine the correct cure amount and has been delayed in its review due to key employees with knowledge of the documents pertaining to the cure amounts of the aforementioned contracts being on vacation or otherwise unavailable. BB&T requires additional time to verify the appropriate cure amount and has been in negotiations with counsel for Debtors. BB&T expects a near future resolution of any dispute regarding the cure amount of the aforementioned contracts.

5. BB&T continues to investigate this issue and reserves the right to modify, supplement and/or amend this objection as further information becomes available, as well as object to the assumption and/or assignment of the lease agreements and the sale of assets, including any objections to any assignee and any proposed adequate assurance.

6. Prior to the filing of this objection, BB&T and counsel for Debtor agreed that it was not necessary to circulate the contract documents or support for this objection, as the parties are continuing to negotiate a resolution. Should the matter not be resolved amicably, BB&T reserves its right to supplement the supporting documentation for its objection.

WHEREFORE, BB&T respectfully requests that this Court approve the Debtors' request to assume the contracts only with the corrected cure amounts paid and grant it such other relief as is just and proper.

Respectfully Submitted,

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By: /s/ Christopher V. Arisco

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of this Objection was served electronically upon each of the parties listed on the Court's ECF Service List for this case on August 23, 2018.

/s/ Christopher V. Arisco

Christopher V. Arisco