IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

SC HEALTHCARE HOLDING, LLC, et al.,

Debtors.¹

Chapter 11

Case No. 24-10443 (TMH)

(Jointly Administered)

SCHEDULES OF ASSETS AND LIABILITIES FOR KEWANEE, LLC (CASE NO. 24-10580)

¹ The last four digits of SC Healthcare Holding, LLC's tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of 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 is not provided herein. A complete list of such information will be made available on a website of the Debtors' proposed claims and noticing agent at www.kccllc.net/Petersen.



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GLOBAL NOTES AND STATEMENTS OF LIMITATIONS, METHODOLOGY, AND DISCLAIMERS REGARDING DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS

INTRODUCTION

The debtors and debtors in possession (collectively, the "<u>Debtors</u>" or the "<u>Company</u>") in the above-captioned chapter 11 cases (these "<u>Chapter 11 Cases</u>") submit their *Schedules of Assets and Liabilities* (the "<u>Schedules</u>") and *Statements of Financial Affairs* (the "<u>Statements</u>" and, together with the Schedules, the "<u>Schedules and Statements</u>") pursuant to section 521 of the Bankruptcy Code (as defined below), Rule 1007 of the Federal Rules of Bankruptcy Procedure, and Rule 1007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware.

On March 20, 2024 (the "<u>Petition Date</u>"), the Debtors commenced these Chapter 11 Cases by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "<u>Bankruptcy Code</u>") with the United States Bankruptcy Court for the District of Delaware (the "<u>Court</u>"). These Chapter 11 Cases have been consolidated for procedural purposes only and are being administered jointly under case number 24-10443 (TMH). The Debtors, with the exception of certain inactive entities, are authorized to operate their business as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.²

¹ The last four digits of SC Healthcare Holding, LLC's tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of debtors in these Chapter 11 Cases, whose cases are being jointly administered, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information is available on a website of the Debtors' claims and noticing agent at www.kccllc.net/Petersen.

² Pursuant to that Order Approving Stipulation to Resolve (I) X-Caliber's (A) Motion to Dismiss, (B) 543 Motion, and (C) DIP Objection, and (II) the Debtors' MT4 Motion to Dismiss [Docket No. 340], certain of the Debtors' cases are suspended pursuant to 11 U.S.C. §305(b) and, thus, these Schedules and Statements do not reflect information from the suspended Debtors' books and records.

The Schedules and Statements have been prepared by the Debtors' management team, with the assistance of their professional advisors, with reliance upon the efforts, statements, and representations of the Debtors' personnel and the advice of the Debtors' professional advisors. The Schedules and Statements are unaudited and subject to potential adjustment. In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of preparation.

On or about October 20, 2023, Petersen became the victim of a ransomware attack by an entity named White Ninja. The attackers infiltrated many of the Petersen systems, thereby impacting the Debtors' access to historic and current billing records, other books and records, and emails (the "<u>Data Breach</u>"). The Debtors quickly contacted a consultant to assist in remedying the impact of the ransomware attack and provided notice of the attack to the Federal Bureau of Investigation. While the Debtors are back "online" with new servers, email addresses, and replacement software, a significant amount of the Debtors' books and records were lost in the attack, leading to incredible difficulty and delay in pursuit of the Debtors' accounts receivable. Additionally, as a result of the ransomware attack, retrieval of the Debtors' files and related information has proven onerous and, in some cases, impossible. Thus, throughout the Chapter 11 Cases, the Debtors have had and anticipate having difficulty providing comprehensive historical information. Such difficulty, thus, impacts the availability, accuracy, and completeness of the information in the Debtors' Schedules and Statements.

The Debtors' liquidity crisis was further hampered by a cyberattack that impacted a crucial service provider for certain of its payors' revenue processes. It was recently announced that on February 21, 2024, Change Healthcare, a division of UnitedHealth Group, began experiencing a cyber security issue which impacted its operations (the "<u>Change Cyberattack</u>"). Based on media reports regarding the Change Cyberattack, the Debtors understand that Change Healthcare processes 15 billion health care transactions annually and is involved in one in every three patient records nationwide. After the Change Cyberattack was reported in the media, the Debtors noticed reimbursements from certain payors slowing and subsequently heard affirmatively from payors that amounts owed to the Debtors were being suspended due to the Change Cyberattack. While the Debtors' timing and processing of reimbursements, which impacts the availability, accuracy, and completeness of the information in the Debtors' Schedules and Statements.

The Debtors have used commercially reasonable efforts to ensure the accuracy and completeness of such information and data; however, subsequent information, data, or discovery may result in material changes to the Schedules and Statements and inadvertent errors, omissions, or inaccuracies may exist.

The Debtors and their estates reserve all rights to amend or supplement the Schedules and Statements as may be necessary and appropriate, but expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided in the Schedules and Statements or to notify any third party should the information be updated, modified, revised, or re-categorized, except as required by applicable law or order of the Court. Nothing contained in the Schedules and Statements or these *Global Notes and Statements of Limitations, Methodology, and Disclaimers Regarding Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs* (these "Global Notes") shall constitute a waiver of any rights of the Debtors and their estates or an admission with respect to these Chapter 11 Cases, including, but not limited to, any issues involving objections to claims, setoff or recoupment, equitable subordination or

recharacterization of debt, defenses, characterization or re-characterization of contracts, leases, and claims, assumption or rejection of contracts and leases, and/or causes of action arising under the Bankruptcy Code or any other applicable laws.

The Debtors and their agents, attorneys, and financial advisors shall not be liable for any loss or injury arising out of, or caused in whole or in part by, the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. In no event shall the Debtors or their agents, attorneys and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

These Global Notes should be referred to and reviewed in connection with any review of the Schedules and Statements.

GLOBAL NOTES AND OVERVIEW OF METHODOLOGY

- 1. <u>Reservation of Rights</u>. The Debtors reserve the right to dispute or to assert setoff or other defenses to any claim reflected in the Schedules and Statements as to amount, liability, and classification. The Debtors also reserve all rights with respect to the values, amounts, and characterizations of the assets and liabilities listed in their Schedules and Statements.
- 2. <u>Basis of Presentation</u>. The Schedules and Statements reflect the separate assets and liabilities of each individual Debtor. For financial reporting purposes, the Debtors historically prepared consolidated financial statements, which included financial information for and the Debtors' business enterprise, which were audited annually. The majority of the Debtors' operations occur through Petersen Healthcare Management, LLC and/or Petersen Health Care, Inc.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("<u>GAAP</u>"), nor are they intended to reconcile to the financial statements previously distributed to lenders, major creditors, or other parties in interest on an intermittent basis.

The Schedules and Statements have been signed by David Campbell, the Debtors' Chief Restructuring Officer. In reviewing and signing the Schedules and Statements, Mr. Campbell necessarily relied upon the efforts, statements, and representations of the accounting and non-accounting personnel who report to, or work with, Mr. Campbell, either directly or indirectly. Mr. Campbell has not, and could not have, personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors.

3. <u>Insiders</u>. In circumstances where the Schedules and Statements require information regarding "insiders," the Debtors have included information with respect to the individuals who the Debtors believe may be included in the definition of "insider" as such term is

defined in section 101(31) of the Bankruptcy Code. Except as otherwise disclosed herein or in the Statements, payments to "insiders" are set forth on Statement 4. Persons listed as "insiders" have been included for informational purposes only, and such listing is not intended to be, nor should be construed as, a legal characterization of such person as an insider, nor does it serve as an admission of any fact, claim, right, or defense, and all such claims, rights, and defenses with respect thereto are hereby expressly reserved. The Debtors do not take any position with respect to: (a) such person's influence over the control of the Debtors; (b) the management responsibilities or functions of such individual; (c) the decision-making or corporate authority of such individual; or (d) whether such individual could successfully argue that he or she is not an "insider" under applicable law, or with respect to any theories of liability or any other purposes.

- 4. <u>Accounts Payable and Distribution System</u>. The Debtors use a consolidated cash management system through which the Debtors pay substantially all liabilities and expenses (the "<u>Cash Management System</u>"). A more complete description of the Cash Management System is set forth in the *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Use Their Bank Accounts, (B) Honor Prepetition Obligations Related Thereto, (C) Maintain the Refund Programs, (D) Perform Intercompany Transactions, (E) Maintain Existing Business Forms; and (II) Granting the Debtors' Cash Management System may also be found in the Fourth Interim Order (I) Authorizing the Debtors to (A) Continue to Use Their Bank Accounts, (B) Honor Prepetition Obligations Related Thereto, (C) Maintain the Refund Programs, (D) Perform Intercompany Transactions, (E) Maintain Existing Business Forms; and (II) Granting the Debtors' Cash Management System may also be found in the Fourth Interim Order (I) Authorizing the Debtors to (A) Continue to Use Their Bank Accounts, (B) Honor Prepetition Obligations Related Thereto, (C) Maintain the Refund Programs, (D) Perform Intercompany Transactions, (E) Maintain Existing Business Forms; and (II) Granting Related Relief [Docket No. 343].*
- 5. <u>Date of Valuations</u>. Except as otherwise noted in the Schedules and Statements, all liabilities are valued as of the Petition Date. Where values as of the Petition Date are not available, or where making calculations as of the Petition Date would create undue burden on, or expense to, the estates, the Debtors used values as of the most recent month-end close available to them, which was February 29, 2024. The Schedules and Statements reflect the Debtors' best effort to allocate the assets, liabilities, receipts, and expenses to the appropriate Debtor entity "as of" such dates. All values are stated in United States currency. The Debtors made reasonable efforts to allocate liabilities between the pre- and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the Debtors may modify the allocation of liabilities between the pre- and postpetition periods and amend the Schedules and Statements accordingly.
- 6. <u>Book Value</u>. Except as otherwise noted, each asset and liability of each Debtor is shown on the basis of net book value of the asset or liability in accordance with such Debtor's accounting books and records. Therefore, unless otherwise noted, the Schedules and Statements are not based upon any estimate of the current market values of the Debtors' assets and liabilities, which may not correspond to book values. It would be cost prohibitive and unduly burdensome to obtain current market valuations of all of the Debtors' interests. Except as otherwise noted, the Debtors' assets are presented, in detail,

as they appear on the Debtors' accounting sub-ledgers. As such, the detail may include error corrections and value adjustments (shown as negative values or multiple line items for an individual asset). The Debtors believe that certain of their assets, including (i) goodwill and (ii) intangibles, may have been significantly impaired by, among other things, the events leading to, and the commencement of, the Debtors' Chapter 11 Cases. The Debtors have not yet formally evaluated the appropriateness of the carrying values ascribed to their assets prior to the Petition Date.

- 7. <u>Re-characterization</u>. Notwithstanding the Debtors' reasonable efforts to properly characterize, classify, categorize or designate certain claims, assets, executory contracts, unexpired leases and other items reported in the Schedules and Statements, the Debtors may, nevertheless, have improperly characterized, classified, categorized, designated or omitted certain items due to the complexity and size of the Debtors' business. Accordingly, the Debtors reserve all of their rights to re-characterize, reclassify, re-categorize, re-designate, add or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed in the Schedules and Statements were deemed executory or unexpired as of the Petition Date and remain executory or unexpired postpetition.
- 8. <u>Property and Equipment</u>. Nothing in the Schedules and Statements is, or shall be construed as, an admission as to the determination of the legal status of any lease (including, without limitation, whether any lease is a true lease or a financing arrangement, and whether such lease is unexpired), and the Debtors and their estates reserve all rights with respect to such issues.
- 9. <u>Causes of Action</u>. The Debtors have made their best efforts to set forth known causes of action against third parties as assets in their Schedules and Statements. The Debtors reserve all of their rights with respect to causes of action they may have (including, but not limited to, causes of action arising under the Bankruptcy Code or any other applicable laws), whether disclosed or not disclosed, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action, or in any way waive, prejudice, impair, or otherwise affect the assertion of such claims and causes of action.
- 10. <u>Materialman's/Mechanic's Liens</u>. The assets listed in the Schedules and Statements are presented without consideration of any materialman's or mechanic's liens.
- 11. <u>Litigation</u>. Certain litigation actions (collectively, the "<u>Litigation Actions</u>") reflected as claims against a particular Debtor may relate to other Debtors. The Debtors have made reasonable efforts to accurately record the Litigation Actions in the Schedules and Statements of the Debtor(s) that is the party to the Litigation Action. The inclusion of any Litigation Action in the Schedules and Statements does not constitute an admission by the Debtors of liability, the validity of any Litigation Action, or the amount of any potential claim that may result from any claims with respect to any Litigation Action, or the amount and treatment of any potential claim resulting from any Litigation Action currently pending or that may arise in the future.

- 12. <u>Credits and Adjustments</u>. In the ordinary course of their business, the Debtors apply credits against amounts otherwise due to vendors. Certain of these credits are subject to change. Claims of vendors and creditors are listed in the amounts entered on the Debtors' books and records, and may not reflect certain credits, allowances, or other adjustments due from such vendors or creditors to the Debtors. The Debtors and their estates reserve all rights with regard to any such credits, allowances, and other adjustments, including, without limitation, the right to assert claims, objections, setoffs, and recoupments with respect to the same.
- 13. <u>Executory Contracts and Unexpired Leases</u>. The Debtors have not set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors' estates. Rather, executory contracts and unexpired leases have been set forth solely on Schedule G. The Debtors' rejection of executory contracts and unexpired leases may result in the assertion of rejection damages claims against the Debtors and their estates; however, the Schedules and Statements do not reflect any claims for rejection damages. The Debtors and their estates reserve all rights with respect to the assertion of any such claims.
- 14. <u>Claims</u>. Certain of the Debtors' Schedules list creditors and set forth the Debtors' estimate of the claims of creditors as of the Petition Date. The claim amounts reflected on the Schedules may include the Debtors' estimates for vendor charges not yet invoiced. By estimating certain invoices, the Debtors are not representing that they have sought to identify and estimate all un-invoiced vendor charges. While the Debtors have made their best efforts to reflect the claims by vendor, excluding these various adjustments, the actual unpaid claims of creditors that may be allowed in these Chapter 11 Cases may differ from the amounts set forth in the Schedules and Statements.

The Debtors intentionally have not included "non-cash" accruals (*i.e.*, accruals to recognize expense or liability over multiple periods where no specific obligation to perform is established, such as accruals to equalize lease payments) in the Schedules and Statements.

- 15. <u>First Day Orders</u>. Pursuant to various "first day" orders and any supplements or amendments to such orders entered by the Court, the Debtors and their estates are authorized to pay certain prepetition claims, including, without limitation, certain claims relating to employee wages and benefits, claims for taxes and fees, and claims of specific vendors.
- 16. <u>Classifications and Claims Descriptions</u>. Any failure to designate a claim listed on a Debtor's Schedule as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that the claim is not "disputed," "contingent," or "unliquidated." Likewise, listing a claim (a) on Schedule D as "secured," (b) on Schedule E/F as "unsecured priority," or "unsecured non-priority," or (c) listing a contract or lease on Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtors and their estates of the legal rights of any claimant, or a waiver of the rights of the Debtors and their estates to amend these Schedules and Statements to recharacterize or reclassify any claim or contract. The Debtors and their estates reserve the right to (i) object to, or otherwise dispute or assert setoff rights, cross-claims, counterclaims or defenses to, any

claim reflected on the Schedules on any grounds, including, without limitation, amount, liability, validity, priority, or classification, or (ii) otherwise designate subsequently any claim as "disputed," "contingent," or "unliquidated."

- 17. <u>Addresses of Employees, Residents, and Resident Contacts</u>. Consistent with the Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to File (A) a Consolidated Master List of Creditors and (B) a Consolidated List of the Debtors' 40 Largest General Unsecured Creditors, (II) Authorizing the Debtors to Redact Personally Identifiable Information for Certain Individual Creditors and Parties in Interest, (III) Authorizing Procedures to Maintain and Protect Confidential Resident Information, and (IV) Granting Related Relief [Docket No. 3], the Debtors have attempted to list each of their current employees', Residents', and Resident Contacts' names and addresses as "Available Upon Request," where reasonably possible, in order to protect their privacy. The Debtors have served and will continue to serve all necessary notices, including notice of the claims bar date, to the actual address of each of the Debtors' employees, residents, and resident contacts.
- 18. <u>Estimates</u>. The Debtors were required to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and reported revenue and expenses. The Debtors and their estates reserve all rights to amend the reported amounts of assets, liabilities, revenue, and expenses to reflect changes in those estimates and assumptions.

SPECIFIC ADDITIONAL DISCLOSURES WITH RESPECT TO SCHEDULES

Schedule A/B

Item 3: The balances scheduled on Schedule A/B 3 are as of March 27, 2024, as those are the balances available to the Debtors and match the reporting provided by the Debtors in these Chapter 11 Cases.

Item 11: Negative accounts receivable balances are related to overpayments made to the Debtors by Medicaid or Medicare and certain private payments collected from residents while their Medicaid status is approved.

Due to the Data Breach, parsing accounts receivable by age (90 days old or less and over 90 days old) is not possible. As a result, the Debtors have listed the aggregate accounts receivable on Schedule A/B 11a.

<u>Item 39 & 40</u>: The Debtors are unable to parse between office furniture, fixtures, and other equipment ("<u>FF&E</u>") because all FF&E is booked in the aggregate. As a result, the Debtors have scheduled all FF&E in the aggregate at Item 39.

Item 62: The Debtors are scheduling certain licenses required to operate their business. These licenses are not traded on an open market and as a result the Debtors have scheduled their value as "undetermined." Notwithstanding that fact, the licenses are extremely valuable to the Debtors as they would be unable to operate their business without them.

Item 71: The reference to "See SOFA 3" is intended to highlight that certain loans made to, and taken from, Mark Petersen are described in SOFA 3 and thus not scheduled at Item 71.

Items 74 and 75: In the ordinary course of business, the Debtors typically pursue their current and former residents' past due balances through legal action. Because of the Data Breach, among other reasons, the Debtors have yet to complete a review the full scope of pursuable claims.

Despite their commercially reasonable efforts to identify all known assets, the Debtors may not have listed all of their respective causes of action or potential causes of action against third parties as assets in Schedule A/B, Part 11, Items 74 and 75, including, but not limited to, causes of action arising under the Bankruptcy Code or any other applicable laws (including, but not limited to, potential preference actions and/or fraudulent transfer action). The Debtors and their estates reserve all rights with respect to any claims and causes of action that they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such claims and causes of actions, or in any way waive, prejudice, impair, or otherwise affect the assertion of such claims and causes of action.

Schedule D

Except as otherwise ordered by the Court or agreed pursuant to a stipulation, the Debtors reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset for the benefit of a secured creditor listed on a Debtor's Schedule D. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including without limitation, any intercompany agreement) related to such creditor's claim.

Except as specifically stated herein, real property lessors, utility companies, and other parties which may hold security deposits have not been listed on Schedule D. The Debtors have not included parties that may believe their claims are secured through setoff rights or inchoate statutory lien rights.

For all claims secured by property, the Debtors have listed balances as February 23, 2024. Where the precise date a debt was incurred is unavailable, the Debtors have listed the effective date of the applicable loan documents (including amendments).

Schedule E/F

The Debtors reserve their right to dispute or challenge whether claims owing to various taxing authorities are entitled to priority and the listing of any claim on Schedule E/F, Part 1 does not constitute an admission that such claim is entitled to priority treatment pursuant to section 507 of the Bankruptcy Code.

In certain instances, a Debtor may be a guarantor with respect to scheduled claims of other Debtors. No claim set forth on the Schedule E/F of any Debtor is intended to acknowledge claims of creditors that may be otherwise satisfied or discharged.

The Debtors have continued to pay Employee Compensation and Benefits, as defined in, and in accordance with, the *Final Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief* [Docket No. 216]. As a result, Schedule E/F, Part 2 does not include any potential Employee Compensation and Benefits amounts accrued but unpaid as of the Petition Date.

The Debtors have listed their known creditors in Schedule E/F. To the extent attorneys have entered appearances on behalf of such creditors, those appearances are noted on the docket of the Debtors' Chapter 11 Cases and are not separately listed in Item 4.

Third parties should not anticipate that the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules will reflect their ultimate recoveries in these Chapter 11 Cases. Actual assets and liabilities may deviate from the amounts shown in the Schedules due to various events that occur throughout the duration of these Chapter 11 Cases.

Schedule G

The Debtors' business is complex, and the Data Breach have made the compilation and review of the Debtors' contracts difficult and time-consuming. While every effort has been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. The Debtors continue to search their records for potential contracts that may not have been included in the Schedules. If any such contracts are discovered, the Debtors reserve their right to amend and/or supplement the Schedules as necessary. The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letter and other documents, instruments and agreements that may not be listed therein. Relationships between the Debtors and their vendors are occasionally governed by a master services agreement, under which vendors also place work and purchase orders, which may be considered executory contracts. The Debtors believe that disclosure of all of these purchase and work orders would be impracticable and unduly burdensome. Likewise, in some cases, the same supplier or provider may appear multiple times in Schedule G.

Unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all final exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any executed agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon.

The Debtors and their estates hereby reserve all of their rights, claims, and causes of action to (i) dispute the validity, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G, (ii) dispute or challenge the characterization of the structure of any transaction, document, or instrument related to a creditor's claim, including, but not limited to, the agreements listed on Schedule G; and (iii) amend or supplement such Schedule as necessary.

Schedule H

Due to their voluminous nature, and to avoid unnecessary duplication, the Debtors have not included on Schedule H debts for which more than one Debtor may be liable if such debts were already reflected on Schedule G for the respective Debtors subject to such debt. There may be certain contracts in which multiple Debtors are parties, and while the Debtors have made every effort to list co-Debtors appropriately in such instances, inadvertent errors or omissions may have occurred. Because nearly all of the Debtors' administrative processes are handled at the Debtors' corporate headquarters, the Debtors have listed 830 West Trailcreek Dr., Peoria, IL 61614 for each Debtor on Schedule H.

SPECIFIC ADDITIONAL DISCLOSURES WITH RESPECT TO STATEMENTS

Question 3: At times, the Debtors reimbursed certain employees when such employees used personal credit cards to pay for goods and/or services that would normally have been paid directly by the Debtors but, due to liquidity constraints, were not.

Question 4: Mark Petersen, as the owner and Chief Executive Officer of the Debtors and their affiliates since 2002, has overseen the expansion of the Debtors' enterprise over the last twenty plus years. For a large portion of that time, and for at least the past ten years, Mr. Petersen has not taken a salary for his role as Chief Executive Officer. In lieu of a salary, Mr. Petersen occasionally paid certain of his personal expenses out of the Debtors' accounts. Such payments were, at all times, accurately recorded as dividends and have been listed in Question 4. In certain instances, Mr. Petersen acted as an intermediary between certain Debtors wherein he would receive a disbursement from one Debtor entity and then immediately deposited such disbursement with another Debtor entity or non-Debtor affiliate as a method of intercompany cash management. Those disbursements to Mr. Petersen are reflected in Question 4, but due in part to the Data Breach, the records of the corresponding deposits back into the enterprise are not readily available in the Debtors books at this time and, thus, are not represented in these Schedules and Statements. The Debtors are in the process of engaging a third-party accounting firm to review and locate the appropriate matching transactions. In certain instances, payments were made to Mr. Petersen to pay down credit cards that were used for business expenses in the ordinary course. Those payments have been marked with an asterisk in Question 4.

The Debtors routinely made intercompany disbursements from Debtor to Debtor and from Debtor to non-Debtor affiliate. Disbursements to other Debtors or to non-Debtor affiliates are reflected in Question 4 and marked with an asterisk ("*"), but because of the Data Breach, the records of any corresponding deposits from Debtor to Debtor or from non-Debtor affiliate to Debtor are not available to the Debtors at this time and not represented in these Schedules and Statements. As noted above, the Debtors are in the process of engaging a third-party accounting firm to review and generate the appropriate matching transactions.

Question 6: The Debtors are subject to certain Medicaid setoffs based on various regulatory fees and taxes. The Debtors have used their best efforts to reflect such setoffs where known; however, there are instances where certain setoffs equal or surpass the amount that the Debtors are owed from Medicaid.

<u>**Question 7**</u>: The Debtors are subject to certain ordinary course audits by certain regulatory authorities, including, but not limited to audits of certain payroll reports and Illinois Department of Public Health facility audits, as applicable. Such ordinary course audits have not been listed.

Question 10: For all losses on property, the Debtors have listed such losses at the Debtor entity that owns the property. In the ordinary course of business, insurance payments may be processed through a separate operating Debtor entity. In such cases, insurance payments have been listed at the operating Debtor entity.

Question 20: Other than the location listed for off-premise storage, Mark Petersen maintains a storage facility that does not hold any property of the Debtors to the best of their knowledge.

Question 21: The Debtors maintain and manage bank accounts which hold residents' funds (the "<u>Resident Trust Accounts</u>") at their facilities. The money held in the Resident Trust Accounts is not property of the Debtors or their estates and is held solely for the benefit of the residents' use. The Debtors never have the ability to take ownership over Resident Trust Account funds. In the event that a resident leaves a facility and their Resident Trust Account funds cannot be returned, those funds are turned over to the state in which that facility operates. More information related to the Resident Trust Accounts can be found in the *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Use Their Bank Account, (B) Honor Prepetition Obligations Related Thereto, (C) Maintain the Refund Programs, (D) Perform Intercompany Transactions, (E) Maintain Exiting Business Forms; and (II) Granting Related Relief [Docket No. 41].*

In the ordinary course of business, the Debtors may hold personal belongings of residents after they leave a facility for various reasons. Such property is held until the resident or their designated contact retrieves the subject property.

Petersen Health Care, Inc. is party to a lease agreement for copiers which are held at various Debtor locations.

Question 26a: Debtor Petersen Health Care Management, LLC maintains the books and records for all of the Debtors and has been listed to reflect that in the Schedules and Statements. Specific names have been provided in the Statements of Petersen Health Care Management, LLC.

Question 26d: The Debtors' financial statements are maintained and distributed from Petersen Health Care Management, Inc. From time to time, the Debtors provide financial statements in the ordinary course of business to certain parties for business, statutory, credit, financing, and other reasons. Recipients may include regulatory and tax agencies, financial institutions, investment banks, vendors, debtholders, and their legal and financial advisors. Additionally, the Debtors contacted various parties in connection with the Debtors' efforts to market and sell their assets. The Debtors shared certain financial information under confidentiality agreements to certain of those parties through Walker & Dunlop Investment Sales, LLC, the Debtors' retained Investment Sales Broker. The identity of such parties has not been individually disclosed herein based on confidentiality.

Question 31: Until 2021, certain Debtors were members of a consolidated group for tax purposes wherein such Debtors did not file tax returns and were accounted for within the personal tax returns

of Mark Petersen. As of 2021, those Debtors are no longer part of such consolidated group. The Debtors maintain that during the time in which such Debtors were members of a consolidated group for tax purposes, such Debtors were not required to file any tax return because they generated no income.

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Case 24-10443-TMH Doc 444 Filed 05/31/24 Page 14 of 50

Fill in this information to identify the case: Debtor Name: In re : Kewanee, LLC United States Bankruptcy Court for the: District of Delaware Case number (if known): 24-10580 (TMH) Official Form 206Sum	Check if this is an amended filing	I
Summary of Assets and Liabilities for Non-I	ndividuals 12/15	
Juillinary of Assets and Liabilities for Non-in		
Part 1: Summary of Assets		
1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)		
1a. Real property:		_
Copy line 88 from Schedule A/B	\$	_
1b. Total personal property:		
Copy line 91A from Schedule A/B	\$\$	_
1c. Total of all property:	\$ 1,068,076.76	
Copy line 92 from Schedule A/B		_
Part 2: Summary of Liabilities		
2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)		_
Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Sched	dule D\$\$\$\$	_
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)		
3a. Total claim amounts of priority unsecured claims:		
Copy the total claims from Part 1 from line 5a of Schedule E/F	\$	_
3b. Total amount of claims of nonpriority amount of unsecured claims:		_
Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+ \$	_
4. Total liabilities Lines 2 + 3a + 3b	\$ 5,035,756.99	
		-

Fill in this information to identify the case:

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Current value of debtor's interest
\$
\$
\$\$71,369.94
\$71,369.94

		Case 24-10443-1MH	DOC 444	Filed 05/31/24	Page 16 C	ot 50
Debtor:	Kewanee, LLC			Case	e number (if known):	24-10580
	Name					
Part 2:	Deposits and pre	payments				
6. Does	the debtor have a	ny deposits or prepayments?				
VN	lo. Go to Part 3.					
🗆 Y	es. Fill in the inform	nation below.				
					Ci	urrent value of debtor's interes
7. Depo	sits, including sec	urity deposits and utility deposits				
Descr	iption, including name	e of holder of deposit				
					\$	
0				wanaa tawaa and want		

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$____

\$_

0.00

			Case 24-104	43-TMH	Doc 444	Filed 05/31/24	Page 17 of §	50
De	ebtor:	Kewanee, LLC				Case	e number (if known): 2	4-10580
		Name						
Part	3:	Accounts receivab	ole					
10.	Does	the debtor have any	/ accounts receivab	le?				
	□ N	lo. Go to Part 4.						
	⊠ Y	es. Fill in the informa	tion below.					
								Current value of debtor's interest
11.	Acco	unts receivable						
			Description	face amount		doubtful or uncollectible ac	counts	
	11a.	90 days old or less:	Rent	\$	25,298.77	\$	= →	\$25,298.77
		Note: See Global I	Votes					
	11b.	Over 90 days old:	None	\$		\$	= →	\$
		Note: See Global I	Votes					
		of Part 3. Int value on lines 11a	+ 11h - line 12 Con	w the total to line	0.82			\$ 25.298.77
	Curre		+ 110 = 1110 12. Cop		6 02.			Φ25,298.77

D	ebtor:	Kewanee, LLC	Case 24-10443-TMH	Doc 444	Filed 05		Page 18 e number (if known):	
Part	: 4:	Investments						
13.	Does f	the debtor own ar	ny investments?					
	⊠ No	o. Go to Part 5.						
	□ Ye	es. Fill in the inform	ation below.					
						Valuation for current	method used t value	Current value of debtor's interest
14.	Mutua	I funds or publicl	y traded stocks not included in Par	t 1				
	Name	of fund or stock:						
								\$
			ck and interests in incorporated an n an LLC, partnership, or joint vent		d businesses,			
	Name	of entity:		% of owners	hip:			
16.		rnment bonds, co ments not include	rporate bonds, and other negotiabled in Part 1	e and non-negot	iable			
	Descri	be:						
								\$
17.	Total	of Part 4.					Γ	
	Add lir	nes 14 through 16.	Copy the total to line 83.					\$0.00

Debtor: Kewanee, LLC

	Name				
Part	5: Inventory, excluding agricultur	e assets			
18.	Does the debtor own any inventory (excludin ☑ No. Go to Part 6. □ Yes. Fill in the information below.	g agriculture assets)	?		
	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials		\$		\$
20.	Work in progress		\$		\$
21.	Finished goods, including goods held for res		\$		\$
22.	Other inventory or supplies		\$		\$
23.	Total of Part 5. Add lines 19 through 22. Copy the total to line 8	4.			\$0.00
24.	Is any of the property listed in Part 5 perishal	ble?			
25.	Has any of the property listed in Part 5 been p No Yes. Description				\$
26.	Has any of the property listed in Part 5 been a	appraised by a profes	ssional within the last year?		

□ Yes

D	ebtor:	Kewanee, LLC	DOC 444 T IICU 03/3.	Case number (if known):	
	_	Name			
Par	t 6:	Farming and fishing-related assets (other the	nan titled motor vehicles	and land)	
27.		he debtor own or lease any farming and fishing-related	l assets (other than titled motor	vehicles and land)?	
	—	b. Go to Part 7. es. Fill in the information below.			
	Genera	al description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28.	Crops-	-either planted or harvested			
			\$\$		\$
29.	Farm a	animals Examples: Livestock, poultry, farm-raised fish	\$		\$
30.	Farm n	nachinery and equipment (Other than titled motor vehicle			
			\$		\$
31	Earm a	and fishing supplies, chemicals, and feed			
51.	Faillia	and rishing supplies, chemicals, and reed	\$		\$
32.	Other f	farming and fishing-related property not already listed			<u>^</u>
			\$		\$
33.		of Part 6. nes 28 through 32. Copy the total to line 85.			\$ 0.00
	Auu III				\$0.00
34	Is the c	debtor a member of an agricultural cooperative?			
0.1					
		es. Is any of the debtor's property stored at the cooperative	?		
		No Yes			
25	_	y of the property listed in Part 6 been purchased within	n 20 days before the bankrupto	v was filed?	
35.				y was med :	
		s. Description Book value ^{\$}	Valuation metho	d Cu	rrent value ^{\$}
36.	Is a de	preciation schedule available for any of the property li	sted in Part 6?		

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- □ No
- □ Yes

Kewanee, LLC Debtor: Name

rt 7: Office furniture, fixtures, and equipment; a	nd collectibles							
Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?								
□ No. Go to Part 8.								
☑ Yes. Fill in the information below.								
General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest					
Office furniture								
39.1 FFE from Balance Sheet	\$10,515.79	Net Book Value	\$10,515.79					
Office fixtures								
40.1 See Schedule A/B 39	\$		\$					
Office equipment, including all computer equipment and communication systems equipment and software								
41.1 See Schedule A/B 39	\$		\$					
books, pictures, or other art objects; china and crystal; stamp,	coin, or baseball							
42.1 See Schedule A/B 39	\$		\$\$					
Total of Part 7.								
Add lines 39 through 42. Copy the total to line 86.			\$10,515.79					
Is a depreciation schedule available for any of the propert	y listed in Part 7?							
☑ No								
	Does the debtor own or lease any office furniture, fixtures □ No. Go to Part 8. ☑ Yes. Fill in the information below. General description Office furniture 39.1 FFE from Balance Sheet Office fixtures 40.1 See Schedule A/B 39 Office equipment, including all computer equipment and communication systems equipment and software 41.1 See Schedule A/B 39 Collectibles Examples: Antiques and figurines; paintings,print books, pictures, or other art objects; china and crystal; stamp, card collections; other collections, memorabilia, or collectibles 42.1 See Schedule A/B 39 Total of Part 7. Add lines 39 through 42. Copy the total to line 86. Is a depreciation schedule available for any of the propert ☑ No	□ No. Go to Part 8. ✓ ✓ Yes. Fill in the information below. Met book value of debtor's interest (Where available) Office furniture 39.1 FFE from Balance Sheet \$	Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles? No. Go to Part 8. Yes. Fill in the information below. General description Net book value of debtor's interest (Where available) Valuation method used for current value Office furniture 39.1 FFE from Balance Sheet \$					

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

⊠ No

□ Yes

24-10580

Debtor:	Kewanee, LLC

Name Part 8: Machinery, equipment, and vehicles 46. Does the debtor own or lease any machinery, equipment, or vehicles? ☑ No. Go to Part 9. ☐ Yes. Fill in the information below. Net book value of debtor's **General description** Valuation method used Current value of debtor's interest interest Include year, make, model, and identification numbers (i.e., for current value VIN, HIN, or N-number) (Where available) 47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles _____ \$ \$ 48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels \$ \$ _____ 49. Aircraft and accessories _____ \$ \$ 50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment) \$ \$ _____ 51. Total of Part 8. 0.00 Add lines 47 through 50. Copy the total to line 87. \$ 52. Is a depreciation schedule available for any of the property listed in Part 8? □ No □ Yes 53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

□ Yes

24-10580

Debtor: Kewanee, LLC

Name

Part 9: Real property

54. Does the debtor own or lease any real property?

- □ No. Go to Part 10.
- ☑ Yes. Fill in the information below.

B 1 1 1 1 1 1

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
Construction In Progress - 144 Junior 55.1 Avenue, Kewanee, IL 61443	Owned	\$960,892.26	Net Book Value	\$960,892.26

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

- 57. Is a depreciation schedule available for any of the property listed in Part 9?`
 - 🗆 No
 - ☑ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☑ No
- □ Yes

960,892.26

\$

24-10580

Case number (if known):

Debtor: Kewanee, LLC

Name

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

☑ No. Go to Part 11.

□ Yes. Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60.	Patents, copyrights, trademarks, and trade secrets	\$		\$
61.	Internet domain names and websites	\$		\$
62.	Licenses, franchises, and royalties	\$		\$
63.	Customer lists, mailing lists, or other compilations	\$		\$
64.	Other intangibles, or intellectual property	\$		\$
65.	Goodwill	\$		\$
66.	Total of Part 10. Add lines 60 through 65. Copy the total to line 89.			\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

🗆 No

□ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

□ No

□ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

🗆 No

□ Yes

Debtor: _____Kewanee, LLC

	Name			
Part 11:	All other assets			
70. Does t	the debtor own any other assets the eall interests in executory contracts a	at have not yet been reported	on this form?	
	o. Go to Part 12.			
	es. Fill in the information below.			
				Current value of debtor's
				interest
71. Notes	s receivable			
Descri	iption (include name of obligor)	Total face amount	doubtful or uncollectible accounts	
	71.1 None	\$	- \$ =	→ \$
72. Tax re	efunds and unused net operating lo	sses (NOLs)		
Descr	iption (for example, federal, state, local)			
	72.1 None	_	Tax year	\$
73. Intere	ests in insurance policies or annuiti	es		
	73.1 West Bend Mutual Insurance -	Policy Number: 236291-11		\$ Undetermined
	74.1 None			\$
	Amount requested			
every	r contingent and unliquidated claim r nature, including counterclaims of ff claims	s or causes of action of the debtor and rights to		
	75.1 None			\$
	Nature of claim			
	Amount requested	\$		
	Amount requested	Φ		
	o oquitable or future interacto in pr	on or the		
76. Trust	s, equitable or future interests in pr	орепту		^
	76.1 None			\$
77. Other country	property of any kind not already lis y club membership	ted Examples: Season tickets,		
	77.1 None			\$
	of Part 11.			
Add li	ines 71 through 77. Copy the total to I	ine 90.		\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

⊠ No

□ Yes

Kewanee, LLC Debtor:

Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

	art 12 copy an of the totals norm the earlier parts of the form.			
	Type of property	 rent value of sonal property	Current property	value of real /
80.	Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$ 71,369.94		
81.	Deposits and prepayments. Copy line 9, Part 2.	\$ 0.00		
82.	Accounts receivable. Copy line 12, Part 3.	\$ 25,298.77		
83.	Investments. Copy line 17, Part 4.	\$ 0.00		
84.	Inventory. Copy line 23, Part 5.	\$ 0.00		
85.	Farming and fishing-related assets. Copy line 33, Part 6.	\$ 0.00		
86.	Office furniture, fixtures, and equipment; and collectibles.	\$ 10,515.79		
	Copy line 43, Part 7.			
87.	Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$ 0.00		
88.	Real property. Copy line 56, Part 9	 →	\$	960,892.26
89.	Intangibles and intellectual property. Copy line 66, Part 10.	\$ 0.00		
90.	All other assets. Copy line 78, Part 11.	\$ 0.00		
91.	Total. Add lines 80 through 90 for each column91a.	\$ 107,184.50	+ 91b. \$	960,892.26
92.	Total of all property on Schedule A/B. Lines 91a + 91b = 92	 		

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

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

alphabetical order all credite ad claim, list the creditor separa		red cla	aims. If a creditor has more than one		Do not	a A It of claim deduct the f collateral.	on B of collateral th orts this claim
.1 Creditor's name		Desc	cribe debtor's property that is subject to a	lien			
GMF Capital Creditor's Name		Buil	ding/Property	\$		919,578.69	\$ 960,892.2
Creditor's mailing address							
GMF Capital		Des	cribe the lien				
Notice Name		Mor	tgage Lien on Building/Property				
650 Madison Ave							
Street							
FLR 22		_	ne creditor an insider or related party?				
	40000	\square					
New York NY	10022 ZIP Code		Yes				
City State	ZIP Code						
Country		Is a	nyone else liable on this claim?				
Creditor's email address, it	known		No				
· · · · · · · · · · · · · · · · · · ·		_	Yes. Fill out Schedule H: Codebtors(Official I	Form	206H)		
Date debt was incurred				5	200117.		
Sale dest has moulled							
Last 4 digits of account			f the petition filing date, the claim is:				
number	0583	Cheo	ck all that apply.				
Do multiple creditors have	an interest in the		Contingent				
same property?	an interest in the		Unliquidated				
			Disputed				
□ No							
Yes. Have you already	specified the						

Sector has 1st Lien/GMF has 2nd Lien

□ Yes. The relative priority of creditors is specified on lines

Check if this is an

amended filing

12/15

Debtor: Kewanee, LLC

Part '

•	
Case number	(<i>if known</i>): 24-10580

Ado	ditional Pag	е								
	Copy this page only if more space is needed. the previous page.				tinue numbering the lines sequentially from	Amount of claim			Column B Value of collateral that supports this claim	
.2 Cre	ditor's name			De	scribe debtor's property that is subject to a lier	n				
Sect	tor Financial I	nc.		Bu	uilding/Property	\$	4,116,178.30	\$	960,892.26	
Credi	itor's Name							_		
Cree	ditor's mailir	ng addres	S							
KEY	BANK REAL	ESTATE	CAPITAL	De	escribe the lien					
	e Name			Мс	ortgage Lien on Building/Property	_				
PO Stree	BOX 145404			-						
Stree	I			1	the creditor on incider or related parts?					
				-	the creditor an insider or related party?					
Cine	lanati	011	45050	-	No					
		OH	45250		Yes					
City		State	ZIP Code							
Coun	ntrv			ls	anyone else liable on this claim?					
	ditor's email	address.	if known							
		,		<u> </u>		m 206H)	1			
Date	e debt was ir	ncurred		-						
	t 4 digits of a nber	account	1728		of the petition filing date, the claim is: eck all that apply.					
_					Contingent					
	multiple crec ne property?	litors hav	e an interest in the		Unliquidated					
3411	ie property:				Disputed					
	No									
V			dy specified the							
			creditor, including this elative priority.							
	Sector	has 1st Li	en/GMF has 2nd Lien							
	Yes. Th specifie	e relative d on lines	priority of creditors is							

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

5,035,756.99

\$

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address			On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
			Line	
Name				
Notice Name				
Street				
City	tate	ZIP Code		
Country				

Fill in this information to identify the case:

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1:	List All Creditors with PRIORITY Unsecured Claims
1. Do a	ny creditors have priority unsecured claims? (See 11 U.S.C. § 507).
⊠ N	No. Go to Part 2.

- □ Yes. Go to Line 2.
- I Yes. Go to Line 2

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$	\$\$
Creditor Name	Contingent		
	_ Unliquidated		
Creditor's Notice name	Disputed		
Address	Basis for the claim:		
		-	
City State ZIP Code			
Country	_		
Date or dates debt was incurred			
Last 4 digits of account number	_	Is the claim su □ No	bject to offset?
Specify Code subsection of PRIORITY unsecur	ed	□ Yes	
claim: 11 U.S.C. § 507(a) ()			

in alphabetica ms, fill out and	al order all of the cre attach the Additional I	ditors with nonpriority unse Page of Part 2.	cured claims. If the debtor has more than 6 creditors w	vith nonpriority unsecure			
				Amount of claim			
Nonpriority	creditor's name ar	nd mailing address	As of the petition filing date, the claim is: Check all that apply.	\$			
Creditor Name			□ Contingent				
Creditor's Notice	name		Unliquidated Disputed Basis for the claim:				
				_			
City	State	ZIP Code					
Country							
Date or dates debt was incurred			Is the claim subject to offset?				

□ Yes

Last 4 digits of account

number

art 3:	List Others to B	e Notified About Un	secured Claims		
с If	ollection agencies, as	signees of claims list	ed above, and attorneys f	isted in Parts 1 and 2. Examples of entities t or unsecured creditors. o not fill out or submit this page. If additiona	-
N	ame and mailing addr	ress		On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
				Line	
N	ame			□ Not Listed.Explain	
N	otice Name				
S	reet				
_					
C	ty	State	ZIP Code	-	
C	ountry			-	

P

Part 4	Total Amounts of the Priority and Nonpriority Unsecured Claims		
5. Ad	d the amounts of priority and nonpriority unsecured claims.		
			Total of claim amounts
5a. T	Fotal claims from Part 1	5a.	\$0.00
5b. T	Fotal claims from Part 2	5b. +	\$0.00
	Fotal of Parts 1 and 2 Lines $5a + 5b = 5c$.	5c.	\$0.00

Fill in this information to identify the case:

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- □ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets Real and Personal Property (Official Form 206A/B).

2.	List all contracts and unexpired le	pases	State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease			
	2.1 State what the contract or lease is for and the nature of the debtor's interest	Facility Lease	Kewanee HCO, LLC			
			Notice Name 144 Junior Avenue			
	State the term remaining	Yearly Renewal	Address			
	List the contract number of any government contract					
			Kewanee	IL	61443	
			City	State	ZIP Code	
		Country				

Check if this is an amended filing

12/15

Fill in this information to identify the case:

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

Official Form 206H

Schedule H: Codebtors

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

D No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☑ Yes

 In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

	Column 1: Codebtor				Column 2: Creditor	
	Name	Mailing address			Name	Check all schedules that apply:
2.1	Aledo RE, LLC	304 S.W. 12th Street			GMF Capital	☑D
		Street				□ E/F
						□G
		Aledo	IL	61231		
		City	State	ZIP Code	_	
		Country	-			
2.2	Aledo RE, LLC	304 S.W. 12th Street			Sector Financial Inc.	☑D
		Street				 □ E/F
						□G
		Aledo	IL	61231		
		City	State	ZIP Code		
		Country	-			
2.3	Arcola RE, LLC	422 East 4th South Street			GMF Capital	☑ D
		Street				□ E/F
						□G
		Arcola	IL	61910		
		City	State	ZIP Code		
		Country	-			

Check if this is an amended filing

12/15

or: Kewanee, LLC	Case 24-10443-TMH	Doc 444		Page 36 of 50 aber (if known): 24-10580	
Name 2.4 Arcola RE, LLC	422 East 4th South Stre	eet	Sector Financial Inc.		
	Street				
				-	
	Arcola	IL	61910	-	
	City	State	ZIP Code	-	
	Country				
2.5 Aspen RE, LLC	143 9th Avenue			GMF Capital	✓
	Street				
	Silvis	IL	61282	-	
	City	State	ZIP Code	-	
	Country				
2.6 Aspen RE, LLC	143 9th Avenue			Sector Financial Inc.	V
	Street				
				-	
	Silvis	IL	61282	-	
	City	State	ZIP Code	-	
	Country				
2.7 Bement RE, LLC	61 North Morgan			GMF Capital	V
	Street				
				-	
	Bement	IL	61813	-	
	City	State	ZIP Code	-	
	Country				
2.8 Bement RE, LLC	61 North Morgan			Sector Financial Inc.	V
	Street				
				-	
				-	
	Bement	IL	61813		
	City	State	ZIP Code	-	
	Country				

Name					
2.9 Betty's Garden RE, LLC	141 Acorn Street South	ו		GMF Capital	\checkmark
	Street				
	Kewanee	IL	61443		
	City	State	ZIP Code		
	Country				
2.10 Bradford AL RE, LLC	1 Courtyard Boulevard			GMF Capital	\checkmark
	Street				
	Bradford	IL	61421		
	City	State	ZIP Code		
	Country				
2.11 Bradford AL RE, LLC	1 Courtyard Boulevard			Sector Financial Inc.	\checkmark
	Street				
	Bradford	IL	61421		
	City	State	ZIP Code		
	Country				
	Country				_
2.12 Bushnell AL RE, LLC	121 N. Cole Street Street			GMF Capital	
	Bushnell	IL State	61422 ZIP Code		
	Country				
2.13 Bushnell AL RE, LLC	121 N. Cole Street			Sector Financial Inc.	\checkmark
	Sireet				
	Bushnell	<u>IL</u>	61422		
	City	State	ZIP Code		
	Country				

	CAA Narth Oren "				_
2.14 Collinsville RE, LLC	614 North Summit			GMF Capital	✓
	Sireer				
	Collinsville	IL	62234		
	City	State	ZIP Code		
	Country				
2.15 Collinsville RE, LLC	614 North Summit Street			Sector Financial Inc.	$\overline{\checkmark}$
	0.001				
					_
	Collinsville	IL	62234		
	City	State	ZIP Code		
	Country				
2.16 CYV Kewanee AL RE, LLC	86 Sunset Drive			GMF Capital	\checkmark
	Street				
	Kewanee	IL	61443		
	City	State	ZIP Code		
	Country				
2.17 CYV Kewanee AL RE, LLC	86 Sunset Drive			Sector Financial Inc.	\checkmark
	Street				
	Kewanee	IL	61443		
	City	IL State	01443 ZIP Code	_	
	Country				
2.18 Decatur RE, LLC	136 S. Dipper Lane			GMF Capital	V
	Street				¥
	Decatur	<u>IL</u>	62522	_	
	City	State	ZIP Code		

tor: Kewanee, LLC	ase 24-10443-TMH	Doc 444		Page 39 of 50 aber (if known): 24-10580	
2.19 Decatur RE, LLC	136 S. Dipper Lane			Sector Financial Inc.	\checkmark
	Street				
				-	
				-	
	Decatur	<u>IL</u>	62522	_	
	City	State	ZIP Code		
	Country				
.20 Eastview RE, LLC	1 Eastview Place			GMF Capital	\checkmark
	Street				
				_	
				_	
	Eastview	IL	61951	_	
	City	State	ZIP Code		
	Country				
.21 Eastview RE, LLC	1 Eastview Place			Sector Financial Inc.	
	Street				
				-	
				-	
	Eastview	IL	61951	_	
	City	State	ZIP Code		
	Country				
.22 Effingham RE, LLC	161 N. Lakewood Drive			GMF Capital	\checkmark
	Street				
				_	L
				_	
	Effingham	IL	62401		
	City	State	ZIP Code	_	
	Country				
.23 Effingham RE, LLC	161 N. Lakewood Drive			Sector Financial Inc.	\checkmark
	Street				
				-	
				_	
	Effingham	IL	62401		
	City	State	ZIP Code	_	
	Country				

Name	60 North Llowsham Otra-t			CME Consisted	
2.24 Havana RE, LLC	69 North Harpham Street			GMF Capital	
	Gilder				
					_
	. <u></u>				
	Havana	IL	62644		
	City	State	ZIP Code		
		_			
	Country				
2.25 Havana RE, LLC	69 North Harpham Street			Sector Financial Inc.	\checkmark
	Street				
	Havana	IL	62644		
	City	State	ZIP Code		
	Country	_			
2.26 Lebanon RE, LLC	121 North Alton			GMF Capital	\checkmark
	Street				
	Lebanon	- <u>IL</u>	62254		
	City	State	ZIP Code		
	Country	_			
2.27 Lebanon RE, LLC	121 North Alton			Sector Financial Inc.	\checkmark
	Street				
	Lebanon		62254		
	City	State	ZIP Code		
	Country	_			
2.28 McLeansboro RE, LLC	45 W. Carpenter			GMF Capital	\checkmark
2.20 WILLEANSDUID RE, LLU	Street				¥
					_
	McLeansboro	IL	62859		

tor: Kewanee, LLC	Cas	e 24-10443-TMH	DOC 444	Filed 05/31/2 Case nu	Page 41 of 50 (if known): 24-10580	
2.29 McLeansboro R	RE, LLC	45 W. Carpenter			Sector Financial Inc.	\checkmark
		Street				
						_
		McLeansboro	<u> </u>	62859		
		City	State	ZIP Code		
		Country				
.30 North Aurora, L	LC	31 Banbury Road			GMF Capital	<
		Street				
		North Aurora	IL	60542		
		City	State	ZIP Code		
		Country				
2.31 North Aurora, LLC	LC	31 Banbury Road			Sector Financial Inc.	\checkmark
		Street				
		North Aurora	IL	60542		
		City	State	ZIP Code		
		Country				
	_C	1 N.E. 15th Street, Ca	asey		GMF Capital	\checkmark
		Street	-			
		Casey	IL	62420		
		City	State	ZIP Code		
		Country				
.33 Petersen 25, LL	C	1 N.E. 15th Street, C	asev		Sector Financial Inc.	\checkmark
	-0	Street				
			IL	62420		
		Casey	IL State	ZIP Code		
		Country				

	Kewanee, LLC	Case 24-10443-TMH	Doc 444		Page 42 of 50 umber (if known): 24-10580	
	Name Petersen Farmer City,	LLC 44 Brookview Drive			GMF Capital	\checkmark
		Street				
		Farmer City	IL	61842		
		City	State	ZIP Code		
		Country				
2.35	Petersen Farmer City,				Sector Financial Inc.	V
		Street				
		Former Office	μ	04040		
		Farmer City City	IL State	61842 ZIP Code		
		Country				
2.36	Piper RE, LLC	6 South Maple St Street			GMF Capital	V
		Sileet				
						L
		Piper City	IL	60959		
		City	State	ZIP Code		
		Country				
2.37	Piper RE, LLC	6 South Maple St			Sector Financial Inc.	\checkmark
		Street				
		Piper City	IL	60959		
		City	State	ZIP Code		
		Country				
o	Pleasant \/iow PE_LL		.+		CME Conitol	V
2.30	Pleasant View RE, LLC	Street	÷L		GMF Capital	
		Morrison	IL Stato	61270 ZIP Code	_	
		City	State	ZIP Code		
		Country				

or: Kewanee, LLC	se 24-10443-TMH	DUC 444		4 Page 43 of 50 mber (if known): 24-10580	
2.39 Pleasant View RE, LLC	5 North Jackson Street			Sector Financial Inc.	✓
	Street				
					_
	Morrison	IL	61270		
	City	State	ZIP Code		
	Country				
.40 Prairie City RE, LLC	825 East Main Street			GMF Capital	V
	Street				
				_	
	Prairie City	IL	61470		
	City	State	ZIP Code		
	Country				
.41 Prairie City RE, LLC	825 East Main Street			Sector Financial Inc.	v
	Street				
	Prairie City	IL	61470		
	City	State	ZIP Code		
	Country				
.42 Robings, LLC	52 North Main Street Street			GMF Capital	∠
	Gilder				
				_	_
	Brighton	<u>IL</u>	62012		
	City	State	ZIP Code		
	Country				
.43 Robings, LLC	52 North Main Street			Sector Financial Inc.	V
	Street				
					L
					E
	Brighton	IL	62012		
	City	State	ZIP Code		

Name					
2.44 Rosiclare RE, LLC	187 Fairview Road			GMF Capital	
	Street				
	5				
	Rosiclare City	IL State	62982 ZIP Code		
	Oity	Oldie			
	Country				
2.45 Rosiclare RE, LLC	187 Fairview Road			Sector Financial Inc.	\checkmark
	Street				
	Rosiclare	IL	62982		
	City	State	ZIP Code		
	Country				
2.46 Paval PE LLC	65 East Church Stree				
2.46 Royal RE, LLC	Street	et		GMF Capital	☑
					_
	Kewanee	IL	61443		
	City	State	ZIP Code		
	Country				
2.47 Royal RE, LLC	65 East Church Stree	t		Sector Financial Inc.	\checkmark
	Street				
				_	
	Kewanee City	IL State	61443 ZIP Code	_	
	City	State			
	Country				
2.49 Shanari La PE LLC	93 NE Duncan Road			GMF Capital	\checkmark
2.48 Shangri La RE, LLC					
2.48 Shangri La RE, LLC	Street				_
2.48 Shangri La RE, LLC	Street				
2.48 Shangri La RE, LLC	Street				
2.48 Shangri La RE, LLC	Street			_	
2.48 Shangri La RE, LLC	Street Blue Springs	МО	64014	_	

Name					
2.49 Shangri La RE, LLC	93 NE Duncan Road			Sector Financial Inc.	⊡ C
	Street				
	Blue Springs	MO	64014		
	City	State	ZIP Code		
	Country				
2.50 Shelbyville RE, LLC	2116 W. South 3rd			GMF Capital	
	Street				E
	Shelbyville	IL	62565		
	City	State	ZIP Code		
	Country				
2.51 Shelbyville RE, LLC	2116 W. South 3rd			Sector Financial Inc.	
	Street				
	Shelbyville	IL	62565		
	City	State	ZIP Code		
	Country				
2.52 Sullivan AL RE, LLC	2 Courtyard Blvd.			GMF Capital	
	Street				
	Sulllivan	IL	61951		
	City	State	ZIP Code		
	Country				
2.53 Sullivan AL RE, LLC				Sector Financial Inc.	☑ [
	Street				
	Sulllivan		01051		
	Sullivon	IL	61951		
	City	State	ZIP Code		

	lame				umber (if known): 24-10580	
2.54 _	Sullivan RE, LLC	11 Hawthorne Lane			GMF Capital	V
		Street				
		Sullivan	IL	61951		
		City	State	ZIP Code		
		Country	_			
2.55 \$	Sullivan RE, LLC	11 Hawthorne Lane			Sector Financial Inc.	\checkmark
_		Street				
					_	
		Sullivan	IL	61951		
		City	State	ZIP Code		
		Country	_			
2.56 Swansea RE, LLC	145 North Second Street			GMF Capital	\checkmark	
_		Street				
		Swansea	IL	62226		
		City	State	ZIP Code		
		Country	_			
2.57 \$	Swansea RE, LLC	145 North Second Street			Sector Financial Inc.	\checkmark
_		Street				
		Swansea	IL	62226		
		City	State	ZIP Code		
		Country	_			
2.58 1	Tarkio RE, LLC	3 Cedar Street			GMF Capital	\checkmark
_		Street				
		Tarkio	МО	64491		
		City	State	ZIP Code		

	Kewanee, LLC Name	Case 24-10443-TMH		Case num	ber (if known): 24-10580	
	Tarkio RE, LLC	3 Cedar Street			Sector Financial Inc.	
		Street				
					-	
		Torkio	10	64404	-	
		Tarkio City	MO State	64491 ZIP Code	-	
		Country				
2.60	Tuscola RE, LLC	123 Egyptian Trail			GMF Capital	
		Street			_	
		Tuscola	IL	61953	-	
		City	State	ZIP Code	-	
		Country				
2.61 Tuscola RE	Tuscola RE, LLC	123 Egyptian Trail			Sector Financial Inc.	\checkmark
		Street				
					-	
					-	
		Tuscola	IL	61953	_	
		City	State	ZIP Code		
		Country				
2.62	Twin RE, LLC	31 S. Eads Avenue			GMF Capital	\checkmark
		Street				
					-	
		Paris	IL	61944	-	
		City	State	ZIP Code	-	
		Country				
2.63	Twin RE, LLC	31 S. Eads Avenue			Sector Financial Inc.	\checkmark
		Street				
					-	
					-	
		Paris	IL	61944	_	
		City	State	ZIP Code		
		Country				

Name					
2.64 Vandalia RE, LLC	15 W. St. Louis Ave			GMF Capital	✓
	Street				
	Vandalia	IL	62471		
	City	State	ZIP Code		
	Country				
2.65 Vandalia RE, LLC	15 W. St. Louis Ave			Sector Financial Inc.	\checkmark
	Street				
	Vandalia	IL	62471		
	City	State	ZIP Code		
	Country				
	Country				_
2.66 Walcott AL RE, LLC	51 North Main Stree	et		GMF Capital	
				_	
	Walcott City	IL State	52773 ZIP Code		
	City	State	ZIF COUE		
	Country				
2.67 Walcott AL RE, LLC	51 North Main Stree	et		Sector Financial Inc.	\checkmark
	Street				
	Walcott	IL	52773		
	City	State	ZIP Code		
	Country				
2.68 Watseka RE, LLC	715 East Raymond	Road		GMF Capital	\checkmark
	Street				
	Watseka	IL	60970		

Debtor: Kewanee, LLC	Case 24-10443-TM	H Doc 444		4 Page 49 of 50 mber (if known): 24-10580	
Name					
2.69 Watseka RE, LLC	715 East Raymond	dRoad		Sector Financial Inc.	⊠D
	Street				□ E/F
				_	□G
	Watseka	IL	60970	_	
	City	State	ZIP Code	_	
	Country				
2.70 Westside RE, LLC	61 North Columbia	St.		GMF Capital	☑D
	Street				 □ E/F
				_	
				_	□G
	West Frankfort	IL	62896		
	City	State	ZIP Code		
	Country				
2.71 Westside RE, LLC		St.		Sector Financial Inc.	⊠ D
	Street				□ E/F
				_	
				_	□G
	West Frankfort	IL	62896		
	City	State	ZIP Code		
	Country				

Fill in this information to identify the case:

Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District of Delaware

Case number (if known): 24-10580 (TMH)

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

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

Executed on 05/31/2024

MM / DD / YYYY

★ / s / David R. Campbell

Signature of individual signing on behalf of debtor

David R. Campbell

Printed name

Authorized Signatory

Position or relationship to debtor

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

SC HEALTHCARE HOLDING, LLC, et al.,

Debtors.¹

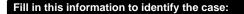
Chapter 11

Case No. 24-10443 (TMH)

(Jointly Administered)

STATEMENT OF FINANCIAL AFFAIRS FOR KEWANEE, LLC (CASE NO. 24-10580)

¹ The last four digits of SC Healthcare Holding, LLC's tax identification number are 2584. The mailing address for SC Healthcare Holding, LLC is c/o Petersen Health Care Management, LLC 830 West Trailcreek Dr., Peoria, IL 61614. Due to the large number of 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 is not provided herein. A complete list of such information will be made available on a website of the Debtors' proposed claims and noticing agent at www.kccllc.net/Petersen.



Debtor Name: In re : Kewanee, LLC

United States Bankruptcy Court for the: District Of Delaware

Case number (if known): 24-10580 (TMH)

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 04/22

The debtor must answer every question. 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 case number (if known).

Part 1:	Income
---------	--------

1. Gross revenue from business

□ None

Identify the beginning and may be a calendar year	ending	dates of the debtor's fi	scal y	ear, which	Sources of revenue Check all that apply	(befo	s revenue re deductions and ısions)
From the beginning of the fiscal year to filing date:	From	1/1/2024 MM / DD / YYYY	to	Filing date	Operating a business Other Rent	\$	35,012.98
For prior year:	From	1/1/2023 MM / DD / YYYY	to	12/31/2023 MM / DD / YYYY	Operating a business Other Rent	\$	103,990.78
For the year before that:	From	1/1/2022 MM / DD / YYYY	to	12/31/2022 MM / DD / YYYY	Operating a business Other <u>Rent</u>	\$	1,011,691.36

24-10580 Case number (if known):

Name

Debtor:

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

					Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From	MM / DD / YYYY	_ to	Filing date		\$
For prior year:	From	MM / DD / YYYY	to	MM / DD / YYYY		\$
For the year before that:	From	MM / DD / YYYY	to	MM / DD / YYYY		\$

Case number (if known): 24-10580

Debtor: Kewanee, LLC

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers-including expense reimbursements-to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☑ None

	Creditor's name and	address		Dates	Total amount or value	ns for payment or transfer all that apply
3.1					\$	Secured debt
	Creditor's Name					Unsecured loan repayments
						Suppliers or vendors
	Street					Services
						Other
	City	State	ZIP Code			
	Country					

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

	☑ None					
	Insider's Name and	Address		Dates	Total amount or value	Reason for payment or transfer
4.1	Insider's Name				\$	
	Insider's Name					
	Street					
	City	State	ZIP Code			
	Country					
	Relationship to Deb	otor				

Debtor: Kewanee, LLC

Name

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

24-10580

Case number (if known).

☑ None			
Creditor's Name and Address	Description of the Property	Date	Value of property
5.1 Creditor's Name			\$
Street	_		
City State ZIP Code	_		
Country	_		

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

	Creditor's Name and Address	Description of the action creditor took	Date action was taken	Amount
6.1	Creditor's Name			\$
	Street			
		Last 4 digits of account number: XXXX-		
	City State ZIP Code			
	Country			

24-10580 Case number (if known):

Name

☑ None

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity-within 1 year before filing this case.

	Case title	Nature of case	Court or agency's	name and add	ress	Stat	us of case
7.1			Name				Pending On appeal
			Street				Concluded
	Case number						
			City	State	ZIP Code		
			Country				

Assignments and receivership 8.

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

	Custodian's nar	ne and addre	ss	Description of the Property	Value			
8.1					\$ 5			
	Custodian's name				Court name and	address		
				Case title				
	Street			_	Name			
				Case number	Street			
	City	State	ZIP Code					
	Country			Date of order or assignment	City		State	ZIP Code
					Country			

Debtor: Kewanee, LLC Name

Part 4: **Certain Gifts and Charitable Contributions**

List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value 9. of the gifts to that recipient is less than \$1,000

Case number (if known):

	Recipient's nam	e and addre	SS	Description of the gifts or contributions	Dates given	Value	
9.1						\$	
	Creditor's Name						
	Street			_			
	City	State	ZIP Code	_			
	Country Recipient's relation	ionship to de	btor	-			

Debtor: Kewanee, LLC

Name

Part	5:	Certain Losses
10.	All I	osses from fire, theft, or other casualty within 1 year before filing this case.

Description of the property lost and loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1			\$

24-10580 Case number (if known):

Name

Debtor:

Part 6: **Certain Payments or Transfers**

Payments related to bankruptcy 11.

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

\checkmark	None	

Addre	ess					\$
Addre	ess					
Street				-		
City		State	ZIP Code	-		
Countr	ry			-		
Email	l or website a	address				

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device. Do not include transfers already listed on this statement.

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.1				\$
	Trustee			

Case number (if known):

Name

Debtor:

13. Transfers not already listed on this statement

List any transfers of money or other property - by sale, trade, or any other means - made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☑ None

1

	Who received transfer	?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
3.1					\$
	Address				
	Street				
	City State	e ZIP Code			
	Country Relationship to Debtor				

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

\checkmark	Does not apply					
	Address			Dates of occupancy		
14.1				From	То	
	Street					
	City	State	ZIP Code			
	Country					

Case number (if known): 24-10580

Name

Part 8: **Health Care Bankruptcies**

- 15. Health Care bankruptcies
 - Is the debtor primarily engaged in offering services and facilities for:

 - diagnosing or treating injury, deformity, or disease, or
 providing any surgical, psychiatric, drug treatment, or obstetric care?
 - ☑ No. Go to Part 9.
 - $\hfill\square$ Yes. Fill in the information below.

	Facility Name a	and Address		Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1					
	Facility Name				
				Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
	Street				Check all that apply:
					Electronically
					D Paper
	City	State	ZIP Code		

Country

Case number (if known): 24-10580

Name		
Part 9: Personall	ly Identifiable Information	
16. Does the debt	tor collect and retain personally identifiable	e information of customers?
☑ No.		
□ Yes. State	the nature of the information collected and reta	ained.
Does	the debtor have a privacy policy about that in	formation?
□ N	lo	
□ Y	/es	
	ofit-sharing plan made available by the debt	s of the debtor been participants in any ERISA, 401(k), 403(b), or other or as an employee benefit?
Yes. Does t	the debtor serve as plan administrator?	
🗆 No	b. Go to Part 10.	
□ Ye	es. Fill in below:	
	Name of plan	Employer identification number of the plan
17.1	I	EIN:
	Has the plan been terminated?	
	□ No	
	□ Yes	

Debtor:

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☑ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1		XXXX-	Checking		\$
	Name		Savings		
			Money market		
	Street	-	Brokerage		
			Other		
	City State ZIP Code	-			
	Country				

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

$\ensuremath{\boxtimes}$ None

	Depository instituti	on name and addre	955	Names of anyone with access to it	Description of the contents	Does debtor still have it?
9.1						□ No
	Name					
	Street					□ Yes
				Address		
	City	State	ZIP Code			
	Couptry					
	Country					

Debtor:

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

	Facility name and	address		Names of anyone with access to it	Description of the contents	Does debtor still have it?
20.1						🗆 No
	Name					
						□ Yes
	Street			_		
				-		
				Address		
	City	State	ZIP Code	_		
	Country					

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

	Owner's name and address	Location of the property	Description of the property	Value
21.1	Name			\$
	Ndille			
	Street	-		
		-		
	City State ZIP Code	-		
	Country	-		

Case number (if known): 24-10580

Name

Debtor:

Part 12: **Details About Environmental Information**

For the purpose of Part 12, the following definitions apply:

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- . Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

\checkmark	No
•	110

□ Yes. Provide details below.

	Case title	Court or agency	name and addres	55	Nature of the case	Sta	tus of case
22.1		Name					Pending On appeal Concluded
		Street					
	Case Number	City	State	ZIP Code			
		Country					

- Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of 23. an environmental law?
 - ☑ No
 - □ Yes. Provide details below.

	Site name and address			Governmental unit name and address			Environmental law, if known	Date of notice
23.1								
	Name			Name				
	Street			Street				
	City	State	ZIP Code	City	State	ZIP Code		
	Country			Country				

Debtor:	Kewa	nee, LLC	Case 24-10	0443-TMH	Doc 444	I-1 Filed			Page 18 ber (if known):	of 23 24-10580	
	Name										
24.	Has th	e debtor	notified any gov	ernmental unit	of any release	e of hazardou	s material	?			
	⊠ No	1									
	🗆 Ye	s. Provide	details below.								
		Site name	e and address	G	overnmental u	init name and	address	Enviror	nmental law,	if known	Date of notice
	24.1										
		Name		Na	ame						
		Street		St	reet						
		City	State	ZIP Code Ci	ty S	State Z	IP Code				
		Country		Co	ountry						

24-10580 Case number (if known):

Name

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case.Include this information even if already listed in the Schedules.

☑ None

	Business name a	nd address	5	Describe the nature of the business	Employer Identi Do not include S	fication number ocial Security number or I	ΓIN.
25.1					EIN:		
	Name				Dates business	existed	
					From	То	
	Street						
	City	State	ZIP Code				
	City	State	ZIF Code				
	Country						
	Country						

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

Name and Addre	Name and Address			Dates of service		
Name	Petersen Health Care Management, LLC Name 830 West Trailcreek Dr.			То		
Street			-			
Peoria	IL	61614				
City	State	ZIP Code	_			
Country			_			

List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial 26b. statement within 2 years before filing this case.

	None
--	------

□ None

0								
Name and Address			Dates	Dates of service				
 PHCM Petersen Healthcare Management Name			From	12/22/2011	То	Present		
830 West Trailcreek D Street	Dr.							
Peoria	IL	61614	14					
City	State	ZIP Code						

Name								
26b.2	Ginoli & Company			From	2002		То	Present
	Name							
	7625 N University S	St.						
	Street							
	Peoria	IL	61614					
	City	State	ZIP Code					
	Country							
26b.3	Clifton, Larson, Alle	n		From	2012		То	Present
	Name							
	301 SW Adams St.							
	Street							
	Suite 1000							
	Peoria	IL	61602					
	City	State	ZIP Code					
🗆 Nor	ne	who were in pos	session of the debtor's	books of acc		If any books	of acc	ount and records are
🗆 Nor	irms or individuals v ne Name and address			books of acc			of acc	ount and records are
□ Nor I 26c.1 <u>F</u>	irms or individuals v			books of acc		If any books	of acc	ount and records are
□ Nor I 26c.1 <u>F</u> N	irms or individuals on The Name and address Petersen Healthcare lame	Management, Ma		books of acc		If any books	of acc	ount and records are
□ Nor 1 26c.1 <u>F</u> 8	irms or individuals one Name and address Petersen Healthcare	Management, Ma		books of acc		If any books	of acc	ount and records are
□ Nor 1 26c.1 <u>F</u> 8	irms or individuals on Name and address Petersen Healthcare I Iame 130 West Trailcreek E	Management, Ma	rk Petersen	books of acc		If any books	of acc	ount and records are
□ Nor 1 26c.1 <u>F</u> 8 5 - - -	irms or individuals one Name and address Petersen Healthcare I lame 330 West Trailcreek E Street	Management, Ma	rk Petersen	61614		If any books	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - <u>F</u>	irms or individuals one Name and address Petersen Healthcare I lame 330 West Trailcreek E	Management, Ma	rk Petersen			If any books	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - - - - - - - - - - - -	irms or individuals one Name and address Petersen Healthcare I lame 330 West Trailcreek E Street	Management, Ma	rk Petersen	61614		If any books	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - - - - - - - - - - - -	irms or individuals on Name and address Petersen Healthcare I lame I30 West Trailcreek E Street Peoria	Management, Ma	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - C - C - - - - - - - - - - - - -	irms or individuals one Name and address Petersen Healthcare I lame 330 West Trailcreek I Street Peoria City Country Country	Management, Ma	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - - - - - - - - - - - -	irms or individuals of Name and address Petersen Healthcare I lame 330 West Trailcreek E Peoria Peoria Country Name and address	Management, Ma	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - C - - - - - - - - - - - - -	irms or individuals one Name and address Petersen Healthcare I lame 30 West Trailcreek I Peoria City Country Name and address Cinoli & Company Iame 2625 N University St.	Management, Ma Dr.	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 5 - - C - - - - - - - - - - - - -	irms or individuals one Name and address Petersen Healthcare I lame B30 West Trailcreek I Bareet Peoria City Country Name and address Ginoli & Company Iame	Management, Ma Dr.	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are
□ Nor 26c.1 <u>F</u> 8 8 5 - - - - - - - - - - - - -	irms or individuals one Name and address Petersen Healthcare I lame 30 West Trailcreek I Peoria City Country Name and address Cinoli & Company Iame 2625 N University St.	Management, Ma Dr.	rk Petersen	61614	2	If any books unavailable,	of acc	ount and records are

	14	Case 24-10443-TMH	Doc 444-1		•
Debtor:	Kewa	anee, LLC		Cas	e number (if known): 24-10580
	Name				
		Name and address			If any books of account and records are unavailable, explain why
	26c.3	Getzler Henrich and Associates			
		Name			
		295 Madison Ave			
		Street			
		Floor 20			
		New York	NY	10023	
		City	State	ZIP Code	

Country

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

□ Nor	e			
	Name and address			
26d.1	See global notes: Issuing of Fin	ancial Statements ha	andled by Op(Cos
	Name			
	Street			
	Street			
	City		State	ZIP Code
	Country			

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

🗹 No

□ Yes. Give the details about the two most recent inventories.

	Name of the perso	on who supervised the	e taking of the inventory	Date of Inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
					\$
	Name and addres records	s of the person who h	as possession of inventory		
27.1					
	Name				
	Street				
	City	State	ZIP Code		
	Country				

Debtor: Kewanee, LLC

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and Nature of any interest	% of interest, if any
28.1 David Campbell	150 S. Wacker Dr, Floor 24, Chicago, IL 60606	CRO	0%
28.2 SC Healthcare Holding LLC	830 West Trailcreek Dr., Peoria, IL 61614	Owner	100%

Case number (if known):

24-10580

- 29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?
 - ⊠ No
 - \Box Yes. Identify below.

	Name	Address	Position and Nature of any interest	Period during which position or interest was held	
29.1				From	То

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

🗹 No

□ Yes. Identify below.

	Name and address of recipient		Amount of money or description and value of property	Dates	Reason for providing the value	
30.1						
	Name					
	Street					
	City	State	ZIP Code			
	City	State	ZIF CODE			
	Country					
Relationship to debtor						

- 31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

Part 14: Signature and Declaration Case 24-10443-TMH Doc 444-1 Filed 05/31/24 Page 23 of 23

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.

I have examined the information in this Statement of Financial Affairs and any attachments 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 05/31/2024

MM / DD / YYYY

X / s / David R. Campbell

Printed name David R. Campbell

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Authorized Signatory

Are additional pages to Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?

☑ No

□ Yes