

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**In re:**

**SC HEALTHCARE HOLDING, LLC *et al.*,**

**Debtors.<sup>1</sup>**

Chapter 11

Case No. 24-10443 (TMH)

Jointly Administered

Ref. Docket Nos. 363 & 515

**CERTIFICATION OF COUNSEL REGARDING ORDER  
AUTHORIZING THE DEBTORS TO RETAIN DUANE MORRIS LLP AS  
SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
FOR CERTAIN SPECIFIED MATTERS, EFFECTIVE AS OF MAY 1, 2024**

On May 24, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024* [Docket No. 363] (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). A proposed order (the “Proposed Order”) was attached to the Application as Exhibit A. The deadline to file objections or otherwise respond to the Application was established as June 7, 2024 at 4:00 p.m. (ET) (as may have been extended by the Debtors for any party, the “Objection Deadline”).<sup>2</sup>

<sup>1</sup> 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 <http://www.kccllc.net/Petersen>.

<sup>2</sup> The Debtors extended the Objection Deadline for the Official Committee of Unsecured Creditors (the “Committee”).



Prior to the Objection Deadline, the Debtors received informal comments from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”). In response, the Debtors have confirmed that *Supplemental Declaration of Michael A. Witt in Support of Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024* [Docket No. 515] has resolved the U.S. Trustee’s concerns. No other formal or informal responses or objections to the Application were received. There have been no substantive changes made to the Proposed Order, attached hereto as **Exhibit A** (the “Revised Proposed Order”). For the convenience of the Court and all interested parties, a blackline comparing the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit B**.

WHEREFORE, as the Debtors did not receive any objections or responses other than that described herein, and the U.S. Trustee and the Committee do not object to entry of the Revised Proposed Order, the Debtors respectfully request that the Court enter the Revised Proposed Order without further notice or hearing at the Court’s earliest convenience.

*[Remainder of page intentionally left blank]*

Dated: June 20, 2024  
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &  
TAYLOR, LLP**

*/s/ Shella Borovinskaya*

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*Counsel for the Debtors and Debtors in  
Possession*

**EXHIBIT A**

**Revised Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
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TO RETAIN DUANE MORRIS LLP AS SPECIAL COUNSEL  
TO THE DEBTORS AND DEBTORS IN POSSESSION FOR CERTAIN  
SPECIFIED MATTERS, EFFECTIVE AS OF MAY 1, 2024**

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Upon consideration of the application (the “Application”)<sup>2</sup> of the Debtors for entry of an order (this “Order”) for authority to retain Duane Morris LLP (“Duane Morris”) as Special Counsel for certain Specified Matters in these Chapter 11 Cases, effective as of May 1, 2024, as more fully described in the Application; and upon the *Declaration of Michael A. Witt in Support of Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024*; and upon the *Supplemental Declaration of Michael A. Witt in Support of Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024* (the “Witt Declarations”); and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that notice of the Application was sufficient and the opportunity for a hearing on the Application was appropriate and no other notice need be provided; and this Court having reviewed the Application; and this Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Application is GRANTED to the extent provided herein.
2. The Debtors are authorized under sections 327(e), 328(a), and 330 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, to employ and retain Duane Morris as special counsel to the Debtors, effective as of May 1, 2024, in accordance with the terms set forth in the Application and the Witt Declarations.
3. Duane Morris' fees and expenses shall be subject to the prior approval of this Court in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.
4. The Debtors are authorized to take all steps necessary or appropriate to carry out this Order.
5. Notwithstanding anything to the contrary contained in the Bankruptcy Code or Bankruptcy Rules, this Order shall be effective and enforceable immediately upon its entry. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

**EXHIBIT B**

**Blackline**

**IN THE UNITED STATES BANKRUPTCY COURT  
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**Debtors.<sup>1</sup>**

Chapter 11

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Ref. Docket No. ~~---~~[363](#)

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TO THE DEBTORS AND DEBTORS IN POSSESSION FOR CERTAIN  
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Upon consideration of the application (the “Application”)<sup>2</sup> of the Debtors for entry of an order (this “Order”) for authority to retain Duane Morris LLP (“Duane Morris”) as Special Counsel for certain Specified Matters in these Chapter 11 Cases, effective as of May 1, 2024, as more fully described in the Application; and upon the *Declaration of Michael A. Witt in Support of Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024*—~~(the “Witt Declaration”;~~ and upon the *Supplemental Declaration of Michael A. Witt in Support of Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Duane Morris LLP as Special Counsel to the Debtors and Debtors in Possession for Certain Specified Matters, Effective as of May 1, 2024* (the “Witt Declarations”)); and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.



the United States Constitution; and this Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that notice of the Application was sufficient and the opportunity for a hearing on the Application was appropriate and no other notice need be provided; and this Court having reviewed the Application; and this Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Application is GRANTED to the extent provided herein.
  2. The Debtors are authorized under sections 327(e), 328(a), and 330 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, to employ and retain Duane Morris as special counsel to the Debtors, effective as of May 1, 2024, in accordance with the terms set forth in the Application and the Witt ~~Declaration~~Declarations.
  3. Duane Morris' fees and expenses shall be subject to the prior approval of this Court in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.
  4. The Debtors are authorized to take all steps necessary or appropriate to carry out this Order.
  5. Notwithstanding anything to the contrary contained in the Bankruptcy Code or Bankruptcy Rules, this Order shall be effective and enforceable immediately upon its entry.
- This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.