

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

Ref. Docket Nos. 1578, 1579, 1580, 1581

AMENDED CERTIFICATION OF COUNSEL REGARDING
OMNIBUS ORDER APPROVING FOURTH INTERIM
FEE APPLICATIONS OF THE DEBTORS' PROFESSIONALS

The undersigned hereby certifies as follows:

On May 15, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Fourth Interim Fee Application of the Debtors’ Professionals for the Period From January 1, 2025 Through and Including March 31, 2025* [Docket No. 1578] (the “Fourth Interim Fee Application”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). The Fourth Interim Fee Application sought approval of fees and reimbursement of expenses for the following professionals retained by the Debtors in these chapter 11 cases (collectively, the “Professionals”):

- Young Conaway Stargatt & Taylor, LLP, co-counsel to the Debtors;
- Winston & Strawn LLP, co-counsel to the Debtors;
- Duane Morris LLP (“Duane Morris”), special counsel to the Debtors;
- RubinBrown, LLP, accounting services provider to the Debtors; and

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, P.O. Box 620, Delavan, IL 61734. 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>.



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- Kurtzman, Carson Consultants, LLC dba Verita Global.

Objections to the Fourth Interim Fee Application, if any, were due on or before June 5, 2025 at 4:00 p.m. (ET) (the “Objection Deadline”). Prior to the Objection Deadline, Wells Fargo Bank, N.A. (“Wells Fargo”) filed the *Omnibus Objection to Payment of Chapter 11 Professionals’ Administrative Claims* (the “Objection”) [Docket No. 1639]. On June 11, 2025, Wells Fargo withdrew the Objection [Docket No. 1679] in accordance with the *Stipulation Regarding Allowance and Payment of Remaining Secured Claims of Wells Fargo Bank, N.A.*, which was approved by the Court pursuant to the *Findings of Fact, Conclusions of Law, and Order Confirming the Debtors’ Combined Disclosure Statement and Chapter 11 Plan of Liquidation and Granting Related Relief* [Docket No. 1678] (the “Confirmation Order”).²

On June 13, 2025, the Debtors filed the *Certification of Counsel Regarding Omnibus Order Approving Fourth Interim Fee Applications of the Debtors’ Professionals* [Docket No. 1686] to which a proposed order approving the Fourth Interim Fee Applications was attached as Exhibit 1 (the “Proposed Order”).

Subsequent to the submission of the Proposed Order, the Court provided comments to Duane Morris’s Fourth Interim Fee Application. To address the Court’s comments, the Debtors revised the Proposed Order (the “Revised Proposed Order”), as reflected in **Exhibit 1** hereto. For the convenience of the Court and interested parties, a blackline of the Revised Proposed Order compared to the Proposed Order is attached hereto as **Exhibit 2**.

WHEREFORE, as no other responses or objections were received to the Fourth Interim Fee Application and the Revised Proposed Order addresses the Court’s comments, the Debtors

² The fee reductions reflected on Schedule 1 to the Confirmation Order will be applied in connection with each respective Professional’s request for approval of fees and expenses on a final basis.

respectfully requests that the Court enter the Revised Proposed Order at its earliest convenience without further notice or a hearing.

[Remainder of Page Intentionally Left Blank]

Dated: June 25, 2025
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 1

Revised Proposed Order

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

In re:

SC HEALTHCARE HOLDING, LLC *et al.*,

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Chapter 11

Case No. 24-10443 (TMH)

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Ref. Docket Nos. 1578, 1579, 1580 & 1581

**OMNIBUS ORDER APPROVING FOURTH INTERIM FEE
APPLICATIONS OF THE DEBTORS' PROFESSIONALS**

Upon consideration of the fourth interim fee applications (collectively, the “Fourth Interim Fee Application”) of certain professionals (collectively, the “Professionals”), a list of which is attached hereto as Exhibit A, retained by the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 cases, for allowance of compensation and reimbursement of expenses on an interim basis, and it appearing to this Court that all of the requirements of sections 327, 328, 330, 331 and 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure, and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, have been satisfied; and it further appearing that the compensation earned and expenses incurred were reasonable and necessary; and that the notice of the Fourth Interim Fee Application was appropriate; and after due deliberation and sufficient good cause appearing therefor,

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IT IS HEREBY ORDERED THAT:

1. The Fourth Interim Fee Application is APPROVED with respect to the amounts set forth on **Exhibit A** hereto.
2. The Professionals are granted allowance of compensation in the amounts set forth on **Exhibit A** hereto.
3. The Professionals are allowed the reimbursement of reasonable and necessary expenses in the amounts set forth on **Exhibit A** hereto.
4. The Debtors are authorized and directed to remit payment to the Professionals in the amounts set forth on **Exhibit A** hereto, less all amounts previously paid on account of such fees and expenses.
5. This Order shall be deemed a separate order for each Professional and the appeal of any order with respect to any Professional shall have no effect on the authorized fees and expenses of any other Professional.
6. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

EXHIBIT A

SC HEALTHCARE HOLDINGS, LLC

Case No. 24-10443 (TMH)

Chart of Fourth Interim Fee Applications

Professional & Role in Case	Interim Compensation Period & Interim Fee Application	Interim Fees Requested	Voluntary Reduction	Interim Expenses Requested	Voluntary Reduction	Interim Fees Approved	Interim Expenses Approved
Young Conaway Stargatt & Taylor, LLP, Co-Counsel to the Debtors	1/1/25-3/31/25 D.I. 1578 & 1580	\$170,735.50	N/A	\$1,375.73	N/A	\$170,735.50	\$1,375.73
Winston & Strawn LLP, Counsel to the Debtors	1/1/25-3/31/25 D.I. 1578 & 1579	\$1,103,012.00	N/A	\$10,098.56	N/A	\$1,103,012.00	\$10,098.56
Duane Morris LLP, Special Counsel to the Debtors	1/1/25-3/31/25 D.I. 1578 & 1581	\$127,589.50	\$149.00	\$57.63	N/A	\$127,291.50	\$57.63
RubinBrown, LLP, Accounting Services Provided to the Debtors	1/1/25-3/31/25 D.I. 1578	\$19,619.00	N/A	\$0.00	N/A	\$19,619.00	\$0.00

Kurtzman Carson Consultants, LLC dba Verita Global	11/1/24- 2/28/25 D.I. 1578	\$21,490.09	N/A	\$0.00	N/A	\$21,490.09	\$0.00
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EXHIBIT 2

Blackline

**IN THE UNITED STATES BANKRUPTCY COURT
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5. This Order shall be deemed a separate order for each Professional and the appeal of any order with respect to any Professional shall have no effect on the authorized fees and expenses of any other Professional.
6. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

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Winston & Strawn LLP, Counsel to the Debtors	1/1/25-3/31/25 D.I. 1578 & 1579	\$1,103,012.00	N/A	\$10,098.56	N/A	\$1,103,012.00	\$10,098.56
Duane Morris LLP, Special Counsel to the Debtors	1/1/25-3/31/25 D.I. 1578 & 1581	\$127,589.50	N/A <u>\$149.00</u>	\$57.63	N/A	\$127,589.50 <u>\$127,291.50</u>	\$57.63
RubinBrown, LLP, Accounting Services Provided to the Debtors	1/1/25-3/31/25 D.I. 1578	\$19,619.00	N/A	\$0.00	N/A	\$19,619.00	\$0.00

Kurtzman Carson Consultants, LLC dba Verita Global	11/1/24-2/28/2 5 D.I. 1578	\$21,490.09	N/A	\$0.00	N/A	\$21,490.09	\$0.00
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