



IT IS ORDERED as set forth below:

Date: June 21, 2022

**Paul W. Bonapfel
U.S. Bankruptcy Court Judge**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ROME DIVISION**

IN RE:)	CHAPTER 11
)	
REGIONAL HOUSING & COMMUNITY SERVICES CORP., et al.,)	Jointly Administered Under
)	CASE NO. 21-41034-pwb
)	
Debtors.)	
)	

AMENDED ORDER (A) ESTABLISHING BIDDING AND OTHER PROCEDURES IN CONNECTION WITH THE SALE OF ASSETS OF THE DEBTORS, (B) AUTHORIZING THE DEBTORS TO AWARD STALKING HORSE PROTECTIONS TO POTENTIAL BUYERS AND (C) PROVIDING NOTICE OF HEARING ON MOTION TO (1) APPROVE SALE OF CERTAIN ASSETS OF THE DEBTORS FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS; (2) AUTHORIZE ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES; (3) ESTABLISH CURE AMOUNTS THEREFOR; AND (4) APPROVE OTHER RELATED RELIEF

THIS MATTER came before the Court to consider the *Debtors' Motion to Amend Order (a) Establishing Bidding and Other Procedures in Connection with the Sale of Assets of the Debtors, (b) Authorizing the Debtors to Award Stalking Horse Protections to Potential Buyers and (c) Providing Notice of Hearing on Motion to (1) Approve Sale of Certain Assets of the Debtors Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (2) Authorize*



Assumption and Assignment of Executory Contracts and Unexpired Leases; (3) Establish Cure Amounts Therefor; and (4) Approve Other Related Relief (the “**Motion to Amend**”) filed by the above-captioned debtors and debtors and debtors-in-possession (collectively, the “**Debtors**”) ¹ on June 21, 2022. Pursuant to the Motion, the Debtors seek entry of a Proposed Amended Order modifying certain deadlines with respect to the sale and modifying the bidder protections approved by the bid procedures order entered on May 11, 2022 [Dkt. No. 145] (the “**Bid Procedures Order**”) ².

The Court having considered the Motion, the record in the case, and after due deliberation and consideration, and for good and sufficient cause appearing therefor:

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Motion is GRANTED as set forth herein.
2. Subject to objections as set forth below, the Bid Procedures Order is amended as

follows:

- a. The Debtors are authorized, in their discretion, to award a Stalking Horse Bidder (or Stalking Horse Bidders) a break-up fee of up to 3% of the cash purchase price set forth in such Stalking Horse APA plus actual documented out-of-pocket expenses for title reports, environmental reports, surveys, and other reports approved by the Seller (collectively, the “**Third Party Reports**”) up to a cap of \$85,000 (the “**Break-Up Fee**”) and other customary bid protections without further order of this Court. The Third Party Reports shall be posted in the data room and available for review by other potential bidders.

¹ The Debtors in these Chapter 11 cases include: Regional Housing & Community Services Corporation, RHCSC Columbus AL Holdings LLC, RHCSC Columbus Health Holdings LLC, RHCSC Douglas AL Holdings LLC, RHCSC Douglas Health Holdings LLC, RHCSC Gainesville AL Holdings LLC, RHCSC Gainesville Health Holdings LLC, RHCSC Montgomery I AL Holdings LLC, RHCSC Montgomery I Health Holdings LLC, RHCSC Montgomery II AL Holdings LLC, RHCSC Montgomery II Health Holdings LLC, RHCSC Rome AL Holdings LLC, RHCSC Rome Health Holdings LLC, RHCSC Savannah AL Holdings LLC, RHCSC Savannah Health Holdings LLC, RHCSC Social Circle AL Holdings LLC, and RHCSC Social Circle Health Holdings LLC.

² Terms used but not otherwise defines herein shall have the meaning ascribed to such term in the Bid Procedures Order.

- b. The deadline for any Potential Bidders to submit bids intending to compete with the Stalking Horse APA, if any, shall be **July 21, 2022 at 4:00 p.m. (prevailing Eastern Time)** (the “Revised Bid Deadline”). Such bids must be received on or before the Revised Bid Deadline by the Notice Parties.
 - c. The Auction shall take place at **10:00 a.m. (prevailing Eastern Time) on July 26, 2022** or such later date as may be determined by the Debtors in consultation with the Bond Trustee (the “Revised Auction Date”). The Debtors shall conduct the Auction at the offices of Scroggins & Williamson, P.C., 4401 Northside Parkway, Suite 450, Atlanta, Georgia 30327, or such other location in Atlanta, Georgia, as shall be selected by the Debtors and communicated to all Qualified Bidders at least one day prior to the Auction.
 - d. The Sale Hearing will be conducted on **July 27, 2022 at 11:00 .m.** The Sale Hearing will be conducted via Zoom using Judge Bonapfel’s Virtual Hearing Room. A link to connect to Judge Bonapfel’s Virtual Hearing Room is available on his webpage at <https://www.ganb.uscourts.gov/content/honorable-paul-w-bonapfel>. Please join the virtual room 10 minutes prior to the hearing. If you experience difficulty in connection, please contact the law clerk via email at Beth_Harrill@ganb.uscourts.gov or by telephone at (404) 215-1020.
3. All other deadlines, terms and provisions of the Bid Procedures Order remain unchanged.
 4. This Amended Order is entered subject to objections filed within ten (10) days of the date the Amended Order is entered. If an objection to this Amended Order is timely filed, a hearing will be set upon notice to the Debtors, counsel for the Bond Trustee, the Office of the United States Trustee and the objecting party. If no objection is timely filed, this Amended Order shall be effective as of the date of its entry.

[END OF DOCUMENT]

Prepared and presented by:

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No Opposition by :

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