

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

<p><b>IN RE:</b></p> <p><b>REGIONAL HOUSING &amp; COMMUNITY SERVICES CORP., et al.,</b></p> <p style="text-align: center;"><b>Debtors.</b></p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p><b>CHAPTER 11</b></p> <p><b>Jointly Administered Under</b></p> <p><b>CASE NO. 21-41034-pwb</b></p>
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**NOTICE OF PROPOSED SALE, HEARING AND DEADLINE TO OBJECT**

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”)<sup>1</sup> filed a Notice of Filing Asset Purchase Agreement [Dkt. No. 261] (the “**Notice**”) on August 9, 2023. A copy of the Notice is available upon request to the undersigned counsel, or by downloading at <http://www.kccllc.net/RegionalHousing>.

**PLEASE TAKE FURTHER NOTICE** that the Debtors seek approval of the proposed asset purchase agreement (the “**APA**”), attached as Exhibit 1 to the Notice, and the sale transaction contemplated therein. A summary of the material terms of the proposed sale are as follows:

- **Sellers-** RHCSC Social Circle AL Holdings LLC and RHCSC Social Circle Health Holdings LLC;
- **Buyers-** West Property Realty LLC and SCAL LLC;
- **Purchase Price-** One Million Nine Hundred Twenty Thousand Dollars (\$1,920,000), subject to certain prorations set forth in the APA;
- **Purchased Assets-** Substantially all real and personal property, other than the Excluded Assets, owned by the Sellers and used in connection with the facility located at 621 North Cherokee Road, Social Circle, GA 30025 and known as The Gardens of Social Circle (the “**Social Circle Facility**”);
- **Excluded Assets-** The following are excluded assets: (i) any cash or cash equivalents, (ii) accounts receivable existing as of the Proration Time (as defined in

<sup>1</sup> 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.



the APA); (iii) any funds held by UMB Bank, N.A.; (iv) Sellers' rights under the APA, (v) any funds in the accounts being maintained by the Sellers except for those funds being held in trust on behalf of the residents, (vi) any rights to any tax refunds owed to the Sellers or any affiliates thereof related in any way to the Purchased Assets, including but not limited to Employee Retention Tax Credits; (vii) any prepaid expenses or deposits (other than security deposits); (viii) any causes of action existing as of the Proration Date other than those set forth on Schedule 1.3(c), (ix) any insurance proceeds, insurance claims or insurance policies or contracts; and (x) any other items set forth on Schedule 1.3(d);

- **Contracts to be Assumed and Assigned-** To be identified at or before the Hearing (as defined below);
- **Proposed Closing Date-** August 21, 2023;
- **Operations Transfer Agreement-** For a period of approximately two weeks post-closing, the Sellers will continue to manage the operations of the Social Circle Facility pursuant to the terms of an Operations Transfer Agreement attached as Exhibit A to the APA while Buyers complete their change of ownership and licensing process.

**PLEASE TAKE FURTHER NOTICE** that if you oppose approval of the proposed sale on the terms and conditions set forth in the Notice and the APA, you must file an objection on or before August 15, 2023 with the Bankruptcy Clerk at Clerk, U.S. Bankruptcy Court, 600 East First Street, Room 339, Rome, Georgia 30161-3187, and serve a copy on counsel for the Debtors, Ashley R. Ray, Scroggins & Williamson, P.C., 4401 Northside Parkway, Suite 450, Atlanta, GA 30327 by the response deadline. The objection must explain your position and be actually received by the Bankruptcy Clerk within the required time.

**PLEASE TAKE FURTHER NOTICE** that the Court will hold a hearing on approval of the proposed sale and APA and any timely filed objections thereto at **10:30 a.m. on August 17, 2023 (the "Hearing")**. The Hearing may be attended in person or via the Court's Virtual Hearing Room. You may join the Virtual Hearing Room through the "Dial-in and Virtual Bankruptcy Hearing Information" link at the top of the homepage of the Court's website, [www.ganb.uscourts.gov](http://www.ganb.uscourts.gov), or the link on the judge's webpage, which can also be found on the Court's website. Please also review the "Hearing Information" tab on the judge's webpage for further information about the hearing. You should be prepared to appear at the hearing via video, but you may leave your camera in the off position until the Court instructs otherwise. Unrepresented persons who do not have video capability may use the telephone dial-in information on the judge's webpage.

**Your rights may be affected. You should read these papers carefully and discuss with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.**

This 9th day of August, 2023.

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Respectfully submitted,

SCROGGINS & WILLIAMSON, P.C.

/s/ Ashley R. Ray  
J. ROBERT WILLIAMSON  
Georgia Bar No. 765214  
ASHLEY REYNOLDS RAY  
Georgia Bar No. 601559  
MATTHEW W. LEVIN  
Georgia Bar No. 448270

**CERTIFICATE OF SERVICE**

This is to certify that on this date a true and correct copy of the within and foregoing **Notice of Proposed Sale, Hearing and Deadline to Object** was served by the Court's CM/ECF system on all counsel of record registered in this case through CM/ECF.

This 9<sup>th</sup> day of August, 2023.

Respectfully submitted,

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