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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION AT LOS ANGELES

In re:

VERITY HEALTH SYSTEM OF CALIFORNIA, INC., et al.,

Debtors.

XAVIER BECERRA,
Attorney General of California,

Appellant,

v.

VERITY HEALTH SYSTEM OF CALIFORNIA, INC., et al.,

Appellees.

CASE NO. 2:19-cv-00133-DMG

Bankruptcy Case No. 2:18-bk-20151-ER

THE COUNTY OF SANTA CLARA'S JOINDER IN DEBTORS' OPPOSITION TO CALIFORNIA ATTORNEY GENERAL'S MOTION TO STAY SALE ORDER PENDING APPEAL

Hearing:

Date: February 22, 2019
Time: 9:30 a.m.
Location: Courtroom 8C, 8th Floor
United State Courthouse
350 West 1st Street,
Los Angeles, CA 90012

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Party-in-interest and approved Stalking Horse Purchaser, and incorrectly identified as "appellee," the County of Santa Clara (the "County"), hereby submits the following joinder to the Debtors' Opposition (see ECF No. 15; the "Debtors' Opposition") to California Attorney General's Motion to Stay the Court's Order Authorizing the Sale of Certain of the Debtors' Assets to Santa Clara County Free and Clear of All Liens, Claims, Encumbrances, and Other Interests Pending the Appeal (see ECF No. 6; the "Motion to Stay"):

1. The County agrees with the Debtors that the Court should *deny* the Motion to Stay;

2. However, the County does *not join* in either: (a) the Debtors' bond request (as discussed in the Debtors' Opposition on page 45, line 21 through page 48, line 28); or (b) whether 11 U.S.C. § 363(f) contains a "police power exception" (as discussed in the Debtors' Opposition at page 24, line 14 through page 25, line 20). As to those two sections, the County takes no position.

Dated: February 11, 2019

McDERMOTT WILL & EMERY LLP

By: */s/ Gregory R. Jones*
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