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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re: § Chapter 11  
§  
4 West Holdings, Inc. *et al.*,<sup>1</sup> § Case No. 18-30777 (HDH)  
§  
Debtors. § (Jointly Administered)  
§

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY,  
AND DISCLAIMERS REGARDING THE DEBTORS’ SCHEDULES OF  
ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

The above-captioned debtors (collectively the “Debtors”), with assistance of their advisors, are filing their Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements” or “SOFAs”) in the Bankruptcy Court for the Northern District of Texas, (the “Bankruptcy Court”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

These Global Notes and Statements of Limitations, Methodology, and Disclaimers Regarding the Debtors’ Schedules and Statements (collectively, the “Global Notes”) pertain to, are incorporated by reference in, and comprise an integral part of all of the Debtors’ Schedules

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<sup>1</sup> A list of the Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, is attached hereto as Exhibit A.

and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled with the financial statements of the Debtors. Additionally, the Schedules and Statements contain unaudited information that is subject to further review, potential adjustment, and reflect the Debtors’ commercially reasonable efforts to report the assets and liabilities of each of the Debtors.

The Debtors and their agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While reasonable efforts have been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys, and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized. In no event shall the Debtors or their agents, attorneys, and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against any Debtor or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

Given, among other things, the uncertainty surrounding the valuation and nature of certain assets and liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that such Debtor was solvent on the Petition Date or at any time prior to the Petition Date. Likewise, to the extent that a Debtor shows more liabilities than assets, it is not an admission that such Debtor was insolvent on the Petition Date or any time prior to the Petition Date.

Chief Restructuring Officer Louis E. Robichaux IV has signed each of the Schedules and Statements. Mr. Robichaux is an authorized signatory for the Debtors. In reviewing and signing the Schedules and Statements, Mr. Robichaux has relied upon the efforts, statements, and representations of various personnel employed by the Debtors and their advisors. Mr. Robichaux has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

### **Global Notes and Overview of Methodology**

**1. Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist.

The Debtors reserve all rights to (i) amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to claim (“Claim”) description or designation; (ii) dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status or classification; (iii) subsequently designate any Claim as “disputed,” “contingent,” or “unliquidated;” or object to the extent, validity, enforceability, priority, or potential for avoidance of any Claim. Any failure to designate a Claim in the Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the applicable Debtor that such Claim or amount is not “disputed,” “contingent,” or “unliquidated.” Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to each Debtor’s chapter 11 case, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements except as may be required by applicable law.

**2. Description of These Chapter 11 Cases and “As Of” Information Date.** On March 6, 2018 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Except as otherwise noted herein, the asset and liability information provided herein represents data as of the close of business on February 28, 2018. Exceptions to this include cash and accounts payable, employee wage claims, and the secured debt owed to the Omega Parties (as defined below) and Sterling National Bank (“Sterling”), which are reflected as of the close of business on March 6, 2018.

**3. Net Book Value of Assets.** Unless otherwise indicated, the asset data contained in the Schedules and Statements reflect net book value as of the Petition Date as opposed to fair market value. It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all of their assets. Exceptions to this include cash and accounts receivable which for book purposes is reflected at net realizable value. Book values of assets prepared in accordance with GAAP generally do not reflect the current performance of the assets and may differ materially from the actual value of the underlying assets. Furthermore, values for assets that have been fully depreciated or were expensed for accounting purposes may not appear in these Schedules and Statements as they have no net book value.

**4. Recharacterization.** Notwithstanding the Debtors’ reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may nevertheless have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors’ businesses. Accordingly, the Debtors

reserve all of their rights to change the characterization, classification, recategorization or redesignation or to add or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired post-petition. Disclosure of information in one or more Schedules, one or more Statement questions, or one or more exhibits or attachments to the Schedules and Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachments.

**5. Capitalized Leases.** Certain of the Debtors are parties to three active leases (and associated subleases), namely (i) the Master Lease Agreement (Indiana Region), effective November 27, 2013, (ii) the Master Lease Agreement (South East Region), effective November 27, 2013, and (iii) the Master Lease Agreement between OHI Asset (SC) Greenville, LLC, OHI Asset (GA) Macon, LLC, OHI Asset (SC) Orangeburg, LLC as Landlords and New Ark Master Tenant, LLC (Laurel Baye), effective June 27, 2014 (collectively, and as amended from time to time thereafter, the “Master Leases”)<sup>2</sup>. The landlord with respect to the three leases is OHI Asset RO, LLC (“OHI”) or subsidiaries or affiliates of OHI (together, the “Omega Parties”).<sup>3</sup>

Under GAAP, the Debtors are required to record the Master Leases in their financial statements as capitalized leases.

The Debtors have excluded from Schedule A/B the property (land, building, leasehold improvements, equipment, furniture and fixtures) subject to the capital lease with the Omega Parties. Similarly, the Debtors have excluded from Schedule D the obligations owed to the Omega Parties under the Master Leases.

**6. Accounts Payable.** Because of the Debtors’ utilization of the centralized cash management system as described in further detail in the *Motion of the Debtors for Entry of Interim and Final Orders Authorizing (I) Continued Use of Existing Cash Management System, (II) Maintenance of Existing Bank Accounts, and (III) Continued Use of Existing Business Forms, and (IV) Extension of Time to Comply with 11 U.S.C. § 345(b) Deposit and Investment Requirements* (the “Cash Management Motion”), most, if not all, of the vendor trade payables are booked on the Schedules of Orianna Health Systems, LLC (“OHS”). It would be prohibitively burdensome to trace the liabilities owed by each Debtor to each vendor, particularly in these chapter 11 cases where many vendors provide services to more than one Debtor. In the ordinary course of business, all bills and invoices are paid by OHS. The exception to this is Palladium Hospice and Palliative Care, LLC (“Palladium”), which has its own cash management system and pays its own employees, operating expenses and vendor invoices.

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<sup>2</sup> The Master Leases are subject to recharacterization as described in further detail in the *Motion of the Debtors for Entry of an Order (I) Approving the Settlement and Compromise of Certain Claims Pursuant to a Settlement and Compromise of Certain Claims Pursuant to a Settlement Agreement; and (II) Granting Related Relief* [Docket No. 101] (the “9019 Motion”).

<sup>3</sup> Any reference to Omega on these Schedules and Statements means OHI Asset RO, LLC or its subsidiaries or affiliates that are parties to various agreements with the Debtors (the “Omega Parties”). Upon request, the Debtors will provide a complete list of the Omega Parties.

In addition, the Debtors have sought to properly record accounts payable and accrued expenses between the pre-petition and post-petition periods. As additional information becomes available and further research is conducted, the allocation of liabilities between the pre-petition and post-petition periods may change. Accordingly, each Debtor reserves all of its rights to amend, supplement, or otherwise modify its Schedules and Statements as is necessary or appropriate.

The liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's Claim.

**7. Excluded Assets and Liabilities.** The Debtors have excluded certain categories of assets and liabilities from the Schedules and Statements, including, without limitation, goodwill, deferred income taxes, intercompany receivables (payables), property subject to capitalized leases and the corresponding capitalized lease obligations. The Debtors have also excluded certain assets and liabilities that they believe are property or obligations of non-debtor affiliates or their residents (Resident Trust Accounts, Resident Care Cost Accounts, Resident Petty Cash Accounts, and Third Party Operator Accounts).<sup>4</sup> The Debtors have also excluded rejection damage Claims of counterparties to executory contracts and unexpired leases that may or may not be rejected, to the extent such damage Claims exist. In addition, certain immaterial assets and liabilities may have been excluded.

The Debtors file a Federal corporation income tax return on a consolidated basis with 4 West Holdings, Inc. as the common parent. At December 31, 2016, the Debtors had a Non-SRLY (Separate Return Limitation Year) Net Operating Loss carryover of \$156,200,993.00. The Debtors make no representation as to the net realizable value of their NOL carryover.

**8. Insiders.** For purposes of the Schedules and Statements, the Debtors defined "insiders" pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) persons in control of the Debtors; (d) relatives of the Debtors' directors, officers or persons in control of the Debtors; and (e) debtor/non-debtor affiliates of the foregoing. Persons listed as "insiders" have been included for informational purposes only and the inclusion of them in the Schedules and Statements, shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtors do not take any position with respect to: (a) any insider's influence over the control of the Debtors; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtors or any such insider could successfully argue that he or she is not an "insider" under applicable law or with respect to any theories of liability or for any other purpose.

**9. Intellectual Property Rights.** Exclusion of any intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

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<sup>4</sup> Such terms are defined in the Cash Management Motion.

**10. Executory Contracts and Unexpired Leases.** Although the Debtors made diligent efforts to identify contracts and unexpired leases as executory within the scope of section 365 of the Bankruptcy Code and to attribute an executory contract to its rightful Debtors, in certain instances, the Debtors may have inadvertently failed to do so due to the complexity and size of the Debtors' businesses. Accordingly, the Debtors reserve all of their rights with respect to the inclusion or exclusion of executory contracts and unexpired leases, as well as the named parties to any and all executory contracts and unexpired leases, including the right to amend Schedule G at any time during the pendency of these chapter 11 cases.

**11. Classifications.** Listing (a) a Claim on Schedule D as "secured," (b) a Claim on Schedule E/F as "priority," (c) a Claim on Schedule E/F as "unsecured," or (d) a contract on Schedule G as "executory" or "unexpired," does not constitute an admission by any Debtor of the legal rights of the claimant or a waiver of any Debtor's rights to re-characterize or reclassify such Claims or contracts or to setoff of such Claims.

**12. Claims Description.** Schedules D and E/F permit the Debtors to designate a Claim as "disputed," "contingent," and/or "unliquidated." Any failure to designate a Claim on the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by any Debtor that such amount is not "disputed," "contingent," or "unliquidated," or that such Claim is not subject to objection. The Debtors reserve all of their rights to dispute, or assert offsets or defenses to, any Claim reflected on their Schedules and Statements on any grounds, including liability or classification. Additionally, the Debtors expressly reserve all of their rights to subsequently designate such Claims as "disputed," "contingent" or "unliquidated." Moreover, listing a Claim does not constitute an admission of liability by the Debtor. Finally, listing a Claim that has been paid or may be paid after the Petition Date does not negate the effect of the payment of such Claim, or entitle the holder or any such Claim to double payment on account of such Claim.

**13. Causes of Action.** Despite making reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third-parties as assets in the Schedules and Statements, including, without limitation, causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtors reserve all of their rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, "Causes of Action") it may have, and neither these Global Notes nor the Schedules and Schedules shall be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion of such claims or Causes of Action.

**14. Summary of Significant Reporting Policies.** The following is a summary of significant reporting policies

- Undetermined Amounts. The description of an amount or value as “unknown,” “TBD,” or “undetermined” is not intended to reflect upon the materiality of such amount or value, or to suggest that such value is zero.
- Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total maybe different than the listed total.
- Paid Claims. The Debtors were authorized (but not directed) to pay certain outstanding pre-petition Claims pursuant to various orders entered by the Bankruptcy Court. Accordingly, certain outstanding liabilities may have been reduced or satisfied by post-petition payments made on account of pre-petition liabilities. The Debtors reserve all of their rights to amend or supplement the Schedules and Statements or take other action as is necessary or appropriate to avoid over-payment of or duplicate payments for any such liabilities. Please see notes to Schedule E/F for any additional information.
- Liens. Property and equipment listed in the Schedules and Statements are presented without consideration of any liens that may attach (or have attached) to such property and equipment.

**15. Currency.** Unless otherwise indicated, all amounts are reflected in U.S. dollars.

**16. Intercompany Payables and Receivables.** Intercompany receivables (payables) are not set forth on Schedules B and E/F on a debtor-by-debtor basis to avoid distorting the relationship between the Debtors and their creditors who generally dealt with the Debtors as a single economic unit and did not rely on the Debtor’s separate identities in extending credit. Most, if not all, of the vendor trade payables are booked in the Schedules of OHS. Many of the Debtors’ creditors, including the creditors with the largest claims, sold materials or provided services to more than one Debtor. In the ordinary course of business, all bills and invoices are paid by OHS. For this reason, the Debtors believe that the Debtors’ creditors generally relied on the creditworthiness of the Debtors as a single economic unit as opposed to individual Debtors, in extending credit. In addition, because it would be enormously burdensome and expensive to trace the liabilities owed by each Debtor to each vendor, particularly in these chapter 11 cases where many vendors provide services to more than one Debtor, the benefits derived from deconsolidating the accounts payable are outweighed by the costs of doing so.

**17. Setoffs.** The Debtors periodically incur certain setoffs in the ordinary course of business. Setoffs in the ordinary course can result from various items including, but not limited to, intercompany transactions, pricing discrepancies, returns, refunds, inadvertent payments, negotiations and/or disputes between a Debtor and its customers, suppliers and third party insurers. These normal setoffs are consistent with the ordinary course of business in the Debtors’ industry and can be particularly voluminous, making it unduly burdensome and costly for the Debtors to list such ordinary course setoffs. Therefore, although such setoffs and other similar

rights may have been accounted for when scheduling certain amounts, these ordinary course setoffs are not independently accounted for, and as such, are or may be excluded from the Debtors' Schedules and Statements.

**18. Employee Addresses.** Current employee and director addresses have been reported as the Debtors' business address throughout the Schedules and Statements, where applicable.

**19. Debtors' Addresses.** For the purposes of the Schedules and Statements, all addresses for all Debtors have been reported as the Debtors' corporate office in Dallas, Texas.

**20. Global Notes Control.** In the event that the Schedules or Statements differ from any of the foregoing Global Notes, the Global Notes shall control.

### **Specific Notes with Respect to the Debtors' Schedules of Assets and Liabilities**

#### **1. Schedule A/B – Real and Personal Property**

**a. Cash and Cash Equivalents.** Cash and cash equivalents include cash on deposit with banks and all highly liquid investments with original maturities at date of purchase of three months or less. Cash and cash equivalents reflects balances at the Petition Date.

**b. Accounts Receivable.** For book purposes, accounts receivable are stated at net realizable value. The fees charged by each Debtor to patients in its nursing centers are recorded on an accrual basis. These fees are based on the actual amount expected to be collected and are contractually adjusted with respect to individuals receiving benefits under federal and state funded programs and other third party payors.

**c. Allowance for Doubtful Accounts.** The allowance for doubtful accounts is estimated based on the aging of accounts receivable, historical collections data, write-off experience, review of specific accounts and other factors. Receivables that are deemed to be uncollectible are written off.

**d. Real Property. The Debtors do not own any real property.** See Note 5 above, Capitalized Leases, for details regarding the Debtors' leasehold interests in real property under the Master Leases.

#### **2. Schedule D – Creditors Who Have Claims Secured by Property**

Except as specifically stated herein, real property lessors, utility companies and other parties that may hold security deposits have not been listed on Schedule D. The Debtors have not included parties that may believe their Claims are secured through setoff rights or inchoate statutory lien rights, including certain parties from whom the Debtors may have received lien notices but whose notices the Debtors understands have not yet been filed or recorded. While reasonable efforts have been made, determination of the date upon which each claim in Schedule D was incurred



or arose would be unduly burdensome or cost prohibitive, and therefore the Debtors may not list a date for each claim listed on Schedule D.

Finally, the Debtors are taking no position on the extent or priority of any particular creditor's lien in this document.

### **3. Schedule E/F – Creditors Who Have Unsecured Claims**

Certain of the claims of state and local taxing authorities set forth in Schedule E/F, ultimately may be deemed to be secured claims pursuant to state or local laws. In addition, certain of the claims owing to various taxing authorities to which any Debtor may be liable may be subject to ongoing audits. The Debtors reserve the right to dispute or challenge whether claims owing to various taxing authorities are entitled to priority and the listing of any claim on Schedule E/F does not constitute an admission that such claim is entitled to priority treatment pursuant to section 507 of the Bankruptcy Code.

The claims of individual creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors' books and records and may not reflect credits, allowances, or other adjustments due from such creditors to any Debtor. The Debtors reserve all of their rights with regard to such credits, allowances, and other adjustments, including the right to assert claims objections and or setoffs with respect to the same.

Pursuant to the *Interim Order Authorizing Debtors to (I) Pay Pre-Petition Wages, Compensation, and Employee Benefits, (II) Continue Certain Employee Benefit Programs in the Ordinary Course, and (III) Granting Related Relief* [Docket No. 56] (the "Wage Order"), the Bankruptcy Court granted the Debtors authority to pay or honor certain pre-petition obligations for wages, salaries, and other compensation, and employee medical and similar benefits. The Debtors have not listed on Schedule E any individual employee wage or wage-related obligations that the Debtors were granted authority to pay pursuant to any order that has been entered by the Bankruptcy Court, including the Wage Order. The Debtors believe that all such claims have been, or will be, satisfied in the ordinary course during their chapter 11 cases pursuant to the authority granted in the Wage Order and therefore such claims are not listed in these Schedules. The Debtors have listed in Schedule E, however, the aggregate amount of the employee wage or wage-related obligations that the Debtors were granted authority to pay pursuant to any order that has been entered by the Bankruptcy Court including the Wage Order.

Schedule E/F does not include certain deferred charges, deferred liabilities, accruals, or general reserves. Such amounts are, however, reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific Claims as of the Petition Date. The Debtors have made reasonable efforts to include as contingent, unliquidated, or disputed the Claim of any vendor not included on the Debtors' open accounts payable that is associated with an account that has an accrual or receipt not invoiced.

### **4. Schedule G – Executory Contracts and Unexpired Leases**

Certain of the instruments reflected on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional lands, and other

miscellaneous rights. Such rights, powers, duties, and obligations are not separately set forth on Schedule G. The Debtors hereby expressly reserve the right to assert that any instrument listed on Schedule G is an executory contract or unexpired lease within the meaning of section 365 of the Bankruptcy Code. In addition, each Debtor reserves all of its rights, claims, and causes of action with respect to claims associated with any contracts and agreements listed on Schedule A/B, including their right to dispute or challenge the characterization or the structure of any transaction, document, or instrument (including any intercompany agreement).

Certain confidentiality and non-compete agreements may not be listed on Schedule G. The Debtors reserves all of their rights with respect to such agreements.

Certain of the contracts and agreements listed on Schedule G may consist of several parts, including purchase orders, amendments, restatements, waivers, letters and other documents that may not be listed on Schedule G or that may be listed as a single entry.

The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda, and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, it is the Debtor's intent that each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider.

Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all rights to challenge whether any of the listed contracts, leases, agreements or other documents constitute an executory contract or unexpired lease, including if any are unexpired non-residential real property leases. Any and all of the Debtors' rights, claims and causes of action with respect to the contracts and agreements listed on Schedule G are hereby reserved and preserved.

## **5. Schedule H – Codebtors**

See Exhibit B to these Global Notes

### **Specific Notes with Respect to the Debtors' Statement of Financial Affairs ("SOFA")**

**Response to Question 1, Gross Revenue from Business.** For purposes of SOFA Question 1, the Gross Revenue reported by the Debtor in 2018 before the Petition Date is the gross revenue for the period January 1, 2018 through February 28, 2018.

For purposes of SOFA Question 1, the intercompany rent revenue reflected on the real estate individual Debtors' financial statements has been excluded from SOFA presentation to the extent that the rent revenue is derived from an affiliated Debtor. If such revenue were not excluded from presentation, the Debtors' aggregate revenue would be substantially overstated.

**Response to Question 3, List of Certain Payments or Transfers to Creditors Within 90 Days Before Filing this Case.** For purposes of SOFA Question 3, the Debtors have excluded all transfers made between the Debtors that occurred within 90 days before the Petition Date. As explained in greater detail in the Cash Management Motion, because all of the Debtors, with the exception of Palladium, use a centralized Cash Management System, individual Debtor receipts are swept daily into a Master Deposit Account maintained by 4 West Holdings, Inc. before being wired on a daily basis to the Debtors' pre-petition Secured Lender, Sterling. Sterling would make daily advances to OHS and in the ordinary course of business, all bills and invoices are paid by OHS. It would be prohibitively burdensome and expensive to trace the receipts from each Debtor to 4 West and the liabilities owed by each Debtor to each vendor.

**Response to Question 4, List of Payments or Other Transfer of Property Made Within 1 Year Before Filing this Case That Benefited an Insider.** For purposes of SOFA Question 4, the Debtors have excluded all transfers, including the daily account sweeps, made between the Debtors that occurred within 1 year before the Petition Date. As explained in greater detail in the Cash Management Motion, because all of the Debtors, with the exception of Palladium, use a centralized Cash Management System, individual Debtor receipts are swept daily into Concentration Accounts in the names of affiliates and ultimately into a Master Deposit Account maintained by 4 West Holdings, Inc. before being wired on a daily basis to Sterling. It would be prohibitively burdensome and expensive to trace every single daily sweep from every account within the cash management system for the entire enterprise for the 1 year prior to the Petition Date.

Payments made by the Debtors to Ankura Consulting Group, LLC ("Ankura") after Louis E. Robichaux IV's appointment as the Debtors' Interim President and Chief Financial Officer (from July 26, 2017 to February 12, 2018) and subsequently, its Chief Restructuring Officer (appointed February 12, 2018), have not been listed in response to Question 4; such payments made by the Debtors to Ankura have been listed in response to Question 11.

**Response to Question 11, Payments Related to Bankruptcy.** For purposes of SOFA Question 11, all payments made on behalf of each of the Debtors for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of these cases, were made through the Debtors' cash management system by OHS or by 4 West Holdings, Inc. The cost of these services on behalf of each Debtor have not been expressly allocated to each Debtor.

**Response to Questions 4, 15 and 20, Health Care Bankruptcies.** For purposes of SOFA Questions 4, 15 and 20, the below Debtors divested their operations of skilled nursing facilities prior to the Petition Date and, as such, no longer operated a health care facility as of the Petition Date. Additionally, on information and belief, these Debtors transferred the patient records in their possession to the new operators of those skilled nursing facilities.

**Northwest Lease**

Holly Lane Rehabilitation and Healthcare Center, LLC  
Midland Rehabilitation and Healthcare Center, LLC  
Utah Valley Rehabilitation and Healthcare Center, LLC  
Heritage Park Rehabilitation and Healthcare Center, LLC  
Wide Horizons Residential Care Facility, LLC  
Victory Rehabilitation and Healthcare Center, LLC  
Mountain View Rehabilitation and Healthcare Center, LLC

**Texas Lease**

Trinity Mission of Winnsboro, LLC  
Trinity Mission of Comfort, LLC  
Trinity Mission of Diboll, LLC  
Trinity Mission of Burleson, LLC  
Trinity Mission of Grandbury, LLC  
Trinity Mission of Italy, LLC  
Fortress Health & Rehab of Rock Prairie, LLC  
Lampstand Health & Rehab of Bryan, LLC  
Magnified Health & Rehab of Anderson, LLC

\* \* \* **END OF GLOBAL NOTES** \* \*

**EXHIBIT A**  
**(Sorted Alphabetically)**

	<b>Debtor Name</b>	<b>Case No.</b>	<b>EIN</b>
1.	4 West Holdings, Inc.	18-30777	9732
2.	4 West Investors, LLC	18-30778	6021
3.	Aiken RE, LLC	18-30850	1814
4.	Ambassador Rehabilitation and Healthcare Center, LLC	18-30879	1636
5.	Anchor Rehabilitation and Healthcare Center of Aiken, LLC	18-30868	9448
6.	Anderson RE TX, LLC	18-30774	3630
7.	Anderson RE, LLC	18-30861	1806
8.	Ark II Real Estate, LLC	18-30840	3628
9.	Ark III Real Estate, LLC	18-30847	0121
10.	Ark Mississippi Holding Company, LLC	18-30788	3765
11.	Ark Real Estate, LLC	18-30809	6014
12.	Ark South Carolina Holding Company, LLC	18-30856	0002
13.	Ark Texas Holding Company, LLC	18-30806	3739
14.	Battle Ground RE, LLC	18-30825	1818
15.	Brushy Creek Rehabilitation and Healthcare Center, LLC	18-30884	3292
16.	Bryan RE, LLC	18-30775	3633
17.	Burleson RE, LLC	18-30759	1777
18.	Capstone Rehabilitation and Healthcare Center, LLC	18-30878	7871
19.	Charlottesville Pointe Rehabilitation and Healthcare Center, LLC	18-30801	4467
20.	Charlottesville RE, LLC	18-30829	0836
21.	Cleveland RE, LLC	18-30811	6013
22.	Clinton RE, LLC	18-30812	8109
23.	Cobblestone Rehabilitation and Healthcare Center, LLC	18-30869	1612
24.	Collierville RE, LLC	18-30841	8845
25.	Columbia RE, LLC	18-30815	8838
26.	Columbia Rehabilitation and Healthcare Center, LLC	18-30795	6772
27.	Comfort RE, LLC	18-30764	1902
28.	Connersville RE, LLC	18-30833	9824
29.	Corinth RE, LLC	18-30814	1777
30.	Cornerstone Rehabilitation and Healthcare Center, LLC	18-30800	8841
31.	Crystal Rehabilitation and Healthcare Center, LLC	18-30807	8842
32.	Delta Rehabilitation and Healthcare Center of Cleveland, LLC	18-30792	7212
33.	Descending Dove, LLC	18-30842	8081
34.	Diboll RE, LLC	18-30766	1939
35.	Easley RE II, LLC	18-30857	1819
36.	Easley RE, LLC	18-30854	1817
37.	Edgefield RE, LLC	18-30836	3574
38.	Farmville RE, LLC	18-30831	3442
39.	Farmville Rehabilitation and Healthcare Center, LLC	18-30804	4464
40.	Fleetwood Rehabilitation and Healthcare Center, LLC	18-30888	9615
41.	Fortress Health & Rehab of Rock Prairie, LLC	18-30765	1314
42.	Granbury RE, LLC	18-30769	1999

**EXHIBIT A**  
**(Sorted Alphabetically)**

	<b>Debtor Name</b>	<b>Case No.</b>	<b>EIN</b>
43.	Great Oaks RE, LLC	18-30819	1731
44.	Great Oaks Rehabilitation and Healthcare Center, LLC	18-30780	4357
45.	Greenville RE II, LLC	18-30846	1798
46.	Greenville RE, LLC	18-30843	1797
47.	Greenville Rehabilitation and Healthcare Center, LLC	18-30882	3920
48.	Greenwood RE, LLC	18-30816	1654
49.	Greer RE, LLC	18-30839	1795
50.	Greer Rehabilitation and Healthcare Center, LLC	18-30859	9462
51.	Grenada RE, LLC	18-30821	1623
52.	Grenada Rehabilitation and Healthcare Center, LLC	18-30786	8843
53.	Heritage Park Rehabilitation and Healthcare Center, LLC	18-30787	9055
54.	Hillsville RE, LLC	18-30834	2195
55.	Hillsville Rehabilitation and Healthcare Center, LLC	18-30808	4463
56.	Holly Lane Rehabilitation and Healthcare Center, LLC	18-30797	9103
57.	Holly RE, LLC	18-30830	1816
58.	Holly Springs RE, LLC	18-30823	1559
59.	Holly Springs Rehabilitation and Healthcare Center, LLC	18-30789	6524
60.	Indianola RE, LLC	18-30822	6022
61.	Indianola Rehabilitation and Healthcare Center, LLC	18-30779	7203
62.	Italy RE, LLC	18-30761	2086
63.	Iva RE, LLC	18-30852	1801
64.	Iva Rehabilitation and Healthcare Center, LLC	18-30874	0384
65.	Johns Island Rehabilitation and Healthcare Center, LLC	18-30891	4898
66.	Joy of Bryan, LLC	18-30837	4072
67.	Lampstand Health & Rehab of Bryan, LLC	18-30767	2002
68.	Linley Park Rehabilitation and Healthcare Center, LLC	18-30890	0525
69.	Macon Rehabilitation and Healthcare Center, LLC	18-30880	9644
70.	Magnified Health & Rehab of Anderson, LLC	18-30773	9060
71.	Manna Rehabilitation and Healthcare Center, LLC	18-30863	9441
72.	Marietta RE, LLC	18-30867	1809
73.	McCormick RE, LLC	18-30864	1808
74.	McCormick Rehabilitation and Healthcare Center, LLC	18-30873	3193
75.	Memphis RE, LLC	18-30844	8846
76.	Midland RE, LLC	18-30832	5138
77.	Midland Rehabilitation and Healthcare Center, LLC	18-30799	9679
78.	Moultrie RE, LLC	18-30848	9943
79.	Mountain View Rehabilitation and Healthcare Center, LLC	18-30798	9227
80.	Natchez RE, LLC	18-30818	6019
81.	Natchez Rehabilitation and Healthcare Center, LLC	18-30803	6773
82.	New Ark Master Tenant, LLC	18-30885	7893
83.	New Ark Operator Holdings, LLC	18-30893	7623
84.	New Redeemer Health & Rehab of Pickens, LLC	18-30881	5321
85.	Olive Leaf Holding Company, LLC	18-30845	0129
86.	Olive Leaf, LLC	18-30866	0001

**EXHIBIT A**  
**(Sorted Alphabetically)**

	<b>Debtor Name</b>	<b>Case No.</b>	<b>EIN</b>
87.	Omega Health & Rehab of Greenville, LLC	18-30870	9461
88.	Orianna Health Systems, LLC	18-30785	5160
89.	Orianna Holding Company, LLC	18-30784	1323
90.	Orianna Investment, Inc.	18-30781	1141
91.	Orianna SC Operator Holdings, Inc.	18-30871	0383
92.	Palladium Hospice and Palliative Care, LLC	18-30887	1873
93.	Patewood Rehabilitation and Healthcare Center, LLC	18-30865	9457
94.	Picayune RE, LLC	18-30827	9749
95.	Picayune Rehabilitation and Healthcare Center, LLC	18-30793	9183
96.	Pickens RE II, LLC	18-30862	1823
97.	Pickens RE, LLC	18-30860	1821
98.	Piedmont RE, LLC	18-30849	1800
99.	Poinsett Rehabilitation and Healthcare Center, LLC	18-30876	0713
100.	Poplar Oaks Rehabilitation and Healthcare Center, LLC	18-30813	4771
101.	Portland RE, LLC	18-30826	1822
102.	Provo RE, LLC	18-30835	3568
103.	Rainbow Rehabilitation and Healthcare Center, LLC	18-30802	4772
104.	River Falls Rehabilitation and Healthcare Center, LLC	18-30886	9788
105.	Riverside Rehabilitation and Healthcare Center, LLC	18-30883	3951
106.	Rock Prairie RE, LLC	18-30772	3636
107.	Rocky Mount RE, LLC	18-30838	5904
108.	Rocky Mount Rehabilitation and Healthcare Center, LLC	18-30810	4466
109.	Roy RE, LLC	18-30817	5142
110.	Scepter Rehabilitation and Healthcare Center, LLC	18-30872	1630
111.	Scepter Senior Living Center, LLC	18-30875	1621
112.	Simpsonville RE II, LLC	18-30858	1804
113.	Simpsonville RE, LLC	18-30855	1802
114.	Simpsonville Rehabilitation and Healthcare Center, LLC	18-30889	3564
115.	Snellville RE, LLC	18-30851	9933
116.	Southern Oaks Rehabilitation and Healthcare Center, LLC	18-30877	1141
117.	The Bluffs Rehabilitation and Healthcare Center, LLC	18-30796	9314
118.	The Ridge Rehabilitation and Healthcare Center, LLC	18-30892	1456
119.	Trinity Mission Health & Rehab of Connersville, LLC	18-30805	8787
120.	Trinity Mission of Burleson, LLC	18-30762	2585
121.	Trinity Mission of Comfort, LLC	18-30763	2573
122.	Trinity Mission of Diboll, LLC	18-30768	2581
123.	Trinity Mission of Granbury, LLC	18-30771	2582
124.	Trinity Mission of Italy, LLC	18-30760	2576
125.	Trinity Mission of Winnsboro, LLC	18-30776	2583
126.	Utah Valley Rehabilitation and Healthcare Center, LLC	18-30782	9661
127.	Vicksburg RE, LLC	18-30828	0150
128.	Victory Rehabilitation and Healthcare Center, LLC	18-30794	9485
129.	Wadesboro RE, LLC	18-30853	9929

**EXHIBIT A****(Sorted Alphabetically)**

	<b>Debtor Name</b>	<b>Case No.</b>	<b>EIN</b>
130.	Wide Horizons RE, LLC	18-30820	5144
131.	Wide Horizons Residential Care Facility, LLC	18-30790	9387
132.	Winnsboro RE, LLC	18-30770	2134
133.	Woodlands Rehabilitation and Healthcare Center, LLC	18-30791	9127
134.	Yazoo City RE, LLC	18-30824	8844
135.	Yazoo City Rehabilitation and Healthcare Center, LLC	18-30783	7216



**EXHIBIT B****Schedule H Information – List of Codebtors**

	<b>Lender's Name and Mailing Address</b>	<b>Description of Loan</b>	<b>Codebtors<sup>5</sup></b>
1.	OHI Asset RO, LLC 303 International Circle Suite 200 Hunt Valley, MD 21030	Working Capital Loan	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Ambassador Rehabilitation and Healthcare Center, LLC</li> <li>- Anchor Rehabilitation and Healthcare Center of Aiken, LLC</li> <li>- Ark Mississippi Holding Company, LLC</li> <li>- Ark South Carolina Holding Company, LLC</li> <li>- Bushy Creek Rehabilitation and Healthcare Center, LLC</li> <li>- Capstone Rehabilitation and Healthcare Center, LLC</li> <li>- Charlottesville Pointe Rehabilitation and Healthcare Center, LLC</li> <li>- Cobblestone Rehabilitation and Healthcare Center, LLC</li> <li>- Columbia Rehabilitation and Healthcare Center, LLC</li> <li>- Cornerstone Rehabilitation and Healthcare Center, LLC</li> <li>- Crystal Rehabilitation and Healthcare Center, LLC</li> <li>- Delta Rehabilitation and Healthcare Center of Cleveland, LLC</li> <li>- Farmville Rehabilitation and Healthcare Center, LLC</li> <li>- Fleetwood Rehabilitation and Healthcare Center, LLC</li> <li>- Great Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Greenville Rehabilitation and Healthcare Center, LLC</li> <li>- Greer Rehabilitation and Healthcare Center, LLC</li> <li>- Grenada Rehabilitation and Healthcare Center, LLC</li> <li>- Heritage Park Rehabilitation and Healthcare Center, LLC</li> <li>- Hillsville Rehabilitation and Healthcare Center, LLC</li> <li>- Holly Lane Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Holly Springs Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Indianola Rehabilitation and Healthcare Center, LLC</li> <li>- Iva Rehabilitation and Healthcare Center, LLC</li> <li>- Johns Island Rehabilitation and Healthcare Center, LLC</li> <li>- Linley Park Rehabilitation and Healthcare Center, LLC</li> <li>- Macon Rehabilitation and Healthcare Center, LLC</li> <li>- Manna Rehabilitation and Healthcare Center, LLC</li> <li>- McCormick Rehabilitation and Healthcare Center, LLC</li> <li>- Midland Rehabilitation and Healthcare Center, LLC</li> <li>- Mountain View Rehabilitation and Healthcare Center, LLC</li> <li>- Natchez Rehabilitation and Healthcare Center, LLC</li> <li>- New Ark Master Tenant, LLC</li> <li>- New Ark Operator Holdings, LLC</li> <li>- Olive Leaf Holding Company, LLC</li> <li>- Olive Leaf, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Orianna SC Operator Holdings, Inc.</li> <li>- Palladium Hospice and Palliative Care, LLC</li> <li>- Patewood Rehabilitation and Healthcare Center, LLC</li> <li>- Picayune Rehabilitation and Healthcare Center, LLC</li> <li>- Poinsett Rehabilitation and Healthcare Center, LLC</li> <li>- Poplar Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Rainbow Rehabilitation and Healthcare Center, LLC</li> <li>- River Falls Rehabilitation and Healthcare Center, LLC</li> <li>- Riverside Rehabilitation and Healthcare Center, LLC</li> <li>- Rocky Mount Rehabilitation and Healthcare Center, LLC</li> <li>- Scepter Rehabilitation and Healthcare Center, LLC</li> <li>- Scepter Senior Living Center, LLC</li> <li>- Simpsonville Rehabilitation and Healthcare Center, LLC</li> <li>- Southern Oaks Rehabilitation and Healthcare Center, LLC</li> </ul>

<sup>5</sup> Certain of the Debtors are guarantors and not tenants under the Master Leases.

**EXHIBIT B****Schedule H Information – List of Codebtors**

	<b>Lender's Name and Mailing Address</b>	<b>Description of Loan</b>	<b>Codebtors<sup>5</sup></b>
			<ul style="list-style-type: none"> <li>- The Bluffs Rehabilitation and Healthcare Center, LLC</li> <li>- The Ridge Rehabilitation and Healthcare Center, LLC</li> <li>- Trinity Mission Health &amp; Rehab of Connorsville, LLC</li> <li>- Utah Valley Rehabilitation and Healthcare Center, LLC</li> <li>- Victory Rehabilitation and Healthcare Center, LLC</li> <li>- Wide Horizons Residential Care Facility, LLC</li> <li>- Woodlands Rehabilitation and Healthcare Center, LLC</li> <li>- Yazoo City Rehabilitation and Healthcare Center, LLC</li> </ul>
2.	Sterling National Bank 21 Scarsdale Road Yonkers, NY 10707	Revolving Loan	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Ambassador Rehabilitation and Healthcare Center, LLC</li> <li>- Anchor Rehabilitation and Healthcare Center of Aiken, LLC</li> <li>- Ark Mississippi Holding Company, LLC</li> <li>- Ark South Carolina Holding Company, LLC</li> <li>- Capstone Rehabilitation and Healthcare Center, LLC</li> <li>- Charlottesville Pointe Rehabilitation and Healthcare Center, LLC</li> <li>- Cobblestone Rehabilitation and Healthcare Center, LLC</li> <li>- Columbia Rehabilitation and Healthcare Center, LLC</li> <li>- Cornerstone Rehabilitation and Healthcare Center, LLC</li> <li>- Crystal Rehabilitation and Healthcare Center, LLC</li> <li>- Delta Rehabilitation and Healthcare Center of Cleveland, LLC</li> <li>- Farmville Rehabilitation and Healthcare Center, LLC</li> <li>- Fleetwood Rehabilitation and Healthcare Center, LLC</li> <li>- Great Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Greenville Rehabilitation and Healthcare Center, LLC</li> <li>- Greer Rehabilitation and Healthcare Center, LLC</li> <li>- Grenada Rehabilitation and Healthcare Center, LLC</li> <li>- Heritage Park Rehabilitation and Healthcare Center, LLC</li> <li>- Hillsville Rehabilitation and Healthcare Center, LLC</li> <li>- Holly Lane Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Holly Springs Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Indianola Rehabilitation and Healthcare Center, LLC</li> <li>- Iva Rehabilitation and Healthcare Center, LLC</li> <li>- Johns Island Rehabilitation and Healthcare Center, LLC</li> <li>- Macon Rehabilitation and Healthcare Center, LLC</li> <li>- Magnified Health &amp; Rehab of Anderson, LLC</li> <li>- Manna Rehabilitation and Healthcare Center, LLC</li> <li>- McCormick Rehabilitation and Healthcare Center, LLC</li> <li>- Midland Rehabilitation and Healthcare Center, LLC</li> <li>- Mountain View Rehabilitation and Healthcare Center, LLC</li> <li>- Natchez Rehabilitation and Healthcare Center, LLC</li> <li>- New Ark Operator Holdings, LLC</li> <li>- Olive Leaf Holding Company, LLC</li> <li>- Olive Leaf, LLC</li> <li>- Omega Health &amp; Rehab of Greenville, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Orianna SC Operator Holdings, Inc.</li> <li>- Patewood Rehabilitation and Healthcare Center, LLC</li> <li>- Picayune Rehabilitation and Healthcare Center, LLC</li> <li>- Poplar Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Rainbow Rehabilitation and Healthcare Center, LLC</li> <li>- River Falls Rehabilitation and Healthcare Center, LLC</li> <li>- Riverside Rehabilitation and Healthcare Center, LLC</li> <li>- Rocky Mount Rehabilitation and Healthcare Center, LLC</li> <li>- Scepter Rehabilitation and Healthcare Center, LLC</li> </ul>

**EXHIBIT B****Schedule H Information – List of Codebtors**

	<b>Lender's Name and Mailing Address</b>	<b>Description of Loan</b>	<b>Codebtors<sup>5</sup></b>
			<ul style="list-style-type: none"> <li>- Scepter Senior Living Center, LLC</li> <li>- Simpsonville Rehabilitation and Healthcare Center, LLC</li> <li>- Southern Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- The Ridge Rehabilitation and Healthcare Center, LLC</li> <li>- Trinity Mission Health &amp; Rehab of Connersville, LLC</li> <li>- Utah Valley Rehabilitation and Healthcare Center, LLC</li> <li>- Victory Rehabilitation and Healthcare Center, LLC</li> <li>- Wide Horizons Residential Care Facility, LLC</li> <li>- Woodlands Rehabilitation and Healthcare Center, LLC</li> <li>- Yazoo City Rehabilitation and Healthcare Center, LLC</li> </ul>
3.	Omega Parties (Indiana) 303 International Circle Suite 200 Hunt Valley, MD 21030	Master Lease Agreement	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Ark Real Estate, LLC</li> <li>- Connersville RE, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Trinity Mission Health &amp; Rehab of Connersville, LLC</li> </ul>
4.	Omega Parties (NW) 303 International Circle Suite 200 Hunt Valley, MD 21030	Master Lease Agreement <sup>6</sup>	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Ark Real Estate, LLC</li> <li>- Battle Ground RE, LLC</li> <li>- Heritage Park Rehabilitation and Healthcare Center, LLC</li> <li>- Holly Lane Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Holly RE, LLC</li> <li>- Midland RE, LLC</li> <li>- Midland Rehabilitation and Healthcare Center, LLC</li> <li>- Mountain View Rehabilitation and Healthcare Center, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Portland RE, LLC</li> <li>- Provo RE, LLC</li> <li>- Roy RE, LLC</li> <li>- Utah Valley Rehabilitation and Healthcare Center, LLC</li> <li>- Victory Rehabilitation and Healthcare Center, LLC</li> <li>- Wide Horizons RE, LLC</li> <li>- Wide Horizons Residential Care Facility, LLC</li> </ul>
5.	Omega Parties (OGMB) 303 International Circle Suite 200 Hunt Valley, MD 21030	Master Lease Agreement	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- 4 West Investors, LLC</li> <li>- Greenville Rehabilitation and Healthcare Center, LLC</li> <li>- Macon Rehabilitation and Healthcare Center, LLC</li> <li>- New Ark Operator Holdings, LLC</li> <li>- Riverside RE LLC</li> <li>- Riverside Rehabilitation and Healthcare Center, LLC</li> </ul>
6.	Omega Parties (SE) 303 International Circle Suite 200 Hunt Valley, MD 21030	Master Lease Agreement	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Aiken RE, LLC</li> <li>- Ambassador Rehabilitation and Healthcare Center, LLC</li> <li>- Anchor Rehabilitation and Healthcare Center of Aiken, LLC</li> <li>- Anderson RE, LLC</li> <li>- Ark III Real Estate, LLC</li> <li>- Ark Mississippi Holding Company, LLC</li> <li>- Ark Real Estate, LLC</li> <li>- Ark South Carolina Holding Company, LLC</li> <li>- Capstone Rehabilitation and Healthcare Center, LLC</li> <li>- Charlottesville Pointe Rehabilitation and Healthcare Center, LLC</li> </ul>

<sup>6</sup> Indicates that the Master Lease Agreement was terminated prior to the Petition Date.

**EXHIBIT B****Schedule H Information – List of Codebtors**

	<b>Lender's Name and Mailing Address</b>	<b>Description of Loan</b>	<b>Codebtors<sup>5</sup></b>
			<ul style="list-style-type: none"> <li>- Charlottesville RE, LLC</li> <li>- Cleveland RE, LLC</li> <li>- Clinton RE, LLC</li> <li>- Cobblestone Rehabilitation and Healthcare Center, LLC</li> <li>- Collierville RE, LLC</li> <li>- Columbia RE, LLC</li> <li>- Columbia Rehabilitation and Healthcare Center, LLC</li> <li>- Corinth RE, LLC</li> <li>- Cornerstone Rehabilitation and Healthcare Center, LLC</li> <li>- Crystal Rehabilitation and Healthcare Center, LLC</li> <li>- Delta Rehabilitation and Healthcare Center of Cleveland, LLC</li> <li>- Easley RE II, LLC</li> <li>- Easley RE, LLC</li> <li>- Edgefield RE, LLC</li> <li>- Farmville RE, LLC</li> <li>- Farmville Rehabilitation and Healthcare Center, LLC</li> <li>- Fleetwood Rehabilitation and Healthcare Center, LLC</li> <li>- Great Oaks RE, LLC</li> <li>- Great Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Greenville RE II, LLC</li> <li>- Greenville RE, LLC</li> <li>- Greenwood RE, LLC</li> <li>- Greer RE, LLC</li> <li>- Greer Rehabilitation and Healthcare Center, LLC</li> <li>- Grenada RE, LLC</li> <li>- Grenada Rehabilitation and Healthcare Center, LLC</li> <li>- Hillsville RE, LLC</li> <li>- Hillsville Rehabilitation and Healthcare Center, LLC</li> <li>- Holly Springs RE, LLC</li> <li>- Holly Springs Rehabilitation &amp; Healthcare Center, LLC</li> <li>- Indianola RE, LLC</li> <li>- Indianola Rehabilitation and Healthcare Center, LLC</li> <li>- Iva RE, LLC</li> <li>- Iva Rehabilitation and Healthcare Center, LLC</li> <li>- Linley Park Rehabilitation and Healthcare Center, LLC</li> <li>- Manna Rehabilitation and Healthcare Center, LLC</li> <li>- Marietta RE, LLC</li> <li>- McCormick RE, LLC</li> <li>- McCormick Rehabilitation and Healthcare Center, LLC</li> <li>- Memphis RE, LLC</li> <li>- Moultrie RE, LLC</li> <li>- Natchez RE, LLC</li> <li>- Natchez Rehabilitation and Healthcare Center, LLC</li> <li>- New Ark SC Operator Holdings, Inc.</li> <li>- New Redeemer Health &amp; Rehab of Pickens, LLC</li> <li>- Olive Leaf Holding Company, LLC</li> <li>- Olive Leaf, LLC</li> <li>- Omega Health &amp; Rehab of Greenville, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Patewood Rehabilitation and Healthcare Center, LLC</li> <li>- Picayune RE, LLC</li> <li>- Picayune Rehabilitation and Healthcare Center, LLC</li> <li>- Pickens RE II, LLC</li> <li>- Pickens RE, LLC</li> <li>- Piedmont RE, LLC</li> </ul>

**EXHIBIT B****Schedule H Information – List of Codebtors**

	<b>Lender's Name and Mailing Address</b>	<b>Description of Loan</b>	<b>Codebtors<sup>5</sup></b>
			<ul style="list-style-type: none"> <li>- Poinsett Rehabilitation and Healthcare Center, LLC</li> <li>- Poplar Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- Rainbow Rehabilitation and Healthcare Center, LLC</li> <li>- River Falls Rehabilitation and Healthcare Center, LLC</li> <li>- Rocky Mount RE, LLC</li> <li>- Rocky Mount Rehabilitation and Healthcare Center, LLC</li> <li>- Scepter Rehabilitation and Healthcare Center, LLC</li> <li>- Scepter Senior Living Center, LLC</li> <li>- Simpsonville RE II, LLC</li> <li>- Simpsonville RE, LLC</li> <li>- Simpsonville Rehabilitation and Healthcare Center, LLC</li> <li>- Snellville RE, LLC</li> <li>- Southern Oaks Rehabilitation and Healthcare Center, LLC</li> <li>- The Bluffs Rehabilitation and Healthcare Center, LLC</li> <li>- The Ridge Rehabilitation and Healthcare Center, LLC</li> <li>- Vicksburg RE, LLC</li> <li>- Wadesboro RE, LLC</li> <li>- Woodlands Rehabilitation and Healthcare Center, LLC</li> <li>- Yazoo City RE, LLC</li> <li>- Yazoo City Rehabilitation and Healthcare Center, LLC</li> </ul>
7.	Omega Parties (Texas) 303 International Circle Suite 200 Hunt Valley, MD 21030	Master Lease Agreement <sup>7</sup>	<ul style="list-style-type: none"> <li>- 4 West Holdings, Inc.</li> <li>- Anderson RE TX, LLC</li> <li>- Ark II Real Estate, LLC</li> <li>- Ark Real Estate, LLC</li> <li>- Ark Texas Holding Company, LLC</li> <li>- Bryan RE, LLC</li> <li>- Burleson RE, LLC</li> <li>- Comfort RE, LLC</li> <li>- Diboll RE, LLC</li> <li>- Granbury RE, LLC</li> <li>- Italy RE, LLC</li> <li>- Joy of Bryan, LLC</li> <li>- Orianna Health Systems, LLC</li> <li>- Orianna Holding Company, LLC</li> <li>- Orianna Investment, Inc.</li> <li>- Rock Prairie RE, LLC</li> </ul>

<sup>7</sup> Indicates that the Master Lease Agreement was terminated prior to the Petition Date.

**Fill in this information to identify the case:**

Debtor name Cleveland RE, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 18-30811(HDH)

Check if this is an amended filing

**Official Form 207**

**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

**Part 1: Income**

**1. Gross revenue from business**

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue  
Check all that apply

Gross revenue  
(before deductions and exclusions)

**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source  
(before deductions and exclusions)

**Part 2: List Certain Transfers Made Before Filing for Bankruptcy**

**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer  
Check all that apply

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None.

Insider's name and address  
Relationship to debtor

Dates

Total amount of value

Reasons for payment or transfer

**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

Debtor **Cleveland RE, LLC**

Case number (if known) **18-30811(HDH)**

None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments**

**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

**Part 4: Certain Gifts and Charitable Contributions**

**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses**

**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.  List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		

**Part 6: Certain Payments or Transfers**

**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

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Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
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**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.  
Do not include transfers already listed on this statement.

None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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**Part 7: Previous Locations**

**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy From-To
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**Part 8: Health Care Bankruptcies**

**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:  
- diagnosing or treating injury, deformity, or disease, or  
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
- Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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**Part 9: Personally Identifiable Information**

**16. Does the debtor collect and retain personally identifiable information of customers?**

- No.
- Yes. State the nature of the information collected and retained.

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**

- No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?

**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**

**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold,



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moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**

**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- No.
- Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- No.
- Yes. Provide details below.

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Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

- No.
- Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**Part 13: Details About the Debtor's Business or Connections to Any Business**

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- None

Business name address	Describe the nature of the business	Employer Identification number <small>Do not include Social Security number or ITIN.</small>	Dates business existed
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26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- None

Name and address	Date of service From-To
26a.1. <b>Jennifer Botter Orianna Health Systems, LLC c/o HR Department 1001 Hawkins St Nashville, TN 37203</b>	<b>August 31, 2015 - July 26, 2017</b>
26a.2. <b>Monica Ziebell Orianna Health Systems, LLC 1001 Hawkins Street Nashville, TN 37203</b>	<b>January 25, 2016 - Present</b>
26a.3. <b>Crowe Horwath LLP 720 Cool Springs Boulevard Suite 600 Franklin, TN 37067</b>	<b>2015 - 2017</b>
26a.4. <b>Louis E. Robichaux IV 15950 Dallas Parkway Dallas, TX 75248</b>	<b>July 26, 2017 - Present</b>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- None

Name and address	Date of service From-To
26b.1. <b>Crowe Horwath LLP 720 Cool Springs Boulevard Suite 600 Franklin, TN 37067</b>	<b>2015 - 2017</b>

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- None

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Name and address	If any books of account and records are unavailable, explain why
26c.1. <b>Monica Ziebell Orianna Health Systems, LLC 1001 Hawkins Street Nashville, TN 37203</b>	
26c.2. <b>Crowe Horwath LLP 720 Cool Springs Boulevard Suite 600 Franklin, TN 37067</b>	
26c.3. <b>Louis E. Robichaux IV 15950 Dallas Parkway Dallas, TX 75248</b>	
26c.4. <b>Sterling National Bank 21 Scarsdale Road Tuckahoe, NY 10707</b>	
26c.5. <b>Omega Parties 303 International Circle Suite 200 Cockeysville, MD 21030</b>	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address
26d.1. <b>Sterling National Bank 21 Scarsdale Road Tuckahoe, NY 10707</b>
26d.2. <b>Omega Parties 303 International Circle Suite 200 Cockeysville, MD 21030</b>
26d.3. <b>PrivateBank (Now CIBC) 120 S LaSalle Street Chicago, IL 60603</b>

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
<b>Louis E. Robichaux IV</b>	<b>15950 Dallas Parkway Dallas, TX 75248</b>	<b>Interim Treasurer and Chief Restructuring Officer</b>	<b>0</b>
<b>Michelle D. Meer</b>	<b>Orianna Health Systems, LLC 1001 Hawkins Street Nashville, TN 37203</b>	<b>President and Secretary</b>	<b>0</b>

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Name	Address	Position and nature of any interest	% of interest, if any
Ark Real Estate, LLC	1001 Hawkins Street Nashville, TN 37203	Shareholder	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No  
 Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Jennifer Botter	Orianna Health Systems, LLC c/o HR Department 1001 Hawkins St Nashville, TN 37203	Chief Financial Officer / Treasurer	August 31, 2015 - July 26, 2017

Name	Address	Position and nature of any interest	Period during which position or interest was held
Craig Robinson	Orianna Health Systems, LLC c/o HR Department 1001 Hawkins Street Nashville, TN 37203	President	September 1, 2015 - July 26, 2017

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No  
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No  
 Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
4 West Holdings, LLC	EIN: 46-3599732

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No  
 Yes. Identify below.

Name of the pension fund	Employer Identification number of the parent corporation
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**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 12, 2018

/s/ Louis E. Robichaux IV  
Signature of individual signing on behalf of the debtor

Louis E. Robichaux IV  
Printed name

Position or relationship to debtor Chief Restructuring Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207)* attached?

- No
- Yes