



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed September 24, 2018


United States Bankruptcy Judge

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

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

4 West Holdings, Inc. *et al.*,² §
§ Adv. Pro. 18-03237
Plaintiffs, §
§
v. §
§
Omega Healthcare Investors, Inc. *et* §
al.,³ §
§
Defendants. §

AGREED JUDGMENT AND PARTIAL ORDER OF DISMISSAL

The Defendants and Plaintiffs (together, the “*Parties*”) have consented to the entry of judgment as follows:

¹ A list of the Debtors in these chapter 11 bankruptcy cases (the “*Bankruptcy Cases*”), along with the last four digits of each Debtor’s federal tax identification number, is attached as **Exhibit A.**

² A list of the Plaintiffs in this adversary proceeding is attached hereto as **Exhibit B.**

³ A list of the Defendants in this adversary proceeding is attached hereto as **Exhibit C.**

IT IS HEREBY ORDERED AND ADJUDGED THAT:

1. The Plaintiffs' claims, solely as against Omega Healthcare Investors, Inc., are **DISMISSED** with prejudice. (The remaining Defendants are hereinafter referred to as the "**Remaining Defendants.**")

2. The Parties hereby stipulate, acknowledge, and agree that each of the Master Leases⁴ in these Bankruptcy Cases is characterized as and deemed to be a financing agreement rather than a "lease" within the meaning of the Bankruptcy Code (including *inter alia* 11 U.S.C. § 365) and the Federal Rules of Bankruptcy Procedure.

3. The Debtors and the Remaining Defendants shall execute such deeds, assignments, instruments, documents, or other modification of record items (all of which shall be in properly recordable form, but of a quit-claim nature, without any representation or warranty from the Remaining Defendants) with respect to the Restructuring Portfolio (other than the properties covered by the Laurel Baye Master Leases, which are unaffected by this Agreed Judgment)⁵ (the "**Documents of Transfer**") as reasonably required by the Debtors or the Remaining Defendants to implement and reflect this Agreed Judgment. The Debtors shall obtain good and marketable title to the properties or associated assets included in the Recharacterized Portfolio, subject in all respects to all mortgages, liens, security interests, or any other impediment of title that are valid, enforceable, and outstanding (whether in favor of the Remaining Defendants or any other party in interest) (collectively, the "**Interests**"), and the Debtors' or any other party's rights, claims, counter-claims, offsets or defenses to such Interests. The parties agree to reasonably cooperate with each other to minimize, to the extent applicable, any recording or transfer fees, taxes, or the like owed as a result of the entry of this Agreed Judgment or the recordation or filing of any Documents of Transfer, and nothing in this Agreed Judgment adjudicates which Parties must pay such recording or transfer fees, taxes, or the like, if any are or become due, with such matter being reserved for future resolution by this Court. The Debtors may record the Documents of Transfer after providing not less than seven business days' written notice to (i) counsel to the Remaining Defendants and (ii) counsel to the Official Committee of Unsecured Creditors; provided, however, that the Debtors may instead use the Documents of Transfer to effectuate a transfer by the Remaining Defendants of the Recharacterized Portfolio directly to any purchaser of the Recharacterized Portfolio in connection

⁴ Any capitalized term not otherwise defined in this Agreed Judgment shall have the meaning ascribed to such term in the *Plaintiffs' Brief in Support of Motion for Summary Judgment* [Docket No. 4], or, if not defined therein, in the *Plaintiffs' Complaint for Declaratory Judgment* [Docket No. 1].

⁵ A list of the Facilities that are subject to the Master Leases and this Agreed Judgment (broken down into the Restructuring Portfolio and the Transfer Portfolio) is attached hereto as **Exhibit D**, and is the "**Recharacterized Portfolio.**"

with the Bankruptcy Court's entry of an order approving the sale or other disposition of the Recharacterized Portfolio.

4. To the extent any properties or associated assets included in the Transfer Portfolio have already (or will be) transitioned to new operators designated by certain Omega Entity landlords as of the date of this Agreed Judgment (the "***Transfer Portfolio Assets***"), the Debtors hereby acknowledge, stipulate, and agree that they do not currently hold or claim any ownership interest in the Transfer Portfolio Assets; *provided, however* that the Debtors and the Committee reserve all rights and remedies in connection with the Transfer Portfolio Assets, including, without limitation, to seek to have the Court determine the value of the Transfer Portfolio Assets as of the applicable dates of their transfer and apply such value against the Omega Entities' claims in the Bankruptcy Cases. Notwithstanding the foregoing, (i) the Debtors and Committee agree that their rights and remedies shall not include any remedy that results in the alteration or impairment of the Remaining Defendants' existing ownership interests in the Transfer Portfolio Assets, and (ii) any claim of the Debtors or the Committee against the Remaining Defendants relating to or arising from the Transfer Portfolio Assets or the recharacterization thereof shall be fully preserved solely as a monetary claim against the applicable Remaining Defendants and not prejudiced by this Agreed Order.

5. Nothing in the foregoing paragraph or elsewhere in this Agreed Judgment shall be construed to preclude (i) the Committee's continued appeal of this Court's *Order (I) Approving Amended Settlement Agreement and (II) Granting Related Relief* [Dkt. No. 375 in the Bankruptcy Cases], including, without limitation, the assertion of all rights and defenses by the Committee under that appeal, any rights, remedies, claims or defenses granted pursuant to that appeal, or any rights, remedies, claims, defenses or causes of action relating to the Transfer Portfolio Assets, (ii) the Committee from disputing whether the recharacterization of the Recharacterized Portfolio gives rise to a claim or any other right in favor of the Remaining Defendants; (iii) the Committee from disputing or objecting to the nature, extent, amount, status, or validity of any claim, right, remedy or defense asserted by the Remaining Defendants in the Debtors' bankruptcy cases; or (iv) the Committee from asserting any claim, right, defense or cause of action against the Remaining Defendants or any of their affiliated companies as to the Transfer Portfolio, Restructuring Portfolio and Recharacterized Portfolio, or the nature, extent, amount, status or validity of any claim, right, defense or cause of action that may be asserted by the Remaining Defendants as to the Transfer Portfolio.

6. The Remaining Defendants may not take any action to transfer any interest in the Recharacterized Portfolio other than (i) to effectuate the Documents of Transfer as described in paragraph 3, above, (ii) with the express written consent of the Debtors and the Committee, or (iii) pursuant to an order of this Court.

7. The Remaining Defendants shall, within twenty days of the entry of this Agreed Judgment, modify their master proof of claim to reflect that their claim on account of the Master Leases is treated as a secured claim (and not a lease, or otherwise subject to 11 U.S.C. § 502(b)(6)), and all parties reserve their rights to object to such amended proof of claim.

8. The terms and provisions of this Agreed Judgment shall be binding upon all parties in interest and their successors.

9. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Agreed Judgment and to enter any further orders or grant further relief as may be necessary or appropriate to enforce this Agreed Judgment.

10. Except as expressly set forth herein, no other or further relief is hereby granted, this Agreed Judgment does not alter or modify the Parties' rights under any agreement other than the Master Leases, and the parties reserve all rights in connection therewith.

End of Agreed Judgment

Agreed and Submitted By:

/s/ Michael P. Cooley

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Counsel for the Debtors

EXHIBIT A**(Sorted Alphabetically)**

	Debtor Name	Case No.	EIN
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

	Debtor Name	Case No.	EIN
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
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

	Debtor Name	Case No.	EIN
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
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

Names of Plaintiffs

4 West Holdings, Inc.
Orianna Health Systems, LLC f/k/a Covenant Dove, LLC
Aiken RE, LLC
Anderson RE, LLC
Ark III Real Estate, LLC
Ark Holding Company, Inc.
Ark Mississippi Holding Company, LLC
Ark Real Estate, LLC
Ark South Carolina Holding Company, LLC
Charlottesville RE, LLC
Cleveland RE, LLC
Clinton RE, LLC
Collierville RE, LLC
Columbia RE, LLC
Connersville RE, LLC
Corinth RE, LLC
Easley RE II, LLC
Easley RE, LLC
Edgefield RE, LLC
Farmville RE, LLC
Great Oaks RE, LLC
Greenville RE II, LLC
Greenville RE, LLC
Greenwood RE, LLC
Greer RE, LLC
Grenada RE, LLC
Hillsville RE, LLC
Holly Springs RE, LLC
Indianola RE, LLC
Iva RE, LLC
Marietta RE, LLC

McCormick RE, LLC

Memphis RE, LLC

Moultrie RE, LLC

Natchez RE, LLC

Orianna Investment, Inc. f/k/a New Ark Investment, Inc.

Orianna Holding Company, LLC f/k/a Covenant Dove Holding Company, LLC

Orianna SC Operator Holdings, Inc. f/k/a New Ark SC Operator Holdings, Inc.

Olive Leaf Holding Company, LLC

Olive Leaf, LLC

Picayune RE, LLC

Pickens RE II, LLC

Pickens RE, LLC

Piedmont RE, LLC

Rocky Mount RE, LLC

Simpsonville RE II, LLC

Simpsonville RE, LLC

Snellville RE, LLC

Vicksburg RE, LLC

Wadesboro RE, LLC

Yazoo City RE, LLC

EXHIBIT C

Names of Defendants

Omega Healthcare Investors, Inc.
OHI Asset RO, LLC
OHI Asset (GA) Moultrie, LLC
OHI Asset (GA) Snellville, LLC
OHI Asset (IN) Connersville, LLC
OHI Asset (MS) Byhalia, LLC
OHI Asset (MS) Cleveland, LLC
OHI Asset (MS) Clinton, LLC
OHI Asset (MS) Columbia, LLC
OHI Asset (MS) Corinth, LLC
OHI Asset (MS) Greenwood, LLC
OHI Asset (MS) Grenada, LLC
OHI Asset (MS) Holly Springs, LLC
OHI Asset (MS) Indianola, LLC
OHI Asset (MS) Natchez, LLC
OHI Asset (MS) Picayune, LLC
OHI Asset (MS) Vicksburg, LLC
OHI Asset (MS) Yazoo City, LLC
OHI Asset (NC) Wadesboro, LP f/k/a OHI Asset (NC) Wadesboro, LLC
OHI Asset (SC) Aiken, LLC
OHI Asset (SC) Anderson, LLC
OHI Asset (SC) Easley Anne, LLC
OHI Asset (SC) Easley Crestview, LLC
OHI Asset (SC) Edgefield, LLC
OHI Asset (SC) Greenville Griffith, LLC
OHI Asset (SC) Greenville Laurens, LLC
OHI Asset (SC) Greenville North, LLC
OHI Asset (SC) Greer, LLC
OHI Asset (SC) Marietta, LLC
OHI Asset (SC) McCormick, LLC
OHI Asset (SC) Pickens East Cedar, LLC

OHI Asset (SC) Pickens Rosemond, LLC
OHI Asset (SC) Piedmont, LLC
OHI Asset (SC) Simpsonville SE Main, LLC
OHI Asset (SC) Simpsonville West Curtis, LLC
OHI Asset (SC) Simpsonville West Broad, LLC
OHI Asset (TN) Bartlett, LLC
OHI Asset (TN) Collierville, LLC
OHI Asset (TN) Memphis, LLC
OHI Asset (VA) Charlottesville, LLC
OHI Asset (VA) Farmville, LLC
OHI Asset (VA) Hillsville, LLC
OHI Asset (VA) Rocky Mount, LLC

EXHIBIT D

Transfer Portfolio

Mississippi

1. Cornerstone Rehabilitation and Healthcare Center, LLC
2. Crystal Rehabilitation and Healthcare Center, LLC
3. Delta Rehabilitation and Healthcare Center of Cleveland, LLC
4. Great Oaks Rehabilitation and Healthcare Center, LLC
5. Grenada Rehabilitation and Healthcare Center, LLC
6. Holly Springs Rehabilitation and Healthcare Center, LLC
7. Indianola Rehabilitation and Healthcare Center, LLC
8. Yazoo City Rehabilitation and Healthcare Center, LLC
9. Columbia Rehabilitation and Healthcare Center, LLC (including Columbia vacant lot)
10. Natchez Rehabilitation and Healthcare Center, LLC (including Natchez vacant lot)
11. Picayune Rehabilitation and Healthcare Center, LLC
12. The Bluffs Rehabilitation and Healthcare Center, LLC (including The Bluffs vacant lot (Vicksburg))
13. Woodlands Rehabilitation and Healthcare Center, LLC

Tennessee

1. Rainbow Rehabilitation and Healthcare Center, LLC
2. Poplar Oaks Rehabilitation and Healthcare Center, LLC
3. Corporate Headquarters – Orianna Investment, Inc.

Virginia

1. Charlottesville Point Rehabilitation and Healthcare Center, LLC
2. Farmville Rehabilitation and Healthcare Center, LLC
3. Hillsville Rehabilitation and Healthcare Center, LLC
4. Rocky Mount Rehabilitation and Healthcare Center, LLC

North Carolina

1. Ambassador Rehabilitation and Healthcare Center, LLC

Indiana

1. Caroleton Manor (Trinity Mission Health & Rehab of Connersville, LLC/Adams County Memorial Hospital d/b/a Caroleton Manor)

Georgia

1. Scepter Rehabilitation and Healthcare Center, LLC/Scepter Senior Living Center, LLC

Restructuring Portfolio

South Carolina

1. Anchor Rehabilitation and Healthcare Center of Aiken, LLC
2. Capstone Rehabilitation and Healthcare Center, LLC
3. Fleetwood Rehabilitation and Healthcare Center, LLC (including Fleetwood vacant lot (Easley))
4. Greer Rehabilitation and Healthcare Center, LLC
5. Iva Rehabilitation and Healthcare Center, LLC
6. Linley Park Rehabilitation and Healthcare Center, LLC
7. Manna Rehabilitation and Healthcare Center, LLC
8. McCormick Rehabilitation and Healthcare Center, LLC
9. Patewood Rehabilitation and Healthcare Center, LLC
10. Poinsett Rehabilitation and Healthcare Center, LLC
11. River Falls Rehabilitation and Healthcare Center, LLC
12. Southern Oaks Rehabilitation and Healthcare Center, LLC
13. Simpsonville Rehabilitation and Healthcare Center, LLC
14. The Ridge Rehabilitation and Healthcare Center, LLC

Georgia

1. Cobblestone Rehabilitation and Healthcare Center, LLC

United States Bankruptcy Court
Northern District of Texas4 West Holdings, Inc.,
Plaintiff

Adv. Proc. No. 18-03237-hdh

Omega Healthcare Investors, Inc.,
Defendant**CERTIFICATE OF NOTICE**

District/off: 0539-3

User: dbrown
Form ID: pdf001Page 1 of 5
Total Noticed: 3

Date Rcvd: Sep 25, 2018

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 27, 2018.

aty +Daniel M. Simon, DLA Piper LLP (US), One Atlantic Center,
1201 West Peachtree St., Ste. 2800, Atlanta, GA 30309-3450

ust +Cheryl Wilcoxson, US Trustee, 1100 Commerce St., Ste. 976, Dallas, TX 75242-0996

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

ust +E-mail/Text: ustpregion06.da.ecf@usdoj.gov Sep 25 2018 23:26:06 United States Trustee,
1100 Commerce Street, Room 976, Dallas, TX 75242-0996

TOTAL: 1

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

ust Sandra Nixon, U.S. Trustee

TOTALS: 1, * 0, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Sep 27, 2018

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 25, 2018 at the address(es) listed below:

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Andrew Ball Zollinger on behalf of Plaintiff Columbia RE, LLC andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Natchez RE, LLC andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Ark III Real Estate, LLC
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com

Andrew Ball Zollinger on behalf of Plaintiff Vicksburg RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com

Andrew Ball Zollinger on behalf of Plaintiff Olive Leaf, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com

Andrew Ball Zollinger on behalf of Plaintiff Picayune RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com

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Date Rcvd: Sep 25, 2018

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Andrew Ball Zollinger on behalf of Plaintiff Memphis RE, LLC andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Ark Holding Company, Inc.
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bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Clinton RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Indianola RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Simpsonville RE II, LLC
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Iva RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Great Oaks RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Corinth RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Simpsonville RE, LLC
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bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Greer RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Pickens RE II, LLC andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Holly Springs RE, LLC
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Andrew Ball Zollinger on behalf of Plaintiff Hillsville RE, LLC andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Ark Mississippi Holding Company, LLC
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Andrew Ball Zollinger on behalf of Plaintiff Orianna Health Systems, LLC
andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Rocky Mount RE, LLC
andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff 4 West Holdings, Inc.
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bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Yazoo City RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Pickens RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
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Andrew Ball Zollinger on behalf of Plaintiff Greenville RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Orianna Investment, Inc.
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Ark South Carolina Holding Company, LLC
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Orianna SC Operator Holdings, Inc.
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Snellville RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Greenville RE II, LLC
andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Marietta RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Farmville RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Cleveland RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Anderson RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com

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Date Rcvd: Sep 25, 2018

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Andrew Ball Zollinger on behalf of Plaintiff Orianna Holding Company, LLC
andrew.zollinger@dlapiper.com,
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Andrew Ball Zollinger on behalf of Plaintiff Moultrie RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Wadesboro RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Andrew Ball Zollinger on behalf of Plaintiff Greenwood RE, LLC andrew.zollinger@dlapiper.com,
bill-countryman-0154@ecf.pacerpro.com;Docketingchicago@dlapiper.com
Dienna Corrado on behalf of Plaintiff Vicksburg RE, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Snellville RE, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Ark Real Estate, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Simpsonville RE, LLC dienna.corrado@dlapiper.com
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Dienna Corrado on behalf of Plaintiff Orianna Health Systems, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Orianna Investment, Inc. dienna.corrado@dlapiper.com
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Dienna Corrado on behalf of Plaintiff Ark South Carolina Holding Company, LLC
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Dienna Corrado on behalf of Plaintiff Easley RE II, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff 4 West Holdings, Inc. dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Pickens RE, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Ark III Real Estate, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Corinth RE, LLC dienna.corrado@dlapiper.com
Dienna Corrado on behalf of Plaintiff Orianna Holding Company, LLC
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Dienna Corrado on behalf of Plaintiff Olive Leaf Holding Company, LLC
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Dienna Corrado on behalf of Plaintiff Anderson RE, LLC dienna.corrado@dlapiper.com
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Michael P. Cooley on behalf of Defendant OHI Asset (SC) Marietta, LLC
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Michael P. Cooley on behalf of Defendant OHI Asset (SC) Anderson, LLC
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Michael P. Cooley on behalf of Defendant OHI Asset (SC) Greenville North, LLC
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Michael P. Cooley on behalf of Defendant OHI Asset (TN) Collierville, LLC
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Michael P. Cooley on behalf of Defendant OHI Asset (SC) Simpsonville West Broad, LLC
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	McCormick, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Greenville Griffith, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Vicksburg, LLC
michael.cooley@bclplaw.com,	Jadwiga.krasnic@bclplaw.com		
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Clinton, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Picayune, LLC
michael.cooley@bclplaw.com,	Jadwiga.krasnic@bclplaw.com		
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (GA)	Snellville, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (VA)	Farmville, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Edgefield, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Easley Anne, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (VA)	Hillsville, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	Omega Healthcare Investors, Inc.	
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Pickens Rosemond, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Simpsonville SE Main, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Cleveland, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Piedmont, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (TN)	Memphis, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Corinth, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Greer, LLC michael.cooley@bclplaw.com,
Jadwiga.krasnic@bclplaw.com			
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (VA)	Charlottesville, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (NC)	Wadesboro, LP
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (TN)	Bartlett, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Columbia, LLC
michael.cooley@bclplaw.com,	Jadwiga.krasnic@bclplaw.com		
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (GA)	Moultrie, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Yazoo City, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Easley Crestview, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Simpsonville West Curtis, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Indianola, LLC
michael.cooley@bclplaw.com,	Jadwiga.krasnic@bclplaw.com		
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (VA)	Rocky Mount, LLC
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Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (SC)	Aiken, LLC michael.cooley@bclplaw.com,
Jadwiga.krasnic@bclplaw.com			
Michael P. Cooley on behalf of Defendant	of Defendant	OHI Asset (MS)	Holly Springs, LLC
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Thomas R. Califano on behalf of Plaintiff	Indianola RE, LLC		thomas.califano@dlapiper.com
Thomas R. Califano on behalf of Plaintiff	Connersville RE, LLC		thomas.califano@dlapiper.com

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Date Rcvd: Sep 25, 2018

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Thomas R. Califano	on behalf of Plaintiff	Pickens RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Marietta RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Ark Real Estate, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Pickens RE II, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Farmville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Yazoo City RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	McCormick RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Simpsonville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Rocky Mount RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Iva RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Picayune RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Easley RE II, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Aiken RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Orianna Health Systems, LLC
thomas.califano@dlapiper.com		
Thomas R. Califano	on behalf of Plaintiff	Collierville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Anderson RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Orianna SC Operator Holdings, Inc.
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Thomas R. Califano	on behalf of Plaintiff	Orianna Holding Company, LLC
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Thomas R. Califano	on behalf of Plaintiff	Ark Holding Company, Inc.
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Thomas R. Califano	on behalf of Plaintiff	Cleveland RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Greenville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Natchez RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Greenwood RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Wadesboro RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Edgefield RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Greer RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Ark III Real Estate, LLC
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Thomas R. Califano	on behalf of Plaintiff	Snellville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Moultrie RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Charlottesville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Great Oaks RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Simpsonville RE II, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Orianna Investment, Inc.
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Thomas R. Califano	on behalf of Plaintiff	Olive Leaf Holding Company, LLC
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Thomas R. Califano	on behalf of Plaintiff	Easley RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Greenville RE II, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Corinth RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Ark Mississippi Holding Company, LLC
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Thomas R. Califano	on behalf of Plaintiff	Clinton RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Hillsville RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Olive Leaf, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Piedmont RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Grenada RE, LLC thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	4 West Holdings, Inc. thomas.califano@dlapiper.com
Thomas R. Califano	on behalf of Plaintiff	Columbia RE, LLC thomas.califano@dlapiper.com

TOTAL: 195