



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

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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 April 16, 2021


United States Bankruptcy Judge

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

In re:	§	
	§	Chapter 11
	§	
Senior Care Centers, LLC, <i>et al.</i> , ¹	§	Case No. 18-33967 (BJH)
	§	
Reorganized Debtors.	§	(Jointly Administered)
	§	

FINAL DECREE CLOSING CHAPTER 11 CASES

Upon the motion (the “**Motion**”)² of the Reorganized Debtors for entry of an order closing the bankruptcy cases of those entities listed on Exhibit 1 (collectively, the “**Closing Debtors**” or the “**Subsidiary Debtors**”); and the Court being satisfied that the Debtors’ estates has been fully administered within the meaning of Bankruptcy Code section 350; and the Court having reviewed the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. 157 and §§

¹ The Debtors in the Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are set forth in the *Order (I) Directing Joint Administration of Chapter 11 Cases, and (II) Granting Related Relief* [Docket No. 569] and may also be found on the Debtors’ claims agent’s website at <https://omnimgt.com/SeniorCareCenters>. The location of the Debtors’ service address is 600 North Pearl Street, Suite 1050, Dallas, Texas 75201.

² Capitalized Terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

1334(b); and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Debtors consent to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given, under the circumstances, and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Chapter 11 Cases of the Debtors listed on Exhibit 1 shall be closed, effective as of March 27, 2020, as provided for in Bankruptcy Rule 3022.
3. Notwithstanding anything contained in the Motion, the entry of the Final Decree does not affect the terms, conditions, and provisions of the Order Approving Certain Claim Resolution Procedures for Litigation Claims [Docket No. 1757] (the “**ADR Procedures Order**”).
4. Notwithstanding anything in this Order, nothing shall impair or affect the *Order Granting the United States of America’s Motion for Allowance and Payment of Administrative Expense Claims Pursuant to 11 U.S.C. §503 for Overpayments and Civil Money Penalties* [Docket No. 2919] (the “**USA Order**”), and the USA Order shall remain in full force and effect and shall be deemed to have been entered before March 27, 2020 solely with respect to the Subsidiary Debtors’ cases.

5. Benjamin Hanson, Brandon V. Hicks 2006 Trust, Jason Mabry 2006 Trust, KKR Debt Investors II (2006) (Ireland) L.P., KKR Financial Holdings III, LLC, KKR-Milton Capital Partners, LP, Kristen Hicks Hanson 2006 Trust, Lew Little, Jr., Oregon Public Employees Retirement Fund, Robert S. Hicks 2006 Trust, Robert S. Hicks, Shelly Ellard 2006 Trust, and St. Niklaas Healthcare, LP, as Movants (the “**Hicks Group**”) filed a *Motion for Relief From Stay to Allow Setoff of Mutual Debts* [Docket No. 2311] (the “**Hicks Group’s Motion**”) in the Surviving Case. The Hicks Group’s Motion relates to claims by the Hicks Group against Senior Care Centers, LLC for indemnity pursuant to a 2015 Membership Interest Purchase Agreement under which Senior Care Centers, LLC purchased the interests of the Hicks Group in CTLTC Real Estate, LLC (“**CTLTC**”). CTLTC owned various subsidiaries, including PM Management – Corsicana NC, LLC, PM Management -- Round Rock AL, LLC, and PM Management—Cedar Park NC, LLC, collectively the “**CTLTC Subsidiaries**”. CTLTC and the CTLTC Subsidiaries are among the Debtors referred to as Subsidiary Debtors in the Motion for Final Decree. The Hicks Group’s indemnity claims against Senior Care Center, LLC relate to the Membership Interest Purchase Agreement relating to CTLTC and to the now-rejected leases of the CTLTC Subsidiaries. Counsel for Senior Care Centers, the Unsecured Creditor Trustee and the Hicks Group are in discussions to attempt to resolve the matters raised in the Motion for Relief From Stay to Allow Setoff of Mutual Debts, but have not completed those discussions. This Order and the closing of the Subsidiary Debtors’ Cases are without prejudice to the rights of any party relating to the Hicks’ Group Motion, the Hicks Group’s alleged indemnity rights, the escrow of a part of the Hicks Group’s purchase price proceeds, and the other matters referred to in or relating to the Hicks Group’s Motion, and all parties reserve all rights relating to that Motion and the matters referred to in it.

6. Notwithstanding the relief granted herein, the causes of action held by the Unsecured Creditor Trustee shall not be prejudiced or otherwise affected by the closure of the Chapter 11 Cases of the Debtors listed on Exhibit 1 (collectively, the “**Subject Cases**”). No party shall attempt to use the closure of the Subject Cases as a defense to any cause of action held by the Unsecured Creditor Trustee.

7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order, or as further described in the Plan.

8. Notwithstanding the possible application of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this order shall be immediately effective and enforceable upon its entry.

9. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

End of Order

Order submitted by:

POLSINELLI PC

/s/ *Liz Boydston*

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Counsel to the Reorganized Debtors

Exhibit 1

Debtor Name	Case No.
Alief SCC LLC	18-33987
Bandera SCC LLC	18-33989
Baytown SCC LLC	18-33992
Beltline SCC LLC	18-33996
Booker SCC LLC	18-33999
Bossier SCC LLC	18-34003
Bradford SCC LLC	18-34004
Brinker SCC LLC	18-34005
Brownwood SCC LLC	18-33968
Capitol SCC LLC	18-34006
CapWest-Texas LLC	18-34008
Cedar Bayou SCC LLC	18-34010
Clear Brook SCC LLC	18-34012
Colonial SCC LLC	18-34014
Community SCC LLC	18-33969
Corpus Christi SCC LLC	18-34016
Crestwood SCC LLC	18-34017
Crowley SCC LLC	18-33970
CTLTC Real Estate, LLC	18-34018
Fairpark SCC LLC	18-34020
Gamble Hospice Care Central, LLC	18-34022
Gamble Hospice Care Northeast, LLC	18-34025
Gamble Hospice Care Northwest, LLC	18-34027
Gamble Hospice Care of Cenla, LLC	18-34029
Green Oaks SCC LLC	18-33971
Harbor Lakes SCC LLC	18-33972
Harden HUD Holdco LLC	18-34032
Harden Non-HUD Holdco LLC	18-34035
Harden Pharmacy LLC	18-34036
Hearthstone SCC LLC	18-34037
Hewitt SCC LLC	18-33973
HG SCC LLC	18-34040
HHC Portland AL, LP	19-31719
Hill Country SCC LLC	18-34043
Holland SCC LLC	18-33974
Hunters Pond SCC LLC	18-34045
Jacksonville SCC LLC	18-34046
La Hacienda SCC LLC	18-34049
Lakepointe SCC LLC	18-34050
Major Timbers LLC	18-34052
Marlandwood East SCC LLC	18-34054
Marlandwood West SCC LLC	18-34058
Meadow Creek SCC LLC	18-34064
Midland SCC LLC	18-34065
Mill Forest Road SCC LLC	18-34066
Mission SCC LLC	18-33975
Mullican SCC LLC	18-34067

Mystic Park SCC LLC	18-34068
Normandie SCC LLC	18-34069
Onion Creek SCC LLC	18-34070
Park Bend SCC LLC	18-34071
Pasadena SCC LLC	18-34072
Pecan Tree SCC LLC	18-34073
Pecan Valley SCC LLC	18-34074
Pleasantmanor SCC LLC	18-34075
PM Management - Allen NC LLC	18-34076
PM Management - Babcock NC LLC	18-34077
PM Management - Cedar Park NC LLC	18-34078
PM Management - Corpus Christi NC II LLC	18-34079
PM Management - Corpus Christi NC III LLC	18-34080
PM Management - Corsicana NC II LLC	18-34081
PM Management - Corsicana NC III LLC	18-34082
PM Management - Corsicana NC LLC	18-34083
PM Management - Denison NC LLC	18-34084
PM Management - El Paso I NC LLC	18-34085
PM Management - Fredericksburg NC LLC	18-34086
PM Management - Frisco NC LLC	18-34087
PM Management - Garland NC LLC	18-33979
PM Management - Golden Triangle NC I LLC	18-33980
PM Management - Golden Triangle NC II LLC	18-33981
PM Management - Golden Triangle NC III LLC	18-33982
PM Management - Golden Triangle NC IV LLC	18-33983
PM Management - Killeen I NC LLC	18-33984
PM Management - Killeen II NC LLC	18-33985
PM Management - Killeen III NC LLC	18-33986
PM Management - Lewisville NC LLC	18-33988
PM Management - New Braunfels NC LLC	18-33990
PM Management - Park Valley NC LLC	18-33991
PM Management - Pflugerville AL LLC	18-33993
PM Management - Portfolio IX NC LLC	19-30253
PM Management - Portfolio V NC, LLC	19-30249
PM Management - Portfolio VI NC LLC	19-30250
PM Management - Portfolio VII NC LLC	19-30251
PM Management - Portfolio VIII NC LLC	19-30252
PM Management - Portland AL LLC	18-33994
PM Management - Portland NC LLC	18-33995
PM Management - Round Rock AL LLC	18-33997
PM Management - San Antonio AL LLC	19-30254
PM Management - San Antonio NC LLC	18-33998
Presidential SCC LLC	18-34000
Redoak SCC LLC	18-33976
Riverside SCC LLC	18-34001
Round Rock SCC LLC	18-34002
Rowlett SCC LLC	18-34007
Ruston SCC LLC	18-34009

RW SCC LLC	18-34011
Sagebrook SCC LLC	18-34013
San Angelo SCC LLC	18-34015
San Antonio SCC, LLC	19-30261
SCC Edinburg LLC	18-34019
SCC Hospice Holdco LLC	18-34021
SCC Senior Care Investments LLC	18-34023
SCC Socorro LLC	18-34024
Senior Care Center Management II LLC	18-34026
Senior Care Center Management LLC	18-34028
Senior Care Centers Home Health, LLC	18-34030
Senior Rehab Solutions LLC	18-34031
Senior Rehab Solutions North Louisiana LLC	18-34033
Shreveport SCC LLC	18-34034
Solutions 2 Wellness LLC	18-34038
South Oaks SCC LLC	18-34039
Springlake ALF SCC LLC	18-34041
Springlake SCC LLC	18-34042
Stallings Court SCC LLC	18-33977
Stonebridge SCC LLC	18-34044
Stonegate SCC LLC	18-33978
Summer Regency SCC LLC	18-34047
TRISUN Healthcare LLC	18-34048
Valley Grande SCC LLC	18-34051
Vintage SCC LLC	18-34053
West Oaks SCC LLC	18-34055
Western Hills SCC LLC	18-34056
Weston Inn SCC LLC	18-34057
Westover Hills SCC LLC	18-34059
Whitesboro SCC LLC	18-34060
Windcrest SCC LLC	18-34061
Windmill SCC LLC	18-34062
Wurzbach SCC LLC	18-34063