

SILLS CUMMIS & GROSS P.C.
Andrew H. Sherman
(admitted *pro hac vice*)
Lucas F. Hammonds
(admitted *pro hac vice*)
One Riverfront Plaza
Newark, NJ 07102
Telephone: (973) 643-7000
E-mail: asherman@sillscummis.com
lhammonds@sillscummis.com

Honorable Whitman L. Holt

SCHWEET LINDE & COULSON, PLLC
Michal M. Sperry, WSBA #43760
575 South Michigan Street
Seattle, WA 98108
Telephone: (206) 275-1010
E-mail: michaels@schweetlaw.com

*Co-Counsel for Steven D Sass LLC,
as GUC Distribution Trustee*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

<p>IN RE: ASTRIA HEALTH, Remaining Debtor.</p>	<p>Chapter 11 Case No. 19-01189-11 THE GUC DISTRIBUTION TRUSTEE’S THIRD OMNIBUS CLAIMS OBJECTION (LATE-FILED CLAIMS, DUPLICATIVE CLAIMS, SUPERSEDED CLAIMS, OVERSTATED CLAIMS, UNSUPPORTED CLAIMS, AND SATISFIED CLAIMS)</p>
--	---

<p>THE GUC DISTRIBUTION TRUSTEE’S THIRD OMNIBUS CLAIMS OBJECTION</p>	<p>SILLS CUMMIS & GROSS P.C. One Riverfront Plaza Newark, NJ 07102 Phone: (973) 643-7000 Fax: (973) 643-6500</p>	<p>SCHWEET LINDE & COULSON, PLLC 575 S. Michigan St. Seattle, WA 98108 Phone: (206) 275-1010 Fax: (206) 381-0101</p>
---	--	--

1 Steven D Sass LLC, as GUC Distribution Trustee¹ (the “GUC Distribution
2 Trustee”), by and through its undersigned counsel, hereby objects (the “Objection”),
3 pursuant to section 502 of title 11 of the United States Code (the “Bankruptcy Code”),
4 Rules 3007 and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy
5 Rules”), Rule 3007-1 of the Local Rules of Bankruptcy Procedure for the Eastern
6 District of Washington (the “Local Rules”), and the *Order Granting Motion of the*
7 *GUC Distribution Trustee for an Order Authorizing the Filing of Omnibus*
8 *Objections with Respect to Categories of Claims Consisting of Two or More Claims*
9 [Docket No. 2785] (the “Objection Authorization Order”), to the (i) the late-filed
10 claims identified on **Exhibit A** hereto (the “Late-Filed Claims”), (ii) the duplicative
11 claims identified on **Exhibit B** hereto (the “Duplicative Claims”), (iii) the superseded
12 claims identified on **Exhibit C** hereto (the “Superseded Claims”), (iv) the overstated
13 claims identified on **Exhibit D** hereto (the “Overstated Claims”), (v) the unsupported
14 claims identified on **Exhibit E** hereto (the “Unsupported Claims”), and (vi) the
15 satisfied claims identified on **Exhibit F** hereto (the “Satisfied Claims,” and
16 collectively with the Late-Filed Claims, the Duplicative Claims, the Superseded
17 Claims, the Overstated Claims, and the Unsupported Claims, the “Claims”), and

18
19 _____
20 ¹ Capitalized terms used but not defined in this objection shall have the meanings ascribed to
them in the *Modified Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health*
and *Its Debtor Affiliates* (the “Plan”) [Docket No. 2196].

21 **THE GUC DISTRIBUTION TRUSTEE’S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 seeks entry of an order, substantially in the form attached hereto, disallowing or
2 reducing the Claims, as applicable, as set forth herein and on **Exhibits A - F**. In
3 support of the Objection, the GUC Distribution Trustee respectfully states as follows:

4 **JURISDICTION AND VENUE**

5 1. The Court has jurisdiction over the Objection pursuant to 28 U.S.C. §§
6 157 and 1334. The Objection is a core proceeding under 28 U.S.C. § 157(b)(2).

7 2. Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

8 3. The basis for the relief requested herein is section 502 of the
9 Bankruptcy Code, Bankruptcy Rules 3007 and 9014, Local Rule 3007-1, the
10 Objection Authorization Order, and such additional authorities as are cited below.

11 **BACKGROUND**

12 4. On May 6, 2019 (the "Petition Date"), the Debtors commenced
13 voluntary cases under chapter 11 of the Bankruptcy Code in the United States
14 Bankruptcy Court for the Eastern District of Washington.

15 5. On October 18, 2020, the Court entered the *Order Confirming Modified*
16 *Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health and Its*
17 *Debtor Affiliates* [Docket No. 2217] (the "Confirmation Order"), which among other
18 things, confirmed the Plan.

19 6. The Effective Date of the Plan occurred on January 15, 2021 [Docket
20 No. 2264].

21 **THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 7. Pursuant to the Plan, Steven D Sass LLC was appointed as the GUC
2 Distribution Trustee (Plan § III(F)(1); Confirmation Order ¶ 9(e)), and the GUC
3 Distribution Trustee was granted the authority, subject to certain procedural
4 requirements set forth in the Plan, to File objections to and settle disputes regarding
5 General Unsecured Claims (Plan §§ III(F)(2) and (M)).

6 8. Since the Effective Date of the Plan, the GUC Distribution Trustee,
7 through its staff and professionals, has undertaken a comprehensive review and
8 reconciliation of General Unsecured Claims filed or otherwise asserted against the
9 Debtors or their consolidated Estate (*see* Plan § II(B) (providing that, except as
10 otherwise set forth in the Plan or ordered by the Court, “all assets and all liabilities
11 of each of the Debtors shall be deemed merged or treated as though they were merged
12 into and with the assets and labilities of each other,” and “each and every Claim filed
13 or to be filed in any of the Chapter 11 Cases shall be treated as if filed against the
14 consolidated Debtors and shall be treated [as] one Claim against and obligation of
15 the consolidated Debtors”)).

16 9. In furtherance of the GUC Distribution Trustee’s review and
17 reconciliation of General Unsecured Claims, the GUC Distribution Trustee has,
18 among other things, undertaken a review and comparison of the scheduled and/or
19 asserted General Unsecured Claims, their supporting materials, and the books and
20 records maintained by the Debtors in the ordinary course of business (as such Books

21 **THE GUC DISTRIBUTION TRUSTEE’S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

- 4 -

1 and Records have been provided by the Reorganized Debtors, the “Books and
2 Records”) to determine the validity of the scheduled and/or asserted General
3 Unsecured Claims.

4 10. The GUC Distribution Trustee’s General Unsecured Claims
5 reconciliation process has also included the identification of particular categories of
6 General Unsecured Claims that may be subject to, *inter alia*, disallowance, reduction,
7 reassignment, and/or reclassification. To reduce the number of General Unsecured
8 Claims and avoid improper recoveries by parties asserted General Unsecured Claims
9 that should be disallowed, reduced, reassigned, and/or reclassified, the GUC
10 Distribution Trustee anticipates filing multiple claim objections.

11 **RELIEF REQUESTED**

12 11. By this Objection, pursuant to section 502 of the Bankruptcy Code,
13 Bankruptcy Rules 3007 and 9014, Local Rule 3007-1, and the Objection Authority
14 Order, the GUC Distribution Trustee objects to (i) the Late-Filed Claims identified
15 on **Exhibit A** hereto, (ii) the Duplicative Claims identified on **Exhibit B** hereto, (iii)
16 the Superseded Claims identified on **Exhibit C** hereto, (iv) the Overstated Claims
17 identified on **Exhibit D** hereto, (v) the Unsupported Claims identified on **Exhibit E**
18 hereto, and (vi) the Satisfied Claims identified on **Exhibit F** hereto, and seeks entry
19 of on order, substantially in the form of the Proposed Order attached hereto,
20

21 **THE GUC DISTRIBUTION TRUSTEE’S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 disallowing or reducing such Claims, as applicable, as set forth herein and on
2 **Exhibits A - F**.

3 12. Although a properly filed proof of claim constitutes *prima facie*
4 evidence of the validity and amount of the claim, once evidence to rebut a claim's
5 *prima facie* validity has been presented, "the creditor must present evidence to prove
6 the claim. The ultimate burden of proof therefore is on the creditor." *Franchise Tax*
7 *Bd. v. MacFarlane (In re MacFarlane)*, 83 F.3d 1041, 1044 (9th Cir. 1996). For the
8 reasons set forth below and on **Exhibits A - F**, any purported *prima facie* validity of
9 the Claims is rebuttable, and the applicable claimants cannot meet their burdens of
10 proof with respect to their respective Claims. The Claims should therefore be
11 disallowed or reduced, as applicable, as set forth herein and on **Exhibits A - F**.

12 **I. The Late-Filed Claims**

13 13. On May 10, 2019, the *Notice of Chapter 11 Bankruptcy Case* [Docket
14 No. 91] (the "Chapter 11 and Claims Bar Date Notice") established August 5, 2019,
15 as the deadline for claimants who are not governmental units to file proofs of claim
16 for General Unsecured Claims (the "Claims Bar Date").

17 14. With respect to General Unsecured Claims for which proofs of claim
18 were not filed by the Claims Bar Date, Section V(D) of the Plan (Disallowance of
19 Untimely Claims) provides in relevant part as follows:

20
21 **THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

- 6 -

1 Except as expressly provided in this Plan or otherwise
2 agreed by the Reorganized Debtors (and with respect to
3 General Unsecured Claims, the GUC Distribution
4 Trustee) on and after the Petition Date, any and all Holders
5 of proofs of Claim filed after the applicable bar date
6 (including the Administrative Claims Bar Date, the Claims
7 Bar Date, the Governmental Bar Date, and the
8 Supplemental Bar Date) shall not be treated as creditors or
9 claimants for purposes of voting or distribution under this
10 Plan unless, on or before the Voting Deadline or the
11 Confirmation Date, as applicable, such untimely proofs of
12 Claim are deemed timely filed by a Final Order of the
13 Court.

8 Claims for which proofs of Claim or requests for
9 Allowance were required to be filed by a bar date
10 occurring before the Effective Date, and with respect to
11 which no proof of Claim or request for Allowance was
12 filed before the applicable bar date, shall be forever
13 Disallowed, barred, and discharged in their entirety as of
14 the Effective Date, and shall not be enforceable against the
15 Debtors, their Estates, the Reorganized Debtors, or the
16 GUC Distribution Trust, unless such proofs of Claim or
17 requests for Allowance are deemed timely filed by a Final
18 Order of the Court before the Effective Date.

14 15. Based upon the review of the proofs of claim filed in these cases, the
15 claims register, and the docket by the GUC Distribution Trustee, the Late-Filed
16 Claims identified on **Exhibit A** (i) pertain to General Unsecured Claims for which
17 proofs of claim were required to be filed on or before the Claims Bar Date; (ii) were
18 not filed on or before the Claims Bar Date; and (iii) were not deemed timely filed by
19 a Final Order of the Court on or before the Voting Deadline, Confirmation Date, or
20 the Effective Date.

21 **THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

- 7 -

1 16. As a result of the foregoing, (i) the Holders of the Late-Filed Claims
2 “shall not be treated as creditors or claimants for purposes of . . . distribution under
3 [the] Plan[;]” and (ii) the Late-Filed Claims are “forever Disallowed, barred, and
4 discharged in their entirety . . . and [are] not . . . enforceable against the Debtors,
5 their Estates, the Reorganized Debtors, or the GUC Distribution Trust[.]” The Late-
6 Filed Claims should therefore be disallowed and expunged in their entirety.

7 **II. The Duplicative Claims**

8 17. Based upon the review of the proofs of claim filed in these cases
9 (including their supporting materials), the claims register, the docket, and the Books
10 and Records (as provided by the Reorganized Debtors) by the GUC Distribution
11 Trustee, the Duplicative Claims identified on **Exhibit B** are duplicative in their
12 entirety of other claims asserted by the same claimants with respect to the same
13 alleged liabilities (either because such Duplicative Claims are (i) asserted against the
14 same debtor as the claims they duplicate or (ii) asserted against a different debtor
15 than the claims they duplicate but are treated with the claims they duplicate as a single
16 claim filed against the consolidated Estate under the Plan). The Duplicative Claims
17 should therefore be disallowed and expunged in their entirety.

18 **III. The Superseded Claims**

19 18. Based upon the review of the proofs of claim filed in these cases
20 (including their supporting materials), the claims register, the docket, and the Books

21 **THE GUC DISTRIBUTION TRUSTEE’S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 and Records (as provided by the Reorganized Debtors) by the GUC Distribution
2 Trustee, the Superseded Claims identified on **Exhibit C** are claims identified in the
3 Debtors' bankruptcy schedules for which a proof of claim was subsequently filed.
4 Under Bankruptcy Rule 3003(c)(4), a filed proof of claim "shall superseded any
5 scheduling of that claim or interest pursuant to § 521 of the Bankruptcy Code." The
6 Superseded Claims should therefore be disallowed and expunged in their entirety.

7 **IV. The Overstated Claims**

8 19. Based upon the review of the proofs of claim filed in these cases
9 (including their supporting materials), the claims register, the docket, and the Books
10 and Records (as provided by the Reorganized Debtors) by the GUC Distribution
11 Trustee, the Overstated Claims identified on **Exhibit D** overstate the amount owed
12 by the Debtors for the reasons set forth thereon, including because (i) they are claims
13 identified in the Debtors' bankruptcy schedules that reflect prospective amounts that
14 did not become due or were satisfied, or otherwise reflect amounts that were not owed
15 as of the Petition Date; (ii) include duplicate invoices; (iii) reflect post-petition
16 amounts; and/or (iv) are otherwise inconsistent with the Books and Records. The
17 Overstated Claims should therefore be reduced as set forth on **Exhibit D**.

18 **V. The Unsupported Claims**

19 20. Based upon the review of the proofs of claim filed in these cases
20 (including their supporting materials), the claims register, the docket, and the Books

21 **THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 and Records (as provided by the Reorganized Debtors) by the GUC Distribution
2 Trustee, the Unsupported Claims identified on **Exhibit E** fail to allege facts sufficient
3 to support the Unsupported Claims, due to a lack of supporting materials or
4 otherwise. As a result, they do not constitute *prima facie* evidence of their validity
5 under Bankruptcy Rule 3001(f); and because they also are not supported by, and are
6 inconsistent with, the Books and Records, the Unsupported Claims should be
7 disallowed and expunged in their entirety. *See, e.g., Ashford v. Consolidated Pioneer*
8 *Mortg. (In re Consolidated Pioneer Mortg.)*, 178 B.R. 222, 225-27 (B.A.P. 9th Cir.
9 1995) (affirming disallowance of claim where proof of claim did not allege facts
10 sufficient to support claim, claim did not constitute *prima facie* evidence of validity
11 as a result, and record reflected that claim was not valid) (quoting *In re Allegheny*
12 *International, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992) (“Initially, the claimant must
13 allege facts sufficient to support the claim.”)).

14 **VI. The Satisfied Claims**

15 21. Based upon the review of the proofs of claim filed in these cases
16 (including their supporting materials), the claims register, the docket, and the Books
17 and Records (as provided by the Reorganized Debtors) by the GUC Distribution
18 Trustee, the Satisfied Claims identified on **Exhibit F** have been satisfied in whole or
19 in part as set forth on **Exhibit F**, including through (i) application of credit or (ii)
20 payment, in the ordinary course of business, pursuant to court order, or otherwise.

21 **THE GUC DISTRIBUTION TRUSTEE’S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

- 10 -

1 The Satisfied Claims, which are also inconsistent with the Books and Records, should
2 therefore be reduced or disallowed and expunged in their entirety, as applicable, as
3 set forth on Exhibit F.

4 SEPARATE CONTESTED MATTERS

5 22. To the extent that any Response is filed regarding any Claim that is the
6 subject of this Objection and the GUC Distribution Trustee is unable to resolve that
7 Response, each applicable Claim (together with the objection to such Claim set forth
8 herein and the applicable Response thereto) shall constitute a separate contested
9 matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court
10 regarding the Objection shall be deemed a separate order with respect to each
11 applicable Claim (together with the objection to such Claim asserted herein and any
12 applicable Response thereto).

13 RESERVATION OF RIGHTS

14 23. The GUC Distribution Trustee reserves the right to (i) amend, modify,
15 and/or supplement this Objection and (ii) file additional objections to the Claims
16 identified on Exhibits A - F hereto in the future on any grounds.

17 24. Notwithstanding anything to the contrary contained in this Objection or
18 the attached exhibits, nothing in this Objection or the attached exhibits is or shall be
19 construed as a waiver of any rights that the GUC Distribution Trustee may have to
20 exercise setoffs or recoupments against the Holders of any Claims.

21 **THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21

CONCLUSION

WHEREFORE, the GUC Distribution Trustee respectfully requests that the Court (i) enter the Proposed Order disallowing or reducing the Claims, as applicable, as set forth herein and on **Exhibits A - F** and (ii) grant such other and further relief that the Court deems just and appropriate.

Dated: December 27, 2022

SILLS CUMMIS & GROSS P.C.
Andrew H. Sherman
(admitted *pro hac vice*)
Lucas F. Hammonds
(admitted *pro hac vice*)
One Riverfront Plaza
Newark, NJ 07102
Telephone: (973) 643-7000
E-mail: asherman@sillscummis.com
lhammonds@sillscummis.com

SCHWEET LINDE & COULSON, PLLC

/s/ Michael M. Sperry
Michael M. Sperry, WSBA #43760
575 South Michigan Street
Seattle, WA 98108
(206) 381-0133
michaels@schweetlaw.com

*Co-Counsel for Steven D Sass LLC,
as GUC Distribution Trustee*

**THE GUC DISTRIBUTION TRUSTEE'S
THIRD OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

Exhibit A - Late Filed Claims

Claimant Name	Claim No.	Date Filed	Claim Amount	Debtor Name	Reason for Disallowance
Acumed LLC	84	11/25/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$10,855.46 General Unsecured	Sunnyside Community Hospital Association	Claim filed after Bar Date (see Objection pp.6-8); scheduled claim for \$6,153.86 survives
Chandler Enterprises Inc	437	8/12/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,365.95 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
CMX Corporation	663	9/1/2020	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$73,931.48 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
FedEx Corporate Services Inc.	459	9/13/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$8,628.84 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Omni Staffing Services, Inc	447	8/16/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$59,760.41 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Orthofix, Inc	445	8/15/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$26,200.00 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Positive Promotions, Inc	467	10/15/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$12,228.69 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Refrigeration Equipment Co. Inc.	492	1/22/2020	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$10,042.51 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Williamson, Sara	608	7/20/2020	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$9,231.60 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
Stericycle Inc	667	12/28/2020	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,509.68 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)
TriMed, Inc.	473	11/6/2019	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,020.00 General Unsecured	Astria Health	Claim filed after Bar Date (see Objection pp.6-8)

Exhibit B - Duplicative Claims

Claimant Name	Disallowed Claim Amount	Disallowed Claim No.	Disallowed Debtor Name	Surviving Claim No. ¹	Surviving Claim Amount	Surviving Debtor Name	Reason for Disallowance	
SCG Capital Corporation	\$0.00 \$0.00 \$0.00 \$50,638.27	Administrative Secured Priority General Unsecured	34	SHC Medical Center-Yakima	323	\$0.00 \$0.00 \$0.00 \$50,638.27	Administrative Secured Priority General Unsecured	Astria Health Duplicative claim (see Objection p.8)
Medical Solutions, LLC	\$0.00 \$0.00 \$0.00 \$112,102.57	Administrative Secured Priority General Unsecured	210	Astria Health	301 ²	\$0.00 \$0.00 \$0.00 \$128,210.10	Administrative Secured Priority General Unsecured	Astria Health Duplicative claim (see Objection p.8)
Professional Placement Resources	\$0.00 \$0.00 \$0.00 \$59,102.92	Administrative Secured Priority General Unsecured	209	Astria Health	301 ³	\$0.00 \$0.00 \$0.00 \$128,210.10	Administrative Secured Priority General Unsecured	Astria Health Duplicative claim (see Objection p.8)

¹ Identification of a claim as a surviving claim does not constitute allowance. Such claims may already have been or may in the future be addressed by other objections, agreements, or otherwise. All rights of the GUC Distribution Trustee and the Debtors are expressly reserved with respect to all surviving claims (or portions thereof) that have not been fully resolved.

² Surviving Claim Number 301 (Medical Solutions, LLC) is also being modified to adjust for a duplicate invoice in the amount of \$2,627.91. See Exhibit D.

³ Surviving Claim Number 301 (Medical Solutions, LLC) is also being modified to adjust for a duplicate invoice in the amount of \$2,627.91. See Exhibit D.

Exhibit C - Superseded Claims

Claimant Name	Scheduled Amount	Superseded Schedule ID	Scheduled Debtor Name	Surviving Claim No. ¹	Surviving Claim Amount		Surviving Debtor Name	Reason for Disallowance
Olympus Surgical Technologies	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$16,335.79 General Unsecured	Sched ID 3227954	SHC Medical Center-Toppenish	311 ³	\$142,783.43	General Unsecured	Astria Health	Superseded by subsequently filed claim(s) (see Objection pp.8-9)
Olympus Surgical Technologies	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$105,453.24 General Unsecured	Sched ID 3227955	SHC Medical Center-Yakima	322 ⁴	\$21,124.29	General Unsecured	Astria Health	Superseded by subsequently filed claim(s) (see Objection pp.8-9)
Ortho-Clinical Diagnostics Inc	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$86,909.80 General Unsecured	Sched ID 3228360	Sunnyside Community Hospital Association	211	\$120,551.50	General Unsecured	Astria Health	Superseded by subsequently filed claim(s) (see Objection pp.8-9)
Pacific Medical, Inc.	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$25,629.77 General Unsecured	Sched ID 3228350	SHC Medical Center-Yakima	669	\$15,865.58	General Unsecured	Astria Health	Superseded by subsequently filed claim(s) (see Objection pp.8-9)
V.K Powell Construction, LLC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$9,564.19 General Unsecured	Sched ID 3228585	Sunnyside Community Hospital Association	14 64 68 388	\$26,696.17 \$8,421.29 \$32,194.50 \$87,991.03	General Unsecured General Unsecured General Unsecured General Unsecured	Yakima HMA Home Health, LLC Yakima HMA Home Health, LLC SHC Medical Center-Toppenish Sunnyside Community Hospital Association SHC Medical Center-Yakima SHC Medical Center-Yakima Astria Health	Superseded by subsequently filed claim(s) (see Objection pp.8-9)
V.K Powell Construction, LLC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$34,656.56 General Unsecured	Sched ID 3228584	Astria Health					
V.K Powell Construction, LLC	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$47,806.73 General Unsecured	Sched ID 3228583	SHC Medical Center-Yakima					

¹ Identification of a claim as a surviving claim does not constitute allowance. Such claims may already have been or may in the future be addressed by other objections, agreements, or otherwise. All rights of the GUC Distribution Trustee and the Debtors are expressly reserved with respect to all surviving claims (or portions thereof) that have not been fully resolved.

² Surviving Charter Communications claims satisfied by cure payment and disallowed (see omnibus objection at Docket No. 2751 and order at Docket No. 2767).

³ Surviving claim Number 311 for Olympus America Inc.

⁴ Surviving claim Number 322 for Olympus Financial Services.

Exhibit D - Overstated Claims

Claimant Name	Claim Number/Schedule ID	Claim Amount		Modified Claim Amount		Debtor Name	Reason for Reduction
COMEDICAL IN	424	\$0.00 \$0.00 \$0.00 \$30,458.44	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$28,296.48	Administrative Secured Priority General Unsecured	Astria Health	Filed claim amount incorrectly reflects post-petition amounts and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p.9)
Campbells Mini Storage	Sched ID 3226993	\$0.00 \$0.00 \$0.00 \$39,032.00	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$0.00	Administrative Secured Priority General Unsecured	Sunnyside Community Hospital Association	Scheduled amount incorrectly reflects post-petition amounts and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p.9)
Cardmember Service	Sched ID 3227630	\$0.00 \$0.00 \$0.00 \$43,328.65	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$37,134.56	Administrative Secured Priority General Unsecured	Sunnyside Community Hospital Association	Scheduled amount incorrectly reflects post-petition amounts and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p.9)
Hawkins Edwards, Inc	Sched ID 3226975	\$0.00 \$0.00 \$0.00 \$419,654.78	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$0.00	Administrative Secured Priority General Unsecured	Sunnyside Community Hospital Association	Scheduled amount incorrectly reflects post-petition amounts and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p.9)
Medical Solutions, L.L.C.	301	\$0.00 \$0.00 \$0.00 \$128,210.10	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$125,582.19	Administrative Secured Priority General Unsecured	Astria Health	Asserted claim amount includes a duplicate invoice for \$2,627.91 and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p.9)
NextGen Healthcare, Inc.	333	\$0.00 \$0.00 \$0.00 \$122,736.25	Administrative Secured Priority General Unsecured	\$0.00 \$0.00 \$0.00 \$103,133.63	Administrative Secured Priority General Unsecured	Astria Health	Asserted claim amount incorrectly includes post-petition amounts and/or is otherwise inconsistent with Debtors' Books and Records (see Objectoin p.9)

Exhibit E - Unsupported Claims

Claimant Name	Claim No./Schedule ID	Claim Amount	Debtor Name	Reason for Disallowance
Apex Print Technologies	Sched ID 3227696	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$18,401.05 General Unsecured	Sunnyside Community Hospital Association	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Banner Bank	528	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$20,708.50 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Delta Locum Tenens, LLC	410	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$19,800.00 General Unsecured	Astria Health	Claim relates to pre-acquisition entity and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Hologic	201	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$53,013.21 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Pringles Power-Vac, Inc.	481	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$9,183.48 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
The Carrington Company	Sched ID 3226917	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$84,318.00 General Unsecured	Administrative Secured Priority General Unsecured	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Trebrom Company, Inc	Sched ID 3226928	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$31,875.10 General Unsecured	Administrative Secured Priority General Unsecured	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
University of Washington	355	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$10,000.00 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)
Yakima Valley Memorial Hospital	403	\$0.00 Administrative \$0.00 Secured \$0.00 Priority \$23,318.57 General Unsecured	Astria Health	Claim lacks sufficient supporting materials and/or is otherwise inconsistent with Debtors' Books and Records (see Objection p. 10)

Exhibit F - Satisfied Claims

Claimant Name	Claim No./Schedule ID	Claim Amount		Modified Claim Amount		Debtor Name	Reason for Disallowance
Alcon Laboratories, Inc Dallas PNC	Sched ID 3227733	\$0.00	Administrative	\$0.00	Administrative	Sunnyside Community Hospital Association	Claim satisfied in part by \$15,300 credit processed after schedules filed (see Objection pp.10-11)
		\$0.00	Secured	\$0.00	Secured		
		\$0.00	Priority	\$0.00	Priority		
		\$53,833.96	General Unsecured	\$38,533.96	General Unsecured		
Microsoft Corporation and Microsoft Licensing, GP	51	\$0.00	Administrative	\$0.00	Administrative	Sunnyside Community Hospital Association	Claim partially paid by Debtors pursuant to court order (see Objection pp.10-11)
		\$0.00	Secured	\$0.00	Secured		
		\$0.00	Priority	\$0.00	Priority		
		\$121,308.96	General Unsecured	\$11,300.01	General Unsecured		
WA Hosp Workers Compensation TR Number	Sched ID 3227085	\$0.00	Administrative	\$0.00	Administrative	Sunnyside Community Hospital Association	Claim paid by Debtors in full (see Objection pp.10-11)
		\$0.00	Secured	\$0.00	Secured		
		\$0.00	Priority	\$0.00	Priority		
		\$243,323.54	General Unsecured	\$0.00	General Unsecured ¹		

¹ Claim disallowed and expunged in its entirety.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

IN RE:

ASTRIA HEALTH,

Remaining Debtor

Chapter 11

Case No. 19-01189-11

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION
(LATE-FILED CLAIMS,
DUPLICATIVE CLAIMS,
SUPERSEDED CLAIMS,
OVERSTATED CLAIMS,
UNSUPPORTED CLAIMS, AND
SATISFIED CLAIMS)**

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21

This matter came before the court on *The GUC Distribution Trustee’s Third Omnibus Claims Objection (Late-Filed Claims, Duplicative Claims, Superseded Claims, Overstated Claims, Unsupported Claims, and Satisfied Claims)* (the “Objection”). Capitalized terms not defined in this Order shall have their meanings as set forth in the Objection.

This court has found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and has authority to enter a final order consistent with Article III of the United States Constitution; that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and that the notice of the Objection was appropriate under the circumstances and no other notice need be provided. Having reviewed the Objection and all documents filed in support of or opposition thereto; having heard the statements of counsel at any hearing before this court; and upon the record in this matter; and after due deliberation thereon; and this court having determined that just cause has been established for the relief granted herein, it is hereby **ORDERED** as follows:

1. The Objection is granted as set forth herein.

**ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE’S THIRD
OMNIBUS CLAIMS OBJECTION**

- 2 -

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 2. Any Response to the Objection that has not otherwise been withdrawn
2 or resolved, or with respect to which the hearing on the Objection has not been
3 adjourned, is hereby overruled.

4 3. The Late-Filed Claims identified on **Exhibit A** attached to the
5 Objection are hereby disallowed and expunged in their entirety.

6 4. The Duplicative Claims identified on **Exhibit B** attached to the
7 Objection are hereby disallowed and expunged in their entirety.

8 5. The Superseded Claims identified on **Exhibit C** attached to the
9 Objection are hereby disallowed and expunged in their entirety.

10 6. The Overstated Claims identified on **Exhibit D** attached to the
11 Objection are hereby reduced as set forth on **Exhibit D** to the Objection.

12 7. The Unsupported Claims identified on **Exhibit E** attached to the
13 Objection are hereby disallowed and expunged in their entirety.

14 8. The Satisfied Claims identified on **Exhibit F** attached to the Objection
15 are hereby reduced or disallowed and expunged in their entirety, as applicable, as
16 set forth on **Exhibit F** attached to the Objection.

17 9. The official claims register shall be modified in accordance with this
18 Order.

19 10. Each Claim that is the subject of the Objection (together with the
20 objection to such Claim set forth in the Objection and any applicable Response

21 **ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

- 3 -

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

1 thereto) constitutes a separate contested matter as contemplated by Bankruptcy Rule
2 9014. This Order shall be deemed a separate order with respect to each such Claim.
3 Any stay of this Order pending appeal by any of the claimants subject to this Order
4 shall only apply to the contested matter that involves such claimant and shall not act
5 to stay the applicability and/or finality of this Order with respect to the other
6 contested matters addressed hereby.

7 11. All rights of the GUC Distribution Trustee and the Reorganized
8 Debtors to object to any claim (including the Claims that are the subject of the
9 Objection) at a later date on any basis are reserved and preserved.

10 12. All rights of the GUC Distribution Trustee and Reorganized Debtors
11 to use any available defenses, under section 502 of the Bankruptcy Code or
12 otherwise, and to set off or recoup against, or otherwise reduce all or any part of,
13 any claim (including the Claims that are the subject of the Objection) are reserved
14 and preserved.

15 13. The terms and conditions of this Order shall be effective and
16 enforceable immediately upon its entry.

17 14. The GUC Distribution Trustee and all other parties are authorized to
18 take all actions necessary to effectuate the relief granted in this Order.

19
20
21 **ORDER GRANTING THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

- 4 -

SILLS CUMMIS & GROSS P.C.
One Riverfront Plaza
Newark, NJ 07102
Phone: (973) 643-7000
Fax: (973) 643-6500

SCHWEET LINDE &
COULSON, PLLC
575 S. Michigan St.
Seattle, WA 98108
Phone: (206) 275-1010
Fax: (206) 381-0101

