

So Ordered.

Docket #2837 Date Filed: 2/1/2023



Whitman L. Holt
Bankruptcy Judge

Dated: February 1st, 2023

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

IN RE:

ASTRIA HEALTH,

Remaining Debtor.

Chapter 11

Case No. 19-01189-WLH11

**ORDER GRANTING IN PART AND
DENYING IN PART 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SUPERSEDED CLAIMS,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 IN PART AND
DENYING IN PART THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

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SCHWEET LINDE &
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575 S. Michigan St.
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190118923020100000000002

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2 *Omnibus Claims Objection (Late-Filed Claims, Duplicative Claims, Superseded*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

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

16 1. The Objection [ECF No. 2813] is granted in part and denied in part as
17 set forth herein.

18 2. The Objection to Chandler Enterprises Inc. claim no. 437 is denied
19 without prejudice. The certificate of service [ECF No. 2816] does not reflect service

20 of process on the claimant. The GUC Distribution Trustee should either (i) file a
21 **ORDER GRANTING IN PART AND DENYING IN PART THE GUC
DISTRIBUTION TRUSTEE'S THIRD
OMNIBUS CLAIMS OBJECTION**

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1 supplemental certificate of service indicating the date and method of service of the
2 Objection on the claimant, if service was previously provided, and submit a
3 supplemental order regarding the claim; or (ii) provide service and notice of a new
4 hearing date that is at least 30 days after the service date pursuant to FRBP 3007.

5 3. Any ~~R~~esponse to the Objection that has not otherwise been withdrawn
6 or resolved, or with respect to which the hearing on the Objection has not been
7 adjourned or continued, is hereby overruled.

8 4. The Late-Filed Claims identified on **Exhibit A** attached to this order
9 are hereby disallowed and expunged in their entirety **except as otherwise provided**
10 **in this order.**

11 5. The Duplicative Claims identified on **Exhibit B** attached to this order
12 are hereby disallowed and expunged in their entirety.

13 6. The Superseded Claims identified on **Exhibit C** attached to this order
14 are hereby disallowed and expunged in their entirety.

15 7. The Overstated Claims identified on **Exhibit D** attached to this order
16 are hereby reduced as set forth on **Exhibit D** to this order.

17 8. The Unsupported Claims identified on **Exhibit E** attached to this order
18 are hereby disallowed and expunged in their entirety.

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21 **ORDER GRANTING IN PART AND
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1 9. The Satisfied Claims identified on **Exhibit F** attached to this order are
2 hereby reduced or disallowed and expunged in their entirety, as applicable, as set
3 forth on **Exhibit F** attached to this order.

4 10. The court interprets the Declaration of No Objections, Resolved
5 Objections, and Request for Partial Continuance [ECF No. 2832] and the stipulation
6 between the GUC Distribution Trustee and Omni Staffing Services, Inc (“Omni”)
7 attached to this order as **Exhibit G** as a motion to approve the terms of the
8 stipulation. So construed, the motion is granted and the stipulation is approved.

9 11. Omni shall be allowed a general unsecured claim in the amount of
10 \$17,500.00.

11 12. The hearing as to the claim of Sara Williamson, and only as to Sara
12 Williamson, is continued to March 1, 2023 at 10:30 a.m. via the court’s telephonic
13 conference line.

14 13. The official claims register shall be modified in accordance with this
15 Order.

16 14. Each Claim that is the subject of the Objection (together with the
17 objection to such Claim set forth in the Objection and any applicable response
18 thereto) constitutes a separate contested matter as contemplated by Bankruptcy Rule
19 9014. This Order shall be deemed a separate order with respect to each such

20 Claim. Any stay of this Order pending appeal by any of the claimants subject to
21 **ORDER GRANTING IN PART AND DENYING IN PART THE GUC DISTRIBUTION TRUSTEE’S THIRD OMNIBUS CLAIMS OBJECTION**

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1 this Order shall only apply to the contested matter that involves such claimant and
2 shall not act to stay the applicability and/or finality of this Order with respect to
3 the other contested matters addressed hereby.

4 15. All rights of the GUC Distribution Trustee and the Reorganized
5 Debtors to object to any claim (including the Claims that are the subject of the
6 Objection) at a later date on any basis are reserved and preserved.

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

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

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

17 19. This court shall retain jurisdiction over all affected parties with respect
18 to any matters, claims, or rights arising from or related to the implementation and
19 interpretation of this Order.

20 //End of Order//

21 **ORDER GRANTING IN PART AND
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- 5 -

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

13 * Changes made by court

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- 6 -

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EXHIBIT A - Late Filed Claims

| # | Claimant Name and Number ¹ | Claim Amount | Claim No. | Date Filed | Debtor Name | Reason for Disallowance |
|---|--|---|-----------|------------|--|-------------------------|
| 1 | Acumed LLC 4099595 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$10,855.46 General Unsecured | 84 | 11/25/2019 | Sunnyside Community Hospital Association | Late Filed Claim |
| 2 | Chandler Enterprises Inc 4062901 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,365.95 General Unsecured | 437 | 8/12/2019 | Astria Health | Late Filed Claim |
| 3 | CMX Corporation 4062923 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$73,931.48 General Unsecured | 663 | 9/1/2020 | Astria Health | Late Filed Claim |
| 4 | FedEx Corporate Services Inc. 4086119 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$8,628.84 General Unsecured | 459 | 9/13/2019 | Astria Health | Late Filed Claim |
| 5 | Konica Minolta Business Solutions 4126179 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$9,343.35 General Unsecured | 20 | 4/28/2020 | Yakima HMA Home Health, LLC | Late Filed Claim |
| 6 | Orthofix, Inc 4080680 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$26,200.00 General Unsecured | 445 | 8/15/2019 | Astria Health | Late Filed Claim |
| 7 | Pacific Medical, Inc. 4162293 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$15,865.58 General Unsecured | 669 | 2/19/2021 | Astria Health | Late Filed Claim |

EXHIBIT A - Late Filed Claims

| # | Claimant Name and Number ¹ | Claim Amount | Claim No. | Date Filed | Debtor Name | Reason for Disallowance |
|----|---|---|-----------|------------|---------------|-------------------------|
| 8 | Positive Promotions, Inc 4063505 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$12,228.69 General Unsecured | 467 | 10/15/2019 | Astria Health | Late Filed Claim |
| 9 | Refrigeration Equipment Co. Inc - Tax ID 4071 4063558 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$10,042.51 General Unsecured | 492 | 1/22/2020 | Astria Health | Late Filed Claim |
| 10 | Stericycle Inc 4155558 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,509.68 General Unsecured | 667 | 12/28/2020 | Astria Health | Late Filed Claim |
| 11 | TriMed, Inc. 4096716 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$5,020.00 General Unsecured | 473 | 11/6/2019 | Astria Health | Late Filed Claim |

¹ Claimant and Claim Numbers refer to the official claims register maintained in Case No. 19-01189 (Astria Health) and the related cases as indicated.

Exhibit B - Duplicitive 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 Administrative \$0.00 Secured \$0.00 Priority \$50,638.27 General Unsecured | 34 | SHC Medical Center-Yakima | 323 | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$50,638.27 General Unsecured | Astria Health | Duplicative claim (see Objection p.8) |
| Medical Solutions, LLC | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$112,102.57 General Unsecured | 210 | Astria Health | 301 ² | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$128,210.10 General Unsecured | Astria Health | Duplicative claim (see Objection p.8) |
| Professional Placement Resources | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$59,102.92 General Unsecured | 209 | Astria Health | 301 ³ | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$128,210.10 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 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 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 |
|--------------------------------|--|------------------------|--|----------------------------------|---|---|--|
| Charter Communications | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,774.44 General Unsecured | Sched ID 3228446 | SHC Medical Center-Toppenish | | | | |
| Charter Communications | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$6,991.30 General Unsecured | Sched ID 3228445 | SHC Medical Center-Toppenish | 66 67 71 75 | \$7,598.97 General Unsecured \$5,466.90 General Unsecured \$5,319.18 General Unsecured \$7,493.44 General Unsecured ² | Astria Health Astria Health Astria Health Astria Health | Superseded by subsequently filed claim(s) (see Objection pp.8-9) |
| Charter Communications | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$17,245.32 General Unsecured | Sched ID 3228447 | SHC Medical Center-Yakima | | | | |
| 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 | \$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 | \$21,124.29 General Unsecured \$99,942.92 Secured | 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) |
| 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 | 13 14 | \$106,803.07 Secured \$26,696.17 General Unsecured | Yakima HMA Home Health, LLC Yakima HMA Home Health, LLC | |
| V.K Powell Construction, LLC | \$0.00 Administrative \$0.00 Secured \$0.00 Priority \$34,656.56 General Unsecured | Sched ID 3228584 | Astria Health | 53 64 67 68 388 | \$84,128.67 Secured \$8,421.29 General Unsecured \$239,174.19 Secured \$32,194.50 General Unsecured \$87,991.03 General Unsecured | 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 \$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).

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 | Scheduled 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 Objection 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 \$0.00 \$0.00 \$53,833.96 | Administrative Secured Priority General Unsecured | \$0.00 \$0.00 \$0.00 \$38,533.96 | Administrative Secured Priority General Unsecured | Sunnyside Community Hospital Association | Claim satisfied in part by \$15,300 credit processed after schedules filed (see Objection pp.10-11) |
| Microsoft Corporation and Microsoft Licensing, GP | 51 | \$0.00 \$0.00 \$0.00 \$121,308.96 | Administrative Secured Priority General Unsecured | \$0.00 \$0.00 \$0.00 \$11,300.01 | Administrative Secured Priority General Unsecured | Sunnyside Community Hospital Association | Claim partially paid by Debtors pursuant to court order (see Objection pp.10-11) |
| WA Hosp Workers Compensation TR Number | Sched ID 3227085 | \$0.00 \$0.00 \$0.00 \$243,323.54 | Administrative Secured Priority General Unsecured | Disallowed | | Sunnyside Community Hospital Association | Claim paid by Debtors (see Objection pp.10-11) |

EXHIBIT G - Stipulation

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as GUC Distribution Trustee*

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

IN RE:

ASTRIA HEALTH,

Remaining Debtor.

Chapter 11

Case No. 19-01189-11

**STIPULATION RESOLVING CLAIM
OF OMNI STAFFING SERVICES, INC.**

This stipulation (the "Stipulation") by and between: (i) Steven D Sass LLC, as GUC Distribution Trustee (the "GUC Distribution Trustee") of the GUC Distribution Trust, and (ii) Omni Staffing Services, Inc. ("Omni", and together with

EXHIBIT G - Stipulation

the GUC Distribution Trustee, the “Parties”), resolves all claims asserted or assertable by Omni against the debtors, their estates, and/or the GUC Distribution Trust in the above referenced chapter 11 cases the “Chapter 11 Cases”) of Astria Health and its previously affiliated debtors (the “Debtors”).

RECITALS

WHEREAS, on May 6, 2019 (the “Petition Date”), the Debtors commenced these Chapter 11 Cases by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Eastern District of Washington (the “Bankruptcy Court”), which cases are jointly administered under Case No. 19-01189-11;

WHEREAS, on December 23, 2020, the Court entered an order confirming the Modified Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health and Its Debtor Affiliates [Docket No. 2196] (the “Plan”);

WHEREAS, the Plan became effective in accordance with its terms on January 15, 2021 [Docket No. 2264];

WHEREAS, the Plan provides for, among other things, the appointment of Steven D Sass LLC as the GUC Distribution Trustee and grants the GUC Distribution Trustee authority, subject to certain procedural requirements set forth in the Plan, to

EXHIBIT G - Stipulation

file objections to and settle disputes regarding General Unsecured Claims (See Plan Sections III(F)(1)(2) and (M));

WHEREAS, the Plan further provides that except as otherwise set forth in the Plan or ordered by the Court, “all assets and all liabilities of each of the Debtors shall be deemed merged or treated as though they were merged into and with the assets and liabilities of each other,” and “each and every Claim filed or to be filed in any of the Chapter 11 Cases shall be treated as if filed against the consolidated Debtors and shall be treated [as] one Claim against and obligation of the consolidated Debtors”) (see Plan, Section II(B));

WHEREAS, on August 16, 2019, Omni filed a proof of claim in the amount of \$59,760.41 against Astria Health, identified on the Debtors’ claims register as claim 447 (the “Omni Claim,”);

WHEREAS, on December 27, 2022, the GUC Distribution Trustee filed the Third Omnibus Claims Objection [Docket No. 2813], which included an objection to the Omni Claim;

WHEREAS, the Parties have engaged in good faith, arm’s-length discussions regarding the Omni Claim and agreed to resolve and stipulate its allowance and treatment in these Chapter 11 Cases according to the terms of this Stipulation;

EXHIBIT G - Stipulation

NOW, THEREFORE, for good and valuable consideration, including the mutual covenants of this Stipulation, the receipt and sufficiency of which are hereby acknowledged, the Parties agree and stipulate as follows:

1. Recitals. Each of the foregoing paragraphs is incorporated into this paragraph 1 by reference.

2. Allowance of Claim. Upon the date of the entry of an order approving this Stipulation by the Bankruptcy Court (the “Stipulation Effective Date”), the following claim shall be allowed for all purposes in these Chapter 11 Cases (the “Allowed Claim”), including for purposes of treatment under and distribution pursuant to the Plan:

| <u>Claim Number</u> | <u>Debtor</u> | <u>Claim Amount</u> | <u>Classification</u> |
|---------------------|---------------|---------------------|-----------------------------|
| 447 | Astria Health | \$17,500 | General Unsecured (Class 4) |

3. Disallowance of Superseded Claims. Upon the Stipulation Effective Date, any and all claims or requests for payment of any kind or nature that Omni has or could have asserted against the Debtors or the GUC Distribution Trust, other than the Allowed Claim, shall automatically be deemed disallowed and expunged in their entirety. For the avoidance of doubt, Omni (i) shall not have any allowed claims in these Chapter 11 Cases other than the Allowed Claim and (ii) shall not be entitled to

EXHIBIT G - Stipulation

any distribution under the Plan or otherwise (including from the GUC Distribution Trustee) in these Chapter 11 Cases other than on account of the Allowed Claim.

4. Claims Register. Upon the Stipulation Effective Date, the Parties request that the official claims register of these cases be revised to reflect the claim reduction and allowance, and disallowances, as described above.

5. Authority to Execute. Each person who executes this Stipulation represents that they are duly authorized to execute this Stipulation on behalf of their respective Party hereto and that such Party has full knowledge of and has consented to the terms of this Stipulation.

6. Entire Agreement. This Stipulation contains the entire agreement between the Parties with respect to the subject matter of this Stipulation and supersedes any and all prior agreements and undertakings between the Parties. This Stipulation may be executed in counterparts, which counterparts may be delivered by facsimile or electronic mail, and it shall not be necessary that the signature of or on behalf of each Party appear on each counterpart, but it shall be sufficient that the signature of or on behalf of each Party, or that the signature of the persons required to bind each Party, appear on one or more such counterparts. All such counterparts when taken together shall constitute a single and legally binding agreement.

EXHIBIT G - Stipulation

7. Binding Nature. This Stipulation is binding upon and inures to the benefit of the Parties and their respective predecessors, successors, and assigns.

8. Due Diligence. The Parties acknowledge and understand that they are executing and delivering this Stipulation with full knowledge of any and all rights which they may have with respect to the matters resolved by this Stipulation. The Parties acknowledge that they were, or had an opportunity, to be represented by counsel of their choosing to the extent they desired before executing and delivering this Stipulation in order to review this document and the matters it resolves, and that each such Party and counsel (if applicable) had reasonable and sufficient time to do so.

9. Modification. This Stipulation may not be modified, altered, amended, or vacated other than by a signed writing executed by the Parties.

10. Jurisdiction. The Bankruptcy Court shall have exclusive jurisdiction over any and all disputes and all other matters arising out of or relating to the interpretation, implementation or enforcement of this Stipulation.

11. Interpretation. In the event of any ambiguity or question of intent or interpretation, this Stipulation shall be construed as if drafted jointly by the Parties

EXHIBIT G - Stipulation

and no presumption or burden of proof shall arise favoring or disfavoring any Party by virtue of the authorship of any of the provisions of this Stipulation.

12. Headings. The headings utilized in this Stipulation are designed for the sole purpose of facilitating ready reference to the subject matter of this Stipulation. Said headings shall be disregarded when resolving any dispute concerning the meaning or interpretation of any language contained in this Stipulation.

13. Notice. No further notice of this Stipulation is required.

14. Fees and Expenses. Each Party to this Stipulation shall bear its own legal fees and expenses with respect to this Stipulation and any and all matters related thereto.

STIPULATED AND AGREED TO BY:

GUC DISTRIBUTION TRUSTEE
Steven D Sass LLC
Clarksville, MD 21029

OMNI STAFFING SERVICES, INC.
1800 S. Clover Dr., Suite 1
Moses Lake, WA 98837

By: /s/Steven D. Sass¹
Steven D. Sass

By: /s/Corbin Mober²
Corbin Mober

¹ Per email authorization on January 26, 2023.

² Per email authorization on January 26, 2023.