Entered 05/02/25 11:37:02 Doc 1602 Case 22-02384-LT11 Filed 05/01/25 Pg. 1 of CSD 1001A [07/01/18](Page 1) Docket #1602 Date Filed: 05/01/2025 Name, Address, Telephone No. & I.D. No. Samuel R. Maizel (Bar No. 189301) Tania M. Moyron (Bar No. 235736) Order Entered on DENTONS US LLP May 2, 2025 601 South Figueroa Street, Suite 2500 by Clerk U.S. Bankruptcy Court Los Angeles, CA 90017-5704 Southern District of California Telephone: 213/623-9300 Attorneys for Post-Effective Date Debtor and the Co-Liquidating Trustee DISTRICT O Jeffrey N. Pomerantz (Bar No. 143717) Steven W. Golden (Admitted Pro Hac Vice) PACHULSKI STANG ZIEHL & JONES LLP 10100 Santa Monica Blvd., 13th Floor Los Angeles, CA 90067 Telephone: 310/277-6910

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA 325 West F Street, San Diego, California 92101-6991

In Re

BORREGO COMMUNITY HEALTH FOUNDATION,

Attorneys for the Co-Liquidating Trustee

BANKRUPTCY NO. 22-02384-LT11

Debtor.

## ORDER ON STIPULATION BY AND AMONG THE POST-EFFECTIVE DATE DEBTOR, THE LIQUIDATING TRUSTEE, THE CO-LIQUIDATING TRUSTEES AND VILLAMOR USITA REGARDING CLAIM NO. 186

The court orders as set forth on the continuation pages attached and numbered 2 through 2 with exhibits, if any, for a total of 16 pages. Stipulation Docket Entry No. 1597.

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DATED:

May 1, 2025

Judge, United States Bankruptcy Court



Case 22-02384-LT11 Filed 05/01/25 Entered 05/02/25 11:37:02 Doc 1602 Pg. 2 of CSD 1001A [07/01/18](Page 2) 16

CSD 1001A [07/01/18](Page 2)

ORDER ON STIPULATION BY AND AMONG THE POST-EFFECTIVE DATE DEBTOR, THE LIQUIDATING TRUSTEE,
THE CO-LIQUIDATING TRUSTEES AND VILLAMOR USITA REGARDING CLAIM NO. 186

DEBTOR: BORREGO COMMUNITY HEALTH FOUNDATION

On May 1, 2025, Borrego Community Health Foundation (the Post-Effective Date Debtor), The Liquidating Trustee, the Co-Liquidating Trustees and Villamor Usita filed a *Stipulation By and Among the Post-Effective Date Debtor, The Liquidating Trustee, The Co-Liquidating Trustees And Villamor Usita Regarding Claim No. 186* [Docket No. 1597] (the "Stipulation").

### IT IS HEREBY ORDERED:

- 1. That the Stipulation, attached hereto as **Exhibit 1**, is approved in its entirety.
- 2. That the terms and conditions of the Stipulation shall be binding upon the parties and are hereby fully incorporated into this Order by this reference.

CASE NO: 22-02384-LT11

## **EXHIBIT 1**

DENTONS US LLP 601 SOUTH FIGUEROA STREET, SUITE 2500 LOS ANGELES, CALIFORNIA 90017-5704 (213) 623-9300

4921-1261-4702.3 10283.00003

Borrego Community Health Foundation, the debtor and debtor in possession (prior to the effective date of the Plan (defined below), the "Debtor," and after the effective date, the "Post-Effective Date Debtor") in the above-captioned chapter 11 bankruptcy case, the Liquidating Trustee (the "Liquidating Trustee") of the Borrego Community Health Foundation Liquidating Trust (the "Liquidating Trust"), the Co-Liquidating Trustees of the Liquidating Trust (the "Co-Liquidating Trustees") and Villamor Usita (the "Claimant", and collectively with the Post-Effective Date Debtor, the Liquidating Trustee, and the Co-Liquidating Trustees, the "Parties") hereby enter into this Stipulation By and Among the Post-Effective Date Debtor, the Liquidating Trustee, the Co-Liquidating Trustees and Villamor Usita Regarding Claim No. 186.

## **RECITALS**

WHEREAS, on September 12, 2022, the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code commencing Case No. 22-02384 (the "Chapter 11 Case") in the United States Bankruptcy Court for the Southern District of California;

WHEREAS, on September 13, 2022, the Bankruptcy Court established November 21, 2022 as the deadline by which parties holding prepetition claims against the Debtor must file proofs of claim (the "Claims Bar Date") [See Docket No. 16].

WHEREAS, on or about November 29, 2022, after the Claims Bar Date, Claimant filed Proof of Claim No. 186 in the amount of \$158,860.00 ("Claim 186"), a copy of which is attached hereto as **Exhibit A**;

WHEREAS, the Liquidating Trust was established pursuant to the First

Amended Joint Combined Disclosure Statement and Chapter 11 Plan of Liquidation of Borrego Community Health Foundation [Docket No. 1168] (the "Plan"), confirmed by the order [Docket No. 1273] entered January 25, 2024 (the "Confirmation Order"), and that certain Liquidating Trust Agreement, dated as of February 14, 2024 (the "Liquidating Trust Agreement");

WHEREAS, the Co-Liquidating Trustees have reviewed the Debtor's books and records and have reconciled Claim 186 to the amount of \$62,118.00 (the "Reconciled Claim Amount").

WHEREAS, Claimant and the Co-Liquidating Trustees are in dispute over Claim 186, both as to the validity of the Reconciled Claim Amount and whether Claimant has sufficient evidence of excusable neglect to avoid having Claim 186 disallowed as late filed.

WHEREAS, the Parties have agreed to resolve their dispute regarding Claim 186 as set forth herein.

## **STIPULATION**

**NOW THEREFORE,** subject to the approval of the Court, the Parties hereby agree and stipulate as follows:

- 1. Based on the evidence provided by the Claimant, and the fact that Claim 186 was filed after the Claims Bar Date, Claim 186 shall be reduced and allowed as a general unsecured claim in the amount of \$46,588.50 (the "Allowed Claim Amount").
- 2. Claimant shall not file any additional proofs of claim, nor will Claimant amend (or seek to amend) Claim 186.
- 3. Within thirty (30) days of entry of the order approving this Stipulation, and after Claimant has provided a completed W-9 to the Co-Liquidating Trustees, the Liquidating Trust shall pay the Allowed Claim Amount to Claimant pursuant to the Plan.
  - 4. In consideration of the agreements with and value provided herein and

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other good and valuable consideration, the Parties hereby waive, remise, release and forever discharge the other, including each of their respective former and current predecessors, assigns, subsidiaries, parent companies, successors, shareholders, partners, members, managers, investors directors, officers, accountants, attorneys, employees, agents, representatives and servants of, from and against any and all claims, actions, causes of action, suits, proceedings, defenses, counterclaims, contracts, judgments, damages, accounts, reckonings, executions, and liabilities whatsoever of every name and nature, whether known or unknown, whether or not well-founded in fact or in law, and whether in law, at equity or otherwise, which either Party ever had or now has for or by reason of any matter, cause or anything whatsoever to this date, relating to or arising out of the Chapter 11 Case.

5. Each of the Parties to the Stipulation acknowledge that they are familiar with California Civil Code Section 1542 and with respect to the matters released herein, each Party expressly waives any and all rights under California Civil Code Section 1542 and under any other federal or state statute or law of similar effect. California Civil Code Section 1542 provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.

6. Claimant hereby warrants that Claimant (a) is authorized and empowered to execute this Stipulation on behalf of the Claimant, (b) has read this Stipulation in its entirety and fully understands and accepts the terms set forth herein, (c) has had an opportunity to consult with legal counsel and any other advisors of Claimant's choice with respect to the terms of this Stipulation, and (d)

is signing this Stipulation on Claimant's own free will.

- 7. The terms, covenants, conditions, and provisions of this Stipulation cannot be altered, changed, modified, or added to, or deleted from, except in a writing signed by all parties hereto.
- 8. This Stipulation may be executed in counterparts each of which shall be deemed an original, but all of which together shall constitute one and the same.
- 9. The Court shall retain jurisdiction over all matters relating to the interpretation and enforcement of this Stipulation.

Dated: April 30, 2025

DENTONS US LLP
SAMUEL R. MAIZEL
TANIA M. MOYRON

By <u>/s/ Tania M. Moyron</u>
Tania M. Moyron
Attorneys for the Post-Effective Date
Debtor and the Co-Liquidating Trustee

Dated: April 30, 2025 PACHULSKI STANG ZIEHL & JONES LLP Jeffrey N. Pomerantz Steven W. Golden

By <u>/s/ Steven W. Golden</u>
Steven W. Golden
Attorneys for the Co-Liquidating Trustee

Dated: April <u>29</u>, 2025

Villamor Usita

## **EXHIBIT A**

Fill in this information to identify the case:				
Debtor Borrego Community Health Foundation				
United States B	ankruptcy Court for the:	Southern	District of California (State)	
Case number	22-02384			

## Official Form 410

Proof of Claim 04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Pa	It 1: Identify the Clair	m		
1.	Who is the current creditor?	Villamor Usita  Name of the current creditor (the person or entity to be paid for this claim)  Other names the creditor used with the debtor		
2.	Has this claim been acquired from someone else?	✓ No  Yes. From whom?		
3.	Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?  See summary page	Where should payments to the creditor be sent? (if different)	
		Contact phone 9094818881  Contact email info@newsmiledentistry.com  Uniform claim identifier for electronic payments in chapter 13 (if you use	Contact phone  Contact email  one):	
4.	Does this claim amend one already filed?	✓ No  Yes. Claim number on court claims registry (if known)	Filed on	
5.	Do you know if anyone else has filed a proof of claim for this claim?	No Yes. Who made the earlier filing?		

Official Form 410 Proof of Claim

Pa	Give Information Ab	pout the Claim as of the Date the Case Was Filed		
6.	Do you have any number you use to identify the debtor?	No  Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor:		
7.	How much is the claim?	Does this amount include interest or other charges?  No  Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).		
8.	What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.  Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).  Limit disclosing information that is entitled to privacy, such as health care information.  DENTAL CLAIMS THAT WERE NOT PAID		
9.	Is all or part of the claim secured?	No		
10.	Is this claim based on a lease?	✓ No  Yes. Amount necessary to cure any default as of the date of the petition.  \$		
11.	Is this claim subject to a right of setoff?	✓ No  Yes. Identify the property:		

Official Form 410 **Proof of Claim** 

		OLWO	
12. Is all or part of the claim	✓ No		
entitled to priority under 11 U.S.C. § 507(a)?		ek all that apply:	Amount entitled to priority
A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount	Dome	estic support obligations (including alimony and child support) under S.C. § 507(a)(1)(A) or (a)(1)(B).	
	Up to	\$3,350* of deposits toward purchase, lease, or rental of property vices for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$
entitled to priority.	☐ Wage	es, salaries, or commissions (up to \$15,150*) earned within 180 before the bankruptcy petition is filed or the debtor's business ends,	\$
		never is earlier. 11 U.S.C. § 507(a)(4).  s or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	
		ibutions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$
		r. Specify subsection of 11 U.S.C. § 507(a)() that applies.	5
		are subject to adjustment on 4/01/25 and every 3 years after that for cases begun	on or after the date of adjustment
13. Is all or part of the claim	✓ No	are subject to adjustment of 40 n20 and every o years after that to cause began	or or and the date of adjustment.
pursuant to 11 U.S.C. § 503(b)(9)?	Yes. Indica	ate the amount of your claim arising from the value of any goods rece re the date of commencement of the above case, in which the goods ry course of such Debtor's business. Attach documentation supporting	have been sold to the Debtor in
	Ψ	<del></del>	
Part 3: Sign Below			
The person completing this proof of claim must sign and date it. FRBP 9011(b).  If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.  A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.  18 U.S.C. §§ 152, 157, and 3571.	I am the trust I am a guara I understand that a the amount of the I have examined the	ditor.  ditor's attorney or authorized agent.  tee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.  Intor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.  In authorized signature on this <i>Proof of Claim</i> serves as an acknowled claim, the creditor gave the debtor credit for any payments received to the information in this <i>Proof of Claim</i> and have reasonable belief that the enalty of perjury that the foregoing is true and correct.	ward the debt.
	/s/Villamor Signature	Usita	
	Print the name of	f the person who is completing and signing this claim:	
	Name	<u>Villamor Usita</u> First name Middle name Last r	name
	Title	Dentist/Owner	
	Company	New Smile Dentistry Identify the corporate servicer as the company if the authorized agent is a servicer	;
	Address		
	Contact phone	Email	

Official Form 410 **Proof of Claim** 

# Case 22-02384-LT11 Filed 05/01/25 Entered 05/02/25 12:34:62 Doc 1692 Pg. 10 KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 967-0670 | International (310) 751-2670

Debtor:	Debtor:				
22-02384 - Borrego Community Health Foundation					
District:					
Southern District of California, San Diego Division	_				
Creditor:	Has Supporting Doc	umentation:			
Villamor Usita	Yes, please m	ail physical supporting documentation			
11010 Foothill Blvd.	Related Document Statement:				
Suite 120	W. B. ( 10)				
	Has Related Claim:				
RANCHO CUCAMONGA, California, 91730-7616 United States	No				
Phone:	Related Claim Filed By:				
9094818881	Filing Party:				
Phone 2:	Creditor				
Fax:					
9094817722					
Email:					
info@newsmiledentistry.com					
Other Names Used with Debtor:		Amends Claim:			
	No				
	Acquired Claim:				
D : (0):	No No	lu			
Basis of Claim:	Last 4 Digits:	Uniform Claim Identifier:			
DENTAL CLAIMS THAT WERE NOT PAID	No Included Internet on 6	24			
Total Amount of Claim:	Includes Interest or Charges:				
158,860.00 Has Priority Claim:	No Priority Under:				
No	Priority Officer.				
Has Secured Claim:	Nature of Secured A	mount:			
No	Nature of Secured Amount: Value of Property:				
Amount of 503(b)(9):	• •				
No	Annual Interest Rate	:			
Based on Lease:	Arrearage Amount:				
No	Basis for Perfection:				
Subject to Right of Setoff:					
No Amount Unsecured:					
Submitted By:	,				
Villamor Usita on 29-Nov-2022 6:57:46 p.m. Eastern Time					
Title:					
Dentist/Owner					
Company:					
New Smile Dentistry					

Case 22-02384-LT11 Filed 05/01/25 Entered 05/01/25 12:34:57 Doc 1597 Pg. 11 of 13

# Additional Supporting Documents Received on 12/8/2022

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DEC 0 8 2022

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Case 22-02384-LT11 Filed 05/01/25 Entered 05/01/25 12:34:57 Doc 1597 Pg. 12 of 13 KCC ePOC

#### Changes made to Page/ Cambios realizados en la página

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Continue/Continuar Cancel/Cancelar



#### **Borrego Community Health Foundation**

Case Number: 22-02384

Blank Proof Of Claim Form with Instructions

For phone assistance:

(866) 967-0670 (Domestic US)

(310) 751-2670 (International)

This claim was successfully submitted for \$ 158,860.00 against Borrego Community Health Foundation on 29-Nov-2022 6:57:46 p.m. Eastern Time.

You can download a copy of the Claim Filing Summary here.

If you would like to make any changes to your claim, please request a new PIN from KCC and file an amended claim.

You have physical supporting documentation and should <u>mail them along with your claim form summary to KCC at</u>:

Borrego Health Claims Processing Center c/o KCC 222 N. Pacific Coast Highway, Suite 300 El Segundo, CA 90245

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RECEIVED

DEC 0 8 2022

KURTZMAN CARSON CONSULTANTS

https://epoc.kccilc.net/ThankYou.aspx?i=TgsBL51sDKekeC9BFjwDoy9botkAgXgQe18ggCHEHZaNKcBm2LPx9UwAi3T9Xyj9VmN2FQVLZGm6qbSiu... 1/1

Supporting Documentation Redacted (on file with KCC)

## Case 22-02384-LT11 Filed 05/01/25 Entered 05/02/25 11:37:02 Doc 1602-1 Pg. 1 of 1

## **Notice Recipients**

District/Off: 0974-3 User: Admin. Date Created: 5/2/2025

Case: 22-02384-LT11 Form ID: pdfO1 Total: 4

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aty Tania M. Moyron tania.moyron@dentons aty aty tania.moyron@dentons.com

TOTAL: 2

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Springs, CA 92004

587 Palm Canyon Dr. Suite 208 Borrego

Samuel Ruven Maizel Dentons US LLP aty 601 South Figueroa Street Suite 2500 Los Angeles,

CA 90017

TOTAL: 2