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COUNSEL TO LEIF M. CLARK, TRUSTEE
OF THE EDMERE LITIGATION TRUST

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

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Liquidating Debtors.

Chapter 11

Case 22-30659 (MVL)

(Jointly Administered)

**LITIGATION TRUSTEE'S FIRST OMNIBUS
OBJECTION TO ADMINISTRATIVE CLAIMS**

THIS IS AN OBJECTION TO YOUR CLAIM. SUBSTANTIVE RIGHTS MAY BE AFFECTED BY THIS FIRST OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS AND BY ANY FURTHER OBJECTION THAT MAY BE FILED. CLAIMANTS RECEIVING THIS FIRST OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS SHOULD LOCATE THEIR NAMES AND CLAIMS IN THIS FIRST OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS AND ITS EXHIBITS.

**AN EVIDENTIARY HEARING ON THIS MATTER WILL BE
HELD ON OCTOBER 12, 2023 AT 1:30 P.M. (PREVAILING
CENTRAL TIME) AT THE UNITED STATES**

¹ The Liquidating Debtors in these chapter 11 cases, along with the last four digits of each Liquidating Debtor's federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669).



BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS, 1100 COMMERCE ST., 14TH FLOOR, COURTROOM NO. 2, DALLAS, TEXAS 75242. ANY RESPONSE TO THIS OBJECTION SHALL BE IN WRITING AND FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT AT 1100 COMMERCE ST., RM. 1254, DALLAS, TEXAS 75242-1496, AND A COPY SHALL BE SERVED UPON COUNSEL FOR THE MOVING PARTY.

FOR FURTHER INFORMATION, OR TO ACCESS PLEADINGS, DOCUMENTS, AND OTHER INFORMATION ABOUT THESE CASES, INCLUDING COPIES OF THE CLAIMS DISPUTED HEREIN WITHOUT CHARGE, VISIT [HTTPS://WWW.KCCLLC.NET/EDGEMERE](https://www.kccllc.net/edgemere).

Leif M. Clark, trustee (the “**Trustee**”) of the litigation trust (the “**Edgemere Litigation Trust**”) created and established pursuant to section 4.2 the Plan, as defined below, hereby files this objection (this “**Objection**”) to certain Administrative Claims, as defined in the Plan, pursuant to section 502(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 3001 and 3007 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), and Rules 3007-1 and 3007-2 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas (the “**Local Rules**”) for entry of an order, substantially in the form attached hereto as Exhibit A (the “**Proposed Order**”), granting the relief requested herein and such other and further relief as the Court deems just and proper. In support of this Objection, the Trustee respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b). The Trustee consents to entry of a final order under Article III of the United States Constitution.

2. Venue is proper in this district under 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

3. On April 14, 2022 (the “**Petition Date**”), Northwest Senior Housing Corporation and Senior Quality Lifestyles Corporation (the “**Liquidating Debtors**,” and, prior to the Effective Date, as defined herein, the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Texas (the “**Court**”), commencing the above-captioned cases (the “**Chapter 11 Cases**”).

4. The Debtors’ capital and debt structures and the events leading to the filing of the Chapter 11 Cases is set forth in detail in the *Declaration of Nick Harshfield in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 7] (the “**First Day Declaration**”).

5. On April 28, 2022, the Office of the United States Trustee for the Northern District of Texas (the “**U.S. Trustee**”) appointed the official committee of unsecured creditors (the “**Committee**”) pursuant to Bankruptcy Code section 1102(a)(1). *See* Docket Nos. 135, 142, and 150.

6. On April 20, 2022, the Court approved the retention of Kurtzman Carson Consultants, LLC (“**KCC**”) as the Debtors’ claims, noticing, and administrative agent in these Chapter 11 Cases. *See* Docket No. 110.

7. On June 8, 2022, the Court entered an *Order (I) Establishing Bar Dates, (II) Approving Form and Manner of Notice Thereof, and (III) Approving Procedures for Filings Proofs of Claims* [Docket No. 386] (the “**Bar Date Order**”). Among other things, the Bar Date Order set July 21, 2022 at 4:00 p.m. (prevailing Central Time) (the “**General Bar Date**”) as the general date for filing proofs of claim. Attached as Exhibit 1 to the Bar Date Order was the “Notice of Deadline for Filing Proofs of Claim” (the “**Bar Date Notice**”). KCC served and published the Bar Date Notice in both the Dallas Morning News and the New York Times National Edition. *See* Docket Nos. 427, 431, and 437.

8. On December 30, 2022, KCC filed a *Certificate of Service* [Docket No. 978] (the “**Solicitation Certificate**”), which evidences service of solicitation materials in accordance with the *Order (I) Establishing Voting Record Date and Other Deadlines; (II) Authorizing Kurtzman Carson Consultants LLC to Act as the Voting Agent with Respect to the Plan; (III) Approving Solicitation and Notice Procedures; (IV) Approving Manner and Forms of Ballots, Notices and Related Documents; and (V) Granting Related Relief* [Docket No. 947] (the “**Solicitation Procedures Order**”). Supplemental Solicitation Certificates were filed on January 6, 2023; January 17, 2023; January 20, 2023; and January 27, 2023. Docket Nos. 1006, 1048, 190, 1138.

9. On April 7, 2023, the Court entered its *Findings of Fact, Conclusions of Law, and Order Confirming Chapter 11 Plan of Plan Sponsors* [Docket Nos 1393, 1394] (the “**Confirmation Order**”),² confirming the *Fourth Amended Chapter 11 Plan of the Plan Sponsors Dated February 17, 2023* [Docket No. 1241] (the “**Plan**”).

10. Section 4.2. of the Plan provided for the creation of the Litigation Trust. Pursuant to Section 7.1 of the Plan, the Trustee has “the exclusive authority to file, settle, compromise, withdraw, or litigate to judgment any objections to Claims . . . other than Claims relating to Resident Claimants in Class 5 and Class 6[,] which will be addressed by the Residents Trust Trustee.” As a result, this Objection is limited to proofs of claims (the “**Non-Resident Claims**”) that were not filed by Resident Claimants, who were classified and treated under Classes 5 and 6 of the Plan.

11. On May 22, 2023, notice was provided to identify the selected Trustee. *See* Docket No. 1526.

²Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Confirmation Order, Plan, and Disclosure Statement.

12. On June 13, 2023 (the “**Effective Date**”), all conditions to the occurrence of the Effective Date set forth in the Plan and Confirmation Order were satisfied or waived in accordance therewith, and the Effective Date of the Plan occurred. On June 20, 2023, the *Notice of (I) Entry of Findings of Fact, Conclusions of Law, and Order Confirming Chapter 11 Plan of Plan Sponsors; (II) Effective Date of Plan Sponsors’ Chapter 11 Plan; and (III) Certain Post-Effective Date Deadlines* [Docket No. 1620] (the “**Effective Date Notice**”) was filed.

13. On July 25, 2023, the Court entered the *Order Granting Debtors’ Motion to Extend the Deadline to Object to Claims*, which extended the claims objection deadline from June 9, 2023 to October 4, 2023. *See* Docket No. 1659. This Objection is, therefore, timely filed.

RELIEF REQUESTED

14. Section 1.7 of the Plan defines an Administrative Claim as:

[A]ny Claim against any Debtor for costs and expenses of administration of the Chapter 11 Cases pursuant to Bankruptcy Code sections 503(b), 507(a)(2), or 507(b), including: (i) the actual and necessary costs and expenses incurred on or after the Petition Date until and including the Effective Date, of preserving the Estates and operating the Debtors’ businesses; (ii) Allowed Professional Claims; (iii) all Allowed requests for compensation or expense reimbursement for making a substantial contribution in the Chapter 11 Cases pursuant to Bankruptcy Code sections 503(b)(3), (4), and (5); and (iv) all fees and charges assessed pursuant to 28 U.S.C. § 1930(a)(6).

15. Approximately thirteen (13) Non-Resident Claims assert that all or some portion of such claims should be treated and allowed as Administrative Claims. By this Objection, the Trustee requests entry of an order disallowing, expunging, and/or reclassifying the claims identified on Schedules 1-2 to the proposed order attached hereto as Exhibit A.

16. By this Objection, the Trustee seeks entry of the Proposed Order disallowing and expunging the claims listed on Schedule 1 attached to the Proposed Order as they have been satisfied in full (the “**Satisfied Claims**”).

17. By this Objection, the Trustee seeks entry of the Proposed Order reclassifying the claims listed on Schedule 2 attached to the Proposed Order as general unsecured nonpriority claims as they do not meet the requirements of Bankruptcy Code section 503(b)(9) (the “**Misclassified Claims**,” and together with the Satisfied Claim, the “**Disputed Claims**”).³ Schedule 2 details the specific reasons why each Misclassified Claim should be reclassified in the column labeled “Reason for Proposed Reclassification / Reduction.”

BASIS FOR RELIEF

I. Satisfied Claims

18. The Trustee has reviewed materials available to the Trustee, including certain of the Liquidating Debtors’ books and records, and determined that as of the date hereof, the Satisfied Claims have been fully satisfied pursuant to agreement of the parties and/or Court order. Accordingly, the Trustee requests that the Court disallow and expunge the Satisfied Claims identified on Schedule 1 to the Proposed Order.

II. Misclassified Claims

19. The Misclassified Claims assert Administrative Claims under sections 503(b)(9) of the Bankruptcy Code, which should be reclassified as set forth on Schedule 2 because, among other reasons, the proofs of claim fail to include, and the Trustee is not aware of, any facts or supporting documentation to support the status as asserted in the proof of claim, including as to the statutory requirements of such priorities.

20. Bankruptcy Code section 503 should be “strictly construed because administrative

³The Disputed Claims listed on Schedules 1-2 relate solely to Administrative Claims. Although this Objection does not seek to reclassify or expunge any non-Administrative Claims or portions of non-Administrative Claims that may have been asserted by the claimant, as noted more fully below, Trustee expressly reserves the right to amend, modify, or supplement this Objection and to file additional objections to any proofs of claim filed in these Chapter 11 Cases including, without limitation, objections as to the liability, amount or priority of any Disputed Claims listed on Schedules 1-2.

expense priority claims reduce the funds available for creditors and other claimants.” *City of White Plains v. A&S Galleria Real Estate, Inc. (In re Federated Dep’t Stores, Inc.)*, 270 F.3d 994, 1000 (6th Cir. 2001). *See also Howard Delivery Serv. v. Zurich Am. Ins. Co.*, 547 U.S. 651, 667, 669 (2006) (noting that administrative claims “must be tightly construed”); *In re Canton Jubilee, Inc.*, 253 B.R. 770, 775 (Bankr. E.D. Tex. 2000) (“The statute is narrowly construed in order to hold administrative expenses to a minimum amount and thus preserve the estate assets for the benefit of all creditors.”).

21. Pursuant to Bankruptcy Rule 3001(f), proofs of claim constitute *prima facie* evidence of the validity and amount of a claim. However, pursuant to Bankruptcy Code section 503, the claimant bears the burden of proof with respect to administrative expense claims. *In re Taco Bueno Restaurants, Inc.*, 606 B.R. 289, 301-02 (Bankr. N.D. Tex. 2019). Here, while holders of Administrative Claims were permitted to assert such claims via proof of claim, the claimants still bear the burden of proof. *See In re Packard Props., Ltd.*, 118 B.R. 61, 63 (Bankr. N.D. Tex. 1990) (“A significant difference between a proof of claim and a request for payment of an administrative expense is the placement of the burden of proof. A proof of claim is *prima facie* evidence of the nature and amount of the debt and the Trustee has the burden to rebut this *prima facie* evidence ... Since this claim is a request for payment of administrative expenses, the [administrative expense claimant] carries the burden of proof throughout the entire proceeding.”).

22. The Misclassified Claims assert priority entitlement pursuant to Bankruptcy Code section 503(b)(9), which provides as follows:

After notice and a hearing, there shall be allowed, administrative expenses, . . . including

. . . .

(9) the value of any goods received by the debtor within 20 days before the commencement of the case under this title in which the

goods have been sold to the debtor in the ordinary course of such debtor's business.

11 U.S.C. § 503(b)(9).

23. “Thus, to qualify for administrative priority treatment, a claim must be (1) for goods, (2) that are received by the debtor within the 20 days prior to case commencement, and (3) that are sold to the debtor in the ordinary course of its business.” *In re Pilgrim's Pride Corp.*, 421 B.R. 231, 235 (Bankr. N.D. Tex. 2009). *See also In re Goody's Family Clothing, Inc.*, 401 B.R. 131, 134 (Bankr. D. Del. 2009).

24. With respect to the first element, in relevant part, the Bankruptcy Court for the Northern District has previously held that “[g]oods’ means all things (including specifically manufactured goods) which are movable at the time of identification to the contract for sale other than the money in which the price is to be paid, investment securities (Article 8) and things in action.” *In re Pilgrim's Pride Corp.*, 421 B.R. at 237 (quoting UCC § 2-105). *See also In re NE Opco, Inc.*, 501 B.R. 233, 240-256 (Bankr. D. Del. 2013) (utilizing the UCC definition of “goods”). In the context of contracts for goods and services, under this definition, the value of any services rendered within 20 days of the petition date are not entitled to administrative priority. *In re Pilgrim's Pride Corp.*, 421 B.R. at 242 (holding that “[i]rrespective of whether services were rendered in conjunction with the delivery of goods, therefore, an administrative claim under section 503(b)(9) covers only the value of the goods themselves.”) (citing *In re Plastech Engineered Prods., Inc.*, 397 B.R. 828 (Bankr. E.D. Mich. 2008)). When interpreting whether certain claims fell within the definition of “goods,” the Bankruptcy Court for the Northern District of Texas has held that electricity is not a good, while natural gas and water are goods. *In re Pilgrim's Pride Corp.*, 421 B.R. at 238-42. *See also In re Great Atlantic & Pac. Tea Co., Inc.*, 538 B.R. 666, 674 (S.D.N.Y. 2015) (collecting cases and upholding bankruptcy court order that

electricity is not a good). *But see In re Escalera Resources Co.*, 563 B.R. 336 (Bankr. D. Colo. 2017) (collecting cases and determining that electricity is a good).

25. With respect to the second element, the debtor or its agent must receive physical possession of the goods within the 20-day period. *See In re World Imps, Ltd.*, 862 F.3d 338 (3d Cir. 2017).

26. In these Chapter 11 Cases, because the Petition Date was April 14, 2022, the applicable 20-day period is between March 25, 2022 through April 14, 2022 (the “**503(b)(9) Period**”).

27. After reviewing the Misclassified Claims, the Trustee has determined that these claims are not for goods received by the Liquidating Debtors within the 503(b)(9) Period. Accordingly, all or a portion of the Misclassified Claims listed on Schedule 2 should be reclassified as general unsecured nonpriority claims because the applicable claimant failed to satisfy its burden of proving each element of Bankruptcy Code section 503(b)(9) was satisfied. The specific reasons for reclassifying each 503(b)(9) Claim are set forth on Schedule 2.

SEPARATE CONTESTED MATTER

28. Each of the above objections to the Disputed Claims constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Trustee requests that any order entered by this Court with respect to an objection asserted herein shall be deemed a separate order with respect to each Claim.

RESERVATION OF RIGHTS

29. The Trustee expressly reserves the right to amend, modify or supplement this Objection and to file additional substantive or non-substantive objections to the Proofs of Claim objected to herein, or any other Claims (filed or not) which may be asserted against the Liquidating Debtors. Should one or more of the grounds of objection stated in this Objection be overruled, the

Trustee reserves the rights to object on other stated grounds or on any other grounds that the Trustee discovers. In addition, the Trustee reserves the right to seek further reduction of any Claim for any reason including to the extent such Claim has been paid, and further reserve the right to raise further objections.

COMPLIANCE WITH LOCAL RULES

30. This Objection includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated, and a discussion of their application to this Objection. The Trustee objects to no more than 100 Proofs of Claim herein. The Trustee has served notice of this Objection on those persons whose names appear in the signature blocks on the Proofs of Claim, and in accordance with Bankruptcy Rule 7004. Moreover, Trustee has notified Claimants that a copy of their claim may be obtained from the Trustee upon request. Accordingly, the Trustee submits that this objection satisfies Local Rule 3007-2.

NO PREVIOUS REQUEST

31. No previous request for the relief sought herein has been made by the Trustee to this or any other court.

NOTICE

32. Notice of this Objection has been provided to the parties listed on Schedules 1-2.

33. Notice of this Motion shall be provided to: (a) the U.S. Trustee the Office of the United States Trustee for the Northern District of Texas; and (d) the parties listed on each of the proof of claims to which this Objection is asserted.

WHEREFORE, the Trustee respectfully requests that the Court enter an order, substantially similar to the form attached as Exhibit A, granting (i) the relief requested herein and (ii) such other and further relief as it deems just and proper.

Dated: August 29, 2023
Dallas, Texas

Respectfully submitted,

POLSINELLI PC

/s/ Trinitee G. Green

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– and –

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COUNSEL LEIF M. CLARK, TRUSTEE
OF THE EDGEMERE LITIGATION TRUST

CERTIFICATE OF SERVICE

The undersigned certifies that on August 29, 2023 she caused a copy of the foregoing *Litigation Trustee's First Omnibus Objection to Administrative Claims* to be filed electronically using the CM/ECF system, which provides service of the objection on the parties registered to receive ECF notice and the undersigned further certifies that on or before August 30, 2023, she caused service to be delivered on the parties listed below in the manner(s) indicated.

/s/ Trinitee G. Green

Trinitee G. Green

Claimant/Notice Party	Via First Class Mail	Via Email
Office of the United States Trustee c/o Lisa Lambert		Lisa.L.Lambert@usdoj.gov
Q Physician Group	Q Physician Group Attn: Fatin Qutob 3306 Wendover Ct Richardson, TX 75082	fqutob@tihealthcare.net
Vataquest, LLC	Vataquest, LLC Attn: Terry Mcguirt 10609 Sedalia McKinney, Tx 75072	tmcguirt@vataquest.com
A+ Staffing	A+ Staffing Attn: Betsy Garner 4100 Harry Hines Blvd, Suite 350 Dallas, Tx 75219	Bgarner@apluspeople.com
Dallas Aquarium Kings	Dallas Aquarium Kings Attn: Taylor West 4975 Thunder Dr. Dallas, Tx 75244	taylor@dallasaquariumkings.com
Direct Energy Business, LLC	Direct Energy Business, LLC c/o Nick Lawson McDowell Hetherington, LLP 1001 Fannin, Suite 2700 Houston, TX 77002	nick.lawson@mhllp.com
Direct Energy Business, LLC	Direct Energy Business, LLC Attn: Joe Reeves 910 Louisiana St. Houston, TX 77002	joe.reeves@nrg.com

MasVida Health Care Solutions, LLC	MasVida Health Care Solutions, LLC Attn: Michele Witmer 133 Nursery Ln Fort Worth, Tx 76114	kpyle@jmeds.com
Certified First Aid of Texas	Certified First Aid of Texas Attn: Marva Ditmore 511 E. Cash St. Iowa Park, Tx 76367	marvalou@sbcglobal.com
ARC Waterproofing Sealant, LLC	ARC Waterproofing Sealant, LLC c/o Buffey E. Klein Husch Blackwell LLP 1900 N. Pearl St., Suite 1800 Dallas, Tx 75201	buffey.klein@huschblackwell.com
ARC Waterproofing Sealant, LLC	ARC Waterproofing Sealant, LLC Attn: Rocio Cordozo 1819 Brook Terrace Trail Dallas, Tx 75232	rocio@arcwsealant.com
Cooking Equipment Specialists, LLC	Cooking Equipment Specialists, LLC Attn: Teresa Puga 3100 East Meadows Boulevard Mesquite, Tx 75150	tpuga@rsidfw.com
Unidine Corporation	Unidine Corporation Attn: John Haney 4721 Morrison Dr., Suite 300 Mobile, AL 36609	john.haney@compass-usa.com
Unidine Corporation	Unidine Corporation Attn: Lucas F. Hammonds Attn: Jeffrey Kramer Sills Cummis Gross, P.C. One Riverfront Plaza Newark, NJ 07102	lhammonds@sillscummis.com jkramer@sillscummis.com
Community Waste Disposal	Community Waste Disposal Attn: Chyna Nguyen 2010 California Crossing Rd Dallas, Tx 75220	cpham@cwd.to

Staples, Inc.	Staples, Inc. Attn: Tom Riggleman 7 Technology Circle Columbia, SC 29203	thomas.riggleman@staples.com
Assessment Technologies, Ltd d/b/a/ A.T. Tax Advisory	Assessment Technologies, Ltd d/b/a/ A.T. Tax Advisory Attn: James Hausman, President 40 N.E. Loop 410, Suite 607 San Antonio, Tx 78216	None
City of Dallas	City of Dallas c/o Assistant City Attorney Mark Baggett 1500 Marilla St., 7BN Dallas, Tx 75201	None
City of Dallas	City of Dallas, Dallas Water Utilities Attn: Nartarsha Jones 1500 Manilla St. CS Dallas, Tx 75201	None

EXHIBIT A
Proposed Order

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

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Liquidating Debtors.

Chapter 11

Case 22-30659 (MVL)

(Jointly Administered)

**ORDER GRANTING LITIGATION TRUSTEE'S FIRST
OMNIBUS OBJECTION TO ADMINISTRATIVE CLAIMS**

Upon the first omnibus objection to claims (the “**Objection**”)² of Leif M. Clark, trustee of the Edgemere Litigation Trust (the “**Trustee**”) seeking to disallow, expunge, and reclassify certain proofs of claim pursuant to Bankruptcy Code section 502; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334(b); and the Court having found that this matter

¹ The Liquidating Debtors in these chapter 11 cases, along with the last four digits of each Liquidating Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669).

²Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Objection.

is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Trustee consents 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 Objection 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 Objection is in the best interests of the Liquidating Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Objection 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 Objection is SUSTAINED as set forth herein.
2. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 1 attached hereto are disallowed and expunged (the “**Satisfied Claims**”).
3. Pursuant to Bankruptcy Code section 502, the claims listed on Schedule 2 attached hereto are reclassified as general unsecured nonpriority claims (the “**Misclassified Claims**”).
4. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify or expunge any non-Administrative Claims or portions of non-Administrative Claims that may have been asserted by the claimant.
5. The Trustee’s rights to amend, modify, or supplement the Objection, to file additional objections to the Disputed Claims or any other claims (filed or not) that may be asserted against the Liquidating Debtors, and to seek further reduction of any claim to the extent such claim has been paid, are preserved. Additionally, should one or more grounds of objection stated in the Objection be overruled, the Trustee’s rights to object on other stated grounds or on any other

grounds that the Trustee discovers are further preserved.

6. Notwithstanding any Bankruptcy Rule or Local Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry

7. 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

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-and-

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COUNSEL TO LEIF M. CLARK, TRUSTEE
OF THE EDGEMERE LITIGATION TRUST

SCHEDULE 1

Satisfied Claims

#	Claim No.	Claimant	Date Claim Filed	Debtor, Case No.	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to be Reclassified as General Unsecured Claim	Reason for Reclassification / Reduction
1.	178	Assessment Technologies, Ltd. d/b/a A.T. Tax Advisory	8/26/22	22-30659	\$227,806.22	\$0.00	\$0.00	Paid pursuant to Court Order at Docket No. 589.
2.	160	City of Dallas	8/10/2022	22-30659	\$1,782.99	\$0.00	\$0.00	This claim has been or will be paid in full pursuant to the Notice of Designation of Executory Contracts filed on June 13, 2023, pursuant to which Bay 9 Holdings, LLC memorialized its agreement to satisfy and cure certain claims, including the claim filed by City of Dallas. <i>See</i> Docket No. 1609.

SCHEDULE 2

Misclassified Claims

#	Claim No.	Claimant	Date Claim Filed	Case No.	Asserted Claim Amount	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to Reclassify as General Unsecured Claim	Reason for Reclassification / Reduction
1.	56	Q Physician Group	6/17/2022	22-30659	\$3,000.00	\$1,500.00	\$0.00	\$1,500.00	Non-Goods; Services Performed
2.	58	Vataquest, LLC	6/19/2022	22-30659	\$1,005.00	\$1,005.00	\$0.00	\$1,005.00	Non-Goods; Services Performed
3.	62	A+ Staffing	6/20/2022	22-30659	\$9,235.58	\$517.76	\$0.00	\$517.76	Non-Goods; Services Performed
4.	63	Dallas Aquarium Kings	6/18/2022	22-30659	\$616.83	\$144.99	\$0.00	\$144.99	Non-Goods; Services Performed
5.	85	Direct Energy Business, LLC	7/11/2022	22-30659	\$54,261.29	\$37,421.58	\$0.00	\$37,421.58	Non-Goods; Utilities (electricity)
6.	87	MasVida Health Care Solutions, LLC	7/12/2022	22-30659	\$368.00	\$368.00	\$0.00	\$368.00	Non-Goods; equipment rental
7.	91	Certified First Aid of Texas	7/12/2022	22-30659	\$689.30	\$689.30	\$0.00	\$689.30	Invoices are from 2021 and outside the 20-day window
8.	116	ARC Waterproofing Sealant, LLC	7/21/2022	22-30659	\$3,552.00	\$3,552.00	\$0.00	\$3,552.00	The Proof of Claim and related attachments fail to provide sufficient detail supporting the assertion that this amount of the claim is attributable to goods sold rather than services performed.
9.	136	Cooking Equipment Specialist, LLC	7/21/2022	22-30659	\$2,276.57	\$2,276.57	\$0.00	\$2,276.57	Non-goods; services performed
10.	151	Unidine Corporation	7/12/2022	22-30659	\$109,445.00	\$109,445.00	\$0.00	\$109,445.00	The Proof of Claim and related attachments fails to provide sufficient detail supporting the assertion that this amount of the claim is attributable to goods

#	Claim No.	Claimant	Date Claim Filed	Case No.	Asserted Claim Amount	Asserted 503(b)(9) Claim Amount	Revised 503(b)(9) Priority Amount	Amount to Reclassify as General Unsecured Claim	Reason for Reclassification / Reduction
									sold rather than services performed.
11.	155	Community Waste Disposal	7/28/2022	22-30659	\$11,633.95	\$11,633.95	\$0.00	\$11,633.95	Non-goods; services performed and the invoices are dated in May with post-petition service dates
12.	181	Staples, Inc.	5/3/2022	22-30659	\$6,545.01	\$6,545.01	\$0.00	\$6,454.01	The Proof of Claim and related attachments fail to support the assertion that this portion of the goods provided were received within the 503(b)(9) period.