

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:

MIDWEST CHRISTIAN VILLAGES,
INC. *et al.*,¹

Debtors.

Chapter 11

Case No. 24-42473-659
(Jointly Administered)

Hearing Date: April 15, 2026
Hearing Time: 10:00 a.m. (CT)
Hearing Location: Courtroom 7 North

**DEBTORS’ MOTION, PURSUANT TO SECTIONS 105(a), 349 AND 1112(b) OF THE
BANKRUPTCY CODE, FOR THE ENTRY OF AN ORDER (A) APPROVING THE
DISMISSAL OF THE DEBTORS’ CHAPTER 11 CASES AND
(B) GRANTING CERTAIN RELATED RELIEF**

The above-captioned debtors and debtors-in-possession (the “Debtors”), hereby submit this motion (the “Motion”) requesting the entry of an Order attached hereto as **Exhibit A**, pursuant to sections 105(a), 349 and 1112(b) of title 11 of the United States Code (the “Bankruptcy Code”), (i) approving the dismissal of the Debtors’ bankruptcy cases and (ii) granting certain related relief.

In support of this Motion, the Debtors respectfully represent as follows:

¹ The address of the Debtors headquarters is 2 Cityplace Dr, Suite 200, Saint Louis, MO 63141-7390. The last four digits of the Debtors’ federal tax identification numbers are: (i) Midwest Christian Villages, Inc. [5009], (ii) Hickory Point Christian Village, Inc. [7659], (iii) Lewis Memorial Christian Village [3104], (iv) Senior Care Pharmacy Services, LLC [1176], (v) New Horizons PACE MO, LLC [4745], (vi) Risen Son Christian Village [9738], (vii) Spring River Christian Village, Inc. [1462], (viii) Christian Homes, Inc. [1562], (ix) Crown Point Christian Village, Inc. [4614], (x) Hoosier Christian Village, Inc. [3749], (xi) Johnson Christian Village Care Center, LLC [8262], (xii) River Birch Christian Village, LLC [7232], (xiii) Washington Village Estates, LLC [9088], (xiv) Christian Horizons Living, LLC [4871], (xv) Wabash Christian Therapy and Medical Clinic, LLC [2894], (xvi) Wabash Christian Village Apartments, LLC [8352], (xvii) Wabash Estates, LLC [8743], (xviii) Safe Haven Hospice, LLC [6886], (xix) Heartland Christian Village, LLC [0196], (xx) Midwest Senior Ministries, Inc. [3401]; (xxi) Shawnee Christian Nursing Center, LLC [0068]; and (xxii) Safe Haven Hospice, LLC [6886].



EXECUTIVE SUMMARY

The Debtors have sold all of their facilities in a series of going concern sales and have performed their post-closing transition tasks such as remitting collections to the applicable buyer until the buyer obtained its own provider number. The Debtors have sold or collected all of their remnant assets other than certain remaining Employee Retention Credits (“ERCs”) which ERCs are subject to a lien in favor of UMB Bank, N.A., in its capacity as master indenture trustee (the “Master Trustee”). The DIP financing previously approved by this Court has been fully repaid through proceeds of the asset sales and approximately \$50 million of the pre-petition secured bonds have been paid and the total remaining principal balance on those various series of *pari passu* secured bonds is approximately \$31 million. The amounts owed on the Lument Real Estate Capital, LLC (“Lument”) mortgages on the Washington Village Estate and Wabash Estate properties insured by the U.S. Department of Housing and Urban Development (“HUD”) were assumed by the applicable buyer. Ongoing resident contracts and employees were assumed as part of the going concern sale of the Debtors’ facilities.

The Washington Village Estates, LLC and Wabash Estates, LLC debtors were outside the obligated group established under the master indenture and the proceeds from the sales of those facilities have been held separately. All scheduled claims and filed proofs of claim in those two estates have been reviewed and are not objectionable. Those claims will be paid in full promptly after any order approving this Motion, as will U.S. Trustee fees through the end of Q2 of 2026 and valid administrative claims under Section 503(b)(9) of the Bankruptcy Code for trade goods delivered in the 20 days before the July 16, 2024 petition dates (the “503(b)(9) Claims”). The delay and expense of filing and confirming a Chapter 11 plan and preparing a related disclosure statement and confirmation order for just those two bankruptcy estates and the 503(b)(9) Claims

does not seem worthwhile, especially since those creditors will be paid in full and will not need to vote on a Chapter 11 plan.

There are no unencumbered assets in any of the other bankruptcy estates and the time period to challenge the Master Trustee's claims and liens has expired. As part of the dismissal order, the remaining encumbered assets (mainly the remaining ERCs currently in the amount of approximately \$1.2 million² and remaining cash to administer the estates after payment of Chapter 11 professional fees, U.S. Trustee fees through Q2 of 2026, the costs of the Chief Restructuring Officer and his staff and other Chapter 11 administrative costs, and the 503(b)(9) Claims) are contemplated to be transferred to the Master Trustee pursuant to Section 9-620 of the Uniform Commercial Code in partial satisfaction of the remaining bond debt in an amount to be finalized by the hearing date on this Motion and announced on the record at that hearing. Given the bonds represented by the Master Trustee will not be paid in full, the finalized amount of the partial satisfaction from the collateral pledged to the Master Trustee will not result in any distributions to other creditors.

The Debtors will file final tax returns including for the 2025 tax year and stub 2026 tax year and any remaining Form 5500s for their benefit plans and will dissolve the legal entities under applicable state law where the applicable entity was formed.

As further described below, the Debtors are requesting that the Court enter the proposed Order attached hereto as **Exhibit A** dismissing these cases on an interim basis. These cases shall be automatically dismissed on a final basis upon the Court's entry of orders approving the final fee applications of professionals in these cases.

² Additional amounts may be collected on the ERCs between the filing of this Motion and the hearing date on this Motion.

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334 and Rule 9.01(B) of the Local Rules of the United States District Court for the Eastern District of Missouri. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. §157(b).

2. The statutory and legal predicates for the relief requested herein are § 105(a), 349 and 1112(b) of the Bankruptcy Code, Rule 9006(c) of the Bankruptcy Rules, and Rule 1017-1 of the Local Bankruptcy Rules.

BACKGROUND

A. The Chapter 11 Filings

3. On July 16, 2024 (the “Petition Date”), the Debtors filed voluntary petitions for relief pursuant to chapter 11 of the Bankruptcy Code in this Court.

4. The Debtors continue in the operation and management of their business as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. The U.S. Trustee appointed an official committee of unsecured creditors (the “Committee”) on August 8, 2024 [Docket No. 121].

5. A detailed description of the Debtors’ business and the events leading up to the filing of these chapter 11 cases can be found in the *Declaration of Kathleen (Kate) Bertram in Support of the Debtors’ Chapter 11 Petition and First Day Motions* [Docket No. 3] (the “First Day Declaration”), incorporated herein by reference.

B. Asset Sales and Administration of the Estates

6. The Debtors filed these chapter 11 cases to pursue one or more going concern sales for each of their facilities.

7. On August 16, 2024, the Court entered the *Final Order Granting Motion for the Entry of: (A) an Order: (1) Approving Auction Sale Format and Bidding Procedures; (2) Approving Process for Discretionary Selection of Stalking Horse Bidder and Bid Protections; (3) Approving Notices to be Provided to Interested Parties; (4) Scheduling a Court Hearing to Consider Approval of the Sale to the Highest and Best Bidder; and (5) Approving Procedures Related to the Assumption of Certain Executory Contracts and Unexpired Leases; and (B) an Order Authorizing the Sale of Property Free and Clear of all Claims, Liens and Encumbrances* (the “Bid and Sale Procedures Order”) [Docket No. 159].

8. On November 12, 2024, pursuant to the Bid and Sale Procedures Order, the Debtors conducted the Auction with respect to the Debtors’ facilities and certain assets.

9. On November 27, 2024, the Court entered the sale orders approving the APAs entered into between the Debtors and the Successful Bidders for the sale of the Debtors’ facilities. [Docket Nos. 501, 502, 503 and 504].

10. On December 16, 2024, the Court held the final Sale Hearing. The original buyer from the Pharmacy business did not close so that business was subsequently sold to a different buyer in early 2025.

11. As of the date of the filing of this Motion, the sales for all of the Debtors’ facilities have closed. All of the provider numbers have been transferred to the applicable buyer and the transfer of the facilities or licenses have been approved other than one now expired pharmacy

license in the State of Iowa which is not material to the transaction or the administration of the bankruptcy estates.

C. The Debtors' Remaining Assets

12. On March 5, 2025, the Debtors filed the *Motion for Order under 11 U.S.C. §§ 363 and 105(A) and Fed. R. Bankr. P. 2002, 6004, 9006, and 9019 Establishing Procedures for Remaining Asset Sales* [Docket No. 623] ("Motion to Sell Remaining Assets").

13. On April 1, 2025, the Court entered an order approving the Motion to Sell Remaining Assets [Docket No. 675].

14. To date, the Debtors have sold certain of their remaining assets via private sales, including, without limitation (a) one (1) unit of Ziegler Link-Age Fund II, LP; (b) fifteen (15) units of Ziegler Link-Age Fund III, LP, and (c) certain litigation rights against Richter and Company.

15. The only remaining remnant assets are the remaining ERCs in the face amount of \$1,303,404.08. The Debtors intend to assign any remaining ERCs as of the date of entry of the order of dismissal to the Master Trustee to be applied in partial satisfaction of the secured bonds pursuant to Section 9-620 of the Uniform Commercial Code (or the applicable state law equivalent).

D. The DIP Facility

16. On the Petition Date, the Debtors filed a *Motion for Interim and Final Orders (1) Authorizing the Debtors to Obtain Post-Petition Financing, (2) Authorizing Debtors in Possession to Use Cash Collateral, (3) Providing Adequate Protection, (4) Granting Liens, Security Interest and Superpriority Claims; and (5) Scheduling a Final Hearing* ("DIP Motion") [Docket No. 11].

17. On October 1, 2024, the Court entered a final order approving the DIP Motion [Docket No. 377].

18. The DIP financing has now been satisfied in full from proceeds from the asset sales.

E. The Bar Dates and Claims Review Process

19. On August 20, 2024, the Debtors filed the *Motion for Entry of an Order (I) Establishing Deadlines for Filings Proofs of Claim and Procedures Relating Thereto and (II) Approving Form and Manner of Notice Thereof* (the “Bar Date Motion”) [Docket No. 170]. On August 28, 2024, the Court entered an order approving the Bar Date Motion (the “Bar Date Order”) [Docket No. 221]. The general bar date was October 15, 2024 and the governmental unit bar dates have also occurred in early 2025.

20. To date, the Debtors have filed three omnibus objections to certain claims. *See* Docket Nos. 455, 608, and 735. The Court has entered orders granting each of the Debtors’ filed omnibus objections. *See* Docket Nos. 531, 679, and 763. There is one open pending claim related to Lillian Koenig which will be argued at the April 15, 2026 omnibus hearing unless resolved by that hearing date.

21. Additionally, the Debtors filed a *Motion for an Order (I) Approving the Form of Notice to Creditors Regarding (A) Satisfaction of Certain Scheduled Claims, and (B) Removal or Reduction, as Applicable, of Satisfied Claims from Debtors’ Schedules of Assets and Liabilities and Claims Register; and (II) Granting Related Relief* (the “Claim Satisfaction Motion”) [Docket No. 637]. On April 1, 2025, the Court entered an order approving the Claim Satisfaction Motion and the form of notice of satisfied claims included therein. [Docket No. 676]. On April 28 and July 3, 2025, the Court entered orders authorizing the claims register to be modified in accordance with the Debtors’ notices of satisfaction of claims. [Docket Nos. 707, 764].

22. Claims were scheduled and proofs of claim were filed by each bankruptcy estate. In particular, as shown on **Exhibit 1** and **Exhibit 2** hereto, there are approximately \$76,339.15 of

scheduled claims and/or filed proofs of claim in the Washington Village Estates case (other than the Lument/HUD claims which were assumed by the applicable buyer) and approximately \$16,036.00 of scheduled claims and/or filed proofs of claim in the Wabash Estates case (other than the Lument/HUD claims which were assumed by the applicable buyer). The proofs of claims filed by Lument/HUD related to those two facilities have already been satisfied by assumption of that debt by the applicable facility purchaser. This Motion proposes that the remaining claims in those two estates will be paid in full by proceeds held in those estates promptly post-dismissal of those two Chapter 11 cases.

23. The Debtors also intend to pay certain remaining 503(b)(9) Claims after entry of an order dismissing the cases on an interim basis. As shown on **Exhibit 3** hereto, the 503(b)(9) Claims fall into the debtor estates of Christian Homes, Inc., Hickory Point Christian Village, Inc., Hoosier Christian Village, Inc., Midwest Christian Villages, Inc., Risen Son Christian Village, River Birch Christian Village, LLC, Senior Care Pharmacy Services, LLC, Spring River Christian Village, Inc., Wabash Estates, LLC, and Washington Village Estates, LLC.

F. Executory Contracts

24. The Debtors have completed the sales for their facilities and no longer require the majority of their contracts on a go-forward basis. With this in mind, the Debtors, in consultation with their advisors and the purchasers of the Debtors' facilities, engaged in a review of their executory contracts. As a result of that review, the Debtors determined in their business judgment that certain executory contracts were not necessary to, and would impose substantial burdens on, their ongoing business operations and winddown, and therefore should be rejected.

25. To that end, the Debtors have filed five omnibus objections seeking to reject certain unexpired leases and executory contracts. *See* Docket Nos. 106, 622, 719, 786 and 811. The

Debtors' omnibus claims objections were granted pursuant to Court orders [Docket Nos. 161, 674, 740, 801 and 823]. A sixth and final omnibus rejection motion is being filed contemporaneously with this Motion and is also being set for hearing at the April 15, 2026 omnibus hearing date. Certain other contracts listed on the schedules as executory contracts have expired during the pendency of these Chapter 11 cases or are terminable on short notice.

G. Structured Dismissal

26. The Debtors have gathered and exchanged information with respective professionals for the Committee and Master Trustee which was relevant to evaluating in which of the Debtors' bankruptcy estates a chapter 11 plan may be confirmable and worthwhile or whether a structured dismissal may be more practical. Information was also shared regarding a substantive consolidation analysis for one or more of the bankruptcy estates and the Debtors' business judgment conclusion that the standards for substantive consolidation in the Eighth Circuit were not met here. *In re Giller*, 962 F.2d 796, 799 (8th Cir. 1992) (courts consider three factors when determining whether to substantively consolidate estates: (1) the necessity of consolidation due to the interrelationship among the debtors; (2) whether the benefits of consolidation outweigh the harm to creditors; and (3) prejudice resulting from not consolidating the debtors); *In re Huntco Inc.*, 302 B.R. 35, 38-41 (Bankr. E.D. Mo. 2003) (declining to substantively consolidate debtors' bankruptcy cases).

27. There is no confirmable Chapter 11 plan for most of the estates given the amount still owed on the secured bond debt and no remaining assets other than encumbered ERCs in certain of the estates. The creditors in the two solvent estates, Washington Village Estates and Wabash Estates, can be paid in full without a Chapter 11 plan process, as can the 503(b)(9) Claims. Given all other assets have been administered other than the remaining encumbered ERC credits,

converting these cases to Chapter 7 serves no purpose and there are no unencumbered funds available to administer multiple Chapter 7 cases.

28. As described further below, the Debtors have determined, in conjunction with the Master Trustee, that a structured dismissal of these chapter 11 cases is the more practicable option. The U.S. Trustee has no objection to the Motion, and the Committee has taken no position on the relief sought herein.

RELIEF REQUESTED

A. The Washington Village Estates and Wabash Estates Bankruptcy Cases

29. As discussed above, the Washington Village Estates and Wabash Estates cases have sufficient proceeds remaining to pay all the creditors in those estates in full, and the Debtors propose to do so promptly after entry of any dismissal order.

30. Given creditors in those estates are being paid in full and would not vote on a Chapter 11 plan, the Debtors submit that the 30 to 75 day delay and additional cost of preparing a Chapter 11 plan and disclosure statement for just those two estates would not be productive or justified and that dismissal with payment in full is a practical approach here.

B. Remaining Administrative Tasks

31. As discussed above, there are a few tasks remaining to winddown these estates. The Debtors propose to do so by:

- a. Tax Returns. Preparing and filing final tax returns for 2025 and stub year 2026 and prepaying the tax preparation costs.
- b. Form 5500. Preparing and filing any remaining Form 5500 for benefit plans.
- c. 503(b)(9) Claims. Paying valid 503(b)(9) Claims against the applicable estate in full upon entry of an order dismissing these cases on an interim basis.

- d. Final Fee Applications. Having retained professionals file final fee application to be heard by June 2026 and paying any allowed fees not paid on an interim basis from a reserve to be established as part of the dismissal order.
- e. Other Open Chapter 11 Expenses. Having the remaining unpaid costs of the Chief Restructuring Officer and his staff and any other remaining Chapter 11 administrative expenses paid, when due from a reserve to be established as part of the dismissal order.
- f. Transfer of Remaining Assets to the Master Trustee. Transferring the ERC Credits and any other remaining assets of the estates (including any unused fund in the reserves or residual cash) to the Master Trustee in partial satisfaction of the remaining obligations under Section 9-620 of the Uniform Commercial Code.
- g. State Law Dissolution. The Debtors propose that the dismissal order would authorize the dissolution of each of the Debtor entities under applicable state law without any need for further corporate action.

The Debtors are requesting that the Court enter the proposed Order attached hereto dismissing these cases on an interim basis. These cases shall then be automatically dismissed on a final basis upon the Court's entry of orders approving the final fee applications of professionals described in Paragraph 31(c) and (d) above.

APPLICABLE AUTHORITY

32. The Court should approve dismissal of these cases because the Debtors (other than Washington Village Estates and Wabash Estates) (a) are unable to bear the administrative burden

of effectuating a plan of reorganization and distributing funds to the Debtors' general unsecured creditors and (b) have no remaining unencumbered estate assets to administer.

33. Under section 1112(b) of the Bankruptcy Code, a court may dismiss a debtor's chapter 11 case "for cause." 11 U.S.C. § 1112(b); *In re Albany Partners, Ltd.*, 749 F.2d 670, 674 (11th Cir. 1984). Section 1112(b) of the Bankruptcy Code states, in pertinent part:

[O]n request of a party in interest, and after notice and a hearing, absent unusual circumstances specifically identified by the court that establish that the requested conversion or dismissal is not in the best interests of creditors and the estate, the court shall convert a case under this chapter to a case under chapter 7 or dismiss a case under this chapter, whichever is in the best interests of creditors and the estate, if the movant establishes cause. . . ."

A determination of cause is made by the court on a case-by-case basis. *Albany Partners*, 749 F.2d at 674. In addition, the decision to dismiss a case is particularly delegated to the bankruptcy court's sound discretion. *See In re Camden Ordinance Mfg. Co. of Arkansas, Inc.*, 1999 WL 587790, at *2 (Bankr. E.D. Pa. 1999) (citing *In re Atlas Supply Corp.*, 857 F.2d 1061, 1063 (5th Cir. 1988)). Therefore, it is clear that the Court is authorized to dismiss the Debtors' chapter 11 bankruptcy cases upon a showing of "cause."

34. The legislative history of section 1112(b) of the Bankruptcy Code and relevant case authority indicate that a court has wide discretion to use its equitable powers to dispose of a debtor's case. H.R. Rep. No. 595, 95th Cong., 1st Sess. 405 (1977); S.Rep. No. 989, 95th Cong., 2d Sess. 117 (1978), reprinted in 1978 U.S.C.C.A.N. 5787, 5903; *see also In re Preferred Door Co.*, 990 F.2d 547, 549 (10th Cir. 1993) (stating a court has broad discretion to dismiss a bankruptcy case); *In re Sullivan Cent. Plaza I, Ltd.*, 935 F.2d 723, 728 (5th Cir. 1991) (stating that determination of whether cause exists under section 1112(b) of the Bankruptcy Code "rests in the sound discretion" of the bankruptcy

court); *In re Koerner*, 800 F.2d 1358, 1367 & n. 7 (5th Cir. 1986) (stating that a bankruptcy court is afforded “wide discretion” under section 1112(b) of the Bankruptcy Code).

35. Section 1112(b) of the Bankruptcy Code provides a nonexclusive list of sixteen grounds for dismissal. 11 U.S.C. § 1112(b)(4)(A)-(P); *Frieouf v. U.S.*, 938 F.2d 1099, 1102 (10th Cir. 1991) (stating that section 1112(b) of the Bankruptcy Code's list is nonexhaustive); *In re Camden Ordinance Mfg. Co. of Arkansas, Inc.*, 245 B.R. 794, 799 (E.D. Pa. 2000) (“[T]he bankruptcy court may find ‘cause’ for conversion or dismissal for reasons beyond the ten enumerated examples in § 1112(b).”). One such ground is where a party-in-interest shows that there is an “inability to effectuate a plan [of reorganization].”³ 11 U.S.C. § 1112(b)(4)(M); *Preferred Door Co.*, 990 F.2d at 549; *Sullivan Cent. Plaza I*, 935 F.2d at 728. Here, the Court may dismiss the Debtors’ cases because the Debtors are unable to effectuate substantial consummation of a plan. 11 U.S.C. § 1112(b).

36. Inability to effectuate a plan arises when a debtor lacks the capacity to “formulate a plan or carry one out” or where the “core” for a workable plan of reorganization “does not exist.” *See Preferred Door*, 990 F.2d at 549 (quoting *Hall v. Vance*, 887 F.2d 1041, 1044 (10th Cir. 1989)) (finding an “[i]nability to effectuate a plan arises where debtor lacks the capacity ‘to formulate a plan or carry one out.’”); *Blunt*, 236 B.R. at 865 (finding cause to dismiss debtor’s case under section 1112(b)(2) of the Bankruptcy Code where “core” for a workable plan of reorganization found to be nonexistent).

37. Here, it is simply not possible or practical to effectuate a plan of reorganization because the Debtors have liquidated their facilities and assets, and the Debtors no longer have any

³ In addition to the Debtors, the Committee is a party-in-interest in the Debtors’ chapter 11 proceedings. 11 U.S.C. § 1109(b); *In re Piper Aircraft Corp.*, 244 F.3d 1289, 1304 n.11 (11th Cir. 2001) (finding that a creditor committee is a party in interest in a chapter 11 bankruptcy proceeding).

operations. As such, there is no business to reorganize. By continuing in bankruptcy, the Debtors would incur additional administrative expenses without any return to the fulcrum creditor, the secured bonds represented by the Master Trustee. In sum, the Debtors have met their burden of proof to show that cause exists to dismiss the Debtors' bankruptcy cases under section 1112(b) of the Bankruptcy Code due to the inability to effectuate a plan of reorganization.

38. Once a court determines that cause exists to dismiss a chapter 11 case, the court must also evaluate whether dismissal is in the best interests of the creditors and of the estates. *See In re Superior Sliding & Window, Inc.*, 14 F.3d 240, 243 (4th Cir. 1994); *In re Mazzocone*, 183 B.R. 402, 411 (Bankr. E.D. Pa. 1995), *affd* 200 B.R. 568 (E.D. Pa. 1996). A variety of factors demonstrate that it is in the best interest of the creditors and the Debtors' estates to dismiss the chapter 11 cases and wrap up the Debtors remaining affairs, as contemplated by the Motion.

39. Among other things, a dismissal of a chapter 11 bankruptcy case meets the best interests of the creditors test where a debtor has nothing to reorganize and the debtor's assets are fixed and liquidated. *See In re BTS, Inc.*, 247 B.R. 301, 310 (Bankr. N.D. Okla. 2000); *Camden Ordinance Mfg. Co. of Arkansas, Inc.*, 245 B.R. at 799 (finding that a reorganization to salvage business which ceased doing business was unfeasible); *In re Brogdon Inv. Co.*, 22 B.R. 546, 549 (Bankr. N.D. Ga. 1982) (dismissing a chapter 11 bankruptcy proceeding in part where there was "simply nothing to reorganize" and no reason to continue the reorganization).

40. As explained above, the Debtors have nothing left to reorganize. As of the date of this Motion, the Debtors' assets have generally been sold or liquidated. The amount and timing of collection of the remaining ERC Credits, if any, is hard to predict and can be collected by the Master Trustee outside of these Chapter 11 cases but in no event will such collections exceed \$1.2 million, which is far less than the remaining amounts owed on the secured bonds represented by the Master

Trustee. Thus, dismissal of the Debtors' cases is in the best interest of the creditors because the Debtors' operations no longer exist.

41. In addition, dismissal is proper because the alternative—conversion to chapter 7—is impractical. One element of the best interests of the estate test focuses upon whether the economic value of the estate is greater inside or outside of bankruptcy. *In re Clark*, 1995 WL 495951, at *5 (N.D. Ill. 1995); *In re Staff Inv. Co.*, 146 B.R. 256, 261 (Bankr. E.D. Cal. 1993). The prime criterion for assessing the interests of the estate is the maximization of its value as an economic enterprise. *See id.* Here, dismissal of the Debtors' cases will maximize the value of the Debtors' estates because conversion to a chapter 7 liquidation and appointment of a trustee would impose significant and unnecessary additional administrative costs upon the Debtors' estates. Dismissal is preferred in this instance because it (i) allows immediate payment of the creditors in the Washington Village Estates and Wabash Estates and 503(b)(9) Claims in full and (ii) efficiently transfers the remaining ERC credits and winddown fund after administration to the Master Trustee.

42. Finally, the best interests of creditors test is met where interested parties, other than the debtor, agree that dismissal is the proper disposition of the case. *See Camden Ordinance Arkansas, Inc.*, 245 B.R. at 798; *Mazzocone*, 183 B.R. at 411-12. The Debtors shared a copy of the Motion with the Committee, U.S. Trustee, and Master Trustee in advance of filing. The Committee has not taken a position regarding the relief requested in the Motion. The U.S. Trustee does not object to the proposed relief. The Master Trustee supports the proposed structured dismissal.

NOTICE

43. This Motion and notice of this Motion will be served respectively on Master Service List and Master Notice List. Notice of this Motion and any order entered hereon will be served in accordance with Local Rule 9013-1. Further, a short-form notice regarding this Motion and the

hearing date has been served on all creditors of all estates with an opportunity to request a copy of the full Motion from Verita as the noticing agent. The Debtors submit that, under the circumstances, no other or further notice is required.

NO PRIOR REQUEST

44. No prior request for the relief sought in this Motion has been made to this or to any other Court.

WHEREFORE, the Debtors respectfully request entry of an order granting the relief requested herein, together with such other and further relief as the Court deems just and proper.

Dated: March 16, 2026
St. Louis, Missouri

Respectfully submitted,

DENTONS US LLP

/s/ Stephen O'Brien

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Debtors-in-Possession*

EXHIBIT A

Proposed Form of Dismissal Order

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:

**MIDWEST CHRISTIAN VILLAGES,
INC. *et al.*,**

Debtors.

Chapter 11

Case No. 24-42473-659

(Jointly Administered)

ORDER, PURSUANT TO SECTIONS 105(c), 349 AND 1112(b) OF THE BANKRUPTCY CODE, FOR THE ENTRY OF AN ORDER (A) APPROVING DISMISSAL OF THE DEBTORS' CHAPTER 11 CASES AND (B) GRANTING CERTAIN RELATED RELIEF

Upon the motion (the "Motion")¹ of the above-captioned debtors and debtors in possession (the "Debtors") for entry of an order (this "Order") pursuant to sections 105(c), 349 and 1112(b) of the Bankruptcy Code, for the entry of an order (a) approving the dismissal of the Debtors' chapter 11 cases and (b) granting certain related relief; and this Court having reviewed the Motion and having conducted a hearing on the Motion, at which time the Debtors and all parties-in-interest were given an opportunity to be heard; and notice of this Motion having been due and sufficient under the circumstances; and the Court finding that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), notice of the Motion and the opportunity for a hearing thereon were adequate and appropriate under the circumstances and no other notice need be given, the legal and factual bases set forth in the Motion constitute just cause for the relief granted herein, and the requested relief in the Motion is in the best interests of the Debtors' estates and their creditors; and upon the record therein; and after due deliberation thereon; and good and sufficient cause appearing therefore;

¹ Capitalized terms used, but not otherwise defined, herein shall have those meanings ascribed to them in the Motion.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED, THAT:

1. The Motion is hereby **GRANTED** as set forth herein.
2. The Washington Village Estates debtor is authorized to pay allowed claims against that estate without any Chapter 11 plan or further order of this Court.
3. The Wabash Estates debtor is authorized to pay allowed claims against that estate without any Chapter 11 plan or further order of this Court.
4. The applicable debtors are authorized to pay allowed 503(b)(9) claims against the applicable estate in full without any Chapter 11 plan or further order of this Court.
5. The applicable Debtors are authorized to take remaining steps to complete their winddown, including, without limitation:
 - (i) Tax Returns. The Debtors may prepare and file final tax returns for 2025 and stub year 2026 and prepay the tax preparation costs.
 - (ii) Form 5500. Preparing and filing any remaining Form 5500 for benefit plans.
 - (iii) Final Fee Applications. Retained professionals shall file final fee applications by May __, 2026 to be heard on June __ 2026 at __:__ a.m. The Debtors shall pay any allowed fees not paid on an interim basis from a reserve in the amount of \$[_____].
 - (iv) Other Open Chapter 11 Expenses. The remaining unpaid costs of the Chief Restructuring Officer and his staff and any other remaining Chapter 11 administrative expenses, shall be paid when due from a reserve in the amount of \$[_____].
 - (v) Transfer of Remaining Assets to the Master Trustee. The remaining ERC Credits and any other remaining assets of the estates (including any unused fund in the reserves or residual cash) shall be transferred by the applicable Debtor to the Master Trustee in partial satisfaction of the remaining obligations under Section 9-620 of the Uniform Commercial Code in the amount of \$[_____].
 - (vi) State Law Dissolution. The Debtors may dissolve each of the Debtor entities under applicable state law without any need for further corporate action.

6. All distributions must follow ordinary priority rules unless an impaired creditor consents. *See* 11 U.S.C. §§ 507, 725, 726(a)(1), and 726(a)(2).

7. These cases shall be dismissed on an interim basis as of the date hereof, and shall be automatically dismissed on a final basis upon the Court's entry of orders approving the final fee applications of professionals described in Paragraph 4(iii) above.

8. Notwithstanding section 349 of the Bankruptcy Code, all prior orders of the Court shall survive dismissal of these cases.

9. From and after the date of this Order, none of the Debtors, nor the Committee, nor the applicable purchasers of the Debtors' facilities, and none of the Debtors', Committee's, and applicable purchasers of the Debtors' facilities respective present or former directors, officers, employees, members, attorneys, consultants, advisors and agents (acting in such capacity), shall have or incur any liability to any person for any act taken or omitted to be taken in connection with or related to the formation, preparation, dissemination, implementation, confirmation or consummation of the Motion (other than an action in contravention of the Motion or the implementation of this Order), or any contract, instrument, release or agreement or document created or entered into, or any other act taken or omitted to be taken in connection with the Motion or this Order.

10. The Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or relating to the implementation of any Order of this Court and to rule on the allowance of the interim and final compensation of professionals retained in these cases.

11. Not later than two (2) business days after the date of this Order, the Debtors shall serve a copy of the Order on the Master Service List and shall file a certificate of service no later than 2 business days after service.

EXHIBIT 1

Washington Village Estates Claims

Date Filed	Claim No.	Creditor Name	Claim Amount	Nature
10/12/2024	6	Aetna, Inc.	\$7,183.31	General Unsecured
11/26/2024	8	F.E. Moran, Inc. Fire Protection	\$6,345.00	General Unsecured
08/29/2024	1	Further Technology LLC	\$600.00	General Unsecured
10/15/2024	7	Gordon Food Service, Inc.	\$9,679.38	Admin Priority
10/15/2024	7	Gordon Food Service, Inc.	\$17,791.81	General Unsecured
09/17/2024	4	HealthGradeNetworks, LLC	\$34,499.65	General Unsecured
09/10/2024	2	Joseph L. McGuire	\$240.00	General Unsecured

EXHIBIT 2

Wabash Estates Claims

Claim				
Date Filed	No.	Creditor Name	Claim Amount	Nature
10/15/2024	3	Gordon Food Service, Inc.	\$5,492.07	Admin Priority
10/15/2024	3	Gordon Food Service, Inc.	\$7,823.66	General Unsecured
08/22/2024	1	Johnstone Supply Evansville	\$2,720.27	General Unsecured

EXHIBIT 3

Remaining 503(b)(9) Claims

Exhibit 3

Claim				
Date Filed	Claim No.	Creditor Name	Claim Amount	Nature
10/04/2024	45	Constellation NewEnergy - Gas Division, LLC	\$700.00	Admin Priority
12/16/2024	14	Euler Hermes Agent for ANDA, INC	\$2,340.78	Admin Priority
10/22/2024	12	Euler Hermes Agent for Keysource Acquisition, LLC	\$1,017.04	Admin Priority
10/15/2024	8	Gordon Food Service, Inc.	\$5,978.81	Admin Priority
10/15/2024	18	Gordon Food Service, Inc.	\$15,841.04	Admin Priority
10/15/2024	28	Gordon Food Service, Inc.	\$20,107.55	Admin Priority
10/15/2024	37	Gordon Food Service, Inc.	\$20,383.95	Admin Priority
10/15/2024	58	Gordon Food Service, Inc.	\$72,657.35	Admin Priority
09/23/2024	38	Henkles Ace Hardware	\$61.96	Admin Priority
09/20/2024	28	Hogan Grain, Inc.	\$513.26	Admin Priority
09/18/2024	4	Integral Rx	\$12,000.00	Admin Priority
09/18/2024	22	Integrated Medical Systems, Inc.	\$1,178.17	Admin Priority
11/04/2024	209	MediLogix, LLC	\$4,921.66	Admin Priority
08/19/2024	2	Staples, Inc.	\$3,771.12	Admin Priority