

1 ROB BONTA
Attorney General of California
2 RENU R. GEORGE
Senior Assistant Attorney General
3 EMILIO VARANINI (SBN 163952)
NELI N. PALMA (SBN 203374)
4 Supervising Deputy Attorneys General
MELISSA HAMILL (SBN 221332)
5 ROMA PATEL (SBN 318175)
Deputy Attorneys General
6 1300 I Street P.O. Box 944255
Sacramento, CA 94244-2550
7 Telephone: (916) 210-7522
Fax: (916) 731-2120
8 E-mail: Neli.Palma@doj.ca.gov
*Attorneys for the Attorney General
9 of the State of California*

10 UNITED STATES BANKRUPTCY COURT
11 CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

13 **In re:**

14 **BEVERLY COMMUNITY HOSPITAL**
15 **ASSOCIATION, dba BEVERLY**
16 **HOSPITAL (A NONPROFIT PUBLIC**
BENEFIT CORPORATION), et al,

17 Debtors.

Case No.: 2:23-bk-12359-SK

Jointly administered with:

Case No: 2:23-bk-12360-SK

Case No: 2:23-bk-12361-SK

JOINT STIPULATION TO:

**1) APPROVE ATTORNEY GENERAL
CONDITIONS PURSUANT TO
SETTLEMENT; and**

2) ENTER ORDER

19 **Affects all Debtors**

20 **Affects Beverly Community Hospital
21 Association**

22 **Affects Montebello Community Health
23 Services, Inc.**

24 **Affects Beverly Hospital Foundation**

Hearing: July 19, 2023

Time: 10:00 a.m.

Courtroom: 1575

Judge: Hon. Sandra R. Klein

25 ///

26 ///

27 ///

1 The undersigned Parties hereby stipulate as follows:

2 WHEREAS, these proceedings concern Beverly Community Hospital (Beverly), the
3 nonprofit general acute care hospital located at 309 West Beverly Boulevard, Montebello,
4 California 90640;

5 WHEREAS, on June 28, 2023, Debtor provided notice that at the conclusion of the auction
6 on June 27, 2023:

7 1. Debtors, with the support of the Consultation Parties, selected American Healthcare
8 Systems Foundation Inc., a North Carolina not-for-profit corporation (AHS), as the
9 Successful Bidder for the purchase of the assets of Beverly comprised of the hospital's
10 owned real estate, operational, and certain other assets; and

11 2. Debtors selected Layton 26, LLC, a California limited liability company, as the
12 Successful Bidder for the purchase of the real estate assets of debtor Montebello
13 Community Health Services, Inc. comprising the DIP Collateral;

14 WHEREAS, pursuant to 28 U.S.C.A. § 959 (b), a debtor in possession in bankruptcy
15 proceedings shall manage and operate the property in his or her possession according to the
16 requirements of the valid laws of the State in which such property is situated, and in the same
17 manner that the owner or possessor would be bound.

18 WHEREAS the Attorney General is an interested party in these proceedings in his
19 constitutional role as chief law enforcement officer of the state pursuant to California Constitution
20 Article V, §13 and in a regulator capacity due to the statutory oversight authority of transactions
21 involving nonprofit health facility transactions pursuant to Corporations Code sections 5920 et
22 seq., and in determining whether to deny, consent or conditionally consent to a transaction, the
23 Attorney General is required to follow certain processes and to weigh several factors, including
24 whether the transaction may create a significant effect on the availability or accessibility of
25 healthcare services to the affected community, and whether the transaction is in the public
26 interest. Cal. Corp. Code §5923(i)-(j);

27 ///

28 ///

1 WHEREAS, the Attorney General asserts that, pursuant to 11 U.S.C.A. § 362 (b) (4), the
2 Attorney General’s regulatory actions fall within the scope of the police and regulatory power
3 exception to the automatic stay.

4 WHEREAS, pursuant to 11 U.S.C.A. § 105 (a), the bankruptcy court “may issue any order,
5 process, or judgment that is necessary or appropriate to carry out the provisions of” the
6 Bankruptcy Code.

7 WHEREAS, pursuant to 11 U.S.C.A. § 1107, subject to limitations, the debtor in possession
8 shall have all the rights, functions and duties of the trustee serving in a case under chapter 11 of
9 the Bankruptcy Code.

10 WHEREAS, the undersigned parties, desiring to expeditiously effectuate the sale to ensure
11 the seamless continuation of care by the hospital in the midst of this “hyper-accelerated chapter
12 11 process,” [Docket No. 480 at 7:2-11], have reached a settlement of the Attorney General’s
13 jurisdiction to review the purchaser of the hospital assets, and impose conditions, under California
14 Corporations Code sections 5920, et seq., with the settlement involving the Attorney General
15 approving the sale subject to the Conditions attached as Exhibit A to the [Proposed] Order, and
16 contemplates the Court entering the Order to effectuate the settlement; and

17 WHEREAS, the undersigned parties, agree that this stipulation and the Proposed Order
18 shall have no precedential effect as to the Attorney General and the undersigned parties beyond
19 the facts and circumstances of these chapter 11 cases.

20 WHEREAS, the undersigned parties seek the Court’s approval of their settlement via this
21 joint stipulation and [Proposed] Order, and the statutory predicate for the relief requested herein is
22 provided in sections 105 of title 11 of the United States Code, Rule 4001(d) of the Bankruptcy
23 Rules, and Rule 9071-1 of the Local Bankruptcy Rules of the Central District of California.

24 NOW THEREFORE it is hereby stipulated and agreed by the undersigned parties that:

- 25 1. The Court has jurisdiction to approve the Attorney General Conditions attached as
26 Exhibit A to the accompanying [Proposed] Order; and
- 27 2. This Court will have jurisdiction to enter the Order, including, for state law purposes,
28 pursuant to California Code of Civil Procedure section 664.6.

1 SO STIPULATED.

2 Dated: July 5, 2023

3 ROB BONTA
4 Attorney General of California
5 RENU R. GEORGE
6 Senior Assistant Attorney General



7 NELI PALMA
8 Supervising Deputy Attorney General
9 *Attorneys for the Attorney General of*
10 *the State of California*

11 Dated: July __, 2023

12 AMERICAN HEALTHCARE SYSTEMS
13 FOUNDATION INC.

14 MICHAEL SARIAN
15 *Chairman and Chief Executive Officer*

16 Dated: July __, 2023

17 BEVERLY COMMUNITY HOSPITAL
18 ASSOCIATION

19 ALICE CHENG
20 *President and Chief Executive Officer*

21 APPROVED AS TO FORM.

22 Dated: July __, 2023

23 SHEPPARD, MULLIN, RICHTER &
24 HAMPTON LLP

25 JUSTIN R. BERNBROCK
26 *Counsel for Debtors*

27
28

1 SO STIPULATED.

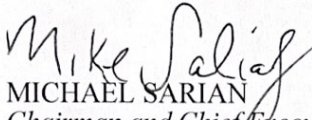
2 Dated: July __, 2023

3 ROB BONTA
4 Attorney General of California
5 RENU R. GEORGE
6 Senior Assistant Attorney General

7 NELI PALMA
8 Supervising Deputy Attorney General
9 *Attorneys for the Attorney General of
10 the State of California*

11 Dated: July 5, 2023

12 AMERICAN HEALTHCARE SYSTEMS
13 FOUNDATION INC.

14 
15 MICHAEL SARIAN
16 *Chairman and Chief Executive Officer*

17 Dated: July __, 2023

18 BEVERLY COMMUNITY HOSPITAL
19 ASSOCIATION

20 ALICE CHENG
21 *President and Chief Executive Officer*

22 APPROVED AS TO FORM.

23 Dated: July __, 2023

24 SHEPPARD, MULLIN, RICHTER &
25 HAMPTON LLP

26 JUSTIN R. BERNBROCK
27 *Counsel for Debtors*

28

1 SO STIPULATED.

2 Dated: July __, 2023

3 ROB BONTA
4 Attorney General of California
5 RENU R. GEORGE
6 Senior Assistant Attorney General

7 NELI PALMA
8 Supervising Deputy Attorney General
9 *Attorneys for the Attorney General of
10 the State of California*

9 Dated: July __, 2023

10 AMERICAN HEALTHCARE SYSTEMS
11 FOUNDATION INC.

12
13 MICHAEL SARIAN
14 *Chairman and Chief Executive Officer*

15 Dated: July 5, 2023

16 BEVERLY COMMUNITY HOSPITAL
17 ASSOCIATION

18 

19 ALICE CHENG
20 *President and Chief Executive Officer*

21 APPROVED AS TO FORM.

22 Dated: July __, 2023

23 SHEPPARD, MULLIN, RICHTER &
24 HAMPTON LLP

25
26 JUSTIN R. BERNBROCK
27 *Counsel for Debtors*

28

1 SO STIPULATED.

2 Dated: July __, 2023

3 ROB BONTA
4 Attorney General of California
5 RENU R. GEORGE
6 Senior Assistant Attorney General

6

7

8 NELI PALMA
9 Supervising Deputy Attorney General
10 *Attorneys for the Attorney General of*
11 *the State of California*

8

9

10 Dated: July __, 2023

10

11 AMERICAN HEALTHCARE SYSTEMS
12 FOUNDATION INC.

11

12

13

14 MICHAEL SARIAN
15 *Chairman and Chief Executive Officer*

14

15

16 Dated: July __, 2023

16

17 BEVERLY COMMUNITY HOSPITAL
18 ASSOCIATION

17

18

19

20 ALICE CHENG
21 *President and Chief Executive Officer*

20

21 APPROVED AS TO FORM.

21

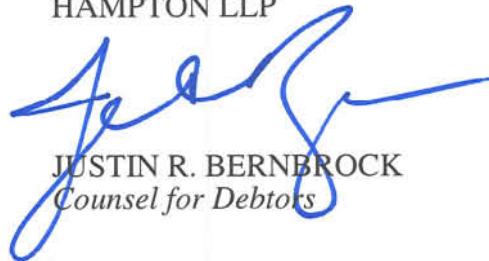
22

23 Dated: July __, 2023

24 SHEPPARD, MULLIN, RICHTER &
25 HAMPTON LLP

23

24

25 

25

26 JUSTIN R. BERNBROCK
27 *Counsel for Debtors*

26

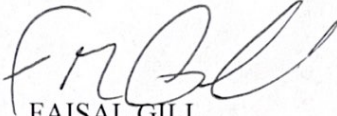
27

28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Dated: July 7, 2023

AMERICAN HEALTHCARE SYSTEMS
FOUNDATION INC.



FAISAL GILL
*Counsel for American Healthcare Systems
Foundation Inc.*

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 1300 I Street, P.O. Box 944255, Sacramento, CA 94244-2550

A true and correct copy of the foregoing document entitled (*specify*):

JOINT STIPULATION TO: 1) APPROVE ATTORNEY GENERAL CONDITIONS PURSUANT TO SETTLEMENT; and 2) ENTER ORDER

will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)**: Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) July 5, 2023, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. **SERVED BY UNITED STATES MAIL**:

On (*date*) July 5, 2023, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. **SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) July 5, 2023, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

July 5, 2023

Date

Leticia Aguirre

Printed Name

/s/ Leticia Aguirre

Signature

SERVICE LIST (via NEF)

CreditorName	Email
Megan M Adeyemo	madeyemo@grsm.com; asoto@grsm.com
David E Ahdoot	dahdoot@bushgottlieb.com; kprestegard@bushgottlieb.com
Joseph M Ammar	ammar@millercafield.com
Scott E Blakeley	seb@blakeleyllp.com; ecf@blakeleyllp.com
Joseph P Buchman	jbuchman@bwsllaw.com; gmitchell@bwsllaw.com
Adrian Butler	abutler@bushgottlieb.com
Augustus Curtis	augustus.t.curtis@usdoj.gov
David K Eldan	David.Eldan@doj.ca.gov, cynthia.gomez@doj.ca.gov
Amanda N Ferns	aferns@fernslaw.com; mmakalintal@fernslaw.com
John-Patrick M Fritz	jpf@lnbyg.com; JPF.LNBYB@ecf.inforuptcy.com
Evelina Gentry	evelina.gentry@akerman.com; rob.diwa@akerman.com
Evan Gershbein	ECFpleadings@kccllc.com
Steven T Grubner	sgubner@bg.law, ecf@bg.law
Melissa Hamill	melissa.hamill@doj.ca.gov
Brian T Harvey	bharvey@buchalter.com
Robert M Hirsh	rhirsh@lowenstein.com
Darryl Jay Horowitz	dhorowitz@ch-law.com; bkasst@ch-law.com
David I Horowitz	david.horowitz@kirkland.com; keith.catuara@kirkland.com; terry.ellis@kirkland.com; elsa.banuelos@kirkland.com; ivon.granados@kirkland.com
Sonja Hourany	sonja.hourany@quinngroup.net; kadele@wgllp.com; lbracken@wgllp.com; shourany@ecf.courtdrive.com
Quinn Scott Kaye	kaye@millercafield.com
Gary E Klausner	gek@lnbyg.com
Alexandria Lattner	alattner@sheppardmullin.com; ehwalters@sheppardmullin.com
Marc A Levinson	MALevinson@orrick.com; borozco@orrick.com
Ron Maroko	ron.maroko@usdoj.gov
Kenneth Miskin	Kenneth.M.Miskin@usdoj.gov
Kelly L Morrison	kelly.l.morrison@usdoj.gov
Tania M Moyron	tania.moyron@dentons.com; malka.zeefe@dentons.com; kathryn.howard@dentons.com; derry.kalve@dentons.com; glenda.spratt@dentons.com; DOCKET.GENERAL.LIT.LOS@dentons.com
Jennifer L Nassiri	JNassiri@sheppardmullin.com

Justin Bernbrock

JBernbrock@sheppardmullin.com

SERVICE LIST (via NEF)

CreditorName	Email
Neli Nima Palma	neli.palma@doj.ca.gov
Thomas Phinney	tphinney@ffwplaw.com; akieser@ffwplaw.com; docket@ffwplaw.com
Dean G Rallis, Jr	drallis@hahnlawyers.com; jevans@hahnlawyers.com; drallis@ecf.courtdrive.com; jevans@ecf.courtdrive.com
William M Rathbone	wrathbone@grsm.com; sdurazo@grsm.com
Michael B Reynolds	mreynolds@swlaw.com; kcollins@swlaw.com
Russell W Reynolds	rreynolds@ch-law.com; bkasst@ch-law.com
Jason E Rios	jrrios@ffwplaw.com; docket@ffwplaw.com
Mary H Rose	mrose@buchalter.com
Nathan A Schultz	nschultzesq@gmail.com
Olivia Scott	olivia.scott3@bclplaw.com; theresa.macaulay@bclplaw.com
Howard Steinberg	steinbergh@gtlaw.com; pearsallt@gtlaw.com; howard-steinberg-6096@ecf.pacerpro.com
Andrew Still	astill@swlaw.com; kcollins@swlaw.com
Tamar Terzian	tamar@terzlaw.com; sandra@terzlaw.com
United States Trustee (LA)	ustpreion16.la.ecf@usdoj.gov
Mark J Valencia	mvalencia@vclitigation.com
Emilio Eugene Varanini, IV	emilio.varanini@doj.ca.gov
Kevin Walsh	kevin.walsh@gtlaw.com
Kenneth K Wang	kenneth.wang@doj.ca.gov; Jennifer.Kim@doj.ca.gov; Stacy.McKellar@doj.ca.gov; yesenia.caro@doj.ca.gov; Christine.Murphy@doj.ca.gov
Sharon Z. Weiss	sharon.weiss@bclplaw.com; raul.morales@bclplaw.com; REC_KM_ECF_SMO@bclplaw.com
Roye Zur	rzur@elkinskalt.com; cavila@elkinskalt.com; lwageman@elkinskalt.com; 1648609420@filings.docketbird.com

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip
TOP 30	Abbott Laboratories Inc	Nathan Scott	100 Abbot Park Road			Abbot Park	IL	60064
TOP 30	Advantis Medical Staffing	Elayne Goldmane	13155 Noel Road Suite 300			Dallas	TX	75240
Counsel for Advantis Medical Staffing	Akerman LLP	Evelina Gentry and Anthony D. Sbardellati	601 West Fifth Street, Suite 300			Los Angeles	CA	90071
TOP 30	Alhambra Hospital Medical Center	Terry Chu	4619 N. Rosemead Blvd.			Rosemead	CA	91770
TOP 30	Allied Universal Security Services	Moises Rodriguez	161 Washington St Suite 600			Conshohocken	PA	19428
Attorneys for the City of Montebello	Alvarez-Glasman & Colvin	Stephen T. Owens and Christy M. Garcia	13181 Crossroads Pkwy. North	Suite 400 - West Tower		City of Industry	CA	91746
TOP 30	Arthrex, Inc	Carla Pitcher	2825 Airview Boulevard			Kalamazoo	MI	49002
Office of the Attorney General of the United States	Attorney General of the United States	U.S. Department of Justice	950 Pennsylvania Avenue, NW			Washington	DC	20530-0001
TOP 30	Axis Spine Llc	DD Mate	1812 W Burbank Blvd #5384			Burbank	CA	91506
TOP 30	Baxter Healthcare Corp	Yolieth Bazan Matamoros	17511 Armstrong Ave			Irvine	CA	92614
Counsel to Baxter Healthcare Corporation	Blakeley LC	Scott E. Blakeley	530 Technology Drive, Suite 100			Irvine	CA	92618
TOP 30	Boston Scientific Corp	Kathleen Homsab	300 Boston Scientific Way			Marlborough	MA	01752-1234
Counsel for Sodexo	Brown McGarry Nimeroff LLC	Jami B. Nimeroff	Two Penn Center, Suite 610	1500 John F. Kennedy Boulevard		Philadelphia	PA	19102
Counsel to Proposed DIP Lender	Bryan Cave Leighton Paisner LLP	Eric S. Prezant	161 North Clark Street, Suite 4300			Chicago	IL	60612
Counsel to Proposed DIP Lender	Bryan Cave Leighton Paisner LLP	Vanessa Sunshine and Sharon Weiss	120 Broadway, Suite 300			Santa Monica	CA	90401-2386
Counsel for United Nurses Associations of California/Union of Health Care Professionals	Bush Gottlieb, A Law Corporation	David E. Ahdoot, Kirk M. Prestegard and Adrian R. Butler	801 North Brand Boulevard	Suite 950		Glendale	CA	91203
TOP 30	California Department Of Health Care Services	Tomas J. Aragon	1501 Capitol Avenue, Suite 4510			Sacramento	CA	95814
California Department of Health Care Services	California Department of Health Care Services	Jennifer Kent, Director	1501 Capitol Avenue, Suite 4510			Sacramento	CA	95814
California Department of Public Health	California Department of Public Health	Stephanie Spich	PO Box 997377 MS 0500			Sacramento	CA	95899-7377
California Secretary of State	California Secretary of State		1500 11th Street			Sacramento	CA	95814
California State Board of Pharmacy	California State Board of Pharmacy		1625 North Market Boulevard			Sacramento	CA	95834
California Statewide Communities Development Authority	California Statewide Communities Development Authority	Chair	1100 K Street, Suite 101			Sacramento	CA	95814
California Statewide Communities Development Authority	California Statewide Communities Development Authority	James Hamill	1700 N. Broadway, Suite 405			Walnut Creek	CA	94596
Center for Medicare and Medicaid Services	Center for Medicare and Medicaid Services	Steven Chickering, the Associate Regional Administrator	90 – 7th Street, Suite 5-300			San Francisco	CA	94103-6706
TOP 30	Cepheid Inc.	Susan Jose	904 E Caribbean Dr			Sunnyvale	CA	94089
TOP 30	Cloudwave	Loraine Sarno	100 Crowley Dr.			Marlborough	MA	01752
TOP 30	Constellation New Energy-Gas	Zachary Kecyzkecy	9400 Bunsen Parkway Suite 100			Louisville	KY	40220
Proposed Counsel to the Official Committee of Unsecured Creditors	Dentons US LLP	Tania M. Moyron, Samuel R. Maizel and Rebecca M. Wicks	601 South Figueroa Street, Suite 2500			Los Angeles	CA	90017-5704
Department of Health Care Services	Department of Health Care Services	Tanya Homman, Chief of Provider Enrollment Division	MS 4704, P.O. Box 997412			Sacramento	CA	95899-7412
Counsel for Medico Professional Linen Service and American Textile Maintenance	Elkins Kalt Weintraub Reuben Gartside LLP	Roye Zur	10345 W. Olympic Blvd.			Los Angeles	CA	90064
Employment Development Dept.	Employment Development Dept.		722 Capitol Mall, MIC 92E			Sacramento	CA	95814
TOP 30	First Financial Holdings Llc	Ricardo Oseguera	750 The City Drive South, Suite 300			Orange	CA	92868
Counsel to Indenture Trustee	Greenberg Traurig, LLP	Colleen Murphy, Kevin Walsh	One International Place, Suite 2000			Boston	MA	02110
Hanmi Bank	Hanmi Bank	Specialty Lending	2010 Main St. Suite 590			Irvine	CA	92614
Hanmi Bank	Hanmi Bank	Specialty Lending	1920 Main St. Suite 1140	Attn Ben Sottile		Irvine	CA	92614
Hanmi Bank	Hanmi Bank		10180 Reseda Blvd			Northridge	CA	91324
Proposed DIP Lender	Hilco Real Estate	Attn Gary C. Epstein, Ryan Lawlor, Neil Aaronson and Robert Lubin	5 Revere Drive, Suite 206			Northbrook	IL	60062
TOP 30	Huntington Technology Finance	Brent McQueen	2285 Franklin Road			Bloomfield Hills	MI	48302
IRS	Internal Revenue Service	Attn Susanne Larson	31 Hopkins Plz Rm 1150			Baltimore	MD	21201
IRS	Internal Revenue Service	Centralized Insolvency Operation	P.O. Box 7346			Philadelphia	PA	19101-7346
IRS	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St			Philadelphia	PA	19104
IRS	Internal Revenue Service		300 North Los Angeles Street			Los Angeles	CA	90012

SERVICE LIST (via First Class Mail)

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip
IRS	Internal Revenue Service		600 Arch Street			Philadelphia	PA	19101
Counsel to Stalking Horse Purchaser	Jones Day	Joshua M. Mester and Catherine A. Ehrgott	555 South Flower Street, 50th Floor			Los Angeles	CA	90071
TOP 30	Keenan and Associates	Eric Rodriguez	2355 Crenshaw Blvd., Suite 200			Torrance	CA	90501
Counsel for Portage Point Partners, LLC, Triple P Securities, LLC, and Triple P RTS, LLC	Kirkland & Ellis LLP	David I. Horowitz	2049 Century Park East			Los Angeles	CA	90067
Counsel for Portage Point Partners, LLC, Triple P Securities, LLC, and Triple P RTS, LLC	Kirkland & Ellis LLP	Ryan Blaine Bennett, P.C.	300 North LaSalle			Chicago	IL	60654
Counsel for Hanmi Bank	Law Office of Nathan A. Schultz, P.C.	Nathan A. Schultz, Esq.	10621 Craig Road			Traverse City	MI	49686
Counsel to Medline Industries, LP	Lowenstein Sandler LLP	Robert M. Hirsh and Phillip Khezri	1251 Avenue of the Americas			New York	NY	10020
TOP 30	Medical Information Technology, Inc	Goretti Medeiros	7 Blue Hill River Road			Canton	MA	02021
TOP 30	Medical Solutions LLC	Ruben Ramirez	1010 N 102Nd St Suite 300			Omaha	NE	68114
TOP 30	Medline Industries Inc	Brent Fogel	Three Lakes Drive			Northfield	IL	60093
TOP 30	Medstar Anesthesia Services Inc	Robert Resnick	9251 Wedgewood St			Temple City	CA	91780
TOP 30	Nixon Peabody Llp	Jennifer O'Neal	1300 Clinton Square			Rochester	NY	14604
TOP 30	Noridian Healthcare Solutions, LLC	Theresa Pachel	900 42nd Street S			Fargo	ND	58103
TOP 30	Office of Inspector General (OIG)	Nicole Caucci	405 South Main Street Suite 350			Salt Lake City	UT	84111
Attorney General of California	Office of the Attorney General	Emilio Varanini, Supervising Deputy Attorney General	455 Golden Gate Ave., Suite 11000			San Francisco	CA	94102
Attorney General of California	Office of the Attorney General	Neli Palma and Melissa Hamill	1300 I Street P.O. Box 944255			Sacramento	CA	94244-2550
Attorney General of California	Office of the Attorney General	Roma Patel, Deputy Attorney General	300 South Spring Street, Suite 7505			Los Angeles	CA	90013-1230
Office of the Attorney General of California	Office of the Attorney General of California	Consumer Law Section	Attn Bankruptcy Notices	455 Golden Gate Ave., Suite 11000		San Francisco	CA	94102
Deputy General Counsel to California Department of Health Care Services	Office of the California Attorney General	Department of Justice	Kenneth K. Wang	300 South Spring Street, Suite 1702		Los Angeles	CA	90013
Office of the CA Attorney General	Office of the California Attorney General	Department of Justice	Jennifer Kim	300 South Spring Street, Floor 9		Los Angeles	CA	90013
Counsel to Hanmi Bank	Orrick, Herrington & Sutcliffe LLP	Brendan LaFountain	400 Capitol Hall			Sacramento	CA	95814-4497
TOP 30	Outset Medical Inc	Andy Rabon	3052 Orchard Drive			San Jose	CA	95134
TOP 30	Philips Healthcare	Jose Rivera	222 Jacobs Street			Cambridge	MA	02141
TOP 30	Private Attorney General Act (PAGA)	Jarrold Salinas	1411 North Batavia Street #105			Orange	CA	92867
Counsel for California Statewide Communities Development Corporation dba CSDA	Richards, Watson & Gershon	Stephen D. Lee	350 South Grand Avenue, 37th Floor			Los Angeles	CA	90071
TOP 30	Shiftwise	Jennifer Folds	200 SW Market Street Suite 700			Portland	OR	97201
Counsel to Hanmi Bank	Shulman Hodges & Bastian LLP	Michael J. Petersen	100 Spectrum Center Drive, Suite 600			Irvine	CA	92614
Proposed Counsel to the Official Committee of Unsecured Creditors	Sills Cummis & Gross P.C.	Andrew Sherman and Boris Mankovetskiy	One Riverfront Plaza			Newark	NJ	07102
TOP 30	Sodexo Inc & Affiliates	Luis Lunalluna	9801 Washingtonian Boulevard			Gaithersburg	MD	20878
State of California Employment Development Department	State of California Employment Development Department	Bankruptcy Group MIC 92E	P. O. Box 826880			Sacramento	CA	94280-0001
TOP 30	Stryker Endoscopy	Joe Gallinatti	5900 Optical Ct			San Jose	CA	95138
TOP 30	Stryker Instruments	Donovan Reiley	4100 E. Milham Road			Kalamazoo	MI	49001
TOP 30	Stryker Orthopedics	Trent Zaks	325 Corporate Drive			Mahwah	NJ	07430
U.S. Department of Health & Human Services	U.S. Department of Health & Human Services	Alex M. Azar II, Secretary	200 Independence Avenue, S.W.			Washington	DC	20201
U.S. Department of Health and Human Services	U.S. Department of Health and Human Services	Angela M. Belgrove, Assistant Regional Counsel	Office of the General Counsel, Region IX	90 7th Street, Suite 4-500		San Francisco	CA	94103-6705
United States Attorney's Office	United States Attorneys Office	Central District of California	312 North Spring Street	Suite 1200		Los Angeles	CA	90012
United States Attorney's Office	United States Attorneys Office	Northern District of California	150 Almaden Boulevard	Suite 900		San Jose	CA	95113
U.S. Department of Health and Human Services, among other agencies and departments of the United States	United States Department of Justice	Civil Division	Augustus T. Curtis	P.O. Box 875	Ben Franklin Station	Washington	DC	20044-0875
United States Attorney General	United States Department of Justice	Ben Franklin Station	P. O. Box 683			Washington	DC	20044

SERVICE LIST (via First Class Mail)

Description	CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip
Office of the United States Trustee	United States Trustee	Peter C. Anderson	Office of the UST/DOJ	915 Wilshire Blvd., Suite 1850		Los Angeles	CA	90017
Indenture Trustee	US Bank NA	Christopher H. Gehman Vice President, Global Corporate Trust Services	James Center Three	1051 East Cary Street, 6th Floor		Richmond	VA	23219
Indenture Trustee	US Bank NA		Po Box 70870			St Paul	MN	55170-9690
Chambers	USBC Central District of California	Hon. Sandra R. Klein	Edward R. Roybal Federal Building and U.S. Courthouse	255 East Temple Street, Suite 1582		Los Angeles	CA	90012

SERVICE LIST (via Electronic Mail)

Description	CreditorName	CreditorNoticeName	Email
TOP 30	Abbott Laboratories Inc	Nathan Scott	nathan.scott@abbott.com
TOP 30	Advantis Medical Staffing	Elayne Goldmane	goldman@advantismed.com
Counsel for Advantis Medical Staffing	Akerman LLP	Evelina Gentry and Anthony D. Sbardellati	evelina.gentry@akerman.com
TOP 30	Alhambra Hospital Medical Center	Terry Chu	terrychu@alhambrahospital.com
TOP 30	Allied Universal Security Services	Moises Rodriguez	moises.rodriguez@aus.com
Attorneys for the City of Montebello	Alvarez-Glasman & Colvin	Stephen T. Owens and Christy M. Garcia	sowens@agclawfirm.com; cgarcia@agclawfirm.com
TOP 30	Arthrex, Inc	Carla Pitcher	Carla.Pitcher@arthrex.com
TOP 30	Axis Spine Llc	DD Mate	dmate@axisspineco.com
TOP 30	Baxter Healthcare Corp	Yolieth Bazan Matamoros	yolieth_bazan@baxter.com
Counsel to Baxter Healthcare Corporation	Blakeley LC	Scott E. Blakeley	SEB@BlakeleyLC.com
TOP 30	Boston Scientific Corp	Kathleen Homsab	Kathleen.homsab@bsci.com
Counsel for Sodexo	Brown McGarry Nimeroff LLC	Jami B. Nimeroff	jinimeroff@bmnlawyers.com
Counsel to Proposed DIP Lender	Bryan Cave Leighton Paisner LLP	Eric S. Prezant	eric.prezant@bcplaw.com
Counsel to Proposed DIP Lender	Bryan Cave Leighton Paisner LLP	Vanessa Sunshine and Sharon Weiss	vanessa.sunshine@bcplaw.com; sharon.weiss@bcplaw.com
Counsel for United Nurses Associations of California/Union of Health Care Professionals	Bush Gottlieb, A Law Corporation	David E. Ahdoot, Kirk M. Prestegard and Adrian R. Butler	dahdoot@bushgottlieb.com; kprestegard@bushgottlieb.com; abutler@bushgottlieb.com
TOP 30	California Department Of Health Care	Tomas J. Aragon	D'Andria.Lewis@dhcs.ca.gov; Christine.Oguro@dhcs.ca.gov
California Department of Public Health	California Department of Public Health	Stephanie Spich	stephanie.spich@cdph.ca.gov
California Statewide Communities Development Authority	California Statewide Communities Development Authority	James Hamill	jhamill@cscda.org
TOP 30	Cepheid Inc.	Susan Jose	susan.jose@cepheid.com
TOP 30	Cloudwave	Loraine Sarno	lsarno@insightinvestments.com
TOP 30	Constellation New Energy-Gas	Zachary Kecyzkecy	ZacharyKecyzkecy@spectrum-nrg.com
Proposed Counsel to the Official Committee of Unsecured Creditors	Dentons US LLP	Tania M. Moyron, Samuel R. Maizel and Rebecca M. Wicks	tania.moyron@dentons.com; samuel.maizel@dentons.com; rebecca.wicks@dentons.com
Counsel for Medico Professional Linen Service and American Textile Maintenance	Elkins Kalt Weintraub Reuben Gartside LLP	Roye Zur	rzur@elkinskalt.com
TOP 30	First Financial Holdings Lc	Ricardo Oseguera	roseguera@ffequipmentleasing.com
Counsel to Indenture Trustee	Greenberg Traurig, LLP	Colleen Murphy, Kevin Walsh	Colleen.Murphy@gtlaw.com; Kevin.Walsh@gtlaw.com
Proposed DIP Lender	Hilco Real Estate	Attn Gary C. Epstein, Ryan Lawlor, Neil Aaronson and Robert Lubin	gepstein@hilcoglobal.com; rlawlor@hilcoglobal.com; NAaronson@hilcoglobal.com; RLubin@hilcoglobal.com
TOP 30	Huntington Technology Finance	Brent McQueen	brent.a.mcqueen@huntington.com
Counsel to Stalking Horse Purchaser	Jones Day	Joshua M. Mester and Catherine A. Ehrgott	jmaster@jonesday.com; cehrgott@JonesDay.com
TOP 30	Keenan and Associates	Eric Rodriguez	erodriguez@keenana.com
Counsel for Portage Point Partners, LLC, Triple P Securities, LLC, and Triple P RTS, LLC	Kirkland & Ellis LLP	David I. Horowitz	David.Horowitz@kirkland.com
Counsel for Portage Point Partners, LLC, Triple P Securities, LLC, and Triple P RTS, LLC	Kirkland & Ellis LLP	Ryan Blaine Bennett, P.C.	ryan.bennett@kirkland.com
Counsel for Hanmi Bank	Law Office of Nathan A. Schultz, P.C.	Nathan A. Schultz, Esq.	nschultzesq@gmail.com
Counsel to Medline Industries, LP	Lowenstein Sandler LLP	Robert M. Hirsh and Phillip Khezri	mhirsh@lowenstein.com; pkhezri@lowenstein.com
TOP 30	Medical Information Technology, Inc	Goretti Medeiros	gmedeiros@meditech.com
TOP 30	Medical Solutions LLC	Ruben Ramirez	Nick.Rudman@medicalsolutions.com; brian.koenig@koleyjessen.com
TOP 30	Medline Industries Inc	Brent Fogel	bfogel@medline.com
TOP 30	Medstar Anesthesia Services Inc	Robert Resnick	robert.amedinc@gmail.com
National Association of Attorneys General	National Association of Attorneys General		support@naag.org
TOP 30	Nixon Peabody Llp	Jennifer O'Neal	joneal@nixonpeabody.com
TOP 30	Noridian Healthcare Solutions, LLC	Theresa Pachel	JE-ERS@noridian.com
TOP 30	Office of Inspector General (OIG)	Nicole Caucci	Nicole.Caucchi@oig.hhs.gov
Attorney General of California	Office of the Attorney General	Emilio Varanini, Supervising Deputy Attorney General	Emilio.Varanini@doj.ca.gov
Attorney General of California	Office of the Attorney General	Neli Palma and Melissa Hamill	Neli.Palma@doj.ca.gov; Melissa.Hamill@doj.ca.gov
Attorney General of California	Office of the Attorney General	Roma Patel, Deputy Attorney General	Roma.Patel@doj.ca.gov
Office of the Attorney General of California	Office of the Attorney General of California	Consumer Law Section	Scott.Chan@doj.ca.gov
Deputy General Counsel to California Department of Health Care Services	Office of the California Attorney General	Department of Justice	Kenneth.Wang@doj.ca.gov
TOP 30	Outset Medical Inc	Andy Rabon	arabon@outmedical.com
TOP 30	Philips Healthcare	Jose Rivera	jose.rivera@philips.com

SERVICE LIST (via Electronic Mail)

Description	CreditorName	CreditorNoticeName	Email
TOP 30	Private Attorney General Act (PAGA)	Jarrold Salinas	jarrod@phoenixclassaction.com
Counsel for California Statewide Communities Development Corporation dba CSDA	Richards, Watson & Gershon	Stephen D. Lee	slee@rwglaw.com
TOP 30	Shiftwise	Jennifer Folds	jennifer.folds@medefis.com
Proposed Counsel to the Official Committee of Unsecured Creditors	Sills Cummis & Gross P.C.	Andrew Sherman and Boris Mankovetskiy	asherman@sillscummis.com; bmankovetskiy@sillscummis.com
TOP 30	Sodexho Inc & Affiliates	Luis Lunalluna	LuisLunalluna@beverly.org
TOP 30	Stryker Endoscopy	Joe Gallinatti	joe.gallinatti@stryker.com
TOP 30	Stryker Instruments	Donovan Reiley	donovan.reiley@stryker.com
TOP 30	Stryker Orthopedics	Trent Zaks	TrentZaks@stryker.com
U.S. Department of Health and Human Services, among other agencies and departments of the United States	United States Department of Justice	Civil Division	augustus.t.curtis@usdoj.gov
U.S. Department of Health and Human Services, among other agencies and departments of the United States	United States Department of Justice	Civil Division	augustus.t.curtis@usdoj.gov
Office of the United States Trustee	United States Trustee	Peter C. Anderson	hatty.yip@usdoj.gov; Michael.Jones4@usdoj.gov
Indenture Trustee	US Bank NA	Christopher H. Gehman Vice President, Global Corporate Trust Services	christopher.gehman@usbank.com