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ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

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

-----	§	
In re:	§	Chapter 11
	§	
ADPT DFW HOLDINGS LLC, <i>et al.</i> , ¹	§	Case No. 17-31432
	§	
Debtors.	§	Jointly Administered under Case No. 17-31432
-----	§	

**DEBTORS' EMERGENCY MOTION TO QUASH DEPOSITION
NOTICES AND MOTION TO COMPEL ANSWERS TO INTERROGATORIES**

[Relates to Dkt. No. 484]

COME NOW the above-captioned debtors and debtors in possession (collectively, the "Debtors") and hereby file this Emergency Motion (the "Emergency Motion") to Quash Deposition Notices and Motion to Compel Answers to Interrogatories, and in support thereof respectfully state as follows:

I. BACKGROUND

1. On July 27, 2017, the Official Committee of Equity Security Holders of Adeptus Health Inc. (the "Equity Committee") filed its *Motion of the Official Committee of Equity Security Holders of Adeptus Health Inc. For an Order (I) Appointing a Trustee For the Chapter 11 Estate*

¹ The Debtors include all of the affiliated entities that are listed on the Appendix, attached hereto.

of Adeptus Health Inc. Pursuant to Bankruptcy Code Section 1104(a); or, Alternatively, (II) Appointing an Examiner Pursuant to Bankruptcy Code Section 1104(c) and Terminating the Debtors' Exclusivity Period Pursuant to Bankruptcy Code Section 1121(d) (Dkt. No. 484) (the "Trustee Motion").

2. On August 11, 2017, Debtors served their First Set of Interrogatories in Connection with Docket No. 484 (the "Interrogatories"), which included 19 interrogatories narrowly tailored to the discover the bases for the allegations made in the Trustee Motion. *See Exhibit A.*

3. On August 18, the Equity Committee served its Objections and Responses to the Interrogatories. *See Exhibit B.* Those purported "responses," however, were not actually responses, but rather, were a litany of repetitive objections. *See Id.* Not a single Interrogatory was answered. *See Id.* Instead, every single request was objected to, *inter alia*, on the basis that (i) the Equity Committee's investigation is not complete, (ii) the information is not under the control of the Equity Committee, or (iii) even when the interrogatory quotes the Trustee Motion, the Interrogatories somehow were not reasonably calculated to lead to the discovery of admissible evidence.

4. Within hours after being served with the responses, counsel for Debtors emailed counsel for the Equity Committee regarding the utter lack of response to the Interrogatories and requested that the Equity Committee amend the responses by Monday, August 21 ahead of depositions scheduled for Tuesday, August 22. **Exhibit C.** Receiving no response, counsel for Debtors again emailed counsel for the Equity Committee on August 22 requesting amended responses. **Exhibit D.** As of the filing of this Emergency Motion, however, counsel for the Equity Committee has still not responded.

5. On Monday, August 21, 2017, the Equity Committee served its Second Amended Notice of Deposition of Gregory W. Scott (**Exhibit E**) and Second Amended Notice of Deposition of Debtors (**Exhibit F**).

II. ARGUMENT

6. The Debtors properly served its narrowly tailored Interrogatories on the Equity Committee but has received not a single substantive response to any of the 19 interrogatories contained therein. The Interrogatories were in direct response to the Trustee Motion filed by the Equity Committee and are necessary to understand the bases for the allegations contained in the Trustee Motion. Without substantive responses to the Interrogatories, Debtors are unable to understand the allegations and are therefore unable to proceed with the noticed depositions.

7. The purported “responses” were not served in good faith. Either the objections were served improperly as a delay tactic, or worse, they are factually accurate and therefore troubling. Assuming they were merely served for delay, then the Equity Committee should not be rewarded for such dilatory conduct by being allowed to ambush the witnesses at depositions, and the depositions should be moved until after the Equity Committee has provided substantive responses. If, on the other hand, the responses are accurate because the factual contentions in the Trustee Motion have no evidentiary support (notably little if any contentions are made on information and belief or suggest a need for further investigation), then the depositions should be quashed altogether.

III. CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court grant this *Emergency Motion to Quash Deposition Notices and Motion to Compel Answers to Interrogatories* and quash the attached deposition notices and compel the Equity Committee to provide substantive answers to the Interrogatories. Debtors further request that this Court grant such other and further relief to which the Debtors are entitled, at law or in equity.

Dated: August 22, 2017
Dallas, Texas

NORTON ROSE FULBRIGHT US LLP

By: /s/ Liz Boydston

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CERTIFICATE OF CONFERENCE

Pursuant to L.B.R. 9007-1(f), the undersigned counsel hereby certifies that the Debtors have attempted to confer via email with counsel for the Equity Committee on August 18, 2017 and August 22, 2017, but were unable to reach agreement. Accordingly, the Debtors understand that the Equity Committee opposes the relief contained in the Emergency Motion.

/s/ Liz Boydston

Liz Boydston

Appendix
(Sorted Alphabetically)

#	Debtor Name	Case No.	EIN
1.	Adeptus Health Colorado Holdings LLC	17-31448	30-0857912
2.	Adeptus Health Inc.	17-31434	46-5037387
3.	Adeptus Health LLC	17-31435	32-0432716
4.	Adeptus Health Management LLC	17-31455	32-0448472
5.	Adeptus Health Phoenix Holdings LLC	17-31461	35-2487075
6.	Adeptus Health Ventures LLC	17-31466	36-4802997
7.	ADPT Columbus Holdings LLC	17-31471	36-4835265
8.	ADPT DFW Holdings LLC	17-31432	30-0857947
9.	ADPT Houston Holdings LLC	17-31479	30-0857977
10.	ADPT New Orleans Holdings LLC	17-31486	32-0479313
11.	ADPT New Orleans Management LLC	17-31493	Pending
12.	ADPT-AZ MPT Holdings LLC	17-31497	61-1772047
13.	ADPT-AZ RE Holdings LLC	17-31502	47-5241979
14.	ADPT-CO MPT Holdings LLC	17-31508	47-3512571
15.	ADPT-CO RE Holdings LLC	17-31512	47-3565144
16.	ADPT-Columbus MPT Holdings LLC	17-31519	Pending
17.	ADPT-Columbus RE Holdings LLC	17-31523	Pending
18.	ADPT-DFW MPT Holdings LLC	17-31527	81-0772445
19.	ADPT-DFW RE Holdings LLC	17-31532	81-0785981
20.	ADPT-Houston MPT Holdings LLC	17-31533	30-0914017
21.	ADPT-Houston RE Holdings LLC	17-31536	61-1781468
22.	ADPT-LA MPT Holdings LLC	17-31542	81-0752643
23.	ADPT-LA RE Holdings LLC	17-31545	81-0758384
24.	AJNH Medical Center LLC	17-31548	36-4729524
25.	Alamo Heights SA Medical Center LLC	17-31553	35-2547715
26.	Algiers Medical Center LLC	17-31556	32-0455775
27.	Alvin Medical Center LLC	17-31561	90-1008817
28.	Anthem Medical Center LLC	17-31564	37-1740119
29.	Antoine Medical Center LLC	17-31440	35-2537322
30.	Arizona General ER LLC	17-31444	90-1025598
31.	Atascocita 1960 Medical Center LLC	17-31449	36-4780687
32.	Austin Brodie Medical Center LLC	17-31454	61-1713294
33.	Baytown Medical Center LLC	17-31456	30-0840445
34.	Bella Terra Medical Center LLC	17-31459	80-0957867
35.	Bender's Landing Medical Center LLC	17-31468	37-1752156
36.	Blacklick Woods Medical Center LLC	17-31475	30-0805532
37.	Briar Forest-Eldridge Medical Center LLC	17-31482	35-2481862
38.	Broad Wagoner Medical Center LLC	17-31488	35-2492252
39.	Brushy Creek Medical Center LLC	17-31494	38-3923792
40.	Camelback 83rd Medical Center LLC	17-31498	38-3945993
41.	Cedar Park Lakeline Medical Center LLC	17-31505	35-2493773
42.	Centennial Medical Center LLC	17-31509	32-0436930
43.	Center Street DP Medical Center LLC	17-31516	35-2453223
44.	Chandler Germann Medical Center LLC	17-31521	80-0938469
45.	Chandler Heights Medical Center LLC	17-31525	32-0456525

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46.	Cinco Ranch Medical Center LLC	17-31529	61-1744313
47.	Colonial Lakes Medical Center LLC	17-31535	90-1004044
48.	Colorado General Hospital LLC	17-31539	35-2506314
49.	Conroe Medical Center LLC	17-31544	37-1743660
50.	Converse Medical Center LLC	17-31551	30-0820305
51.	Copperwood Medical Center LLC	17-31554	84-1697403
52.	Creekside Forest Medical Center LLC	17-31557	36-4781064
53.	Culebra-Tezel Medical Center LLC	17-31559	90-1020838
54.	De Zavala Medical Center LLC	17-31560	30-0879734
55.	Dublin Medical Center LLC	17-31563	80-0965351
56.	Eagles Nest Medical Center LLC	17-31565	04-3847518
57.	East Mesa Medical Center LLC	17-31437	90-1033851
58.	East Pflugerville Medical Center LLC	17-31439	90-1023315
59.	East Riverside Medical Center LLC	17-31442	38-3973259
60.	ECC Management, LLC	17-31443	16-1711879
61.	FCER Management, LLC	17-31447	11-3798239
62.	First Choice ER, LLC	17-31436	27-5348156
63.	First Texas Hospital Cy-Fair LLC	17-31451	47-3480091
64.	Four Points Medical Center LLC	17-31464	38-3938637
65.	Friendswood Medical Center LLC	17-31469	38-3916132
66.	FTH Houston Partners LLC	17-31474	47-3466871
67.	Garland Centerville Medical Center LLC	17-31477	35-2537960
68.	Gilbert Medical Center LLC	17-31481	80-0940827
69.	Gleannloch Farms Medical Center LLC	17-31485	35-2481256
70.	Glendale Medical Center LLC	17-31489	90-1012820
71.	Goodyear Medical Center LLC	17-31490	90-1007336
72.	Greenville Stacy Medical Center LLC	17-31492	38-3926926
73.	Guadalupe River Medical Center LLC	17-31496	35-2514826
74.	Hampden Tower Medical Center LLC	17-31499	38-3928757
75.	Helotes Medical Center LLC	17-31501	36-4782313
76.	Hilliard Medical Center LLC	17-31504	35-2491198
77.	Houston 9520 Jones Medical Center LLC	17-31507	32-0432459
78.	Houston FM 1960 Medical Center LLC	17-31511	37-1783329
79.	Katy ER Center LLC	17-31514	45-2583773
80.	Keller Medical Center LLC	17-31517	61-1736669
81.	Kingwood Medical Center LLC	17-31520	80-0684495
82.	Kuykendahl Medical Center LLC	17-31524	34-2028269
83.	La Porte Medical Center LLC	17-31526	80-0927953
84.	Lakewood Forest Medical Center LLC	17-31530	90-1013791
85.	League City Medical Center LLC	17-31438	36-4766358
86.	Legacy Trails Medical Center LLC	17-31441	61-1744649
87.	Lewis Center Medical Center LLC	17-31445	32-0431791
88.	Litchfield Park Medical Center LLC	17-31446	36-4801379
89.	Louetta Medical Center LLC	17-31450	74-3178584
90.	Marrero Medical Center LLC	17-31453	61-1753468
91.	Meadowbrook Heights Medical Center LLC	17-31457	32-0448039
92.	Medical Center of Crosby Lynchburg LLC	17-31458	38-3922039
93.	Medical Center of Spring Rayford Richards LLC	17-31462	37-1747613

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94.	Mesa Tierra Medical Center LLC	17-31465	35-2523890
95.	Midlothian Medical Center LLC	17-31470	30-0802928
96.	Mountain Park Ranch Medical Center LLC	17-31473	38-3939092
97.	National Medical Professionals of Arizona LLC	17-31478	37-1757007
98.	National Medical Professionals of Ohio LLC	17-31483	30-0829176
99.	New Orleans East Medical Center LLC	17-31510	61-1753435
100.	Northwest Harris County Medical Center LLC	17-31538	36-4781722
101.	Ohio General ER LLC	17-31540	38-3918055
102.	Ohio General Hospital LLC	17-31547	80-0956267
103.	OpFree Licensing LP	17-31549	01-0831027
104.	OpFree RE Investments, Ltd.	17-31558	06-1740727
105.	OpFree, LLC	17-31562	34-2028263
106.	Pearland 518 Medical Center LLC	17-31566	90-1025398
107.	Pearland Parkway Medical Center LLC	17-31567	51-0576704
108.	Pearland Sunrise Medical Center LLC	17-31568	90-1001726
109.	Pflugerville Medical Center LLC	17-31569	45-2552050
110.	Potranco Medical Center LLC	17-31570	80-0966887
111.	Provinces Medical Center LLC	17-31571	80-0967881
112.	Queen Creek Medical Center LLC	17-31572	32-0457346
113.	Rosenberg Medical Center LLC	17-31452	80-0964882
114.	Roy Richard Medical Center LLC	17-31460	35-2491802
115.	San Antonio Nacogdoches Medical Center LLC	17-31463	80-0937326
116.	San Tan Valley Medical Center LLC	17-31467	36-4801184
117.	Seguin Foster Medical Center LLC	17-31472	35-2532650
118.	Sienna Plantation Medical Center LLC	17-31476	90-1009094
119.	South Bend Medical Center LLC	17-31480	61-1770288
120.	South Carrier Medical Center LLC	17-31484	32-0429602
121.	South Green Oaks Medical Center LLC	17-31487	90-1012518
122.	Spanish Oaks Medical Center LLC	17-31491	90-1012951
123.	Spring 2920 Medical Center LLC	17-31495	36-4776092
124.	Spring Green Medical Center LLC	17-31500	Pending
125.	SSHMedical Center LLC	17-31503	77-0666943
126.	Sterling Ridge Medical Center II LLC	17-31506	32-0439505
127.	Sterling Ridge Medical Center LLC	17-31513	16-1711883
128.	Summerwood Medical Center LLC	17-31515	30-0802964
129.	Surprise Medical Center LLC	17-31518	90-1012038
130.	SW Chandler Medical Center LLC	17-31522	90-1032288
131.	Sycamore School Medical Center LLC	17-31528	35-2494277
132.	Tempe McClintock Baseline Medical Center LLC	17-31531	38-3923748
133.	Tempe Rural-Baseline Medical Center LLC	17-31534	30-0852296
134.	Texas Regional Hospital LLC	17-31537	37-1753820
135.	Victory Lakes Medical Center LLC	17-31541	37-1751372
136.	Wadsworth-Belleview Medical Center LLC	17-31543	35-2486458
137.	Waterside Medical Center LLC	17-31546	36-4767886
138.	White Settlement Medical Center LLC	17-31550	38-3970573
139.	Wilderness-Hardy Oak Medical Center LLC	17-31552	80-0954867
140.	William Cannon Medical Center LLC	17-31555	35-2493839

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9.	Legacy Trails Medical Center LLC	17-31441	61-1744649
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12.	Arizona General ER LLC	17-31444	90-1025598
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17.	Atascocita 1960 Medical Center LLC	17-31449	36-4780687
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19.	First Texas Hospital Cy-Fair LLC	17-31451	47-3480091
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21.	Marrero Medical Center LLC	17-31453	61-1753468
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45.	Garland Centerville Medical Center LLC	17-31477	35-2537960
46.	National Medical Professionals of Arizona LLC	17-31478	37-1757007

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50.	Briar Forest-Eldridge Medical Center LLC	17-31482	35-2481862
51.	National Medical Professionals of Ohio LLC	17-31483	30-0829176
52.	South Carrier Medical Center LLC	17-31484	32-0429602
53.	Gleannloch Farms Medical Center LLC	17-31485	35-2481256
54.	ADPT New Orleans Holdings LLC	17-31486	32-0479313
55.	South Green Oaks Medical Center LLC	17-31487	90-1012518
56.	Broad Wagoner Medical Center LLC	17-31488	35-2492252
57.	Glendale Medical Center LLC	17-31489	90-1012820
58.	Goodyear Medical Center LLC	17-31490	90-1007336
59.	Spanish Oaks Medical Center LLC	17-31491	90-1012951
60.	Greenville Stacy Medical Center LLC	17-31492	38-3926926
61.	ADPT New Orleans Management LLC	17-31493	Pending
62.	Brushy Creek Medical Center LLC	17-31494	38-3923792
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135.	Pearland Parkway Medical Center LLC	17-31567	51-0576704
136.	Pearland Sunrise Medical Center LLC	17-31568	90-1001726
137.	Pflugerville Medical Center LLC	17-31569	45-2552050
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	§	
ADPT DFW HOLDINGS LLC, <i>et al.</i> ,	§	Case No. 17-31432 (SGJ)
	§	
Debtors.	§	Jointly Administered
	§	Under Case No. 17-31432

**DEBTORS’ FIRST SET OF INTERROGATORIES
IN CONNECTION WITH DOCKET NO. 484, THE TRUSTEE MOTION**

PLEASE TAKE NOTICE that, pursuant to Rule 33 of the Federal Rules of Civil Procedure, made applicable herein by Rule 7033 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors and debtors in possession hereby request that the Official Committee of Equity Security Holders of Adeptus Health, Inc. respond in writing and under oath to the Debtors’ First Set of Interrogatories in Connection With the Trustee Motion (collectively, the “**Interrogatories**” and each, an “**Interrogatory**”) by August 18, 2017, or any date mutually agreed upon by the Parties after a meet and confer.

INSTRUCTIONS

1. Each Interrogatory shall be answered completely, separately and fully. If You (defined below) are unable to answer any Interrogatory in full, after exercising due diligence to secure the requested information, so state, and explain why the Interrogatory cannot be answered in full.

2. The terms “describe” and “state” mean to set forth fully and unambiguously every fact relevant to the subject of an Interrogatory, of which You have knowledge or information.

3. The term “including” shall be construed as including but not limited to.

4. These Interrogatories are deemed to be continuing in nature as required by Federal Rule 26(e). If You become aware, in light of additional information or otherwise, that Your responses are incomplete or incorrect, You shall supplement or correct Your responses.

5. If You object to any Interrogatory or portion thereof on the basis of a claim of attorney-client privilege, the work product doctrine, or any other claim of privilege or immunity, You must furnish a written statement setting forth the information required by Federal Rule of Civil Procedure 26(b)(5) made applicable by Federal Rule of Bankruptcy Procedure 7026.

6. Where a term or phrase defined herein is not capitalized as set forth in the “Definitions” section below, such term or phrase shall nonetheless have the definition ascribed to it in the “Definitions” section.

7. If You object to any particular portion of any Interrogatory herein, the objection shall state with specificity all grounds for such objection. No part of any Interrogatory shall be left unanswered because an objection is made to any other part.

8. Any documents or things produced in response to an Interrogatory should be segregated and identified by the Interrogatory to which it is primarily responsive or produced.

9. If, in responding to the Interrogatories, You claim any ambiguity in interpreting an Interrogatory or a definition or instruction applicable thereto, such claim shall not be utilized by You as a basis for refusing to respond, but You shall set forth as part of Your response to such Interrogatory, the language deemed to be ambiguous and the interpretation chosen to be used in responding to the Interrogatory.

10. In the event that You claim that an Interrogatory is overbroad or unduly burdensome, You are requested to respond to that portion of the Interrogatory which is unobjectionable and specifically identify the respect in which the Interrogatory is allegedly overbroad or unduly burdensome. If Your objection only goes to part of the Interrogatory, answer the Interrogatory to the extent that any such answer does not fall within the scope of Your objection.

11. For purposes of the Interrogatories, terms not specifically defined shall be given their ordinary meanings as You understand them to be used in the trade.

12. The use of a verb in any tense shall be construed as the use of the verb in all other tenses whenever necessary to bring within the scope of the Interrogatories all documents or information that might otherwise be construed outside of their scope.

13. The plural includes the singular, and the singular includes the plural.

14. Although some of the Interrogatories may overlap with other Interrogatories, no Interrogatory should be read as limiting any other Interrogatory.

DEFINITIONS

1. “**And**” and “**or**” both mean “and/or.”
2. “**Any**” or “**All**” both mean “any and all.”
3. “**Bankruptcy Code**” means title 11 of the United States Code, as amended from time to time, as applicable to these Chapter 11 Cases.
4. “**Bankruptcy Court**” means the United States Bankruptcy Court for the Northern District of Texas having jurisdiction over the Chapter 11 Cases and, to the extent of any reference made under Section 157 of Title 28 of the United States Code or the Bankruptcy Court is determined not to have authority to enter a Final Order on an issue, the unit of such District Court having jurisdiction over the Chapter 11 Cases under Section 151 of Title 28 of the United States Code.
5. “**Cause of Action**” or “**Causes of Action**” means any action, claim, cross-claim, third-party claim, cause of action, controversy, demand, right, lien, indemnity, contribution, guaranty, suit, obligation, liability, debt, damage, judgment, account, defense, remedy, offset, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, contingent or non-contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, foreseen or unforeseen, direct or indirect, choate or inchoate, secured or unsecured, assertable directly or derivatively (including, without limitation, under alter ego theories), whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity, or pursuant to any other theory of law. For the avoidance of doubt, Cause of Action includes: (a) any right of setoff, counterclaim, or recoupment and any claim for breach of contract or for breach of duties imposed by law or in equity; (b) the right to object to Claims or Interests; (c) any claim pursuant to Section 362 or Chapter 5 of the Bankruptcy Code;

(d) any claim or defense including fraud, mistake, duress, and usury and any other defenses set forth in Section 558 of the Bankruptcy Code; and (e) any claims under any state or foreign law, including, without limitation, any fraudulent transfer or similar claims.

6. “**Chapter 11 Case**” means, with respect to a Debtor, such Debtor’s case under Chapter 11 of the Bankruptcy Code commenced on the Petition Date in the Bankruptcy Court, jointly administered with all other Debtors’ cases under Chapter 11 of the Bankruptcy Code, and styled *In re ADPT DFW Holdings LLC, et al.*, Case No. 17-31432-(SGJ)

7. “**Communication**” or “**Communications**” means the transmittal of information (in the form of facts, ideas, inquiries, electronic mail, correspondence, memoranda, or documents, in writing, orally, verbally, and otherwise).

8. “**Creditors’ Committee**” means the Official Committee of Unsecured Creditors that was appointed in the Chapter 11 Cases on May 1, 2017.

9. “**D&O Claims**” has the meaning ascribed to it in the Disclosure Statement.

10. “**Debtor**” and “**Debtors**” shall have the meanings ascribed to them in the Plan.

11. “**Deerfield**” means Deerfield Management Company, L.P. and its affiliates.

12. “**Describe in detail**” means to state all grounds, bases, facts, locations, and applicable dates (*e.g.*, the dates of any events, incidents, or communications), and identify all Persons involved.

13. “**Directors and Officers**” means each Debtor’s current and former directors and officers.

14. “**Disclosure Statement**” means that certain *Disclosure Statement for Debtors’ First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* filed at

Docket No. 452 in the Chapter 11 Cases, as amended, modified, and supplemented from time to time.¹

15. “**DLA**” means DLA Piper LLP (US).

16. “**Documents**” includes all documents that are within the scope of the Federal Rules of Civil Procedure, and includes all written, recorded, electronic, graphic, or photographic matter, however produced or reproduced, and includes, without limiting the generality of the foregoing, all computer records, photographs, data, drawings, mail, electronic mail, compilations, letters, handwritten notes, field data, factual observations, tests, studies, charts, graphs, opinions, reports, white papers, supporting calculations, memoranda, ledgers, reference materials, journals, minutes, books, drafts, depositions, summaries, statements, transcriptions, telephone slips, expense accounts, time sheets, telegrams, cables, microfilm, prints, publications, recordings, affidavits, bills, receipts, checks, invoices, video tapes, DVDs, compact discs, motion pictures, audio tapes, pamphlets, agreements and contracts.

17. “**Equity Committee**” means the Official Committee of Equity Security Holders of Adeptus Health, Inc. appointed in the Chapter 11 Cases.

18. “**HoldCo**” means Adeptus Health LLC.

19. “**IPO**” has the meaning ascribed to it in the Disclosure Statement.

20. “**July 2015 Offering**” means the secondary offering conducted on July 29, 2015, by PubCo of 2,645,277 shares of Class A common stock, at a price to the public of \$105.00 per share, which generated net proceeds of approximately \$265.9 million, and PubCo’s use of such proceeds to purchase 2,645,277 LLC Units from certain Post-IPO Unit Holders.

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Disclosure Statement or the Trustee Motion, as applicable.

21. “**June 2016 Offering**” means the secondary offering conducted on June 2, 2016, by PubCo of 1,774,219 shares of Class A common stock, at a price to the public of \$62.00 per share, which generated net proceeds of approximately \$107.4 million, and PubCo’s use of such proceeds PubCo used the net proceeds to purchase 1,774,219 LLC Units from certain Post-IPO Unit Holders.

22. “**LLC Units**” means the limited liability company units of HoldCo.

23. “**Matlin**” means MatlinPatterson Global Opportunities Master Fund L.P. and its affiliates.

24. “**May 2015 Offering**” means the secondary offering conducted on May 11, 2015, by PubCo of 1,572,296 shares of Class A common stock, at a price to the public of \$63.75 per share, which generated net proceeds of approximately \$94.5 million, and PubCo’s use of such proceeds to purchase 1,572,296 LLC Units from certain Post-IPO Unit Holders.

25. “**NOLs**” means the net operating loss identified on PubCo’s Scheduled B filed at Docket No. 9 in the Chapter 11 Cases.

26. “**Norton Rose Fulbright**” means Norton Rose Fulbright US LLP.

27. “**Person**” means any natural person or any business, corporation, company, limited liability company, partnership, legal entity, association, or governmental entity.

28. “**Petition Date**” means April 19, 2017, the date on which the Debtors commenced the Chapter 11 Cases.

29. “**Plan**” means that certain *Debtors’ First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* filed at Docket No. 451 in the Chapter 11 Cases, including all appendices, exhibits, schedules, and supplements hereto (including, without limitation, any appendices, schedules, and supplements to this Plan included in the Plan

Supplement), as may be amended or modified from time to time in accordance with the Bankruptcy Code and the terms of the Plan.

30. “**Pre-IPO Unit Holders**” has the meaning ascribed to it in the Disclosure Statement.

31. “**Post-IPO Unit Holders**” has the meaning ascribed to it in the Disclosure Statement.

32. “**PubCo**” means Adeptus Health Inc.

33. “**Relating to**” or “**Related**” means relating to, defining, constituting, referring to, containing, embodying, identifying, stating, dealing with, reflecting, or pertaining to.

34. “**Secondary Offerings**” means, collectively, the May 2015 Offering, the July 2015 Offering, and the June 2016 Offering.

35. “**Sterling Parties**” means Sterling Partners and its subsidiaries and affiliates (other than the Debtors), current officers and directors, principals, shareholders, members, partners, managers, employees, and agents.

36. “**Subsidiaries**” means any and all subsidiaries of PubCo.

37. “**Term Sheet**” means that certain term sheet attached as Exhibit A to the Trustee Motion.

38. “**TRA**” means the Tax Receivable Agreement.

39. “**Trustee Motion**” means that certain *Emergency Motion of the Official Committee of Equity Security Holders of Adeptus Health Inc. for an Order (I) Appointing a Trustee for the Chapter 11 Estate of Adeptus Health Inc. Pursuant to Bankruptcy Code Section 1104(a); or, Alternatively, (II) Appointing an Examiner Pursuant to Bankruptcy Code Section*

1104(c) and Terminating the Debtors' Exclusivity Period Pursuant to Bankruptcy Code Section 1121(d) filed at Docket No. 484 in the Chapter 11 Cases.

40. “**Wexford**” means, collectively, Wexford Spectrum Investors, LLC, Debello Investors, LLC, and their respective affiliates.

41. “**You**” or “**Your**” means the Equity Committee, its members (in any capacity), and all of their respective current and former affiliates, officers, directors, employees, representatives, agents, assigns, predecessors, successors, professionals, advisors, or attorneys.

INTERROGATORIES

INTERROGATORY NO. 1:

Identify with particularity any of PubCo’s current or former employees, directors, or officers that have contacted You, that You contacted, or that You have otherwise had Communications with, regarding the JV agreements, allegations and assertions set forth in the Trustee Motion, and/or any other alleged mismanagement of PubCo or any of the Debtors, and any Causes of Action; and, with respect to any Person so identified, describe in detail (i) any and all Communications that You had with, or received from, such Person, including the subject of such Communications and (ii) any Documents and other information that any such Person identified, discussed, shared with, and/or provided to You.

ANSWER:

INTERROGATORY NO. 2:

Identify with particularity every Cause of Action that You contend that PubCo has or may have with respect to the Directors and Officers, the Sterling Parties, Deerfield, DLA, Norton Rose Fulbright, FTI, KPMG, any other alleged insider of a Debtor, and/or any other professional including, without limitation, any Causes of Action referenced in the Trustee Motion. In the response, please indicate, for each Causes of Action You identify, how PubCo suffered damages, who caused those damages, and under which legal theory PubCo is entitled to independently assert those claims.

ANSWER:

INTERROGATORY NO. 3:

Describe in detail the entire factual and legal basis for Your contention that any and all Causes of

Action against PubCo's Directors and Officers, affiliates, insiders, and/or professionals, including any proceeds of such Causes of Action, are the sole property of PubCo.

ANSWER:

INTERROGATORY NO. 4:

Describe in detail whether You contend or believe that (i) PubCo, (ii) any other Debtor, or (iii) any Pre-IPO Unit Holders received any consideration or value in connection with or relating to the IPO and the Secondary Offerings, and, if so, describe in detail any such consideration or value allegedly received.

ANSWER:

INTERROGATORY NO. 5:

State whether You contend or believe that any Subsidiaries or Debtors have or had, directly or indirectly, a legal, equitable, or beneficial interest (including an interest based on any contract, statute, or common law) in any of the D&O Claims (including the proceeds thereof), Causes of Action (including the proceeds thereof) relating to the IPO and Secondary Offerings, any IPO or Secondary Offering proceeds, and/or other property owned or held by PubCo, and describe in detail the grounds for that contention, belief, or other position, and identify with particularity any Subsidiary or Debtor holds such an interest.

ANSWER:

INTERROGATORY NO. 6:

Describe in detail (i) the cost to the Debtors' estates associated with the appointment of a trustee and/or examiner in the Chapter 11 Cases; (ii) the manner in which You calculated the amounts stated in response in subsection (i) of this Interrogatory; and (iii) the entire basis for Your contention that "AHI submits that the cost of appointing a trustee solely for the AHI estate, to protect the interests of AHI, substantially outweigh any costs associated with such appointment."

ANSWER:

INTERROGATORY NO. 7:

Identify all agreements of any of the Debtors “where rejection may not be in the best interests of the Debtors’ estates” and describe, for each agreement identified, what You contend would be in the Debtors’ estates’ best interests, the basis for such contention, and any analysis or calculation relating to such contention.

ANSWER:

INTERROGATORY NO. 8:

Describe in detail the entire basis for Your contention that the Debtors have “historically mismanaged” the joint ventures or any other aspect of their businesses, including Your contention that “[t]he Debtors’ historical mismanagement of the Joint Ventures is continuing unabated post-petition” and what course of action You contend the Debtors should take with respect to each of the Joint Ventures.

ANSWER:

INTERROGATORY NO. 9:

Describe in detail the entire basis for Your contention that PubCo’s board and management are “squandering AHI’s assets for the primary benefit of Deerfield.”

ANSWER:

INTERROGATORY NO. 10:

Describe in detail the entire basis for Your contention that “[t]he Joint Ventures’ historical failure to make required payments . . . likely constitutes a material breach of the agreements between the Debtors and the Joint Ventures, giving rise to termination rights and other remedies on behalf of the Debtors” and identify relevant provisions of the Joint Venture agreements that support your contentions.

ANSWER:

INTERROGATORY NO. 11:

Describe in detail, and on an element-by-element basis, the entire basis for Your contention that the Debtors' estates cannot and/or should not be consolidated as proposed in subsection 5.1 of the Plan, including Your contention that substantive consolidation would result in "taking assets" and "diverting recoveries on such assets to, principally, creditors of AHI's subsidiaries, including Deerfield."

ANSWER:

INTERROGATORY NO. 12:

Describe in detail the financial consequences to the Debtors' estates and their creditors (including, without limitation, the amount and timing of any recoveries for the Debtors' creditors) in the absence of subsection 5.1 of the Plan.

ANSWER:

INTERROGATORY NO. 13:

Describe in detail the entire basis for Your assertion that "the Equity Committee is skeptical that the subsidiary Debtors hold any breach of fiduciary duty claims against the AHI Board/management" and Your contention that "to the extent that any subsidiary Debtors . . . do possess breach of fiduciary duty claims against the AHI Board/management, substantive consolidation is neither necessary nor appropriate to resolve any potential dispute regarding allocation of recoveries on account of such claims."

ANSWER:

INTERROGATORY NO. 14:

Describe in detail, and on an element-by-element basis, the entire basis for Your contention that the Debtors' exclusivity periods under Bankruptcy Code Section 1121 must or should be terminated pursuant to Bankruptcy Code Section 1121(d), including, without limitation, Your contention that "the unique and unfortunate circumstances of these cases also necessitate termination of the Debtors' exclusivity period at this stage of the proceedings."

ANSWER:

INTERROGATORY NO. 15:

Describe in detail the entire basis for Your contention that the Debtors “have not put forth a viable Chapter 11 plan.”

ANSWER:

INTERROGATORY NO. 16:

Identify with particularity, and describe in detail, any Communications with any Person involved with or regarding the terms, formulation, evaluation, analysis, or structuring of the Term Sheet and the transactions contemplated thereunder.

ANSWER:

INTERROGATORY NO. 17:

Identify with particularity and describe in detail (i) all analyses that You are aware of, have conducted, or are in possession of, with respect to the Plan and/or the Term Sheet; (ii) the entire basis underlying any such analyses; and (iii) the recoveries available to the Debtors’ creditors under the Term Sheet.

ANSWER:

INTERROGATORY NO. 18:

Describe in detail whether there is a funding source for the plan proposed in the Term Sheet, who or what entities will be funding the plan proposed in the Term Sheet, whether commitments to fund have been made and executed, and the breakdown of amounts to be funded by person/entity.

ANSWER:

INTERROGATORY NO. 19:

Identify with particularity the basis for Your contention that the DIP Order may be reconsidered pursuant to Fed. R. Bankr. P. 9024.

ANSWER:

Dated: Dallas, Texas
August 11, 2017

NORTON ROSE FULBRIGHT US LLP

By /s/ Scott P. Drake

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*Attorneys for Debtors and
Debtors in Possession*

CERTIFICATE OF SERVICE

Pursuant to the Federal Rules of Civil Procedure, I certify that a true and correct copy of the foregoing has been served on August 11, 2017, by electronic mail on the following counsel of record:

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**COUNSEL FOR THE OFFICIAL
COMMITTEE OF EQUITY SECURITY
HOLDERS**

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

In re:	:	Chapter 11
	:	
ADPT DFW HOLDINGS LLC, <i>et al.</i> ,	:	Case No. 17-31432-SGJ-11
	:	
Debtors.	:	Jointly Administered Case No. 17-31432
	:	

**THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF ADEPTUS
HEALTH INC.’S OBJECTIONS AND RESPONSES
TO THE DEBTORS’ FIRST SET OF INTERROGATORIES
IN CONNECTION WITH DOCKET NO. 484, THE TRUSTEE MOTION**

Pursuant to Rule 33 of the Federal Rules of Civil Procedure and Rule 7033 of the Federal Rules of Bankruptcy Procedure, the Official Committee of Equity Security Holders of Adeptus Health Inc. (the “Equity Committee”), by and through its undersigned counsel, hereby serves its *Objections and Responses to the Debtors’ First Set of Interrogatories in Connection with Docket No. 484, The Trustee Motion* (the “Interrogatories”), and states as follows:

GENERAL OBJECTIONS

1. The Equity Committee objections to each Instruction, Definition, and Interrogatory to the extent it is inconsistent with, or imposes obligations beyond that required by, the Federal Rules of Civil Procedure, the Federal Rules of Bankruptcy Procedure, and the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas, or any schedule or ruling that may be entered by the Court.

2. The Equity Committee objections to each Instruction, Definition, and Interrogatory to the extent that it seeks information, documents, or things protected by the attorney-client privilege, work-product doctrine, common-interest privilege, or any other applicable privilege, immunity, or protection.

3. The Equity Committee objections to each Instruction, Definition, and Interrogatory to the extent that it seeks information that is confidential information of third parties, and which the Equity Committee is obligated to maintain as confidential information.

4. The Equity Committee's investigation and discovery efforts are ongoing, and the Equity Committee reserves its right to amend or supplement these objections and responses as additional discovery and information becomes available, or in the event of error, inadvertent mistake, or omission.

5. The Equity Committee objects to each Instruction, Definition, and Interrogatory to the extent that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

6. By making these objections and responses to the Interrogatories, the Equity Committee does not waive, and hereby expressly reserves, its right to assert any and all objections as to the admissibility of such response into evidence in this matter, or in any

proceedings, on any and all grounds including but not limited to competency, relevancy, materiality, and privilege. Further, the Equity Committee makes these objections and responses to the Interrogatories without in any way implying that it considers the Interrogatories to be relevant or material to these chapter 11 cases.

7. No waiver of the above-stated objections shall be implied from inclusion of further or more specific objections in individual responses below or from the inclusion of a response.

8. The Equity Committee is willing to meet and confer on any and all objections and responses to these Interrogatories, including objections to Instructions and Definitions.

9. The Equity Committee objects to the definition of “Describe in detail” as overly broad and unduly burdensome to require the Equity Committee to state “all grounds, bases, facts, locations, and applicable dates . . . and identify all Persons involved.” The task of identifying “all” such things is not proportional to the needs of the case.

10. The Equity Committee objects to the definition of “You” or “Your” as overly broad, unduly burdensome, and vague to the extent it purports to include entities and persons that are not a party to these chapter 11 cases. As used herein, the “Equity Committee” refers to the Official Committee of Equity Security Holders of Adeptus Health Inc.

OBJECTIONS AND RESPONSES TO INTERROGATORIES

The Equity Committee’s responses are based upon information presently available to and located by the Equity Committee and its attorneys, and the Equity Committee reserves the right to amend or supplement its responses after further investigation and discovery.

INTERROGATORY NO. 1:

Identify with particularity any of PubCo's current or former employees, directors, or officers that have contacted You, that You contacted, or that You have otherwise had Communications with, regarding the JV agreements, allegations and assertions set forth in the Trustee Motion, and/or any other alleged mismanagement of PubCo or any of the Debtors, and any Causes of Action; and, with respect to any Person so identified, describe in detail (i) any and all Communications that You had with, or received from, such Person, including the subject of such Communications and (ii) any Documents and other information that any such Person identified, discussed, shared with, and/or provided to You.

ANSWER TO INTERROGATORY NO. 1:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 2:

Identify with particularity every Cause of Action that You contend that PubCo has or may have with respect to the Directors and Officers, the Sterling Parties, Deerfield, DLA, Norton Rose Fulbright, FTI, KPMG, any other alleged insider of a Debtor, and/or any other professional including, without limitation, any Causes of Action referenced in the Trustee Motion. In the response, please indicate, for each Causes of Action You identify, how PubCo suffered damages, who caused those damages, and under which legal theory PubCo is entitled to independently assert those claims.

ANSWER TO INTERROGATORY NO. 2:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 3:

Describe in detail the entire factual and legal basis for Your contention that any and all Causes of Action against PubCo's Directors and Officers, affiliates, insiders, and/or professionals, including any proceeds of such Causes of Action, are the sole property of PubCo.

ANSWER TO INTERROGATORY NO. 3:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 4:

Describe in detail whether You contend or believe that (i) PubCo, (ii) any other Debtor, or (iii) any Pre-IPO Unit Holders received any consideration or value in connection with or relating to the IPO and the Secondary Offerings, and, if so, describe in detail any such consideration or value allegedly received.

ANSWER TO INTERROGATORY NO. 4:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks

information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 5:

State whether You contend or believe that any Subsidiaries or Debtors have or had, directly or indirectly, a legal, equitable, or beneficial interest (including an interest based on any contract, statute, or common law) in any of the D&O Claims (including the proceeds thereof), Causes of Action (including the proceeds thereof) relating to the IPO and Secondary Offerings, any IPO or Secondary Offering proceeds, and/or other property owned or held by PubCo, and describe in detail the grounds for that contention, belief, or other position, and identify with particularity any Subsidiary or Debtor holds such an interest.

ANSWER TO INTERROGATORY NO. 5:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground

that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 6:

Describe in detail (i) the cost to the Debtors' estates associated with the appointment of a trustee and/or examiner in the Chapter 11 Cases; (ii) the manner in which You calculated the amounts stated in response in subsection (i) of this Interrogatory; and (iii) the entire basis for Your contention that "AHI submits that the cost of appointing a trustee solely for the AHI estate, to protect the interests of AHI, substantially outweigh any costs associated with such appointment."

ANSWER TO INTERROGATORY NO. 6:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity

Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 7:

Identify all agreements of any of the Debtors “where rejection may not be in the best interests of the Debtors’ estates” and describe, for each agreement identified, what You contend would be in the Debtors’ estates’ best interests, the basis for such contention, and any analysis or calculation relating to such contention.

ANSWER TO INTERROGATORY NO. 7:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 8:

Describe in detail the entire basis for Your contention that the Debtors have “historically mismanaged” the joint ventures or any other aspect of their businesses, including Your contention that “[t]he Debtors’ historical mismanagement of the Joint Ventures is continuing unabated post-petition” and what course of action You contend the Debtors should take with respect to each of the Joint Ventures.

ANSWER TO INTERROGATORY NO. 8:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 9:

Describe in detail the entire basis for Your contention that PubCo’s board and management are “squandering AHI’s assets for the primary benefit of Deerfield.”

ANSWER TO INTERROGATORY NO. 9:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 10:

Describe in detail the entire basis for Your contention that “[t]he Joint Ventures’ historical failure to make required payments . . . likely constitutes a material breach of the agreements between the Debtors and the Joint Ventures, giving rise to termination rights and other remedies on behalf of the Debtors” and identify relevant provisions of the Joint Venture agreements that support your contentions.

ANSWER TO INTERROGATORY NO. 10:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing

and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 11:

Describe in detail, and on an element-by-element basis, the entire basis for Your contention that the Debtors' estates cannot and/or should not be consolidated as proposed in subsection 5.1 of the Plan, including Your contention that substantive consolidation would result in "taking assets" and "diverting recoveries on such assets to, principally, creditors of AHI's subsidiaries, including Deerfield."

ANSWER TO INTERROGATORY NO. 11:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 12:

Describe in detail the financial consequences to the Debtors' estates and their creditors (including, without limitation, the amount and timing of any recoveries for the Debtors' creditors) in the absence of subsection 5.1 of the Plan.

ANSWER TO INTERROGATORY NO. 12:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 13:

Describe in detail the entire basis for Your assertion that “the Equity Committee is skeptical that the subsidiary Debtors hold any breach of fiduciary duty claims against the AHI Board/management” and Your contention that “to the extent that any subsidiary Debtors . . . do possess breach of fiduciary duty claims against the AHI Board/management, substantive consolidation is neither necessary nor appropriate to resolve any potential dispute regarding allocation of recoveries on account of such claims.”

ANSWER TO INTERROGATORY NO. 13:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground

that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 14:

Describe in detail, and on an element-by-element basis, the entire basis for Your contention that the Debtors' exclusivity periods under Bankruptcy Code Section 1121 must or should be terminated pursuant to Bankruptcy Code Section 1121(d), including, without limitation, Your contention that "the unique and unfortunate circumstances of these cases also necessitate termination of the Debtors' exclusivity period at this stage of the proceedings."

ANSWER TO INTERROGATORY NO. 14:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity

Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 15:

Describe in detail the entire basis for Your contention that the Debtors “have not put forth a viable Chapter 11 plan.”

ANSWER TO INTERROGATORY NO. 15:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court’s jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee’s investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 16:

Identify with particularity, and describe in detail, any Communications with any Person involved with or regarding the terms, formulation, evaluation, analysis, or structuring of the Term Sheet and the transactions contemplated thereunder.

ANSWER TO INTERROGATORY NO. 16:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible

evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 17:

Identify with particularity and describe in detail (i) all analyses that You are aware of, have conducted, or are in possession of, with respect to the Plan and/or the Term Sheet; (ii) the entire basis underlying any such analyses; and (iii) the recoveries available to the Debtors' creditors under the Term Sheet.

ANSWER TO INTERROGATORY NO. 17:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the

Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 18:

Describe in detail whether there is a funding source for the plan proposed in the Term Sheet, who or what entities will be funding the plan proposed in the Term Sheet, whether commitments to fund have been made and executed, and the breakdown of amounts to be funded by person/entity.

ANSWER TO INTERROGATORY NO. 18:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it is compound and consists of multiple subparts that properly should be counted as separate interrogatories in accordance with Rule 33 of the Federal Rules of Civil Procedure. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

INTERROGATORY NO. 19:

Identify with particularity the basis for Your contention that the DIP Order may be reconsidered pursuant to Fed. R. Bankr. P. 9024.

ANSWER TO INTERROGATORY NO. 19:

The Equity Committee objects to this Interrogatory on the grounds that it is overbroad, unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. The Equity Committee further objects to this Interrogatory to the extent it seeks information from third parties not subject to the Court's jurisdiction or under the control of the Equity Committee. In addition, the Equity Committee objects to this Interrogatory on the ground that it is premature, as the Equity Committee's investigation and discovery efforts are ongoing and not yet complete. The Equity Committee also objects to this Interrogatory on the ground that it improperly seeks to force the Equity Committee to marshal evidence. The Equity Committee will comply with relevant scheduling orders in this case.

Dated: New York, New York
August 18, 2017

By: /s/ Edward S. Weisfelner
Edward S. Weisfelner
Bennett S. Silverberg
D. Cameron Moxley
BROWN RUDNICK LLP
Seven Times Square
New York, NY 10036
Telephone: (212) 209-4800
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Mark S. Baldwin
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185 Asylum Street
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Facsimile: (860) 509-6501

**COUNSEL FOR THE OFFICIAL
COMMITTEE OF EQUITY SECURITY
HOLDERS OF ADEPTUS HEALTH INC.**

Springer, Tim

From: Drake, Scott
Sent: Friday, August 18, 2017 8:30 PM
To: Moxley, D. Cameron
Cc: Boydston, Liz; Baldwin, Mark; Weisfelner, Edward S.; Silverberg, Bennett S.; Brimmage, Marty; Schultz, Sarah A.; Rakhee Patel (rpatel@winstead.com); Botter, David (dbotter@AkinGump.com); Warrick, Laura (lwarrick@akingump.com); Strubeck, Louis; Daniel, Theodore W.; Wilkes, Greg
Subject: Re: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion
Attachments: image001.jpg

Cameron- We have reviewed the Equity Committee's responses. They are actually not responses but merely a litany of objections. The interrogatories were narrowly tailored to your trustee motion. They largely sought for the committee to provide the bases for the contentions asserted in the motion. Every single request is objected to on the basis that the committee's investigation is not complete, the information is not under the control of the Equity Committee or--even when the interrogatory quotes your motion-- somehow not reasonably calculated to lead to the discovery of admissible evidence.

Either these objections were served improperly as a delay tactic or they are factually accurate and therefore troubling. Assuming they were merely served for delay, we request you provide us with substantive responses, verified per the rules, by Monday at noon. If, on the other hand, the responses are accurate because the factual contentions in the Trustee motion have no evidentiary support (notably little if any contentions are made on information and belief or suggest a need for further investigation) then we have other issues to discuss.

Please let us know if you can amend your responses by Monday or if you would like to discuss an alternative schedule. While there has been a lot going on, we are entitled to this information before the depositions.

Thanks,

Scott

Scott P. Drake | Partner
Norton Rose Fulbright US LLP
2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932, United States
Tel +1 214 855 8341 | Fax + 1 214 855 8200
scott.drake@nortonrosefulbright.com

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On Aug 18, 2017, at 5:45 PM, Moxley, D. Cameron <DMoxley@brownrudnick.com> wrote:

Counsel,

Attached please find The Official Committee of Equity Security Holders of Adeptus Health Inc.'s Objections and Responses to the Debtors' First Set of Interrogatories in Connection with Docket No. 484, The Trustee Motion.

Regards,



Cameron Moxley

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Seven Times Square
New York, NY 10036
T: 212-209-4909
F: 212-938-2919
M: 646-265-4252
cmoxley@brownrudnick.com
www.brownrudnick.com

Please consider the environment before printing this e-mail

From: Boydston, Liz [<mailto:liz.boydston@nortonrosefulbright.com>]
Sent: Friday, August 11, 2017 6:08 PM
To: Baldwin, Mark; Moxley, D. Cameron; Weisfelner, Edward S.; Silverberg, Bennett S.
Cc: 'Brimmage, Marty'; Schultz, Sarah A.; Rakhee Patel (rpatel@winstead.com); Botter, David (dbotter@AkinGump.com); Warrick, Laura (lwarrick@akingump.com); Strubeck, Louis; Drake, Scott; Daniel, Theodore W.; Wilkes, Greg
Subject: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

External E-mail. Use caution accessing links or attachments.

Counsel,

As indicated during the meet and confer call yesterday, attached please find the:

- ? Debtors' First Set of Requests for Production of Documents in Connection with Docket No. 484, the Trustee Motion, and
- ? Debtor's First Set of Interrogatories in Connection with Docket No. 484, the Trustee Motion

Please let us know if you would like to set up a separate meet and confer from the one currently scheduled for Tuesday.

We requested dates for depositions of Messrs Amron, Jackobowski, DeFelice, and Kearney. We intend to send depo notices once we receive dates.

Thank you.

Liz Boydston | Sr. Associate
Norton Rose Fulbright US LLP
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Tel +1 214 855 7475 | Fax +1 214 855 8200
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<EC Objections & Responses to the Debtors' First Set of Interrogatories.pdf>

Springer, Tim

From: Drake, Scott
Sent: Tuesday, August 22, 2017 4:00 PM
To: 'Baldwin, Mark'; Moxley, D. Cameron
Cc: Boydston, Liz; Weisfelner, Edward S.; Silverberg, Bennett S.; Brimmage, Marty; Schultz, Sarah A.; Rakhee Patel (rpatel@winstead.com); Botter, David (dbotter@AkinGump.com); Warrick, Laura (lwarrick@akingump.com); Strubeck, Louis; Daniel, Theodore W.; Wilkes, Greg
Subject: RE: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

Mark- We do not fully understand your email. We made our position clear shortly after we received your objections Friday night. The Equity Committee chose to ignore our email completely. The Equity Committee then let our Monday deadline come and go without any response. We decided to give you an additional day in order to respond. I fail to see how giving you additional time to offer some response is "disturbing." In any event, our position was made clear almost immediately on Friday night and it has not ever changed.

Most troubling is that the fundamental question of whether the Equity Committee is improperly withholding discoverable information or simply had no support for its motion when filed still remains unanswered.

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From: Baldwin, Mark [mailto:MBaldwin@brownrudnick.com]
Sent: Tuesday, August 22, 2017 3:42 PM
To: Drake, Scott <scott.drake@nortonrosefulbright.com>; Moxley, D. Cameron <DMoxley@brownrudnick.com>
Cc: Boydston, Liz <liz.boydston@nortonrosefulbright.com>; Weisfelner, Edward S. <EWeisfelner@brownrudnick.com>; Silverberg, Bennett S. <BSilverberg@brownrudnick.com>; Brimmage, Marty <mbrimmage@akingump.com>; Schultz, Sarah A. <sschultz@AkinGump.com>; Rakhee Patel (rpatel@winstead.com) <rpatel@winstead.com>; Botter, David (dbotter@AkinGump.com) <dbotter@AkinGump.com>; Warrick, Laura (lwarrick@akingump.com) <lwarrick@akingump.com>; Strubeck, Louis <louis.strubeck@nortonrosefulbright.com>; Daniel, Theodore W. <ted.daniel@nortonrosefulbright.com>; Wilkes, Greg <greg.wilkes@nortonrosefulbright.com>
Subject: RE: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

Scott, I just arrived in Dallas for the depositions this week. It is a little disturbing that you are now threatening not to proceed with those depositions because of an objection to interrogatories that has been pending since last week, particularly since Debtors have interposed similar objections to discovery. As far I know, it's entirely inappropriate to instruct a deposition witness not to answer a question because the other party has objected to interrogatories. Cameron and I are available to chat this evening after 5:30 CT. Please let us know your availability.

From: Drake, Scott [<mailto:scott.drake@nortonrosefulbright.com>]
Sent: Tuesday, August 22, 2017 3:55 PM
To: Moxley, D. Cameron
Cc: Boydston, Liz; Baldwin, Mark; Weisfelner, Edward S.; Silverberg, Bennett S.; Brimmage, Marty; Schultz, Sarah A.; Rakhee Patel (rpatel@winstead.com); Botter, David (dbotter@AkinGump.com); Warrick, Laura (lwarrick@akingump.com); Strubeck, Louis; Daniel, Theodore W.; Wilkes, Greg
Subject: RE: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

External E-mail. Use caution accessing links or attachments.

Cameron- We have still not received any responses to our interrogatories or my email from Friday requesting actual responses. As stated in the prior email, either the Equity Committee is improperly withholding information from the Debtors or the Equity Committee did not have any basis for bringing its motion in the first place. Either alternative is unacceptable. We are entitled to responses to the interrogatories before any depositions go forward. If your existing objections are correct that the Equity Committee is not in possession of any information to support its motion, we ask that you immediately withdraw the motion and the depositions can go forward solely on the topic of confirmation. If you do not withdraw the motion, then we can proceed with the depositions provided that we have substantive, verified responses at least 12 hours before the start of any deposition.

We are happy to confer further with you on this should you wish to discuss it. If we do not hear anything, we will seek any and all relief necessary including a motion to compel, motion for protective order and/or motion to strike (and will consider you opposed based on your lack of response to date).

Thanks,
Scott

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From: Drake, Scott
Sent: Friday, August 18, 2017 8:30 PM
To: Moxley, D. Cameron <DMoxley@brownrudnick.com>
Cc: Boydston, Liz <liz.boydston@nortonrosefulbright.com>; Baldwin, Mark <MBaldwin@brownrudnick.com>; Weisfelner, Edward S. <EWeisfelner@brownrudnick.com>; Silverberg, Bennett S. <BSilverberg@brownrudnick.com>; Brimmage, Marty <mbrimmage@akingump.com>; Schultz, Sarah A. <sschultz@AkinGump.com>; Rakhee Patel (rpatel@winstead.com) <rpatel@winstead.com>; Botter, David (dbotter@AkinGump.com) <dbotter@AkinGump.com>; Warrick, Laura (lwarrick@akingump.com) <lwarrick@akingump.com>; Strubeck, Louis <louis.strubeck@nortonrosefulbright.com>; Daniel, Theodore W. <ted.daniel@nortonrosefulbright.com>; Wilkes, Greg <greg.wilkes@nortonrosefulbright.com>
Subject: Re: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

Cameron- We have reviewed the Equity Committee's responses. They are actually not responses but merely a litany of objections. The interrogatories were narrowly tailored to your trustee motion. They largely sought for the committee to provide the bases for the contentions asserted in the motion. Every single request is objected to on the basis that the committee's investigation is not complete, the information is not under the control of the Equity Committee or--even when the interrogatory quotes your motion-- somehow not reasonably calculated to lead to the discovery of admissible evidence.

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Please let us know if you can amend your responses by Monday or if you would like to discuss an alternative schedule. While there has been a lot going on, we are entitled to this information before the depositions.

Thanks,

Scott

Scott P. Drake | Partner
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On Aug 18, 2017, at 5:45 PM, Moxley, D. Cameron <DMoxley@brownrudnick.com> wrote:

Counsel,

Attached please find The Official Committee of Equity Security Holders of Adeptus Health Inc.'s Objections and Responses to the Debtors' First Set of Interrogatories in Connection with Docket No. 484, The Trustee Motion.

Regards,



Cameron Moxley

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Please consider the environment before printing this e-mail

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Sent: Friday, August 11, 2017 6:08 PM
To: Baldwin, Mark; Moxley, D. Cameron; Weisfelner, Edward S.; Silverberg, Bennett S.
Cc: 'Brimmage, Marty'; Schultz, Sarah A.; Rakhee Patel (rpatel@winstead.com); Botter, David (dbotter@AkinGump.com); Warrick, Laura (lwarrick@akingump.com); Strubeck, Louis; Drake, Scott; Daniel, Theodore W.; Wilkes, Greg
Subject: Adeptus: Debtors' Discovery to Equity Committee Relating to Trustee Motion

External E-mail. Use caution accessing links or attachments.

Counsel,

As indicated during the meet and confer call yesterday, attached please find the:

- ? Debtors' First Set of Requests for Production of Documents in Connection with Docket No. 484, the Trustee Motion, and
- ? Debtor's First Set of Interrogatories in Connection with Docket No. 484, the Trustee Motion

Please let us know if you would like to set up a separate meet and confer from the one currently scheduled for Tuesday.

We requested dates for depositions of Messrs Amron, Jakobowski, DeFelice, and Kearney. We intend to send depo notices once we receive dates.

Thank you.

Liz Boydston | Sr. Associate
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<EC Objections & Responses to the Debtors' First Set of Interrogatories.pdf>

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**COUNSEL FOR THE OFFICIAL
COMMITTEE OF EQUITY SECURITY
HOLDERS**

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

	:	
In re:	:	Chapter 11
	:	
ADPT DFW HOLDINGS LLC, <i>et al.</i> ,	:	Case No. 17-31432-SGJ-11
	:	
Debtors.	:	Jointly Administered Case No. 17-31432
	:	

SECOND AMENDED NOTICE OF DEPOSITION OF GREGORY W. SCOTT

TO: Gregory W. Scott, c/o Norton Rose Fulbright US LLP, Attention: Louis R. Strubeck, Jr., 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932.

PLEASE TAKE NOTICE that, pursuant to Rules 26 and 30 of the Federal Rules of Civil Procedure (the “Federal Rules”), as made applicable to these proceedings by Rules 7026, 7030, and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), counsel for the Official Committee of Equity Security Holders of Adeptus Health Inc. (the “Equity

Committee”) will take the deposition of Gregory W. Scott in the above-captioned chapter 11 cases in connection with both the confirmation hearing scheduled to begin on September 14, 2017 and the *Motion of the Official Committee of Equity Security Holders of Adeptus Health Inc. for an Order (I) Appointing a Trustee for the Chapter 11 Estate of Adeptus Health Inc. Pursuant to Bankruptcy Code Section 1104(a); or, Alternatively, (II) Appointing an Examiner Pursuant to Bankruptcy Code Section 1104(c) and Terminating the Debtors’ Exclusivity Period Pursuant to Bankruptcy Code Section 1121(d)* [Doc. No. 484] (the “Trustee Motion”) and the relief requested therein.¹

The deposition will commence on **August 23, 2017 at 10 a.m.** (Prevailing Central Time) at the offices of Norton Rose Fulbright US LLP, 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932, **or at such other time and place as may be agreed upon by counsel.**

The deposition shall be taken upon oral examination before an officer authorized by law to administer oaths and may be recorded by videographer and/or by stenographic means.

¹ Capitalized terms used but not defined herein shall have the meaning ascribed in the Trustee Motion.

Dated: New York, New York
August 21, 2017

By: /s/ Edward S. Weisfelner

Edward S. Weisfelner

Bennett S. Silverberg

D. Cameron Moxley

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**COUNSEL FOR THE OFFICIAL
COMMITTEE OF EQUITY SECURITY
HOLDERS OF ADEPTUS HEALTH INC.**

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HOLDERS**

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

	:	
In re:	:	Chapter 11
	:	
ADPT DFW HOLDINGS LLC, <i>et al.</i> ,	:	Case No. 17-31432-SGJ-11
	:	
Debtors.	:	Jointly Administered Case No. 17-31432
	:	

SECOND AMENDED NOTICE OF DEPOSITION OF DEBTORS

TO: ADPT DFW Holdings LLC and its above-captioned affiliated debtors in possession (collectively, the “Debtors”), c/o Norton Rose Fulbright US LLP, Attention: Louis R. Strubeck, Jr., 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932.

PLEASE TAKE NOTICE that, pursuant to Rules 26 and 30(b)(6) of the Federal Rules of Civil Procedure (the “Federal Rules”), as made applicable to these proceedings by Rules 7026, 7030, and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), counsel

for the Official Committee of Equity Security Holders of Adeptus Health Inc. (the “Equity Committee”) will take the deposition of the Debtors in the above-captioned chapter 11 cases in connection with both the confirmation hearing scheduled to begin on September 14, 2017 and the *Motion of the Official Committee of Equity Security Holders of Adeptus Health Inc. for an Order (I) Appointing a Trustee for the Chapter 11 Estate of Adeptus Health Inc. Pursuant to Bankruptcy Code Section 1104(a); or, Alternatively, (II) Appointing an Examiner Pursuant to Bankruptcy Code Section 1104(c) and Terminating the Debtors’ Exclusivity Period Pursuant to Bankruptcy Code Section 1121(d)* [Doc. No. 484] (the “Trustee Motion”) and the relief requested therein.¹

The deposition will commence on **August 24, 2017 at 9 a.m.** (Prevailing Central Time) at the offices of Norton Rose Fulbright US LLP, 2200 Ross Avenue, Suite 3600, Dallas, Texas 75201-7932, **or at such other time and place as may be agreed upon by counsel.**

PLEASE TAKE FURTHER NOTICE that, pursuant to Rule 30(b)(6) of the Federal Rules, the Debtors are required to designate one or more officers, directors, managing agents, or other persons who will testify on their behalf with respect to each of the topics listed below. In addition, the Debtors are requested to provide the undersigned counsel with written notice, at least two business days in advance of the deposition, of the designation of the name(s) and position(s) of the designated witnesses and the topic(s) on which each person will testify.

The deposition shall be taken upon oral examination before an officer authorized by law to administer oaths and may be recorded by videographer and/or by stenographic means.

¹ Capitalized terms used but not defined herein shall have the meaning ascribed in the Trustee Motion.

Rule 30(b)(6) Deposition Topics

1. Negotiations concerning the *Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*, filed with the Bankruptcy Court on April 19, 2017 [Doc. No. 15] (the "Plan") and the *Debtors' First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*, filed with the Bankruptcy Court on July 19, 2017 [Doc. No. 451] (the "Amended Plan").

2. The DIP Facility, described in the Amended Plan (the "DIP Facility"), and the Superpriority Secured Debtor-in-Possession Credit Agreement, dated as of April 19, 2017, by and among Adeptus Health Inc., as Borrower, First Choice ER, LLC, Adeptus Health LLC, and certain subsidiaries of Borrower, as guarantors, the DIP Facility Agent, and the DIP Facility Lenders, with any assignments, amendments, modifications, or supplements thereto as permitted by the DIP Facility Order or any other order of the Bankruptcy Court (the "DIP Facility Loan Agreement"), and any alternatives thereto.

3. Valuations or other analyses of the Debtors' businesses and/or assets.

4. Negotiations concerning the respective joint ventures described in the *Disclosure Statement for Debtors' First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code*, filed with the Bankruptcy Court on July 19, 2017 [Doc. No. 452] (the "Amended Disclosure Statement"), including but not limited to negotiations concerning restructuring any joint venture agreements.

5. Discussions with Deerfield Management Company, L.P., and/or its affiliates Deerfield Private Design Fund IV, L.P., Deerfield Partners, L.P., and Deerfield International Master Fund, L.P., and any of their employees, agents, attorneys, officers, directors, executives or insiders or any of its affiliates, subsidiaries, or parent companies, including its subsidiaries' or

parent companies' employees, agents, attorneys, officers, directors, executives or insiders ("Deerfield") and/or the Official Committee of Unsecured Creditors of ADPT DFW Holdings LLC (the "Creditors Committee") concerning the Debtors' management team and their continued employment with the Debtors upon consummation of a chapter 11 plan of reorganization.

6. Discussions with Deerfield, the Debtors' management team, and/or the Creditors Committee concerning the formulation of the Debtors' emergence projections and business plan.

7. Discussions with MPT Operating Partnership, L.P. and any of its employees, agents, attorneys, officers, directors, executives or insiders or any of its affiliates, subsidiaries, or parent companies, including its subsidiaries' or parent companies' employees, agents, attorneys, officers, directors, executives or insiders.

8. The Debtors' process in analyzing their books and records.

9. Evidence the Debtors will rely upon in support of the Amended Plan, including but not limited to evidence reflecting any confusion by creditors and evidence the Debtors intend to rely upon to support their claim of substantive consolidation.

10. The Debtors' cash management and accounting systems.

11. The Debtors' decision to continue to perform under the respective agreements with Texas Health Resources, University of Colorado Health, Dignity Health, and Mount Carmel Health System (the "JV Partners"), including consideration of rejecting, terminating, or causing a buyout of the Debtors' interests in the respective contracts with the JV Partners, whether continuing to perform under the respective contracts with the JV Partners is in the Debtors' best interests, and any other considerations in connection with the decision to continue to perform under the respective contracts with the JV Partners.

12. The Debtors' intercompany loans, intercompany ledger, and intercompany transactions.

13. The Debtors' decision to reject the Tax Receivable Agreement among Adeptus Health Inc. and the persons named therein dated as of June 25, 2014 (the "Tax Receivable Agreement"), including consideration of potential rejection damages, whether rejection of the Tax Receivable Agreement is in the Debtors' best interests as compared with assuming the Tax Receivable Agreement, and any other considerations in connection with the decision to reject the Tax Receivable Agreement.

14. Assistance in filing claims provided by the Debtors or the Debtors' legal, financial, or other professional advisors.

15. The Debtors' consideration of conflicts by professionals and incoming requests and decisions to provide conflict waivers to the Debtors' professionals.

16. Departures or noticed departures of the Debtors' personnel, including departures or noticed departures of "key personnel" or concerns about the departures of personnel.

17. The negotiations concerning the McKesson² contracts (the "McKesson Contracts"), including proposal and marketing materials McKesson provided to the Debtors in connection with the McKesson Contracts and such negotiations.

18. The Debtors' transition to McKesson and decision to enter into the McKesson Contracts, including the expected services and benefits to be gained under the McKesson Contracts.

19. The actual services McKesson provided under the McKesson Contracts and for which entities McKesson provided services.

² "McKesson" means McKesson Corporation, PST Services, Inc., an affiliate of McKesson Corporation, and each of their agents, accountants, financial advisors, employees, attorneys, officers, directors, direct or indirect shareholders, members, representatives, affiliates, subsidiaries, predecessors and/or successors.

20. Any issues, disputes, or concerns the Debtors identified or experienced in connection with McKesson's services under the McKesson Contracts, including complaints the Debtors raised with McKesson concerning McKesson's performance under the McKesson Contracts.

21. Potential claims and causes of action the Debtors may have against McKesson.

22. The Debtors' transition from McKesson to another service provider, including the identity and qualifications of the potential replacement service provider, negotiations with and proposed terms with the potential replacement service provider, and the analysis concerning the decision to select the potential replacement service provider.

23. The nature and scope of the Debtors' methodology for searching for, collecting, and producing documents in response to discovery requests directed to the Debtors.

24. All other subjects covered in the Trustee Motion.

Dated: New York, New York
August 21, 2017

By: /s/ Edward S. Weisfelner

Edward S. Weisfelner

Bennett S. Silverberg

D. Cameron Moxley

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**COUNSEL FOR THE OFFICIAL
COMMITTEE OF EQUITY SECURITY
HOLDERS OF ADEPTUS HEALTH INC.**

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

-----	§	
In re:	§	Chapter 11
	§	
ADPT DFW HOLDINGS LLC, <i>et al.</i> ,	§	Case No. 17-31432
	§	
Debtors.	§	Jointly Administered under Case No. 17-31432
-----	§	

**ORDER ON DEBTORS' EMERGENCY MOTION TO QUASH DEPOSITION
NOTICES AND MOTION TO COMPEL ANSWERS TO INTERROGATORIES**

After considering the Emergency Motion to Quash Deposition Notices and Motion to Compel Answers to Interrogatories, it is hereby

ORDERED that the deposition notices of Gregory W. Scott and of Debtors are hereby quashed; and thereby

ORDERED that Gregory W. Scott and representatives of Debtors need not appear for their depositions;

ORDERED that the Equity Committee provide answers to the Debtors' First Set of Interrogatories in Connection with Docket No. 484;

ORDERED that the Court shall retain jurisdiction to interpret, amend, or otherwise enforce this Order.

IT IS SO ORDERED.

END OF ORDER

Appendix
(Sorted Alphabetically)

#	Debtor Name	Case No.	EIN
141.	Adeptus Health Colorado Holdings LLC	17-31448	30-0857912
142.	Adeptus Health Inc.	17-31434	46-5037387
143.	Adeptus Health LLC	17-31435	32-0432716
144.	Adeptus Health Management LLC	17-31455	32-0448472
145.	Adeptus Health Phoenix Holdings LLC	17-31461	35-2487075
146.	Adeptus Health Ventures LLC	17-31466	36-4802997
147.	ADPT Columbus Holdings LLC	17-31471	36-4835265
148.	ADPT DFW Holdings LLC	17-31432	30-0857947
149.	ADPT Houston Holdings LLC	17-31479	30-0857977
150.	ADPT New Orleans Holdings LLC	17-31486	32-0479313
151.	ADPT New Orleans Management LLC	17-31493	Pending
152.	ADPT-AZ MPT Holdings LLC	17-31497	61-1772047
153.	ADPT-AZ RE Holdings LLC	17-31502	47-5241979
154.	ADPT-CO MPT Holdings LLC	17-31508	47-3512571
155.	ADPT-CO RE Holdings LLC	17-31512	47-3565144
156.	ADPT-Columbus MPT Holdings LLC	17-31519	Pending
157.	ADPT-Columbus RE Holdings LLC	17-31523	Pending
158.	ADPT-DFW MPT Holdings LLC	17-31527	81-0772445
159.	ADPT-DFW RE Holdings LLC	17-31532	81-0785981
160.	ADPT-Houston MPT Holdings LLC	17-31533	30-0914017
161.	ADPT-Houston RE Holdings LLC	17-31536	61-1781468
162.	ADPT-LA MPT Holdings LLC	17-31542	81-0752643
163.	ADPT-LA RE Holdings LLC	17-31545	81-0758384
164.	AJNH Medical Center LLC	17-31548	36-4729524
165.	Alamo Heights SA Medical Center LLC	17-31553	35-2547715
166.	Algiers Medical Center LLC	17-31556	32-0455775
167.	Alvin Medical Center LLC	17-31561	90-1008817
168.	Anthem Medical Center LLC	17-31564	37-1740119
169.	Antoine Medical Center LLC	17-31440	35-2537322
170.	Arizona General ER LLC	17-31444	90-1025598
171.	Atascocita 1960 Medical Center LLC	17-31449	36-4780687
172.	Austin Brodie Medical Center LLC	17-31454	61-1713294
173.	Baytown Medical Center LLC	17-31456	30-0840445
174.	Bella Terra Medical Center LLC	17-31459	80-0957867
175.	Bender's Landing Medical Center LLC	17-31468	37-1752156
176.	Blacklick Woods Medical Center LLC	17-31475	30-0805532
177.	Briar Forest-Eldridge Medical Center LLC	17-31482	35-2481862
178.	Broad Wagoner Medical Center LLC	17-31488	35-2492252
179.	Brushy Creek Medical Center LLC	17-31494	38-3923792
180.	Camelback 83rd Medical Center LLC	17-31498	38-3945993
181.	Cedar Park Lakeline Medical Center LLC	17-31505	35-2493773
182.	Centennial Medical Center LLC	17-31509	32-0436930
183.	Center Street DP Medical Center LLC	17-31516	35-2453223
184.	Chandler Germann Medical Center LLC	17-31521	80-0938469
185.	Chandler Heights Medical Center LLC	17-31525	32-0456525

#	Debtor Name	Case No.	EIN
186.	Cinco Ranch Medical Center LLC	17-31529	61-1744313
187.	Colonial Lakes Medical Center LLC	17-31535	90-1004044
188.	Colorado General Hospital LLC	17-31539	35-2506314
189.	Conroe Medical Center LLC	17-31544	37-1743660
190.	Converse Medical Center LLC	17-31551	30-0820305
191.	Copperwood Medical Center LLC	17-31554	84-1697403
192.	Creekside Forest Medical Center LLC	17-31557	36-4781064
193.	Culebra-Tezel Medical Center LLC	17-31559	90-1020838
194.	De Zavala Medical Center LLC	17-31560	30-0879734
195.	Dublin Medical Center LLC	17-31563	80-0965351
196.	Eagles Nest Medical Center LLC	17-31565	04-3847518
197.	East Mesa Medical Center LLC	17-31437	90-1033851
198.	East Pflugerville Medical Center LLC	17-31439	90-1023315
199.	East Riverside Medical Center LLC	17-31442	38-3973259
200.	ECC Management, LLC	17-31443	16-1711879
201.	FCER Management, LLC	17-31447	11-3798239
202.	First Choice ER, LLC	17-31436	27-5348156
203.	First Texas Hospital Cy-Fair LLC	17-31451	47-3480091
204.	Four Points Medical Center LLC	17-31464	38-3938637
205.	Friendswood Medical Center LLC	17-31469	38-3916132
206.	FTH Houston Partners LLC	17-31474	47-3466871
207.	Garland Centerville Medical Center LLC	17-31477	35-2537960
208.	Gilbert Medical Center LLC	17-31481	80-0940827
209.	Gleannloch Farms Medical Center LLC	17-31485	35-2481256
210.	Glendale Medical Center LLC	17-31489	90-1012820
211.	Goodyear Medical Center LLC	17-31490	90-1007336
212.	Greenville Stacy Medical Center LLC	17-31492	38-3926926
213.	Guadalupe River Medical Center LLC	17-31496	35-2514826
214.	Hampden Tower Medical Center LLC	17-31499	38-3928757
215.	Helotes Medical Center LLC	17-31501	36-4782313
216.	Hilliard Medical Center LLC	17-31504	35-2491198
217.	Houston 9520 Jones Medical Center LLC	17-31507	32-0432459
218.	Houston FM 1960 Medical Center LLC	17-31511	37-1783329
219.	Katy ER Center LLC	17-31514	45-2583773
220.	Keller Medical Center LLC	17-31517	61-1736669
221.	Kingwood Medical Center LLC	17-31520	80-0684495
222.	Kuykendahl Medical Center LLC	17-31524	34-2028269
223.	La Porte Medical Center LLC	17-31526	80-0927953
224.	Lakewood Forest Medical Center LLC	17-31530	90-1013791
225.	League City Medical Center LLC	17-31438	36-4766358
226.	Legacy Trails Medical Center LLC	17-31441	61-1744649
227.	Lewis Center Medical Center LLC	17-31445	32-0431791
228.	Litchfield Park Medical Center LLC	17-31446	36-4801379
229.	Louetta Medical Center LLC	17-31450	74-3178584
230.	Marrero Medical Center LLC	17-31453	61-1753468
231.	Meadowbrook Heights Medical Center LLC	17-31457	32-0448039
232.	Medical Center of Crosby Lynchburg LLC	17-31458	38-3922039
233.	Medical Center of Spring Rayford Richards LLC	17-31462	37-1747613

#	Debtor Name	Case No.	EIN
234.	Mesa Tierra Medical Center LLC	17-31465	35-2523890
235.	Midlothian Medical Center LLC	17-31470	30-0802928
236.	Mountain Park Ranch Medical Center LLC	17-31473	38-3939092
237.	National Medical Professionals of Arizona LLC	17-31478	37-1757007
238.	National Medical Professionals of Ohio LLC	17-31483	30-0829176
239.	New Orleans East Medical Center LLC	17-31510	61-1753435
240.	Northwest Harris County Medical Center LLC	17-31538	36-4781722
241.	Ohio General ER LLC	17-31540	38-3918055
242.	Ohio General Hospital LLC	17-31547	80-0956267
243.	OpFree Licensing LP	17-31549	01-0831027
244.	OpFree RE Investments, Ltd.	17-31558	06-1740727
245.	OpFree, LLC	17-31562	34-2028263
246.	Pearland 518 Medical Center LLC	17-31566	90-1025398
247.	Pearland Parkway Medical Center LLC	17-31567	51-0576704
248.	Pearland Sunrise Medical Center LLC	17-31568	90-1001726
249.	Pflugerville Medical Center LLC	17-31569	45-2552050
250.	Potranco Medical Center LLC	17-31570	80-0966887
251.	Provinces Medical Center LLC	17-31571	80-0967881
252.	Queen Creek Medical Center LLC	17-31572	32-0457346
253.	Rosenberg Medical Center LLC	17-31452	80-0964882
254.	Roy Richard Medical Center LLC	17-31460	35-2491802
255.	San Antonio Nacogdoches Medical Center LLC	17-31463	80-0937326
256.	San Tan Valley Medical Center LLC	17-31467	36-4801184
257.	Seguin Foster Medical Center LLC	17-31472	35-2532650
258.	Sienna Plantation Medical Center LLC	17-31476	90-1009094
259.	South Bend Medical Center LLC	17-31480	61-1770288
260.	South Carrier Medical Center LLC	17-31484	32-0429602
261.	South Green Oaks Medical Center LLC	17-31487	90-1012518
262.	Spanish Oaks Medical Center LLC	17-31491	90-1012951
263.	Spring 2920 Medical Center LLC	17-31495	36-4776092
264.	Spring Green Medical Center LLC	17-31500	Pending
265.	SSHMedical Center LLC	17-31503	77-0666943
266.	Sterling Ridge Medical Center II LLC	17-31506	32-0439505
267.	Sterling Ridge Medical Center LLC	17-31513	16-1711883
268.	Summerwood Medical Center LLC	17-31515	30-0802964
269.	Surprise Medical Center LLC	17-31518	90-1012038
270.	SW Chandler Medical Center LLC	17-31522	90-1032288
271.	Sycamore School Medical Center LLC	17-31528	35-2494277
272.	Tempe McClintock Baseline Medical Center LLC	17-31531	38-3923748
273.	Tempe Rural-Baseline Medical Center LLC	17-31534	30-0852296
274.	Texas Regional Hospital LLC	17-31537	37-1753820
275.	Victory Lakes Medical Center LLC	17-31541	37-1751372
276.	Wadsworth-Belleview Medical Center LLC	17-31543	35-2486458
277.	Waterside Medical Center LLC	17-31546	36-4767886
278.	White Settlement Medical Center LLC	17-31550	38-3970573
279.	Wilderness-Hardy Oak Medical Center LLC	17-31552	80-0954867
280.	William Cannon Medical Center LLC	17-31555	35-2493839

(Sorted Numerically By Case Number)

#	Debtor Name	Case No.	EIN
141.	ADPT DFW Holdings LLC	17-31432	30-0857947
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147.	East Pflugerville Medical Center LLC	17-31439	90-1023315
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155.	FCER Management, LLC	17-31447	11-3798239
156.	Adeptus Health Colorado Holdings LLC	17-31448	30-0857912
157.	Atascocita 1960 Medical Center LLC	17-31449	36-4780687
158.	Louetta Medical Center LLC	17-31450	74-3178584
159.	First Texas Hospital Cy-Fair LLC	17-31451	47-3480091
160.	Rosenberg Medical Center LLC	17-31452	80-0964882
161.	Marrero Medical Center LLC	17-31453	61-1753468
162.	Austin Brodie Medical Center LLC	17-31454	61-1713294
163.	Adeptus Health Management LLC	17-31455	32-0448472
164.	Baytown Medical Center LLC	17-31456	30-0840445
165.	Meadowbrook Heights Medical Center LLC	17-31457	32-0448039
166.	Medical Center of Crosby Lynchburg LLC	17-31458	38-3922039
167.	Bella Terra Medical Center LLC	17-31459	80-0957867
168.	Roy Richard Medical Center LLC	17-31460	35-2491802
169.	Adeptus Health Phoenix Holdings LLC	17-31461	35-2487075
170.	Medical Center of Spring Rayford Richards LLC	17-31462	37-1747613
171.	San Antonio Nacogdoches Medical Center LLC	17-31463	80-0937326
172.	Four Points Medical Center LLC	17-31464	38-3938637
173.	Mesa Tierra Medical Center LLC	17-31465	35-2523890
174.	Adeptus Health Ventures LLC	17-31466	36-4802997
175.	San Tan Valley Medical Center LLC	17-31467	36-4801184
176.	Bender's Landing Medical Center LLC	17-31468	37-1752156
177.	Friendswood Medical Center LLC	17-31469	38-3916132
178.	Midlothian Medical Center LLC	17-31470	30-0802928
179.	ADPT Columbus Holdings LLC	17-31471	36-4835265
180.	Seguin Foster Medical Center LLC	17-31472	35-2532650
181.	Mountain Park Ranch Medical Center LLC	17-31473	38-3939092
182.	FTH Houston Partners LLC	17-31474	47-3466871
183.	Blacklick Woods Medical Center LLC	17-31475	30-0805532
184.	Sienna Plantation Medical Center LLC	17-31476	90-1009094
185.	Garland Centerville Medical Center LLC	17-31477	35-2537960
186.	National Medical Professionals of Arizona LLC	17-31478	37-1757007

#	Debtor Name	Case No.	EIN
187.	ADPT Houston Holdings LLC	17-31479	30-0857977
188.	South Bend Medical Center LLC	17-31480	61-1770288
189.	Gilbert Medical Center LLC	17-31481	80-0940827
190.	Briar Forest-Eldridge Medical Center LLC	17-31482	35-2481862
191.	National Medical Professionals of Ohio LLC	17-31483	30-0829176
192.	South Carrier Medical Center LLC	17-31484	32-0429602
193.	Gleannloch Farms Medical Center LLC	17-31485	35-2481256
194.	ADPT New Orleans Holdings LLC	17-31486	32-0479313
195.	South Green Oaks Medical Center LLC	17-31487	90-1012518
196.	Broad Wagoner Medical Center LLC	17-31488	35-2492252
197.	Glendale Medical Center LLC	17-31489	90-1012820
198.	Goodyear Medical Center LLC	17-31490	90-1007336
199.	Spanish Oaks Medical Center LLC	17-31491	90-1012951
200.	Greenville Stacy Medical Center LLC	17-31492	38-3926926
201.	ADPT New Orleans Management LLC	17-31493	Pending
202.	Brushy Creek Medical Center LLC	17-31494	38-3923792
203.	Spring 2920 Medical Center LLC	17-31495	36-4776092
204.	Guadalupe River Medical Center LLC	17-31496	35-2514826
205.	ADPT-AZ MPT Holdings LLC	17-31497	61-1772047
206.	Camelback 83rd Medical Center LLC	17-31498	38-3945993
207.	Hampden Tower Medical Center LLC	17-31499	38-3928757
208.	Spring Green Medical Center LLC	17-31500	Pending
209.	Helotes Medical Center LLC	17-31501	36-4782313
210.	ADPT-AZ RE Holdings LLC	17-31502	47-5241979
211.	SSH Medical Center LLC	17-31503	77-0666943
212.	Hilliard Medical Center LLC	17-31504	35-2491198
213.	Cedar Park Lakeline Medical Center LLC	17-31505	35-2493773
214.	Sterling Ridge Medical Center II LLC	17-31506	32-0439505
215.	Houston 9520 Jones Medical Center LLC	17-31507	32-0432459
216.	ADPT-CO MPT Holdings LLC	17-31508	47-3512571
217.	Centennial Medical Center LLC	17-31509	32-0436930
218.	New Orleans East Medical Center LLC	17-31510	61-1753435
219.	Houston FM 1960 Medical Center LLC	17-31511	37-1783329
220.	ADPT-CO RE Holdings LLC	17-31512	47-3565144
221.	Sterling Ridge Medical Center LLC	17-31513	16-1711883
222.	Katy ER Center LLC	17-31514	45-2583773
223.	Summerwood Medical Center LLC	17-31515	30-0802964
224.	Center Street DP Medical Center LLC	17-31516	35-2453223
225.	Keller Medical Center LLC	17-31517	61-1736669
226.	Surprise Medical Center LLC	17-31518	90-1012038
227.	ADPT-Columbus MPT Holdings LLC	17-31519	Pending
228.	Kingwood Medical Center LLC	17-31520	80-0684495
229.	Chandler Germann Medical Center LLC	17-31521	80-0938469
230.	SW Chandler Medical Center LLC	17-31522	90-1032288
231.	ADPT-Columbus RE Holdings LLC	17-31523	Pending
232.	Kuykendahl Medical Center LLC	17-31524	34-2028269
233.	Chandler Heights Medical Center LLC	17-31525	32-0456525
234.	La Porte Medical Center LLC	17-31526	80-0927953

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235.	ADPT-DFW MPT Holdings LLC	17-31527	81-0772445
236.	Sycamore School Medical Center LLC	17-31528	35-2494277
237.	Cinco Ranch Medical Center LLC	17-31529	61-1744313
238.	Lakewood Forest Medical Center LLC	17-31530	90-1013791
239.	Tempe McClintock Baseline Medical Center LLC	17-31531	38-3923748
240.	ADPT-DFW RE Holdings LLC	17-31532	81-0785981
241.	ADPT-Houston MPT Holdings LLC	17-31533	30-0914017
242.	Tempe Rural-Baseline Medical Center LLC	17-31534	30-0852296
243.	Colonial Lakes Medical Center LLC	17-31535	90-1004044
244.	ADPT-Houston RE Holdings LLC	17-31536	61-1781468
245.	Texas Regional Hospital LLC	17-31537	37-1753820
246.	Northwest Harris County Medical Center LLC	17-31538	36-4781722
247.	Colorado General Hospital LLC	17-31539	35-2506314
248.	Ohio General ER LLC	17-31540	38-3918055
249.	Victory Lakes Medical Center LLC	17-31541	37-1751372
250.	ADPT-LA MPT Holdings LLC	17-31542	81-0752643
251.	Wadsworth-Belleview Medical Center LLC	17-31543	35-2486458
252.	Conroe Medical Center LLC	17-31544	37-1743660
253.	ADPT-LA RE Holdings LLC	17-31545	81-0758384
254.	Waterside Medical Center LLC	17-31546	36-4767886
255.	Ohio General Hospital LLC	17-31547	80-0956267
256.	AJNH Medical Center LLC	17-31548	36-4729524
257.	OpFree Licensing LP	17-31549	01-0831027
258.	White Settlement Medical Center LLC	17-31550	38-3970573
259.	Converse Medical Center LLC	17-31551	30-0820305
260.	Wilderness-Hardy Oak Medical Center LLC	17-31552	80-0954867
261.	Alamo Heights SA Medical Center LLC	17-31553	35-2547715
262.	Copperwood Medical Center LLC	17-31554	84-1697403
263.	William Cannon Medical Center LLC	17-31555	35-2493839
264.	Algiers Medical Center LLC	17-31556	32-0455775
265.	Creekside Forest Medical Center LLC	17-31557	36-4781064
266.	OpFree RE Investments, Ltd.	17-31558	06-1740727
267.	Culebra-Tezel Medical Center LLC	17-31559	90-1020838
268.	De Zavala Medical Center LLC	17-31560	30-0879734
269.	Alvin Medical Center LLC	17-31561	90-1008817
270.	OpFree, LLC	17-31562	34-2028263
271.	Dublin Medical Center LLC	17-31563	80-0965351
272.	Anthem Medical Center LLC	17-31564	37-1740119
273.	Eagles Nest Medical Center LLC	17-31565	04-3847518
274.	Pearland 518 Medical Center LLC	17-31566	90-1025398
275.	Pearland Parkway Medical Center LLC	17-31567	51-0576704
276.	Pearland Sunrise Medical Center LLC	17-31568	90-1001726
277.	Pflugerville Medical Center LLC	17-31569	45-2552050
278.	Potranco Medical Center LLC	17-31570	80-0966887
279.	Provinces Medical Center LLC	17-31571	80-0967881
280.	Queen Creek Medical Center LLC	17-31572	32-0457346