

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
WACO DIVISION

In Re: § **Chapter 7**
§
LITTLE RIVER HEALTHCARE § **Case No. 18-60526-rbk**
HOLDINGS, LLC, et al., §
§ **(Jointly Administered)**
Debtors.¹ §

FIRST INTERIM FEE APPLICATION OF JAMES E. STUDENSKY, CHAPTER 7 TRUSTEE FOR ALLOWANCE OF TRUSTEE COMPENSATION FOR PERIOD FROM DECEMBER 11, 2018 THROUGH MARCH 31, 2019

If you object to the relief requested, you must respond in writing, specifically answering each paragraph of this pleading. Unless otherwise directed by the court, you must file your response with the clerk of the bankruptcy court within 21 days from the date you were served with this pleading. You must serve a copy of your response on the person who sent you the notice; otherwise, the court may treat the pleading as unopposed and grant the relief requested.

TO THE HONORABLE RONALD B. KING, CHIEF UNITED STATES BANKRUPTCY JUDGE:

James E. Studensky, Chapter 7 Trustee, the duly appointed and acting trustee in the above-captioned bankruptcy cases (the “Trustee”), submits its First Interim Fee Application (the “Application”) pursuant to the interim compensation procedures established by order of the Court [Dkt. No. 785] and hereby requests (i) for the period from December 11, 2018 to March 31, 2019, approval on an interim basis of fees earned in the amount of \$216,654.68 in the Estate of Rockdale Blackhawk, LLC, and (ii) authority to receive payment from the bankruptcy estates for such compensation. As detailed herein, and shown in the attached Form 2, the Trustee has

¹ The Debtors in these chapter7 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Compass Pointe Holdings, LLC (1142), Little River Healthcare Holdings, LLC (7956), Timberlands Healthcare, LLC (1890), King’s Daughters Pharmacy, LLC (7097), Rockdale Blackhawk, LLC (0791), Little River Healthcare - Physicians of King’s Daughters, LLC (5264), Cantera Way Ventures, LLC (7815), and Little River Healthcare Management, LLC (6688).

disbursed on behalf of the Estate of Rockdale Blackhawk, LLC, the sum of \$6,446,822.55. In support thereof, the Trustee respectfully states and represents:

NARRATIVE SUMMARY

1. On July 24, 2018 (the “Petition Date”), each of the Debtors commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code.

2. After notice and a hearing, on December 7, 2018 (the “Conversion Date”), the Court entered an order [Dkt. No. 547] converting the Debtors’ bankruptcy cases to chapter 7.

3. The Trustee is the duly appointed and acting Chapter 7 trustee in the above-captioned jointly administered bankruptcy cases.

4. On January 24, 2019, the Trustee moved the Court for the creation of interim compensation and reimbursement procedures [Dkt. No. 745]. On February 14, 2019, the Court entered an order creating interim compensation and reimbursement procedures [Dkt. No. 785] (the “Interim Compensation Procedures”). Pursuant to the Interim Compensation Procedures, professionals employed by the Trustee are allowed to obtain partial payment on a monthly basis of accrued fees and full payment of expenses, and beginning with the time period ending March 31, 2019 are allowed to present interim applications for compensation on a quarterly basis.

5. No prior applications for compensation or reimbursement of expenses have been made by the Trustee. Pursuant to the Interim Compensation Procedures, Trustee has requested and received 80% of its accrued compensation and 0% of its accrued expenses for the period from December 11, 2018 through March 31, 2019; these amounts totaled \$176,597.93. The unpaid accrued fees for the period from December 11, 2018 through March 31, 2019 totals \$40,056.75. This Application requests authority to be paid all compensation earned during the Application Period.

6. This Application covers the period from December 11, 2018 through March 31, 2019 (the “Application Period”).

7. The Trustee has reviewed and approved this Application.

8. Total Interim Distributions during Period: \$6,446,822.55

See attached Form 2 that is incorporated herein by reference, that provides the name of the payee, date of payment, amount of payment, basis for distribution/description of payment. The commission on each distribution is calculated under 11 USC 326 which provides a statutory commission of 25% of the first \$5,000.00 distributed, 10% of the next \$45,000.00 distributed, 5% of the next \$950,000.00 distributed and 3% of all sums distributed in excess of \$1,000,000.00.

9. Total Trustee Compensation Allowable and Payable under 11 USC 326- \$216,654.68

10. Less Interim Compensation Previously Paid: \$176,597.93

11. Trustee Compensation Payable but Unpaid during applicable period: \$40,056.75

12. Compensation Requested at this time: \$40,056.75

13. Expenses Requested:-None Requested at this Time = \$0.00

Total Trustee Compensation Requested at this Time = \$40,056.75

WHEREFORE, PREMISES CONSIDERED, Applicant prays that the Court enter an Order allowing and approving on an interim basis the compensation and reimbursement set out herein, and granting such other and further relief as to which the Applicant may be entitled at law or in equity.

Respectfully submitted,
/s/ James E. Studensky
JAMES E. STUDENSKY
Chapter 7 Trustee
State Bar No. 19440000
3912 W. Waco Drive
Waco, Texas 76710
254-776-9630
254-296-0190 (fax)
jstudensky.trustee@outlook.com

CERTIFICATE OF SERVICE

I hereby certify that on this the 15th day of May, 2019, I electronically filed this Application with the Clerk of Court using the CM/ECF system which will send notification of such filing to those receiving electronic service and as reflected below and served on all parties on the service matrix attached hereto by United States mail.

Little River Healthcare Holdings, LLC
Attn: Ronald Winters, Former Chief
Restructuring Officer
1700 Brazos Ave
Rockdale, TX 76567
rwinters@hcmpllc.com

Office of the United States Trustee
Attn: Shane P. Tobin
903 San Jacinto, Room 230
Austin, TX 78701
Shane.P.Tobin@usdoj.gov

Vinson & Elkins, LLP
Attn: Bill Wallander; Matt Pyeatt;
Bradley Foxman
Trammell Crow Center
2001 Ross Avenue, Suite 3700,
Dallas, TX 75201-2975
bwallander@velaw.com;
mpyeatt@velaw.com;
bfoxman@velaw.com
*Attorneys for Monroe Capital
Management Advisors, LLC*

Morris D. Weiss
Waller Lansden Dortch & Davis, LLP
100 Congress Ave.
18th Floor
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Morris.Weiss@wallerlaw.com
Debtors' Counsel

Brian T. Cumings
Graves, Dougherty, Hearon & Moody, PC
401 Congress Ave.
Suite 2200
Austin, Texas 78701
bcumings@gdhm.com

/s/ James E. Studensky
JAMES E. STUDENSKY

ESTATE (CASH RECEIPTS AND DISBURSEMENTS RECORD)
 2 (Receipts and Disbursements) Pg 1 of 11

Case No: 18-60528 -RBK
 Case Name: ROCKDALE BLACKHAWK, LLC

Trustee Name: James E. Studensky, Trustee
 Bank Name: FIRST NATIONAL BANK OF VINITA
 Account Number / CD #: *****2100 Checking Account (Non-Interest Earn

Taxpayer ID No: *****0791
 For Period Ending: 03/31/19

Blanket Bond (per case limit): \$ 62,600,000.00
 Separate Bond (if applicable):

1	2	3	4	5	6	7	
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
			BALANCE FORWARD				0.00
12/27/18		WELLS FARGO BANK	FUNDS ON DEPOSIT-DIP	1229-000	1,300,000.00		1,300,000.00
12/27/18	37	Asset Sales Memo:	BANK ACCOUNT \$1,300,000.00				1,300,000.00
12/27/18		WELLS FARGO BANK	FUNDS ON DEPOSIT-DIP PROFESSIONAL	1229-000	1,939,050.96		3,239,050.96
12/27/18	34	Asset Sales Memo:	BANK ACCOUNT \$1,939,050.96				3,239,050.96
* 12/27/18		WELLS FARGO BANK	FUNDS ON DEPOSIT-DIP	1229-003	1,300,000.00		4,539,050.96
* 12/27/18		WELLS FARGO BANK	FUNDS ON DEPOSIT-DIP	1229-003	-1,300,000.00		3,239,050.96
12/29/18	010001	CITY OF ROCKDALE PO BOX 586 ROCKDALE, TEXAS 78567	WATER BILLS ACCT NO. 04-2510-00 AND ACCT NO. 04-2475-00	2990-000		2,560.86	3,236,490.10
01/04/19		ASCENSION HEALTHCARE	ASSET SALES	1129-000	250,000.00		3,486,490.10
01/04/19	26	Asset Sales Memo:	OTHER MACHINERY, FIXTURES EQUIPMENT \$250,000.00				3,486,490.10
* 01/04/19	010002	AMBITENERGY PO BOX 660462 DALLAS, TEXAS 75266-0462	UTILITY EXPENSE FOR TEMPLE BILLING OFFICE-INV. # 656D3D1-ACCT NO. A5267352	2420-003		597.73	3,485,892.37
* 01/04/19	010002	AMBITENERGY PO BOX 660462 DALLAS, TEXAS 75266-0462	UTILITY EXPENSE	2420-003		-597.73	3,486,490.10
01/07/19		WELLS FARGO BANK AUSTIN, TEXAS	DIP ESCROW FUNDS-5260	1129-000	44,550.59		3,531,040.69
01/07/19	35	Asset Sales Memo:	BANK ACCOUNT \$44,550.59				3,531,040.69
01/07/19		WELLS FARGO BANK AUSTIN, TEXAS	DIP FUNDS	1129-000	250,000.00		3,781,040.69
01/07/19	37	Asset Sales Memo:	BANK ACCOUNT \$250,000.00				3,781,040.69
01/07/19		ADP PAYROLL	PAYROLL BENEFIT DEPOSIT-401K	2990-000		999.41	3,780,041.28
01/07/19		ADP PAYROLL- KD PHARMACY	PAYROLL TAX DEPOSIT	2990-000		1,461.48	3,778,579.80
01/07/19		ADP-KD PHARMACY DIP	NET PAYROLL KD PHARMACY DIP	2990-000		3,973.40	3,774,606.40
01/07/19		ADP-PAYROLL TAX	PAYROLL TAX EXPENSE PAID TO ADP PAYROLL DEPOSIT CUSTODIAL ACCT.	2810-000		9,259.78	3,765,346.62
01/07/19		ADP PAYROLL	PAYROLL TAX EXPENSE FOR ROCKDALE BLACKHAWK	2810-000		20,779.75	3,744,566.87

ESTATE (CASH RECEIPTS AND DISBURSEMENTS RECORD)
 FORM 2 (Receipts and Disbursements) Pg 2 of 11

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01/07/19		SHEELDIT, LLC PO BOX 82484 AUSTIN, TEXAS 78708-2484	IT SERVICES CONTRACT CONTRACT NO. 20181231	2990-000		27,062.50	3,717,504.37
01/07/19		ADP-PAYROLL	NET PAYROLL	2990-000		31,616.08	3,685,888.29
01/07/19		ADP-PAYROLL	NET PAYROLL FOR ROCKDALE BLACKHAWK, LLC	2990-000		68,730.47	3,617,157.82
01/07/19		REV MD PARTNERS, LLC	BILLING/REVENUE COLLECTION EXPENSE	2420-000		175,660.00	3,441,497.82
01/07/19		VINSON & ELKINS, LLC DALLAS, TEXAS	DISTRIBUTION TO SECURED CREDITOR PER CREDITOR'S REQUEST DISTRIBUTION TO CREDITOR'S COUNSEL	4210-000		533,448.54	2,908,049.28
01/07/19	010003	DATA ARMOR 814 TRADESMENS PARK LOOP HUTTO, TEXAS 78634	SHREDDING SERVICES INV NOS. 10014113240,10011413239, & 1001413238	2990-000		1,388.60	2,906,660.68
01/07/19	010004	2:12 VENTURES, LLC C/O TRILJI GROUP PO BOX 20263 WACO, TEXAS 76702	RENT-TEMPLE BILLING OFFICE	2410-000		13,665.00	2,892,995.68
01/08/19	010005	CITY OF TEMPLE PO BOX 878 TEMPLE, TEXAS 76503-0878	WATER SERVICE FOR TEMPLE BILLING OFFICE-ACCT NO. 119469-32756	2990-000		373.46	2,892,622.22
01/08/19	010006	AMBITENERGY PO BOX 660462 DALLAS, TEXAS 75266-0462	ELECTRIC SERVICE FOR TEMPLE BILLING OFFICE-ACCT NO. A5267352	2990-000		569.27	2,892,052.95
01/08/19	010007	STEPHANIE LOPEZ 1900 O'KELLY DRIVE ROCKDALE, TEXAS 76567	PROTECTED HEALTH INFO REMOVAL INV. #176	2990-000		2,520.00	2,889,532.95
01/08/19		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		681.21	2,888,851.74
01/14/19		ADP PAYROLL DEPOSIT ACCT	PAYROLL EXPENSE	2810-000		1,582.54	2,887,269.20
01/14/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT.	PAYROLL TAX-ITZ NET PAYROLL-ITZ	2990-000		3,858.28	2,883,410.92
01/14/19		BANKDIRECT CAPTIAL FINANCE, LLC	INSURANCE PREMIUM	2420-000		31,745.33	2,851,665.59
01/14/19		ADP PAYROLL CUSTODIAL ACCT	PAYROLL EXPENSE PAYROLL TAX-P9S	2810-000		39,222.55	2,812,443.04

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01/14/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT	PAYROLL EXPENSE NET PAYROLL-P9S	2990-000		87,186.33	2,725,256.71
01/14/19		MONROE CAPITAL MANAGEMENT ADVISORS, LLC 311 SOUTH WACKER DRIVE CHICAGO, IL 60606	DISTRIBUTION ON SECURED CLAIM PER LIQUIDATION ORDER DATED 12/28/18	4210-000		600,000.00	2,125,256.71
01/16/19		BANKDIRECT CAPITAL FINANCE, LLC	INSURANCE PREMIUM WIRED OUT ON 12/31/18 FOR INSURANCE PREMIUM FINANCING	2990-000		30,233.65	2,095,023.06
01/16/19	010008	BULLDOG STORAGE PO BOX 1420 ROCKDALE, TEXAS 76567	RENTAL EXPENSE-UNIT 2-247	2410-000		280.00	2,094,743.06
01/16/19	010009	GRAVES DOUGHERTY HEARON & MOODY, P.C. ATTN: BRIAN T. CUMINGS 401 CONGRESS AVE., SUITE 2200 AUSTIN, TEXAS 78701	ESTATE COUNSEL RETAINER ADVANCED PURSUANT TO LIQUIDATION ORDER DATED 12/27/18 [DOC # 629 LITTLE RIVER HEALTHCARE HOLDINGS-JOINTLY ADM.]	3210-000		40,000.00	2,054,743.06
01/22/19		REVM D PARTNERS, LLC 1111 PASQUINELLI DRIVE WESTMONT, IL 60559	OPERATING EXPENSE-BILLING	2990-000		182,571.60	1,872,171.46
01/23/19	010010	JAMES E. STUDENSKY 3912 WEST WACO DR. WACO, TEXAS 76710	TRUSTEE COMPENSATION PAID PER COURT ORDER DATED 12/28/18 [DOC #633] COMMISSION ON SALE OF ASSETS TO SETON HOSPITAL	2100-000		16,375.00	1,855,796.46
01/30/19	010011	DANIELLE POUNDERS 2036 CR 3016 ROCKDALE, TEXAS 76567	CONTRACT WORK PAID UNDER INVOICE DATED 01/30/19-INV #100	3731-000		526.95	1,855,269.51
01/30/19	010012	AT&T PO BOX 536216 ATLANTA, GA 30353	TELEPHONE SERVICE-BILLING OFFICE FAX LINE UNDER ACCT NO. 254-771-5376 383 5	2990-000		310.59	1,854,958.92
01/31/19		WELLS FARGO BANK, NA AUSTIN, TEXAS (FUNDS WIRED IN-01/18/19)	LRH DIP ACCOUNT FUNDS	1129-000	32,500.00		1,887,458.92
01/31/19	37	Asset Sales Memo:	BANK ACCOUNT \$32,500.00				1,887,458.92

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01/31/19		WESTERN PLAINS CAPITAL, INC. FOR ST. DAVID'S ORTHO,NEURO & REHAB GEORGETOWN, TEXAS	PROCEEDS FROM ASSET SALE	1129-000	97,000.00		1,984,458.92
01/31/19	26	Asset Sales Memo:	OTHER MACHINERY, FIXTURES EQUIPMENT \$97,000.00				1,984,458.92
01/31/19		WELLS FARGO BANK, NA AUSTIN, TEXAS (FUNDS WIRED IN-01/18/19)	WF-CH BANK ACCOUNT FUNDS	1129-000	165,000.00		2,149,458.92
01/31/19	12	Asset Sales Memo:	BANK ACCOUNT \$165,000.00				2,149,458.92
01/31/19		WELLS FARGO BANK, NA AUSTIN, TEXAS (FUNDS WIRED IN-01/18/19)	WF-LRH BANK ACCOUNT	1129-000	505,000.00		2,654,458.92
01/31/19	37	Asset Sales Memo:	BANK ACCOUNT \$505,000.00				2,654,458.92
01/31/19		BBVA COMPASS BANK AUSTIN, TEXAS	BANK OPERATING FUNDS	1121-000	1,900,000.00		4,554,458.92
01/31/19	4	Asset Sales Memo:	BANK ACCOUNT \$1,900,000.00				4,554,458.92
* 01/31/19		WELLS FARGO BANK, NA AUSTIN, TEXAS (FUNDS WIRED IN-01/18/19)	WF-LRH BANK ACCOUNT	1129-003	505,000.00		5,059,458.92
* 01/31/19		WELLS FARGO BANK, NA AUSTIN, TEXAS (FUNDS WIRED IN-01/18/19)	WF-LRH BANK ACCOUNT	1129-003	-505,000.00		4,554,458.92
01/31/19		CDG&T AS TRUSTEE FOR RETIREMENT PLANS (OUTGOING WIRE ON 1/24/19)	401K EMPLOYEE LOAN REPAYMENTS	5400-000		561.11	4,553,897.81
01/31/19		CDG&T AS TRUSTEE FOR RET.PLANS FOR 401K EMPLOYEES LOAN REPAYMENTS (OUTGOING WIRE-01/18/19)	401K LOAN REPAYMENTS FOR EMPLOYEES	5400-000		1,430.37	4,552,467.44
01/31/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT. (OUTGOING WIRE-01/24/19)	PAYROLL TAX-ITZ	2810-000		2,948.77	4,549,518.67
01/31/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT. (OUTGOING WIRE-01/24/19)	PAYROLL EXPENSE-ITZ	5300-000		6,412.66	4,543,106.01
01/31/19		VINSON & ELKINS, LLP 1001 FANNIN STREET, SUITE 2500	DISTRIBUTION TO SECURED PARTY THROUGH SECURED PARTY'S COUNSEL	4210-000		20,000.00	4,523,106.01

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Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
01/31/19		HOUSTON, TEXAS 77002-6760 (OUTGOING WIRE-01/31/19) HARNEY MANAGEMENT PARTNERS, LLC RIVERSIDE PLAZA CENTER 10 SOUTH RIVERSIDE PLAZA, SUITE 875 CHICAGO, IL 60606	PROFESSIONAL FEES/EXPS PAID PER COURT ORDER DATED 01/31/09 [DOC #769] FOR CERTAIN CHAPTER 11 ADM. EXPENSES	6700-000		22,162.50	4,500,943.51
01/31/19		(OUTGOING WIRE-01/31/19) MESCH, CLARK & ROTHSCHILD, PC ARIZONA BAR ACCOUNT 259 N. MEYER AVE. TUCSON, AZ 85701-1090	PROFESSIONAL FEES/EXPS PAID PER COURT ORDER DATED 01/31/19 [DOC #769] FOR CERTAIN CHAPTER 11 ADM. EXPENSES	6700-000		30,092.66	4,470,850.85
01/31/19		ADP PAYROLL CUSTODIAL ACCT (OUTGOING WIRE-01/24/19)	PAYROLL TAX EXPENSE-P9S	2810-000		30,981.77	4,439,869.08
01/31/19		CBIZ ACCOUNTING TAX & ADVISORY 100 WEST 33RD STREET NEW YORK, NY 10001	PROFESSIONAL FEES/EXPS PAID PER COURT ORDER DATED 01/31/19 [DOC #769] FOR CERTAIN PROFESSIONAL FEES	6700-000		38,849.32	4,401,019.76
01/31/19		(OUTGOING WIRE-01/31/19) HEALTHCARE MANAGEMENT PARTNERS, LLC 1033 DEMONGREUN ST. SUITE 300 NASHVILLE, TN 37203	PROFESSIONAL FEES/EXPS PAID PER COURT ORDER DATED 01/31/19 [DOC #769] FOR CERTAIN CHAPTER 11 ADM. EXPENSES	6700-000		39,389.75	4,361,630.01
01/31/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT (OUTGOING WIRE-01/24/19)	PAYROLL EXPENSE-PS9	5300-000		72,993.61	4,288,636.40
01/31/19		MONROE CAPITAL MANAGEMENT ADVISORS, LLC 311 SOUTH WACKER DRIVE CHICAGO, IL 60606	PROCEEDS-SALE TO SETON DISTRIBUTED TO SECURED PARTY PER COURT ORDER DATED 12/28/18 [DOC #633]	4210-000		260,375.00	4,028,261.40
01/31/19		(OUTGOING WIRE-01/24/19) DUANE MORRIS LLP RECEIPTS ACCOUNT 7500 RIALTO BLVD BUILDING 1, SUITE 230 AUSTIN, TEXAS 78735-8560 (OUTGOING WIRE-01/31/19)	PROFESSIONAL FEES/EXPS PAID PER COURT ORDER DATED 01/31/19 [DOC # 769] FOR CERTAIN CHAPTER 11 ADM. EXPENSES	6700-000		295,250.32	3,733,011.08

ESTATE (CASH RECEIPTS AND DISBURSEMENTS RECORD)
 ESTATE (Receipts and Disbursements) Pg 5 of 11

Case No: 18-60528 -RBK
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01/31/19		WALLER LANDSDEN DORTCH & DAVIS, LLP 511 UNIION STREET, SUITE 2700 NASHVILLE, TN 37219	ATTORNEY FEES/EXPS PAID PER COURT ORDER DATED 01/31/09 [DOC #769] FOR CERTAIN CHAPTER 11 ADM. EXPENSES	6700-000		491,991.20	3,241,019.88
01/31/19		MONROE CAPITAL MANAGEMENT ADVISORS FUNDING ACCT CHICAGO, IL (OUTGOING WIRE-01/31/19)	DISTRIBUTION TO SECURED PARTY PER COURT LIQUIDATION ORDER DATED 12/28/18	4210-000		800,000.00	2,441,019.88
01/31/19		MONROE CAPITAL MANAGEMENT ADVISORS FUNDING ACCT. CHICAGO, IL (OUTGOING WIRE-01/31/19)	DISTRIBUTION TO SECURED PARTY PAID PER COURT ORDER DATED 01/31/19 [DOC #769] FOR BALANCE OF CHAPTER 11 PROFESSIONAL ACCOUNT FUNDS	4210-000		870,164.15	1,570,855.73
01/31/19	010013	NORTON ROSE FULBRIGHT US LLP DEPT. 2613 PO BOX 122613 DALLAS, TEXAS 75312-2613	ATTORNEY FEES/EXPS PER COURT ORDER DATED 01/31/19 [DOC #769] DIRECTING PAYMENT OF CERTAIN CHAPTER 11 ADM. EXPENSES	6990-000		195,701.68	1,375,154.05
02/01/19	010014	CITY OF ROCKDALE PO BOX 586 ROCKDALE, TEXAS 76567	WATER EXPENSE FOR THREE BILLS FOR RICHARDS MEMORIAL HOSPITAL	2990-000		215.37	1,374,938.68
02/05/19		BANKDIRECT CAPITAL FINANCE, LLC TWO CONWAY PARK 150 NORTH FIELD DRIVE, SUITE 190 LAKE FOREST, IL 60045	INSURANCE PREMIUM FINANCING PAID UNDER LIQUIDATION ORDER DATED 12/28/18	2990-000		30,233.65	1,344,705.03
02/05/19	010015	LAW OFFICE OF ANDREA CUNHA, PLLC 5725 MISTY HILL COVE AUSTIN, TEXAS 78759	CONSULTANT FEES PAID UNDER LIQUIDATION ORDER AND WITH LIENHOLDER'S CONSENT	3731-000		4,081.00	1,340,624.03
02/05/19	010016	SHEELDIT, LLC PO BOX 82484 AUSTIN, TEXAS 78708-2484	CONSULTANT FEES PAID UNDER LIQUIDATION ORDER AND WITH LIENHOLDER CONSENT- INVOICE #1054	3731-000		89,066.95	1,251,557.08
02/05/19	010017	2:12 VENTURES, LLC C/O TRILJI GROUP PO BOX 20263 WACO, TEXAS 76702	RENT-TEMPLE BILLING OFFICE PAID UNDER LIQUIDATION ORDER DATED 12/28/18	2410-000		13,665.00	1,237,892.08

ESTATE (CASH RECEIPTS AND DISBURSEMENTS) RECORD
 2 (Receipts and Disbursements) Pg 7 of 11

Case No: 18-60528 -RBK
 Case Name: ROCKDALE BLACKHAWK, LLC

Trustee Name: James E. Studensky, Trustee
 Bank Name: FIRST NATIONAL BANK OF VINITA
 Account Number / CD #: *****2100 Checking Account (Non-Interest Earn

Taxpayer ID No: *****0791
 For Period Ending: 03/31/19

Blanket Bond (per case limit): \$ 62,600,000.00
 Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
02/07/19		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		2,696.21	1,235,195.87
02/12/19	010018	GRAVES, DOUGHERTY, HEARON & MOODY, P.C. 401 CONGRESS AVENUE, SUITE 2200 AUSTIN, TEXAS 78701	ATTORNEY FEES/EXPS PAID PER INTERIM COMPENSATION PROCEDURES ORDER DATED 01/28/19			61,573.43	1,173,622.44
			Fees 60,425.60	3210-000			
			Expenses 1,147.83	3220-000			
02/12/19	010019	JAMES STUDENSKY 3912 WEST WACO DR. WACO, TEXAS 76710	TRUSTEE COMPENSATION/EXPENSES PAID PER INTERIM COMPENSATION PROCEDURES ORDER DATED 01/28/19	2100-000		128,089.93	1,045,532.51
02/13/19	010020	TROY ZINN 1604 YOKLEY ROCKDALE, TEXAS 76567	BILLING OFFICE WINDDOWN EXPENSE TRUCK RENTAL/SUPPLIES/POSTAGE REIMBURSEMENT	2990-000		1,700.00	1,043,832.51
02/20/19		CDG&T AS TRUSTEE FOR RETIREMENT PLANS (WIRE OUT-02/06/19)	401K LOAN REPAYMENT AT EMPLOYEE'S REQUEST IN PAYROLL UNDER LIQUIDATION ORDER	2990-000		76.11	1,043,756.40
02/20/19		ALCHEMY TECHNOLOGY, LLC 11 GREENWAY PLAZA, SUITE 2600 HOUSTON, TEXAS 77046 (WIRE OUT-02/20/19)	EMAIL EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18AND SECURED PARTY'S CONSENT	2990-000		2,273.25	1,041,483.15
02/20/19		ADP PAYROLL CUSTODIAL ACCOUNT PAYROLL TAXES (WIRE OUT-02/06/19)	PAYROLL TAX EXPENSE PAID PER LIQUIDATION ORDER	2810-000		20,507.52	1,020,975.63
02/20/19		ADP PAYROLL CUSTODIAL ACCOUNT PAYROLL TAX (WIRE OUT-02/20/19)	PAYROLL TAX EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18	2990-000		25,310.82	995,664.81
02/20/19		ADP PAYROLL CUSTODIAL ACCOUNT NET PAYROLL (WIRE OUT-02/06/19)	PAYROLL EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18	5300-000		57,663.63	938,001.18
02/20/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT. NET PAYROLL (WIRE OUT-02/20/19)	PAYROLL EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18	5300-000		67,871.09	870,130.09
02/20/19		REVM D PARTERS, LLC 1111 PASQUINELLI DRIVE	BILLING SERVICES EXPENSE PAID PER LIQUIDATION ORDER DATED	2990-000		129,607.20	740,522.89

Case No: 18-60528 -RBK
 Case Name: ROCKDALE BLACKHAWK, LLC

Trustee Name: James E. Studensky, Trustee
 Bank Name: FIRST NATIONAL BANK OF VINITA
 Account Number / CD #: *****2100 Checking Account (Non-Interest Earn

Taxpayer ID No: *****0791
 For Period Ending: 03/31/19

Blanket Bond (per case limit): \$ 62,600,000.00
 Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
02/20/19		SUITE 400 WESTMONT, IL 60559 DUANE MORRIS LLP RECEIPTS AUSTIN, TEXAS (WIRE OUT-02/13/19)	12/28/18 ATTORNEY FEES/EXPS PAID TO SPECIAL COUNSEL PER INTERIM PROFESSIONAL FEES ORDER Fees 155,130.80 Expenses 8,343.76	3210-000 3220-000		163,474.56	577,048.33
02/20/19	010021	EFAX CORPORATE C/O J2 CLOUD SERVICES, LLC PO BOX 51873 LOS ANGELES, CA 90051-6173	OFFICE EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18-INV. NO. 1180300	2990-000		303.81	576,744.52
02/20/19	010022	EZELL REAL ESTATE SERVICES, LLC 3103 BEE CAVE ROAD, SUITE 225 AUSTIN, TEXAS 78746	APPRAISAL FEES PAID PER LIQUIDATION ORDER DATED 12/28/18 AND SECURED PARTY'S CONSENT	2990-000		6,200.00	570,544.52
02/22/19	010023	AT&T PO BOX 105414 ATLANTA, GA 30348-5414	INTERNET SERVICE/PHONE SERVICE EXPENSE PAID UNDER LIQUIDATION ORDER-ACCT NO. 512-446-4500 925 1	2990-000		7,962.96	562,581.56
02/26/19	010024	ALTAWORX 455 MAGNOLIA AVE SUITE B FAIRHOPE, AL 36532	INTERNET EXPENSE PAID PURSUANT TO LIQUIDATION ORDER AND SECURED CREDITOR'S CONSENT-ACCOUNT NO. 300005801	2990-000		11,008.56	551,573.00
02/26/19	010025	ALTAWORX 455 MAGNOLIA AVE. SUITE B FAIRHOPE, AL 36532	INTERNET EXPENSE TWO MONTH ADVANCE PAID PER LIQUIDATION ORDER AND SECURED CREDITOR'S CONSENT-ACCOUNT NO. 300005801	2990-000		4,334.68	547,238.32
02/27/19	010026	AMERICAN ARBITRATION ASSOCIATION 13727 NOEL ROAD SUITE 700 DALLAS, TEXAS 75240	ARBITRATION EXPENSE PAID PER LIQUIDATION ORDER-CASE NO. 01-18-0001-0136-1-11-1	2990-000		22,750.00	524,488.32
03/05/19		WELLS FARGO BANK. NA. UTILITIES ACCOUNT INCOMING WIRE-03/04/19	BANK FUNDS REMITTED TO TRUSTEE	1129-000	61,000.00		585,488.32
03/05/19	33	Asset Sales Memo:	BANK ACCOUNT \$61,000.00				585,488.32

ESTATE (CASH RECEIPTS AND DISBURSEMENTS RECORD) FORM 2 (Receipts and Disbursements) Pg 9 of 11

Case No: 18-60528 -RBK
 Case Name: ROCKDALE BLACKHAWK, LLC

Trustee Name: James E. Studensky, Trustee
 Bank Name: FIRST NATIONAL BANK OF VINITA
 Account Number / CD #: *****2100 Checking Account (Non-Interest Earn

Taxpayer ID No: *****0791
 For Period Ending: 03/31/19

Blanket Bond (per case limit): \$ 62,600,000.00
 Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
03/05/19		WELLS FARGO BANK, NA CHAPTER 11 DIP ACCOUNT INCOMING WIRE-03/04/19	BANK FUNDS REMITTED TO TRUSTEE	1129-000	445,324.51		1,030,812.83
03/05/19	37	Asset Sales Memo: TEXAS MUTUAL WORKER'S COMP INS. 2200 ALDRICH ST. AUSTIN, TEXAS 78723-3474	BANK ACCOUNT \$445,324.51 INSURANCE CLAIM PAYMENT	1121-000	9,780.70		1,030,812.83 1,040,593.53
03/05/19	16	Asset Sales Memo: BANKDIRECT CAPITAL FINANCE TWO CONWAY PARK 150 NORTH FIELD DRIVE, SUITE 190 LAKE FOREST, IL 60045 (OUTGOING WIRE-03/04/19)	ACCOUNTS RECEIVABLE \$9,780.70 INSURANCE PREMIUM FINANCING PAID PER LIQUIDATION ORDER DATED 12/28/18-LOAN NO. 748111	2990-000		30,233.65	1,040,593.53 1,010,359.88
03/05/19	010027	ADP PNC BANK C/O ADP STE 800 20 COMMERCE WAY WOBURN, MA 01801-1057	PAYROLL PROCESSING EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18-CLIENT NO. 174039	2990-000		25,204.44	985,155.44
03/06/19		ADP PAYROLL CUSTODIAL ACCOUNT PAYROLL TAX [OUTGOING WIRE-03/06/19]	PAYROLL TAX DEPOSIT PAID PER LIQUIDATION ORDER DATED 12/28/18 AND SECURED PARTY'S CONSENT-PAYROLL TAX DEPOSITED WITH ADP	2810-000		21,903.98	963,251.46
03/06/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCOUNT NET PAYROLL [OUTGOING WIRE-03/06/19]	PAYROLL EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18 AND SECURED PARTY'S CONSENT-PAYROLL WEEK ENDING 03/08/19	2990-000		56,404.50	906,846.96
03/07/19		FIRST NATIONAL BANK OF VINITA	BANK SERVICE FEE	2600-000		953.01	905,893.95
03/09/19	010028	LAW OFFICE OF ANDREA CUNHA, PLLC 5725 MISTY HILL COVE AUSTIN, TEXAS 78759	ATTORNEY FEES/EXPS PAID PER CONTRACT AND LIQUIDATION ORDER DATED 12/28/18-INVOICE #002 DATED 02/18/19	3210-000		11,049.50	894,844.45
03/12/19	010029	GRAVES DOUGHERTY HEARON & MOODY A PROFESSIONAL CORPORATION	ATTORNEY FEES/EXPS PAID PER INTERIM COMPENSATION			39,778.98	855,065.47

Case No: 18-60528 -RBK
 Case Name: ROCKDALE BLACKHAWK, LLC

Trustee Name: James E. Studensky, Trustee
 Bank Name: FIRST NATIONAL BANK OF VINITA
 Account Number / CD #: *****2100 Checking Account (Non-Interest Earn

Taxpayer ID No: *****0791
 For Period Ending: 03/31/19

Blanket Bond (per case limit): \$ 62,600,000.00
 Separate Bond (if applicable):

1	2	3	4		5	6	7
Transaction Date	Check or Reference	Paid To / Received From	Description Of Transaction	Uniform Trans. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
03/12/19	010030	PO BOX 98 AUSTIN, TEXAS 78767 DUANE MORRIS LLP ATTN: PAYMENT PROCESSING 30 SOUTH 17 STREET PHILADELPHIA, PA 19103-4196	PROCEDURES ORDER Fees 38,994.80 Expenses 784.18 ATTORNEY FEES/EXPS PAID PER INTERIM COMPENSATION PROCEDURES ORDER-INV #2515837/FILE NO. G6495-00003	3210-000 3220-000		151,520.36	703,545.11
03/23/19		ADP PAYROLL CUSTODIAL ACCT. PAYROLL TAX [OUTGOING WIRE-03/20/19]	PAYROLL EXPENSE PAYROLL TAX PAID PER LIQUIDATION ORDER DATED 12/28/18	2810-000		10,584.29	692,960.82
03/23/19		ADP PAYROLL DEPOSIT CUSTODIAL ACCT. NET PAYROLL [OUTGOING WIRE-03/20/19]	PAYROLL EXPENSE PAID PER LIQUIDATION ORDER DATED 12/28/18	5300-000		31,301.42	661,659.40
03/23/19	010031	JAMES E. STUDENSKY 3912 WEST WACO DR. WACO, TEXAS 76710	TRUSTEE COMPENSATION/EXPENSES PAID PER INTERIM COMPENSATION PROCEDURES ORDER DATED 01/28/19	2100-000		20,415.98	641,243.42
03/26/19		REV MD PARTNERS, LLC 1111 PASQUINELLI DRIVE WESTMONT, IL 60559 [OUTGOING WIRE]	ACCOUNTS RECEIVABLE COLLECTION SERV PAID PER LIQUIDATION ORDER DATED 12/28/18	2990-000		87,764.32	553,479.10
03/26/19	010032	ZOCHNET 5476 N US HIGHWAY 77 LINCOLN, TEXAS 78948	INTERNET SERVICE INVOICE NO. 85132 PAID PER LIQUIDATION ORDER DATED 12/28/18	2990-000		265.18	553,213.92
03/26/19	010033	ALLIANCE SAFETY & FIRE PROTECTION, LP 6 INDIAN MEADOWS #600 ROUND ROCK, TEXAS 78665	FIRE SPRINKLER SERVICE INVOICE #41436 PAID PER LIQUIDATION ORDER DATED 12/28/18	2990-000		829.71	552,384.21

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
WACO DIVISION**

In re:	§	
	§	Chapter 7
	§	
LITTLE RIVER HEALTHCARE	§	Case No. 18-60526-rbk
HOLDINGS, LLC, <i>et al.</i>	§	
	§	
Debtors. ¹	§	(Jointly Administered)
	§	

ORDER GRANTING FIRST INTERIM FEE APPLICATION BY JAMES E. STUDENSKY, CHAPTER 7 TRUSTEE FOR ALLOWANCE OF TRUSTEE COMPENSATION FOR THE PERIOD FROM DECEMBER 11, 2018 THROUGH MARCH 31, 2019

CAME ON FOR CONSIDERATION the *First Interim Fee Application for Trustee Compensation for the Period December 11, 2018 through March 31, 2019* (the “**Application**”)

¹ The Debtors in these chapter 7 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Compass Pointe Holdings, LLC (1142), Little River Healthcare Holdings, LLC (7956), Timberlands Healthcare, LLC (1890), King’s Daughters Pharmacy, LLC (7097), Rockdale Blackhawk, LLC (0791), Little River Healthcare - Physicians of King’s Daughters, LLC (5264), Cantera Way Ventures, LLC (7815), and Little River Healthcare Management, LLC (6688). The Debtors’ mailing address is 1700 Brazos Ave, Rockdale, TX 76567.

filed by James E. Studensky, Chapter 7 Trustee, the duly appointed and acting trustee in the above-captioned bankruptcy case (the “*Trustee*”). After considering the Application and all responses thereto, the Court is of the opinion it should be granted. It is, therefore

ORDERED that the total amount of \$216,654.68 (the “*Total Amount*”) in trustee compensation earned on distributions made from December 11, 2018 through March 31, 2019 (the “*Application Period*”) is hereby APPROVED on an interim basis; it is further specifically

ORDERED that the portion of the amount that has already been paid to the Trustee pursuant to the Interim Compensation Order² for the monthly fee statements covering the period from December 11, 2018 through March 31, 2019 in the amount of \$176,597.93 is hereby approved on an interim basis; it is further specifically

ORDERED that the Trustee is entitled to receive payment from estate funds, and the Trustee is authorized to pay, the remaining portion of the amount earned for the period of December 11, 2018 through March 31, 2019, in the amount of \$40,056.75 (the amount reflecting the 20% holdback of fees from December 11, 2018, through March 31, 2019), and that this payment is approved on an interim basis; it is further specifically

ORDERED that all compensation paid to the Trustee remains subject to disgorgement by future order of the Court in accordance with the provisions of the Bankruptcy Code and other governing law.

###

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² As defined in the Application.

SERVICE LIST

18-60526-rbk Doc#905-3 Filed 05/15/19 Entered 05/15/19 18:50:23 Exhibit Creditor

Mailing Matrix Pg 1 of 8

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18-60526-shk Doc #995-3
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Filed 05/15/19 Entered 05/15/19 18:50:22 Exhibit
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True Health Diagnostics LLC
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cgrottenthaler@truehealthdiag.com

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Mesch, Clark & Rothschild, PC.
(Patient Care Ombudsman)
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Holdings, LLC, KTMSC Management, LLC, and
Meridian Surgery Center, LLC)
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