



SO ORDERED.

SIGNED this 26 day of September, 2017.

Austin E. Carter

**Austin E. Carter
United States Bankruptcy Judge**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF GEORGIA
MACON DIVISION**

In re:)	
)	Chapter 11
OCONEE REGIONAL HEALTH)	
SYSTEMS, INC., <i>et al.</i> , ¹)	Case No. 17-51005-AEC
)	
Debtors.)	(Jointly Administered)
)	

**ORDER GRANTING DEBTORS' MOTION TO APPROVE FIRST AMENDMENT TO
ASSET PURCHASE AGREEMENT WITH NAVICENT HEALTH OCONEE, LLC**

Oconee Regional Health Systems, Inc., Oconee Regional Medical Center, Inc., Oconee Regional Health Services, Inc., Oconee Regional Emergency Medical Services, Inc., Oconee

¹ The last four digits of the employer identification number for each of the Debtors follow in parenthesis: (i) Oconee Regional Health Systems, Inc. (9394), (ii) Oconee Regional Medical Center, Inc. (9398), (iii) Oconee Regional Health Services, Inc. (9397), (iv) Oconee Regional Emergency Medical Services, Inc. (3857), (v) Oconee Regional Health Ventures, Inc. (sometimes d/b/a Oconee Neurology Services) (8516), (vi) Oconee Internal Medicine, LLC (1712), (vii) Oconee Orthopedics, LLC (3694), (viii) ORHV Sandersville Family Practice, LLC (1236), and (ix) Oconee Regional Senior Living, Inc. (5613). The Debtors' corporate mailing address is 821 North Cobb Street, Milledgeville, Georgia, 31061.

Regional Health Ventures, Inc. (sometimes d/b/a Oconee Neurology Services), Oconee Internal Medicine, LLC, Oconee Orthopedics, LLC, ORHV Sandersville Family Practice, LLC, and Oconee Regional Senior Living, Inc. (collectively, the “*Debtors*”), filed a motion (the “*Motion*,” Doc. No. 446) for entry of an order approving the entry into, and actions in accordance with, the First Amendment to Asset Purchase Agreement.

The Court has jurisdiction to consider the Motion and the relief requested in the Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue of these cases in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409. The Motion and the relief requested in the Motion constitute a core proceeding pursuant to 28 U.S.C. § 157(b).

On September 20, 2017, the Debtors filed a motion for an expedited hearing (the “*Motion to Expedite*,” Doc. No. 447) with respect to the Motion, and an accompanying certification of counsel (Doc. No. 448); this Court granted the Motion to Expedite (Doc. No. 450), such that a hearing was convened on September 26, 2017.

The Court has considered the Motion and the statements and arguments made at the hearing on the Motion, held on September 26, 2017. This Court has determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and other parties in interest. The Debtors gave due and proper notice of the Motion and the Court has determined that additional or further notice of the Motion is not necessary, except as set forth below. The Court has determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted in this Order, and after due deliberation, and sufficient cause appearing therefor,

IT IS ORDERED THAT:

1. The Motion is GRANTED.

2. The First Amendment² (and all exhibits and attachments thereto and appurtenant documents referred to therein) is approved, and the Debtors are authorized to execute the First Amendment, and the parties to the Agreement and First Amendment are hereby directed to take such action necessary to effectuate the transactions contemplated thereby pursuant to the terms of the Agreement, as amended by the First Amendment.

3. Subsequent to the Operations Closing, the Baldwin County Hospital Authority, the Debtors, and all parties in interest to these bankruptcy cases are hereby prohibited and enjoined from taking any action whatsoever to hinder, delay, compromise or prevent the transfer of the Baldwin County Hospital Authority's fee simple interest in the Authority Real Property (as that term is defined in the Agreement) to Navicent pursuant to the terms of the Agreement, as amended by the First Amendment.

4. Nothing in this Order shall in any way detract from or limit the relief granted in this Court's prior Order (A) Approving Asset Purchase Agreement and Authorizing the Sale of Substantially all of the Debtors' Assets Outside the Ordinary Course of Business, (B) Authorizing the Sale of Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests, (C) Authorizing the Assumption and Sale and Assignment of Certain Executory Contracts and Unexpired Licenses and Leases, (D) Waiving the 14-Day Stay of Fed R. Bankr. P. 6004(H) and 6006(D), and (E) Granting Related Relief (Doc. No. 270), which remains binding in all respects (other than permitting the Debtors to utilize the First Amendment and the transactions contemplated thereby) on all parties to these Chapter 11 cases except as expressly stated herein.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

5. This Court shall retain jurisdiction with respect to any matters, claims, rights, or disputes arising from or related to the implementation of this Order.

6. Notwithstanding the possible applicability of Bankruptcy Rules 6004(a), 6004(h), or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry and the requirements of Bankruptcy Rules 6004(a) and 6004(h) are hereby waived.

7. The Debtors are directed, within three (3) business days of the entry of this Order, to serve a copy of this Order upon all the parties which were served with the Motion, along with any parties that have filed notice of appearance in these cases since the filing of the Motion.

***** END OF DOCUMENT *****

Prepared and presented by:

BRYAN CAVE LLP

/s/ Mark I. Duedall

Mark I. Duedall (Ga. Bar No. 231770)

Leah Fiorenza McNeill (Ga. Bar No. 940554)

One Atlantic Center - Fourteenth Floor

1201 W. Peachtree Street, NW

Atlanta, Georgia 30309-3471

Telephone: (404) 572-6600

Facsimile: (404) 572-6999

Email: Mark.Duedall@bryancave.com

Email: Leah.Fiorenza@bryancave.com

Counsel for the Debtors and Debtors-in-Possession

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Mark I. Duedall
Leah Fiorenza McNeill
Bryan Cave LLP
One Atlantic Center - Fourteenth Floor
1201 W. Peachtree Street, NW
Atlanta, Georgia 30309-3471

Elizabeth A. Hardy
Robert G. Fenimore
Office of the United States Trustee
440 Martin Luther King Jr. Boulevard
Suite 302
Macon, Georgia 31201-7910