

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

GULF COAST HEALTH CARE, LLC, *et al.*,<sup>1</sup>

Debtors.

## Chapter 11

Case No. 21-11336 (KBO)

(Joint Administration Requested)

**MOTION OF DEBTORS FOR ENTRY OF INTERIM AND FINAL ORDERS  
AUTHORIZING DEBTORS TO (I) MAINTAIN EXISTING INSURANCE  
POLICIES AND PAY ALL INSURANCE OBLIGATIONS ARISING  
THEREUNDER AND (II) RENEW, REVISE, EXTEND, SUPPLEMENT,  
CHANGE, OR ENTER INTO NEW INSURANCE POLICIES**

Gulf Coast Health Care, LLC (“**Gulf Coast**”) and certain of its affiliates and subsidiaries, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), hereby move (the “**Motion**”) for entry of interim and final orders, substantially in the forms attached hereto as **Exhibit A** and **Exhibit B** (the “**Interim Order**” and the “**Final Order**,” respectively), granting the relief described below. In support thereof, the Debtors rely upon the *Declaration of M. Benjamin Jones in Support of Chapter 11 Petitions and First Day Pleadings* (the “**First Day Declaration**”),<sup>2</sup> filed concurrently herewith. In further support of the Motion, the Debtors respectfully represent as follows:

The last four digits of Gulf Coast Health Care, LLC's federal tax identification number are 9281. There are 62 Debtors in these chapter 11 cases, for which the Debtors have requested joint administration. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://dm.epiq11.com/GulfCoastHealthCare>. The location of Gulf Coast Health Care, LLC's corporate headquarters and the Debtors' service address is 40 South Palafox Place, Suite 400, Pensacola, FL 32502.

<sup>2</sup> Capitalized terms used but not otherwise defined in this Motion shall have the meanings ascribed to them in the First Day Declaration.

**RELIEF REQUESTED**

1. By the Motion, the Debtors respectfully request entry of the Interim Order and the Final Order authorizing, but not directing, the Debtors to (a) maintain existing Insurance Policies (as defined below) and pay on an uninterrupted basis all premiums, deductibles, administration costs, and brokers' fees arising thereunder or in connection therewith that are paid for by the Debtors in the ordinary course of business (collectively, the "**Insurance Obligations**"), and (b) renew, revise, extend, supplement, change, or enter into new insurance policies as needed in their business judgment without further order of this Court.

2. The Debtors also request that the Interim Order and the Final Order authorize the Debtors' banks and other financial institutions (collectively, the "**Banks**") to receive, process, honor, and pay any and all checks and other forms of payment drawn on the Debtors' bank accounts, including fund transfers and electronic payment requests, to the extent they relate to any of the foregoing and to rely on the Debtors' direction to pay amounts authorized under the Motion, provided that sufficient funds are available in the applicable accounts to make such payments.

**JURISDICTION AND VENUE**

3. The Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

4. The legal predicates for the relief requested herein are sections 105(a) and 363 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

5. The Debtors confirm their consent, pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), to the entry of a final order by the Court in connection with the Motion in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

## **BACKGROUND**

### **I. The Chapter 11 Cases**

6. On the date hereof (the “**Petition Date**”), each Debtor commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (collectively, the “**Chapter 11 Cases**”). The Debtors have requested that the Chapter 11 Cases be jointly administered.

7. The Debtors continue to operate their businesses and manage their properties as debtors and debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

8. To date, the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”) has not appointed any official committee in the Chapter 11 Cases, nor has any trustee or examiner been appointed.

9. Additional information regarding the Debtors and the Chapter 11 Cases, including the Debtors’ business operations, capital structure, financial condition, and the reasons for and objectives of the Chapter 11 Cases, is set forth in the First Day Declaration.

## **II. The Debtors' Insurance**

### **A. Overview of Insurance Policies**

10. The Debtors maintain insurance policies for, among other things, general liability, business automobile liability, workers' compensation liability, directors and officers ("**D&O**") liability, crime and terrorism liability, and property and equipment liability (collectively, the "**Insurance Policies**"). The Insurance Policies, which the Debtors have obtained through third-party insurance carriers (collectively, the "**Insurance Carriers**"), including their respective policy periods, are listed on **Exhibit C** attached hereto.

11. Continuation and renewal of the Insurance Policies and entry into new Insurance Policies is essential to protecting the value of the Debtors' businesses, properties, and assets. Not only are some of the Insurance Policies required by various regulations, laws, and contracts that govern the Debtors' commercial activities, but Bankruptcy Code section 1112(b)(4)(C) provides that "failure to maintain appropriate insurance that poses a risk to the estate or to the public" is "cause" for mandatory conversion or dismissal of a chapter 11 case. 11 U.S.C. § 1112(b)(4)(C). Moreover, the Operating Guidelines for Chapter 11 Cases issued by the Office of United States Trustee for Region 3 (the "**U.S. Trustee Guidelines**") require that a debtor maintain adequate insurance coverage.

### **B. The Debtors' Annual Premiums**

12. The current annual premiums and brokers' fees under the Insurance Policies total approximately \$300,000. The premiums and brokers' fees are paid in the first instance by Health Care Navigator LLC ("**HCN**"), and the Debtors subsequently reimburse HCN for these amounts. The premiums for the Debtors' workers' compensation liability policies are paid on a quarterly basis; the premiums for the Debtors' other insurance policies are paid in full at or before the

beginning of the policy period. The Debtors believe that the coverage types, levels, and premiums for these Insurance Policies are typical for comparably-sized companies in the Debtors' industry.

13. If the Debtors are unable to make any payments that may be owed on account of the Insurance Policies, including on account of premium adjustments, the unpaid Insurance Carriers may seek relief from the automatic stay to terminate such Insurance Policies. The Debtors would then be required to obtain replacement insurance on an expedited basis and at a significant cost. Even if these Insurance Carriers were not permitted to terminate the agreements, any interruption of payment would have an adverse effect on the Debtors' ability to obtain future policies at reasonable rates.

### **C. Workers' Compensation**

14. Under the laws of the various jurisdictions in which they operate, the Debtors are required to maintain policies and programs to provide employees with workers' compensation benefits. The Debtors seek authorization to pay insurance policies relating to workers' compensation pursuant to the *Motion of Debtors for Entry of Interim and Final Orders Authorizing Debtors to (I) Pay Prepetition Wages, Compensation, and Employee Benefits, (II) Continue Certain Employee Benefit Programs in the Ordinary Course, and (III) Granting Related Relief* (the "**Employee Motion**"), filed contemporaneously herewith. Further details regarding workers' compensation benefits provided by the Debtors and the related policies can be found in the Employee Motion.

**BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY**

**I. The Debtors Are Authorized to Maintain Insurance Policies and Honor Insurance Obligations in the Ordinary Course.**

15. The maintenance of the Insurance Policies and payment of postpetition Insurance Obligations, including undertaking the renewal or replacement of Insurance Policies as they expire or entering into new insurance arrangements, constitute transactions in the ordinary course of business within the meaning of section 363(c)(1) of the Bankruptcy Code that do not require prior bankruptcy court approval. *See* 11 U.S.C. § 363(c)(1). Out of an abundance of caution, however, the Debtors are seeking authorization, but not direction, to (a) maintain the existing Insurance Policies and honor the Insurance Obligations described herein, including utilizing the services of any insurance agents or brokers that the Debtors employ in the ordinary course of maintaining the Insurance Policies and making any payments required by the Insurance Policies; and (b) renew or replace Insurance Policies or enter into new insurance arrangements as may be required in the Debtors' business judgment as the annual terms of existing Insurance Policies and arrangements expire, in each case in the ordinary course of business, without further order of the Court.

16. As described above, maintenance of the Insurance Policies is required under the U.S. Trustee Guidelines, the laws of various states in which the Debtors operate, and various contractual agreements. Thus, the maintenance of the Insurance Policies is necessary and essential to the Debtors' achievement of their chapter 11 objectives, and the failure to do so may result in the Debtors being unable to find alternative insurance coverage at comparable cost, if at all. In light of the importance of maintaining insurance coverage with respect to their business activities, the Debtors believe it is in the best interests of their estates to receive Court approval

to honor their obligations under the Insurance Policies and, as necessary, renew, or enter into new such agreements.

17. Courts in this District have routinely granted similar relief. *See, e.g., In re CMC II, LLC*, Case No. 21-10461 (JTD) (Bankr. D. Del. Apr. 1, 2021) (authorizing the debtors to maintain and honor their obligations under existing insurance policies and renew, revise, or enter into new insurance policies); *In re Quorum Health Corp.*, Case No. 20-10766 (KBO) (Bankr. D. Del. May. 1, 2020) (same); *In re Center City Healthcare, LLC d/b/a Hahnemann Univ. Hospital*, Case No. 19-11466 (MFW) (Bankr. D. Del. Jul. 26, 2019) (same); *In re Promise Healthcare Grp., LLC*, Case No. 18-12491 (CSS) (Bankr. D. Del. Dec. 3, 2018) (same).

## **II. The Proposed Payment Processing Procedures Are Appropriate.**

18. As set forth above, the Debtors request that all Banks be authorized and directed to honor and process payments on account of the Insurance Obligations as directed by the Debtors. The Debtors have sufficient liquidity to pay the amounts delineated in this Motion in the ordinary course of business and have implemented controls to ensure that prepetition claims will not be paid except as authorized by this Court. The Debtors therefore submit that the payment-processing procedures described in the Motion are appropriate.

### **IMMEDIATE AND UNSTAYED RELIEF IS NECESSARY**

19. The Court may grant the relief requested in the Motion immediately if the “relief is necessary to avoid immediate and irreparable harm.” Fed. R. Bankr. P. 6003; *see also In re First NLC Fin. Servs., LLC*, 382 B.R. 547, 549 (Bankr. S.D. Fla. 2008) (holding that Rule 6003 permits entry of retention orders on an interim basis to avoid irreparable harm). In the context of preliminary injunctions, the Third Circuit has interpreted the language “immediate and irreparable harm” to refer to a continuing harm which cannot be adequately redressed by final

relief on the merits and for which money damages are inadequate. *See, e.g., Norfolk S. Ry. Co. v. City of Pittsburgh*, 235 F. App'x 907, 910 (3d Cir. 2007) (citing *Glasco v. Hills*, 558 F.2d 179, 181 (3d Cir. 1977)). The harm also must be actual and imminent, not speculative or unsubstantiated. *See, e.g., Acierno v. New Castle Cty.*, 40 F.3d 645, 653-55 (3d Cir. 1994). The Debtors submit that, for the reasons already set forth herein, the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors.

20. The Debtors also request that the Court waive the stay imposed by Bankruptcy Rule 6004(h), which provides that “[a]n order authorizing the use, sale, or lease of property other than cash collateral is stayed until the expiration of 14 days after entry of the order, unless the court orders otherwise.” Fed. R. Bankr. P. 6004(h). As described above, the relief that the Debtors seek in the Motion is necessary for the Debtors to operate without interruption and to preserve value for their estates. Accordingly, the Debtors respectfully request that the Court waive the fourteen-day stay imposed by Bankruptcy Rule 6004(h), as the exigent nature of the relief sought herein justifies immediate relief. Moreover, the Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rule 6004(a).

### **RESERVATION OF RIGHTS**

21. Nothing in the Motion should be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors’ ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.



**NOTICE**

22. The Debtors will provide notice of the Motion to: (a) the U.S. Trustee; (b) the Internal Revenue Service; (c) the Securities and Exchange Commission; (d) the United States Attorney for the District of Delaware; (e) the Centers for Medicare & Medicaid Services; (f) the parties included on the Debtors' consolidated list of their 40 largest unsecured creditors; (g) counsel for Omega Healthcare Investors, Inc.; (h) counsel for New Ark Capital, LLC; (i) counsel for Barrow Street Capital LLC and its affiliates; (j) counsel for Eagle Arc Partners LLC (f/k/a BM Eagle Holdings); (k) each of the Insurance Carriers; and (l) all parties entitled to notice pursuant to Local Rules 2002-1(b) and 9013-1(m). The Debtors submit that no other or further notice is required.

**NO PRIOR REQUEST**

23. No previous request for the relief sought herein has been made to this or any other court.

*[Remainder of Page Intentionally Left Blank]*

WHEREFORE, the Debtors respectfully request that the Court enter the Interim and Final Orders, substantially in the forms attached hereto as **Exhibit A** and **Exhibit B**, respectively, granting the relief requested herein and such other and further relief as may be just and proper.

Dated: Wilmington, Delaware  
October 14, 2021

**MCDERMOTT WILL & EMERY LLP**

/s/ David R. Hurst

David R. Hurst (I.D. No. 3743)  
1007 North Orange Street, 10th Floor  
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- and -

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*Proposed Counsel for Debtors and  
Debtors-in-Possession*

**EXHIBIT A**

**Proposed Interim Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

|   |   |                            |
|---|---|----------------------------|
| In re:  | ) | Chapter 11                 |
|   | ) |                            |
| GULF COAST HEALTH CARE, LLC, <i>et al.</i> , <sup>1</sup> | ) | Case No. 21-11336 (KBO)    |
|   | ) |                            |
| Debtors.  | ) | Jointly Administered       |
|   | ) |                            |
|   | ) | Related to Docket No. ____ |
|   | ) |                            |

**INTERIM ORDER AUTHORIZING DEBTORS TO (I) MAINTAIN EXISTING  
INSURANCE POLICIES AND PAY ALL INSURANCE OBLIGATIONS  
ARISING THEREUNDER AND (II) RENEW, REVISE, EXTEND,  
SUPPLEMENT, CHANGE, OR ENTER INTO NEW INSURANCE POLICIES**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an interim order (this “**Order**”) and a Final Order authorizing, but not directing, the Debtors to (a) maintain existing insurance policies and pay all insurance obligations arising thereunder and (b) renew, revise, extend, supplement, change, or enter into new insurance coverage as needed in their business judgment, all as more fully set forth in the Motion; and upon consideration of the First Day Declaration; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United States Constitution; and due and sufficient notice

<sup>1</sup> The last four digits of Gulf Coast Health Care, LLC’s federal tax identification number are 9281. There are 62 Debtors in these chapter 11 cases, for which the Debtors have requested joint administration. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://dm.epiq11.com/GulfCoastHealthCare>. The location of Gulf Coast Health Care, LLC’s corporate headquarters and the Debtors’ service address is 40 South Palafox Place, Suite 400, Pensacola, FL 32502.

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of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is granted on an interim basis as set forth herein.
2. The Debtors are authorized, but not directed, in the ordinary course of business and consistent with past practice, to maintain the Insurance Policies and any related agreements and to pay the Insurance Obligations as they become due.
3. Without further order of this Court, the Debtors are authorized, but not directed, in the ordinary course of business and consistent with past practice, to renew, revise, extend, supplement, change, or enter into new insurance coverage as needed in their business judgment; *provided, however*, that the Debtors shall provide notice of any such modifications to, or cancellation of, their existing insurance coverage to the U.S. Trustee and any official committee appointed in the Chapter 11 Cases within ten (10) days of the effective date of such modification/cancellation.
4. All Banks on which checks were drawn or electronic payment requests made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all Banks are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

5. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to payments authorized to be made pursuant to this Order.

6. Any party receiving payment from the Debtors is authorized and directed to rely upon the representations of the Debtors as to which payments are authorized by this Order.

7. Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

8. Nothing in the Motion or this Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date or (b) alter or impair the validity, continuation, priority, enforceability, or perfection of any security interest or lien, in favor of any person or entity, that existed as of the Petition Date.

9. The Court finds and determines that the requirements of Bankruptcy Rule 6003 are satisfied and that the relief requested in the Motion is necessary to avoid immediate and irreparable harm.

10. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

11. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

12. The final hearing (the “**Final Hearing**”) on the Motion shall be held on November \_\_, 2021, at \_\_: \_\_.m. (prevailing Eastern Time). Any objections or responses to the entry of the proposed Final Order shall be filed with the Court and served on the following no later 4:00 p.m. (prevailing Eastern Time) on November \_\_, 2021: (a) Gulf Coast Health Care, LLC, c/o Ankura Consulting Group, LLC, 485 Lexington Avenue, 10th Floor, New York, NY 10017 (Attn: M. Benjamin Jones); (b) proposed counsel to the Debtors, McDermott Will & Emery LLP, 444 West Lake Street, Suite 4000, Chicago, IL 60606 (Attn: Daniel M. Simon and Emily C. Keil), and 1007 North Orange Street, 10th Floor, Wilmington, DE 19801 (Attn: David R. Hurst); (c) counsel for Omega Healthcare Investors, Inc., Weil Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Robert Lemons), and Ferguson Braswell Fraser Kubasta PC, 2500 Dallas Parkway, Suite 600, Plano, TX 75093 (Attn: Leighton Aiken); (d) counsel for New Ark Capital, LLC, DLA Piper LLP (US), 1900 N. Pearl Street, Suite 2200, Dallas, TX 75201 (Attn: James Muenker); (e) counsel for Barrow Street Capital, LLC and its affiliates, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019 (Attn: Kelley Cornish and Alice Eaton); (f) counsel for Eagle Arc Partners LLC (f/k/a BM Eagle Holdings), Arent Fox LLP, 1301 Avenue of the Americas, 42nd Floor, New York, NY 10019 (Attn: George Angelich and Michael Blass), and Fenigstein & Kaufman, APC, 1900 Avenue of the Stars, Suite 2300, Los Angeles, CA 90067 (Attn: S. Jack Fenigstein); and (g) the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35,

Wilmington, DE 19801 (Attn: Joseph J. McMahon, Jr.). If no objections to entry of the Final Order are filed and served, the Court may enter such Final Order without further notice or hearing.

13. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.



**EXHIBIT B**

**Proposed Final Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
)  
)  
GULF COAST HEALTH CARE, LLC, *et al.*,<sup>1</sup> ) Case No. 21-11336 (KBO)  
)  
) Jointly Administered  
Debtors. )  
) **Related to Docket No. \_\_\_\_**  
)

**FINAL ORDER AUTHORIZING DEBTORS TO (I) MAINTAIN EXISTING  
INSURANCE POLICIES AND PAY ALL INSURANCE OBLIGATIONS  
ARISING THEREUNDER AND (II) RENEW, REVISE, EXTEND,  
SUPPLEMENT, CHANGE, OR ENTER INTO NEW INSURANCE POLICIES**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an Interim Order and a final order (this “**Order**”) authorizing, but not directing, the Debtors to (a) maintain existing insurance policies and pay all insurance obligations arising thereunder and (b) renew, revise, extend, supplement, change, or enter into new insurance coverage as needed in their business judgment, all as more fully set forth in the Motion; and upon consideration of the First Day Declaration and the Interim Order entered on October \_\_\_, 2021; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the matter being a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being able to issue a final order consistent with Article III of the United

The last four digits of Gulf Coast Health Care, LLC's federal tax identification number are 9281. There are 62 Debtors in these chapter 11 cases, for which the Debtors have requested joint administration. A complete list of the Debtors and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://dm.epiq11.com/GulfCoastHealthCare>. The location of Gulf Coast Health Care, LLC's corporate headquarters and the Debtors' service address is 40 South Palafox Place, Suite 400, Pensacola, FL 32502.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

States Constitution; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice is necessary; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, in the ordinary course of business and consistent with past practice, to maintain the Insurance Policies and any related agreements and to pay the Insurance Obligations as they become due.
3. Without further order of this Court, the Debtors are authorized, but not directed, in the ordinary course of business and consistent with past practice, to renew, revise, extend, supplement, change, or enter into new insurance coverage as needed in their business judgment; *provided, however*, that the Debtors shall provide notice of any such modifications to, or cancellation of, their existing insurance coverage to the U.S. Trustee and any official committee appointed in the Chapter 11 Cases within ten (10) days of the effective date of such modification/cancellation.
4. All Banks on which checks were drawn or electronic payment requests made for payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all Banks are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

5. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to payments authorized to be made pursuant to this Order.

6. Any party receiving payment from the Debtors is authorized and directed to rely upon the representations of the Debtors as to which payments are authorized by this Order.

7. Nothing in the Motion or this Order or the relief granted (including any actions taken or payments made by the Debtors pursuant thereto) shall be construed as (a) authority to assume or reject any executory contract or unexpired lease of real property, or as a request for the same; (b) an admission as to the validity, priority, or character of any claim or other asserted right or obligation, or a waiver or other limitation on the Debtors' ability to contest the same on any ground permitted by bankruptcy or applicable non-bankruptcy law; (c) a promise or requirement to pay any claim or other obligation; (d) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party.

8. Nothing in the Motion or this Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date or (b) alter or impair the validity, continuation, priority, enforceability, or perfection of any security interest or lien, in favor of any person or entity, that existed as of the Petition Date.

9. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

10. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.

11. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

**EXHIBIT C**

**Insurance Policies**

| <b>Carrier</b>                                   | <b>Policy Type</b>    | <b>Policy No.</b> | <b>Coverage Start</b> | <b>Coverage End</b> |
|--|-----------------------|-------------------|-----------------------|---------------------|
| Ironshore Specialty Insurance Co.                | Liability             | IH-FFP014J        | 12/31/2020            | 12/31/2021          |
| Zurich American Insurance Company                | Auto                  | BAP 5944876-11    | 1/1/2021              | 1/1/2022            |
| AmRisc   | Property              | AMR-37413-07      | 5/1/2021              | 5/1/2022            |
| Hiscox   | Terrorism             | UTS2505376.21     | 5/1/2021              | 5/1/2022            |
| Hartford Steam Boiler                            | Equipment Breakdown   | FBP2340964        | 5/1/2021              | 5/1/2022            |
| American Zurich Insurance Company                | Workers' Compensation | WC 5944877-12     | 1/1/2020              | 1/1/2021            |
| Allied World Surplus Lines Insurance Company     | Directors & Officers  | 0313-0575         | 9/9/2021              | 9/9/2022            |
| Travelers Casualty and Surety Company of America | Crime                 | 105699517         | 9/9/2021              | 9/9/2022            |