

ENTERED

November 14, 2022

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

PIPELINE HEALTH SYSTEM, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-90291 (MI)

(Jointly Administered)

**ORDER (I) SETTING A BAR DATE FOR
FILING PROOFS OF ADMINISTRATIVE CLAIMS
(II) ESTABLISHING ADMINISTRATIVE CLAIMS PROCEDURES,
(III) APPROVING THE FORM AND MANNER OF FILING PROOFS
OF ADMINISTRATIVE CLAIMS, (IV) APPROVING NOTICE OF THE
ADMINISTRATIVE CLAIM BAR DATE, AND (V) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Administrative Claims Procedures Order”) establishing procedures for the filing of certain administrative expense claims, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided, except as set forth herein; and this Court having reviewed the

¹ A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ claims and noticing agent at <http://dm.epiq11.com/PipelineHealth>. The Debtors’ service address is 898 N. Pacific Coast Highway, Suite 700, El Segundo, California 90245.

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

Motion and having heard the statements in support of the relief requested therein at a hearing (if any) before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing (if any) establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.

I. The Administrative Claims Bar Date and Procedures for Filing Proofs of Administrative Claim.

2. Each entity that asserts an Administrative Claim against the Debtors shall be required to file an original, written Proof of Administrative Claim (a “Proof of Administrative Claim”), substantially in the form attached hereto as **Exhibit 1** (the “Proof of Administrative Claim Form”).³ Except in the cases of certain exceptions explicitly set forth in this Administrative Claims Procedures Order, all Proofs of Administrative Claim for any Administrative Claim arising on or prior to November 13, 2022, must be filed so that they are actually received by the Claims and Noticing Agent by **December 13, 2022, at 4:00 p.m., prevailing Central Time** (the “Administrative Claims Bar Date”).

3. All Proofs of Administrative Claim must be filed so as to be ***actually received*** by the Claims and Noticing Agent on or before the Administrative Claims Bar Date. If Proofs of Administrative Claim are not received by the Claims and Noticing Agent on or before such date, except in the case of certain exceptions explicitly set forth in this Administrative Claims Procedures Order, the holders of the underlying claims shall be barred from asserting such claims

³ Copies of the Proof of Administrative Claim Form may be obtained by: (a) calling the Debtors’ restructuring hotline at (800) 764-6401 (US toll free) or (503) 520-4447 (international); (b) visiting the Debtors’ restructuring website at: <https://dm.epiq11.com/case/pipelinehealth/info>; or (c) emailing PipelineHealthInfo@epiqglobal.com.

against the Debtors and/or receiving distributions from the Debtors on account of such claims in these chapter 11 cases.

II. Parties Not Required or Entitled to File Proofs of Administrative Claim by the Administrative Claims Bar Date.

4. The following categories of claimants shall not be required or are not entitled, as applicable, to file a Proof of Administrative Claim by the Administrative Claims Bar Date:

- a. any person or entity whose postpetition claim has previously been allowed by order of the Court and satisfied by the Debtors;
- b. any person or entity whose claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- c. any Debtor having a claim against another Debtor;
- d. a current employee of the Debtors, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit; *provided* that a current employee must submit a Proof of Administrative Claim by the Administrative Claims Bar Date for all other claims arising after the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- e. any current or former officer, director, employee, or holder of equity interests of any Debtor for claims based on indemnification, contribution, or reimbursement;
- f. any entity holding (including a governmental entity) a claim for which a separate deadline is fixed by this Court;
- g. the DIP Agent and the DIP Lenders (each as defined in the DIP Order);
- h. any Prepetition Secured Parties (as defined in the DIP Order) on account of Prepetition Secured Obligations (as defined in the DIP Order) or Prepetition Funded Debt Claims (as defined in the DIP Order);
- i. the following advisors to the DIP Lenders: (a) Paul Hastings LLP, (b) Sullivan & Cromwell LLP, (c) Haynes and Boone LLP, and (d) Hall, Render, Killian, Heath & Lyman, LLP, on account of each such advisor's reasonable and documented prepetition and postpetition fees and out-of-pocket expenses incurred; and

- j. any entity holding a claim for which a separate deadline is fixed by this Court, including requests from professionals for payment under an order of the Court on the Debtors' Interim Compensation Motion.

III. Substantive Requirements of Proofs of Administrative Claim.

5. The following requirements shall apply with respect to filing and preparing each Proof of Administrative Claim:

- a. **Contents.** Each Proof of Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Administrative Claim Form provided by the Debtors (attached hereto as **Exhibit 1**) or Official Form 410; (iv) provide the basis for such Administrative Claims; and (v) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. **Electronic Signatures Permitted.** Proofs of Administrative Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Administrative Claim or Proofs of Administrative Claim sent by facsimile or electronic mail will not be accepted.
- c. **Identification of the Debtor Entity.** Each Proof of Administrative Claim must clearly identify the Debtor against which the Administrative Claim is asserted, including the individual Debtor's case number. A Proof of Administrative Claim filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Pipeline Health System, LLC.
- d. **Claim against Multiple Debtor Entities.** Each Proof of Administrative Claim must state a claim against **only one** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Proof of Administrative Claim, such claim may be treated as if filed only against Pipeline Health System, LLC.
- e. **Timely Service.** Each Proof of Administrative Claim must be filed so that the Debtors' Claims and Noticing Agent **actually receives** the Proof of Administrative Claim on or before the Administrative Claims Bar Date either (i) electronically by submitting the Proof of Administrative Claim through the Claims and Noticing Agent's website at <https://dm.epiq11.com/case/pipelinehealth/info> or (ii) via U.S. Mail or other hand-delivery system, which Proof of Administrative Claim must include an original signature, at the following address:

Pipeline Health System, LLC
c/o Epiq Corporate Restructuring, LLC
10300 SW Allen Boulevard
Beaverton, OR 97005

**PROOFS OF ADMINISTRATIVE CLAIM SUBMITTED BY
FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.**

- f. ***Receipt of Service.*** Claimants submitting a Proof of Administrative Claim through non-electronic means wishing to receive acknowledgment that their Proofs of Administrative Claim were received by the Claims and Noticing Agent must submit a copy of the Proof of Administrative Claim Form (in addition to the original Proof of Administrative Claim Form sent to the Claims and Noticing Agent) and a self-addressed, stamped envelope.

IV. Procedures for Providing Notice of the Administrative Claims Bar Date.

A. Service of Administrative Bar Date Notices.

6. No later than two business days after the date the Court enters this Administrative Claims Procedures Order, the Debtors shall cause service of written notice of the Administrative Claims Bar Date substantially in the form attached hereto as **Exhibit 2** (the “Administrative Bar Date Notice”) and a Proof of Administrative Claim Form (together, the “Administrative Bar Date Package”) to be provided via email or first class mail to the following entities:

- a. the U.S. Trustee;
- b. counsel to the Committee;
- c. all creditors and other known holders of claims against the Debtors based on the Debtors’ postpetition books and records;
- d. all entities that have requested notice of the proceedings in these chapter 11 cases pursuant to Bankruptcy Rule 2002 as of the date of the Administrative Claims Procedures Order;
- e. all entities that have filed proofs of claim in these chapter 11 cases as of the date of the Administrative Claims Procedures Order;
- f. all entities who are party to executory contracts and unexpired leases with the Debtors, whether or not such executory contracts and unexpired leases have been rejected in the chapter 11 cases;
- g. all entities that are party to postpetition litigation with the Debtors;

- h. all former employees who were employed by the Debtors as of and following the Petition Date (to the extent that contact information for such former employees is reasonably available in the Debtors' records);
- i. all regulatory authorities that regulate the Debtors' businesses;
- j. the United States Attorney's Office for the Southern District of Texas and for the states in which the Debtors operate;
- k. the office of the attorneys general for the states in which the Debtors operate, Texas, California, and Illinois;
- l. the National Association of Attorneys General;
- m. the Internal Revenue Service;
- n. all other taxing authorities for the jurisdictions in which the Debtors maintain or conduct business; and
- o. any other entities that the Debtors, in their business judgement, have determined to provide notice of the Administrative Claims Bar Date.

7. The Debtors shall mail notice of the Administrative Bar Date Notice only to their known postpetition creditors, and such mailing shall be made to the last known mailing address for each such creditor, as reflected in the Debtors' books and records at such time. The Debtors will not send an Administrative Bar Date Notice to any party to whom the Debtors have sent a Notice of Commencement that was "returned to sender" or otherwise undeliverable to such party.

8. After the initial mailing of the Administrative Bar Date Package, the Debtors may, in their discretion, make supplemental mailings of notices, including in the event that: (a) notices are returned by the post office with forwarding addresses; and (b) additional potential claimants or parties in interest become known as the result of the Administrative Claims Bar Date noticing process. In this regard, the Debtors may make supplemental mailings of the Administrative Bar Date Package in these and similar circumstances at any time up to 14 days in advance of the Administrative Claims Bar Date, with any such mailings being deemed timely and the Administrative Claims Bar Date being applicable to the recipient creditors.

B. Publication of Administrative Bar Date Notice.

9. The Debtors shall cause notice of the Administrative Bar Date Notice to be given by publication to creditors to whom notice by mail is impracticable, including creditors who are unknown or not reasonably ascertainable by the Debtors and creditors whose identities are known but whose addresses are unknown by the Debtors. Specifically, the Debtors shall cause the Administrative Bar Date Notice to be published, modified for publication, in substantially the form annexed hereto as **Exhibit 3** (the “Publication Notice”), on one occasion in *USA Today* (national edition) no later than two business days after the date the Court enters this Administrative Claims Procedures Order.

V. Consequences of Failure to File a Proof of Administrative Claim.

10. Any entity that is required, but fails, to file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Administrative Claim with respect thereto), and the Debtors and their property shall be forever released from any and all indebtedness or liability with respect to or arising from such claim.

11. Any such entity who is required, but fails, to file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be prohibited from objecting to any plan filed by the Debtors with respect to the treatment of any such alleged Administrative Claim, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim.

VI. Miscellaneous.

12. Except as otherwise set forth herein or otherwise ordered by the Court, all requests for the payment of postpetition claims (including any administrative claim allowable under

11 U.S.C. § 503(b) and entitled to priority pursuant to 11 U.S.C. § 507), should be filed pursuant to this Administrative Claims Procedures Order.

13. The filing of any Proof of Administrative Claim pursuant to these Administrative Claims Procedures shall not limit or impair the Debtors' right to object to the validity, amount, propriety, or any other feature of any such Administrative Claim on any basis.

14. The Debtors may request separate relief with respect to the adjudication and allowance of Administrative Claims.

15. Notice of the Administrative Claims Bar Date as set forth in this Administrative Claims Procedures Order and in the manner set forth herein (including, but not limited to, the Administrative Bar Date Notice, the Publication Notice, and any supplemental notices that the Debtors may send from time to time) constitutes adequate and sufficient notice of the Administrative Claims Bar Date and satisfies the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules.


16. Each Proof of Administrative Claim must state a claim against only one Debtor and clearly indicate the specific Debtor against which the claim is asserted. To the extent that more than one Debtor is listed on the Proof of Administrative Claim, such administrative claim may be treated as if filed only against Pipeline Health System, LLC.

17. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Administrative Claims Procedures Order in accordance with the Motion.

18. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Administrative Claims Procedures Order shall be immediately effective and enforceable upon its entry.

19. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Administrative Claims Procedures Order.

Signed: November 14, 2022



Marvin Isgur
United States Bankruptcy Judge

Exhibit 1 to the Proposed Order
Proof of Administrative Claim Form

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF TEXAS	PROOF OF ADMINISTRATIVE CLAIM	Administrative Claims Bar Date December 13, 2022, at 4:00 p.m., prevailing Central Time on account of claims arising on or before November 13, 2022
THIS FORM SHOULD ONLY BE USED BY CLAIMANTS ASSERTING AN ADMINISTRATIVE EXPENSE CLAIM ARISING AGAINST ONE OF THE BELOW DEBTORS FOR POSTPETITION ADMINISTRATIVE CLAIMS ARISING AFTER OCTOBER 2, 2022. THIS FORM SHOULD NOT BE USED FOR ANY CLAIMS THAT ARE NOT OF A KIND ENTITLED TO PRIORITY IN ACCORDANCE WITH 11 U.S.C. §§ 503(B) AND 507(A)(2).		
<input type="checkbox"/> Pipeline Health System, LLC (22-90291) <input type="checkbox"/> Avanti Healthcare Holdings, LLC (22-90301) <input type="checkbox"/> Avanti Hospital Holdings I, LLC (22-90292) <input type="checkbox"/> Avanti Hospitals, LLC (22-90308) <input type="checkbox"/> CHHP Holdings II, LLC (22-90293) <input type="checkbox"/> CHHP Hospital Property Holdings, LLC (22-90311) <input type="checkbox"/> CHHP Management, LLC (22-90294) <input type="checkbox"/> CHHP MOB Property Holdings, LLC (22-90295) <input type="checkbox"/> City Hospital Physician Group, Inc. (22-90314) <input type="checkbox"/> CPH Hospital Management, LLC (22-90296) <input type="checkbox"/> CPH Hospital Property Holdings, LLC (22-90316) <input type="checkbox"/> CPH MOB Property Holdings, LLC (22-90297) <input type="checkbox"/> ELADH Hospital Property Holdings, LLC (22-90303) <input type="checkbox"/> ELADH Management, L.L.C. (22-90315) <input type="checkbox"/> ELADH, L.P. (22-90290) <input type="checkbox"/> Gardena Hospital Management, L.L.C. (22-90320) <input type="checkbox"/> Gardena Hospital Property Holdings, LLC (22-90309) <input type="checkbox"/> Gardena Hospital, L.P. (22-90298)	<input type="checkbox"/> HealthPlus+ Holdings, LLC (22-90321) <input type="checkbox"/> Pipeline – Lakefront Medical Associates, LLC (22-90300) <input type="checkbox"/> Pipeline – Weiss Medical Specialists, LLC (22-90304) <input type="checkbox"/> Pipeline – Weiss Memorial Hospital, LLC (22-90306) <input type="checkbox"/> Pipeline – West Suburban Medical Center, LLC (22-90313) <input type="checkbox"/> Pipeline Chicago Graduate Education Foundation (22-90318) <input type="checkbox"/> Pipeline East Dallas, LLC (22-90319) <input type="checkbox"/> Pipeline Health Systems Holdings, LLC (22-90299) <input type="checkbox"/> Pipeline Midwest Pharmacies, LLC (22-90302) <input type="checkbox"/> River Forest Property Holdings, LLC (22-90305) <input type="checkbox"/> SRC Hospital Investments I, LLC (22-90307) <input type="checkbox"/> SRC Hospital Investments II, LLC (22-90310) <input type="checkbox"/> Weiss MOB Property Holdings, LLC (22-90312) <input type="checkbox"/> Weiss Property Holdings, LLC (22-90322) <input type="checkbox"/> West Suburban Property Holdings, LLC (22-90317)	
Name of Creditor (The person or entity to whom the debtor owes money or property)	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your administrative expense claim. Attach copy of statement giving particulars.	Check here if this claim: <input type="checkbox"/> amends a previously filed Administrative expense claim. Claim Number (if known):
Name and Addresses Where Notices Should be Sent:	Name and Addresses Where Payment Should be Sent (if different):	Dated:
1. BASIS FOR CLAIM: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Goods sold <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (Specify): _____ </div> <div> <input type="checkbox"/> Services performed <input type="checkbox"/> Taxes </div> <div> <input type="checkbox"/> Personal Injury/Wrongful Death <input type="checkbox"/> Retiree Benefits as Defined in 11 U.S.C. § 1114(a) </div> <div> <input type="checkbox"/> Wages (Dates): _____ </div> </div>		
2. DESCRIPTION OF CLAIM (IF KNOWN):		
3. TOTAL AMOUNT OF CLAIM: \$ _____ (Total)		

<p>4. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.</p> <p>5. TIME-STAMPED COPY: To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>	
<table border="1"><tr><td data-bbox="131 409 516 554"><p>Date:</p></td><td data-bbox="516 409 1104 554"><p>Sign and print the name and title, if any, of the creditor or other person authorized to file this Claim (attach copy of power of attorney, if any)</p></td></tr></table>		<p>Date:</p>
<p>Date:</p>	<p>Sign and print the name and title, if any, of the creditor or other person authorized to file this Claim (attach copy of power of attorney, if any)</p>	

Exhibit 2

Administrative Bar Date Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

PIPELINE HEALTH SYSTEM, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-90291 (MI)

(Jointly Administered)

**NOTICE OF DEADLINES FOR THE
FILING OF ADMINISTRATIVE PROOFS OF CLAIM**

**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE ADMINISTRATIVE CLAIMS
AGAINST ANY OF THE FOLLOWING DEBTOR ENTITIES:**

DEBTOR	CASE NO.
Pipeline Health System, LLC	22-90291
Avanti Healthcare Holdings, LLC	22-90301
Avanti Hospital Holdings I, LLC	22-90292
Avanti Hospitals, LLC	22-90308
CHHP Holdings II, LLC	22-90293
CHHP Hospital Property Holdings, LLC	22-90311
CHHP Management, LLC	22-90294
CHHP MOB Property Holdings, LLC	22-90295
City Hospital Physician Group, Inc.	22-90314
CPH Hospital Management, LLC	22-90296
CPH Hospital Property Holdings, LLC	22-90316
CPH MOB Property Holdings, LLC	22-90297
ELADH Hospital Property Holdings, LLC	22-90303
ELADH Management, L.L.C.	22-90315
ELADH, L.P.	22-90290
Gardena Hospital Management, L.L.C.	22-90320
Gardena Hospital Property Holdings, LLC	(22-90309
Gardena Hospital, L.P.	(22-90298
HealthPlus+ Holdings, LLC	22-90321
Pipeline – Lakefront Medical Associates, LLC	22-90300
Pipeline – Weiss Medical Specialists, LLC	22-90304
Pipeline – Weiss Memorial Hospital, LLC	22-90306
Pipeline – West Suburban Medical Center, LLC	22-90313
Pipeline Chicago Graduate Education Foundation	22-90318
Pipeline East Dallas, LLC	22-90319

¹ A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors' claims and noticing agent at <http://dm.epiq11.com/PipelineHealth>. The Debtors' service address is 898 N. Pacific Coast Highway, Suite 700, El Segundo, California 90245.

Pipeline Health Systems Holdings, LLC	22-90299
Pipeline Midwest Pharmacies, LLC	22-90302
River Forest Property Holdings, LLC	22-90305
SRC Hospital Investments I, LLC	22-90307
SRC Hospital Investments II, LLC	22-90310
Weiss MOB Property Holdings, LLC	22-90312
Weiss Property Holdings, LLC	22-90322
West Suburban Property Holdings, LLC	22-90317

PLEASE TAKE NOTICE THAT:

On October 2, 2022 (the “Petition Date”), Pipeline Health System, LLC and the above-captioned debtors and debtors in possession (together, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

On [●], 2020 the Court entered an order [Docket No. [●]] (the “Administrative Claims Procedures Order”)² establishing a bar date by which certain parties holding postpetition administrative expense claims (“Administrative Claims”) against the Debtors must file proofs of claim (“Proofs of Administrative Claim”).

For your convenience, enclosed with this notice (this “Notice”) is a Proof of Administrative Claim Form. As used in this Notice, the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units, and the United States Trustee for the Southern District of Texas. In addition, the terms “persons” and “governmental units” are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “claim” means, as to or against the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

I. THE ADMINISTRATIVE CLAIMS BAR DATE.

The Administrative Claims Procedures Order establishes the following bar date for filing Proofs of Administrative Claim (the “Administrative Claims Bar Date”) based on any claim arising from section 503 of the Bankruptcy Code in these chapter 11 cases: for any claim arising on or before November 13, 2022, the bar date is December 13, 2022, at 4:00 p.m. prevailing Central Time (the “Administrative Claims Bar Date”).

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Administrative Claims Procedures Order.

II. PARTIES REQUIRED TO FILE A PROOF OF ADMINISTRATIVE CLAIM.

Except as specifically set forth herein, any party with an Administrative Claim arising after the Petition Date, must file a Proof of Administrative Claim on or before the Administrative Claims Bar Date.

III. PARTIES NOT REQUIRED OR ENTITLED TO FILE PROOFS OF ADMINISTRATIVE CLAIM BY THE ADMINISTRATIVE CLAIMS BAR DATE.

Certain parties are not required or entitled to file Proofs of Administrative Claim. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Proofs of Administrative Claim for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Administrative Claims Bar Date need *not* file Proofs of Administrative Claim:

- a. any person or entity whose postpetition claim has previously been allowed by order of the Court and satisfied by the Debtors;
- b. any person or entity whose claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- c. any Debtor having a claim against another Debtor;
- d. a current employee of the Debtors, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit; *provided* that a current employee must submit a Proof of Administrative Claim by the Administrative Claims Bar Date for all other claims arising after the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- e. any current or former officer, director, employee, or holder of equity interests of any Debtor for claims based on indemnification, contribution, or reimbursement;
- f. any entity (including any governmental entity) holding a claim for which a separate deadline is fixed by this Court;
- g. the DIP Agent and the DIP Lenders (each as defined in the DIP Order);
- h. any Prepetition Secured Parties (as defined in the DIP Order) on account of Prepetition Secured Obligations (as defined in the DIP Order) or Prepetition Funded Debt Claims (as defined in the DIP Order);
- i. the following advisors to the DIP Lenders: (a) Paul Hastings LLP, (b) Sullivan & Cromwell LLP, (c) Haynes and Boone LLP, and (d) Hall,

Render, Killian, Heath & Lyman, LLP, on account of each such advisor's reasonable and documented prepetition and postpetition fees and out-of-pocket expenses incurred; and

- j. any entity holding a claim for which a separate deadline is fixed by this Court, including requests from professionals for payment under an order of the Court on the Debtors' Interim Compensation Motion.

IV. INSTRUCTIONS FOR FILING PROOFS OF ADMINISTRATIVE CLAIM.

The following requirements shall apply with respect to filing and preparing each Proof of Administrative Claim:

- a. **Contents.** Each Proof of Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Administrative Claim Form provided by the Debtors or Official Form 410; (iv) provide the basis for such Administrative Claims; and (v) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. **Electronic Signatures Permitted.** Proofs of Administrative Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Administrative Claim or Proofs of Administrative Claim sent by facsimile or electronic mail will not be accepted.
- c. **Identification of the Debtor Entity.** Each Proof of Administrative Claim must clearly identify the Debtor against which the Administrative Claim is asserted, including the individual Debtor's case number. A Proof of Administrative Claim filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Pipeline Health System, LLC.
- d. **Claim against Multiple Debtor Entities.** Each Proof of Administrative Claim must state a claim against *only one* Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Proof of Administrative Claim, such claim may be treated as if filed only against Pipeline Health System, LLC.
- e. **Timely Service.** Each Proof of Administrative Claim must be filed so that the Debtors' Claims and Noticing Agent *actually receives* the Proof of Administrative Claim on or before the Administrative Claims Bar Date either (i) electronically by submitting the Proof of Administrative Claim through the Claims and Noticing Agent's website at <https://dm.epiq11.com/case/pipelinehealth/info> or (ii) via U.S. Mail or

other hand-delivery system, which Proof of Administrative Claim must include an original signature, at the following address:

Pipeline Health System, LLC
c/o Epiq Corporate Restructuring, LLC
10300 SW Allen Boulevard
Beaverton, OR 97005

PROOFS OF ADMINISTRATIVE CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.

- f. ***Receipt of Service.*** Claimants submitting a Proof of Administrative Claim through non-electronic means wishing to receive acknowledgment that their Proofs of Administrative Claim were received by the Claims and Noticing Agent must submit a copy of the Proof of Administrative Claim Form (in addition to the original Proof of Administrative Claim Form sent to the Claims and Noticing Agent) and a self-addressed, stamped envelope.

V. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR PROOF OF ADMINISTRATIVE CLAIM.

Any entity that is required, but fails, to file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Administrative Claim with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim.

Any such entity who is required, but fails, to timely file a Proof of Administrative Claim in accordance with the Administrative Claims Procedures Order on or before the Administrative Claims Bar Date shall be prohibited from objecting to any plan filed by the Debtors with respect to the treatment of any such alleged Administrative Claim, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim.

VI. RESERVATION OF RIGHTS.

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to dispute, or assert offsets or defenses against, any claim as to the nature, amount, liability, or classification thereof. The Debtors reserve the right to set additional postpetition administrative bar dates, either through a chapter 11 plan or the filing of subsequent administrative bar date notices.

VII. ADDITIONAL INFORMATION.

Copies of the Administrative Claims Procedures Order and other information regarding these chapter 11 cases are available for inspection free of charge on the Debtors' restructuring website at <https://dm.epiq11.com/case/pipelinehealth/info>.

The Administrative Claims Procedures Order and other filings in these chapter 11 cases also are available for a fee at the Court's website at <http://www.txs.uscourts.gov>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>.

If you require additional information regarding the filing a proof of administrative claim, you may contact the Debtors' Claims and Noticing Agent by (a) calling the Debtors' restructuring hotline at (800) 764-6401 (US toll free) or (503) 520-4447 (international), or (b) emailing PipelineHealthInfo@epiqglobal.com.

<p>A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF ADMINISTRATIVE CLAIM.</p>

Houston, Texas

[●], 2022

/s/ *Draft*

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Exhibit 3

Publication Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

PIPELINE HEALTH SYSTEM, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-90291 (MI)

(Jointly Administered)

**NOTICE OF DEADLINES FOR THE
FILING OF PROOFS OF ADMINISTRATIVE CLAIM**

**FOR ADMINISTRATIVE CLAIMS ARISING ON OR PRIOR TO NOVEMBER 13, 2022,
THE ADMINISTRATIVE CLAIMS BAR DATE IS DECEMBER 13, 2022, AT 4:00 P.M.,
PREVAILING EASTERN TIME**

PLEASE TAKE NOTICE OF THE FOLLOWING:

Deadlines for Filing Proofs of Administrative Claim. On [●], 2022 the Court entered an order [Docket No. [●]] (the “Administrative Claims Procedures Order”)² establishing a bar date by which certain parties holding administrative expense claims (“Administrative Claims”) against the Debtors must file proofs of claim (“Proofs of Administrative Claim”) in the chapter 11 cases of the following debtors and debtors in possession (together, the “Debtors”):

DEBTOR	CASE NO.
Pipeline Health System, LLC	22-90291
Avanti Healthcare Holdings, LLC	22-90301
Avanti Hospital Holdings I, LLC	22-90292
Avanti Hospitals, LLC	22-90308
CHHP Holdings II, LLC	22-90293
CHHP Hospital Property Holdings, LLC	22-90311
CHHP Management, LLC	22-90294
CHHP MOB Property Holdings, LLC	22-90295
City Hospital Physician Group, Inc.	22-90314
CPH Hospital Management, LLC	22-90296
CPH Hospital Property Holdings, LLC	22-90316
CPH MOB Property Holdings, LLC	22-90297

¹ A complete list of each of the Debtors in these chapter 11 cases and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ claims and noticing agent at <http://dm.epiq11.com/PipelineHealth>. The Debtors’ service address is 898 N. Pacific Coast Highway, Suite 700, El Segundo, California 90245.

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Administrative Claims Procedures Order.

DEBTOR	CASE NO.
ELADH Hospital Property Holdings, LLC	22-90303
ELADH Management, L.L.C.	22-90315
ELADH, L.P.	22-90290
Gardena Hospital Management, L.L.C.	22-90320
Gardena Hospital Property Holdings, LLC	(22-90309
Gardena Hospital, L.P.	(22-90298
HealthPlus+ Holdings, LLC	22-90321
Pipeline – Lakefront Medical Associates, LLC	22-90300
Pipeline – Weiss Medical Specialists, LLC	22-90304
Pipeline – Weiss Memorial Hospital, LLC	22-90306
Pipeline – West Suburban Medical Center, LLC	22-90313
Pipeline Chicago Graduate Education Foundation	22-90318
Pipeline East Dallas, LLC	22-90319
Pipeline Health Systems Holdings, LLC	22-90299
Pipeline Midwest Pharmacies, LLC	22-90302
River Forest Property Holdings, LLC	22-90305
SRC Hospital Investments I, LLC	22-90307
SRC Hospital Investments II, LLC	22-90310
Weiss MOB Property Holdings, LLC	22-90312
Weiss Property Holdings, LLC	22-90322
West Suburban Property Holdings, LLC	22-90317

The Administrative Claims Bar Date. Pursuant to the Administrative Claims Procedures Order the last date and time for each entity (including individuals, partnerships, corporations, joint ventures, and trusts) to file proofs of Administrative Claim based on any claim arising from section 503 of the Bankruptcy Code (a) arising on or prior to November 13, 2022, is **December 13, 2022, at 4:00 p.m., prevailing Central Time** (the “Administrative Claims Bar Date”).

Parties Not Required or Entitled to File Proofs of Claims by the Administrative Claims Bar Date. The following categories of claimants shall be exempted or excluded, as applicable, to file a Proof of Administrative Claim by the Administrative Claims Bar Date:

- a. any person or entity whose postpetition claim has previously been allowed by order of the Court and satisfied by the Debtors;
- b. any person or entity whose claim has been paid in full by the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- c. a current employee of the Debtors, if an order of this Court authorized the Debtors to honor such claim in the ordinary course of business as a wage, commission, or benefit; *provided* that a current employee must submit a Proof of Administrative Claim by the Administrative Claims Bar Date for all other claims arising after the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;

- d. any current or former officer, director, employee, or holder of equity interests of any Debtor for claims based on indemnification, contribution, or reimbursement;
- e. any entity (including any governmental entity) holding a claim for which a separate deadline is fixed by this Court;
- f. the DIP Agent and the DIP Lenders (each as defined in the DIP Order);
- g. any Prepetition Secured Parties with respect to the Prepetition Secured Obligations [or Prepetition Claims] (each as defined in the DIP Order);
- h. the following advisors to the DIP Lenders: (a) Paul Hastings LLP, (b) Sullivan & Cromwell LLP, (c) Haynes and Boone LLP, and (d) Hall, Render, Killian, Heath & Lyman, LLP, on account of each such advisor's reasonable and documented prepetition and postpetition fees and out-of-pocket expenses incurred; and
- i. any entity holding a claim for which a separate deadline is fixed by this Court, including requests from professionals for payment under an order of the Court on the Debtors' Interim Compensation Motion.

ANY ENTITY THAT IS REQUIRED, BUT FAILS, TO FILE A PROOF OF ADMINISTRATIVE CLAIM IN ACCORDANCE WITH THE ADMINISTRATIVE CLAIMS PROCEDURES ORDER ON OR BEFORE THE ADMINISTRATIVE CLAIMS BAR DATE SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH ADMINISTRATIVE CLAIM AGAINST THE DEBTORS (OR FILING A PROOF OF ADMINISTRATIVE CLAIM WITH RESPECT THERETO) AND THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM.

ANY SUCH ENTITY WHO IS REQUIRED, BUT FAILS, TO FILE A PROOF OF ADMINISTRATIVE CLAIM IN ACCORDANCE WITH THE ADMINISTRATIVE CLAIMS PROCEDURES ORDER ON OR BEFORE THE ADMINISTRATIVE CLAIMS BAR DATE SHALL BE PROHIBITED FROM OBJECTING TO ANY PLAN FILED BY THE DEBTORS WITH RESPECT TO THE TREATMENT OF SUCH ALLEGED ADMINISTRATIVE CLAIM, PARTICIPATING IN ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM, OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

Filing a Proof of Administrative Claim. Each Proof of Administrative Claim must be filed so that the Debtors' Claims and Noticing Agent ***actually receives*** the Proof of Administrative Claim on or before the Administrative Claims Bar Date either (i) electronically by submitting the Proof of Administrative Claim through the Claims and Noticing Agent's website at <https://dm.epiq11.com/case/pipelinehealth/info> or (ii) via U.S. Mail or other hand-delivery system, which Proof of Administrative Claim must include an original signature, at the following address:

Pipeline Health System, LLC
c/o Epiq Corporate Restructuring, LLC
10300 SW Allen Boulevard
Beaverton, OR 97005

**PROOFS OF ADMINISTRATIVE CLAIM SUBMITTED BY FACSIMILE OR
ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

Contents of Proofs of Administrative Claim. Each Proof of Administrative Claim must: (i) be written in English; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Proof of Administrative Claim Form provided by the Debtors or Official Form 410; (iv) provide the basis for such Administrative Claims; and (v) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.

Electronic Signatures Permitted. Proofs of Administrative Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Administrative Claim or Proofs of Administrative Claim sent by facsimile or electronic mail will not be accepted.

Identification of the Debtor Entity. Each Proof of Administrative Claim must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A Proof of Administrative Claim filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Pipeline Health System, LLC.

Claim against Multiple Debtor Entities. Each Proof of Administrative Claim must state a claim against ***only one*** Debtor and clearly indicate the Debtor against which the claim is asserted. To the extent more than one Debtor is listed on the Proof of Administrative Claim, such claim may be treated as if filed only against Pipeline Health System, LLC.

Receipt of Service. Claimants submitting a Proof of Administrative Claim through non-electronic means wishing to receive acknowledgment that their Proofs of Administrative Claim were received by the Claims and Noticing Agent must submit a copy of the Proof of Administrative Claim Form (in addition to the original Proof of Administrative Claim Form sent to the Claims and Noticing Agent) and a self-addressed, stamped envelope.

Additional Information. If you have any questions regarding the claims process and/or you wish to obtain a copy of the Administrative Bar Date Notice, a Proof of Administrative Claim Form or related documents you may do so by: (a) calling the Debtors' restructuring hotline at (800) 764-6401 (US toll free) or (503) 520-4447 (international), (b) emailing PipelineHealthInfo@epiqglobal.com, or (c) visiting the Debtors' restructuring website at: <https://dm.epiq11.com/case/pipelinehealth/info>.

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Houston, Texas
[●], 2022

/s/ *Draft*

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