

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

AMSTERDAM HOUSE CONTINUING
RETIREMENT COMMUNITY, INC.,

Debtors.¹

Chapter 11

Case No. 23-70989 (AST)

**KONG-BP AMSTERDAM'S AMENDED² WITNESS AND EXHIBIT LIST
FOR THE NOVEMBER 15, 2023 HEARING**

Kong-BP Amsterdam, LLC (“Kong-BP”) hereby files this Witness and Exhibit List for the November 15, 2023 hearing (the “Hearing”) on the *Motion for Entry of Orders (I) Approving Bidding Procedures, (II) Authorizing the Debtor to Designate a Stalking Horse Bidder, (III) Approving Procedures for the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (IV) Authorizing (A) the Sale of the Debtor’s Assets Free and Clear of All Liens, Claims, Interests and Encumbrances, and (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (V) Approving the Forms of Notices Related to the Sale, and (VI) Granting Related Relief* (the “Sale Motion”) [Dkt. 106] filed by the above-captioned debtor (the “Debtor”).

WITNESSES

Kong-BP designates the following individuals who may be called as a witness at the Hearing:

1. Coe Schlicher;

¹ The last four digits of the Debtor’s federal tax identification number are 1764. The Debtor’s mailing address is 300 East Overlook, Port Washington, New York 11050.

² The Witness and Exhibit List is being amended to add Taylor Banks and/or other representatives of the Baupost Group as a witness. The witnesses and exhibits otherwise remain exactly the same as previously filed [Docket No. 488].

2. Andrew Turnbull;
3. Taylor Banks and/or other representatives of Baupost Group;
4. Any witness listed, offered, or called by any other party; and
5. Any witness required for rebuttal or impeachment.

EXHIBITS

Kong-BP designates the following exhibits that may be used at the Hearing (exclusive of those that may be used for impeachment purposes):

EXHIBIT	DESCRIPTION
1	Schlicher Declaration in Support of Kong-BP Objection to Sale Motion
2	September 14, 2023 Cover Letter to Kong-BP Bid
3	September 14, 2023 Kong-BP Asset Purchase Agreement
4	September 22, 2023 Kong-BP Asset Purchase Agreement
5	Minimum Qualified Bid Calculation
6	Harborside Bid Analysis (NELP v. Kong)
7	Harborside Bid Analysis (NELP, UMB, Kong)
8	Demonstrative Matrix re: Comparison of Kong/LCS bids
9	Certificate of Amendment of the Certificate of Incorporation of Amsterdam House Continuing Care Retirement Community, Inc.
10	UMB October 16, 2023 Sale Objection
11	UMB November 4, 2023 Sale Objection
12	Deposition Transcript of Janice Grubin, November 9, 2023
13	Deposition Transcript of David Kliewer (Volume 2), November 1, 2023
14	Deposition Transcript of Pamela Landman, October 31, 2023
15	Deposition Transcript of Michael Morton (Volume 2), October 31, 2023
16	Deposition Transcript of Coe Schlicher, November 8, 2023
17	Deposition Transcript of Chad Shandler, November 8, 2023
18	Deposition Transcript of Andrew Turnbull, November 8, 2023
19	August 2, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Request to Initiate Conversation with UMB]
20	August 4, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Correspondence re: UMB discussions]
21	August 5, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Further Request to Speak with UMB re: Credit; Minimum Bid Request]
22	August 7, 2023 E-mail Correspondence from Daniel Bleck to Rachel Nanes [Non-Response from Debtor re: Request for UMB Call]
23	August 11, 2023 E-mail Correspondence from James Muenker to Eileen Sethna [Request for Minimum Qualified Bid Calculation]
24	August 13, 2023 E-mail Correspondence from Eileen Sethna to James Muenker [Further Diligence Requests from Kong-BP]

25	August 29, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Kong-BP Diligence Questions and Clarification]
26	September 5, 2023 E-mail Correspondence from Rachel Nanes to Eileen Sethna [Debtor Diligence Issue E-mail]
27	September 10, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Kong-BP information re: Bid]
28	September 13, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Kong-BP Request for Information on LCS Medicare Audit]
29	September 19, 2023 E-mail Correspondence from Rachel Nanes to Eileen Sethna [Kong-BP Request for Additional Bidder Information]
30	September 21, 2023 E-mail Correspondence from Eileen Sethna to Daniel Bleck [Kong-BP Request for UMB Meeting]
31	September 22, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes and James Muenker [Kong-BP Request for Information re: LCS Bid]
32	September 22, 2023 E-mail Correspondence from Eileen Sethna to Debtor Team [Kong-BP Reiteration of Bid]
33	October 11, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Kong-BP Request re: Auction Timing]
34	October 19, 2023 E-mail Correspondence from Eileen Sethna to Rachel Nanes [Kong-BP Further Request re: Auction Timing]
35	October 23, 2023 E-mail Correspondence from Rachel Nanes to Eileen Sethna [Kong-BP Request for clarification re: Bid]
36	October 24, 2023 E-mail Correspondence from Harold Israel to Rachel Nanes [Kong-BP Correspondence re: Bid]
37	July 26, 2023 Hearing Transcript
38	August 23, 2023 Hearing Transcript
39	September 23, 2023 Hearing Transcript
40	October 26, 2023 Hearing Transcript
41	September 20, 2023 Auction Transcript
42	September 21, 2023 Auction Transcript
43	September 22, 2023 Auction Transcript
	Any document or pleading filed in the above-captioned case
	Any exhibit listed, designated, or offered by any other party.
	Any exhibit necessary for impeachment and/or rebuttal.
	Any demonstrative exhibits presented at the Hearing.

Kong-BP asks that the Court take judicial notice of the pleadings and transcripts filed (including any and all schedules, amendments, exhibits, and other attachments thereto) in the proceedings before this Court. Kong-BP reserves the right to use additional demonstrative exhibits as they deem appropriate in connection with the Hearing. Kong-BP reserves the right to use any exhibits presented by any other party. Kong-BP reserves the right to amend and/or supplement this

exhibit list. Kong-BP also reserves the right to use exhibits not listed herein for impeachment purposes at the Hearing.

WHEREFORE, Kong-BP respectfully requests that this Court: (a) deny the motion and/or require the Debtor to select Kong-BP's bid as the highest and best bid at auction and (b) grant such other and further relief as may be required.

Dated: November 10, 2023

KONG-BP AMSTERDAM, LLC

By: *Eileen M. Sethna*

Eileen M. Sethna (admitted *pro hac vice*)

LEVENFELD PEARLSTEIN, LLC

120 S. Riverside Plaza, Suite 1800

Chicago, Illinois 60606

Telephone: (312) 346-8380

Facsimile: (312) 346-8434