**IN THE UNITED STATES BANKRUPTCY COURT**
**NORTHERN DISTRICT OF TEXAS**
**FORT WORTH DIVISION**

| | |
|---|---|
| In re:<br>INSPIRED HEALTHCARE CAPITAL HOLDINGS, LLC, *et al.*<br><br>Debtors. | Chapter 11<br><br>Case No. 26-90004 (MXM)<br><br>(Jointly Administered) |
| INSPIRED HEALTHCARE CAPITAL HOLDINGS, LLC, *et al.*,<br>Plaintiffs,<br>-against-<br><br>AURORA SECURITIES, *et al*.,<br><br>Defendants. | Adv. Pro. No.: 26-09006 |

**[PROPOSED] ORDER GRANTING PLAINTIFFS' REQUEST FOR DECLARATORY AND PRELIMINARY INJUNCTIVE RELIEF**

This matter coming before the Court on *Plaintiffs' Verified Complaint for Declaratory and*

*Injunctive Relief* (the "Complaint")[1] and *Plaintiffs' Emergency Motion for Injunctive Relief* (the "Motion") by which Plaintiffs request entry of an order (a) extending the automatic stay under 11 U.S.C. § 362(a) to proceedings against the Non-Debtor Defendants included on Schedule 1 attached to the Complaint and such parties' respective Broker-Dealer Affiliated Persons; (b) entering a preliminary injunction enjoining all Defendants from certain acts through the effective date of the Debtors' chapter 11 plan(s); and (c) granting related relief, all as more fully set forth in the Complaint; and upon consideration of the First Day Declaration, together with any responses or answers to the Complaint or the Motion; and having heard the arguments of counsel and considered the evidence presented at a hearing on July 14, 2026 (the "Hearing"); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Order of Reference of Bankruptcy Cases and Proceedings Nunc Pro Tunc* dated August 3, 1984, entered by the United States District Court for the Northern District of Texas; 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 of the proceedings having been given under the particular circumstances; and the Court having determined that the legal and factual bases set forth in the Complaint, the Motion, the First Day Declaration, and at the Hearing establish just cause for the relief granted herein; and it appearing that no other or further notice is necessary; and it appearing that the relief requested 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;

[1] Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Complaint.

**THE COURT HEREBY FINDS THAT:**

## I. Jurisdiction, Venue, and Constitutional Authority

A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.

B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and this Court may enter a final order consistent with Article III of the United States Constitution.

C. Venue for this matter is proper in this District pursuant to 28 U.S.C. § 1409.

D. Notice of the Motion and the Hearing was sufficient and appropriate under the circumstances and complied with the requirements of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and the Bankruptcy Local Rules for the Northern District of Texas (the "Local Rules"). No other or further notice is necessary.

## II. The Parties

E. Plaintiff Inspired Healthcare Capital Holdings, LLC ("Holdings") is the parent entity of the Debtors' enterprise and is a debtor and debtor in possession in the above-captioned Chapter 11 Cases. Plaintiff Inspired Healthcare Capital, LLC (the "Debtor Sponsor") served as the sponsor of the Debtors' investment offerings, including the private placement of equity interests in investment funds and the DST Interests. The other Plaintiffs are affiliates and entities related to Holdings.

F. The Non-Debtor Defendants in this adversary proceeding include: (i) Emerson Equity LLC (the "Managing Broker-Dealer") and other broker-dealers identified as Soliciting Dealers under the Soliciting Dealer Agreements, together with their respective officers, directors, employees, affiliated and associated individual brokers, and other agents acting in such capacity

(collectively, the "Broker-Dealers" and "Broker-Dealer Affiliated Persons");[2] (ii) Luke Lee, former Chief Executive Officer of the Debtor Sponsor; and (iii) the claimants/plaintiffs in the Listed Actions set forth in Schedule 1.

G. Certain IHC Investors (the "IHC Investors") have filed IHC Investment-Related Claims with FINRA, which are identified on Schedule 1 (the "Listed Actions").

**III. The Lawsuits**

H. For purposes of this order, "IHC Investment-Related Claims" means, any lawsuit, arbitration proceeding (including before FINRA), or any other legal proceeding against any Non-Debtor Defendant arising from or relating to any purchase or sale of Investment Fund Securities or DST Interests issued by the Debtors or their affiliates, or relating to any alleged act or omission of any Non-Debtor Defendant in connection with those offerings.

I. Other persons or entities may also eventually file lawsuits in connection with an IHC Investment-Related Claim ("Later-Filed Actions").

**IV. Best Interests of the Estate**

J. The relief requested in the Complaint and granted herein is warranted under the circumstances and is in the best interests of the Debtors' estates, their creditors, and other parties in interest, including the IHC Investors, the residents of the Communities, and all stakeholders who depend on the Debtors' successful reorganization.

**V. Declaratory Relief – Extension of the Automatic Stay**

[2] Certain prior documents in these proceedings referred in error to Quincy Wells Capital as a Non-Debtor Defendant in this proceeding. The correct Non-Debtor Defendant is Great Point Capital. Quincy Wells Capital was not a Soliciting Dealer under the Soliciting Dealer Agreements and is not a Non-Debtor Defendant.

K. The Listed Actions constitute acts to obtain possession of, or to exercise control over, property of the Debtors' estates within the meaning of 11 U.S.C. § 362(a)(3). The D&O Policies and their proceeds are property of the Debtors' estates. Each dollar of the $10 million aggregate limit consumed by any payment — whether for defense costs, settlements, or judgments — in the Listed Actions directly diminishes the limit available for the Debtors' own Side B and Side C coverage, and therefore constitutes an act to obtain possession of, or exercise control over, property of the estate in contravention of 11 U.S.C. § 362(a)(3).

L. An identity of interests exists between the Debtors and the Non-Debtor Defendants because: (a) the Debtors have an agreement to defend and indemnify the Broker-Dealers and their Affiliated Persons under the Broker-Dealer Agreements, which may cover the Listed Actions; (b) Mr. Lee is anticipated to seek indemnification from the Debtors in connection with claims against him arising from his role as CEO of the Debtor Sponsor; (c) the Debtors share the same D&O Policies as Mr. Lee; and (d) the Defendant claimants may assert that one or more Debtors are vicariously liable for the conduct of the Broker-Dealers and Mr. Lee. A judgment or finding against any Non-Debtor Defendant in any Listed Action is therefore tantamount to a judgment or finding against the Debtors.

M. Continued prosecution of the Listed Actions will have an adverse impact on the Debtors' ability to accomplish an orderly reorganization. Therefore, extension of the automatic stay imposed by 11 U.S.C. § 362 to the IHC Investment-Related Claims against the Non-Debtor Defendants while the Chapter 11 Cases remain pending is independently warranted under 11 U.S.C. §§ 362(a)(1) and 362(a)(3).

## VI. Preliminary Injunction – Four-Factor Test

N. The Debtors have satisfied the four-factor test for the issuance of a preliminary injunction under Federal Rule of Civil Procedure 65(b), as made applicable by Bankruptcy Rule 7065, applied in the Fifth Circuit.

O. *Likelihood of Success on the Merits.* There is a reasonable likelihood that the Debtors will succeed on the merits by successfully reorganizing in chapter 11. The Debtors commenced the Chapter 11 Cases with active operations across 33 Communities, serving approximately 2,620 Residents, and have taken significant steps to ensure continued stability while pursuing a comprehensive sales and restructuring process.

P. *Irreparable Injury.* Failure to enjoin prosecution of the IHC Investment-Related Claims would cause irreparable injury to the Debtors and defeat the purpose of the Chapter 11 Cases. Without the injunctive relief sought herein, the Debtors would suffer the following irreparable harm, among other things:

i. recoveries against the Non-Debtor Defendants would trigger the Debtors' indemnification obligations, reduce available D&O insurance proceeds, and have the effect of fixing IHC Investment-Related Claims against the Debtors outside of the Chapter 11 Cases;

ii. the Debtors would not be able to collect on any direct or derivative claims they may have against the Broker Dealers and Mr. Lee due to the exhaustion of the Broker Dealers' insurance policies and the Debtors' D&O Policies on

defending, settling, and paying out judgments on the IHC Investment-Related Claims; and

iii. the Debtors would be compelled to actively monitor, participate in, and defend litigation of IHC Investment-Related Claims against the Non-Debtor Defendants, and estate resources would be diverted from patient care and the Debtors' reorganization goals.

Q. *Balance of Harms.* The balance of harms supports granting the preliminary injunction:

i. the purpose of the Debtors' Chapter 11 Cases would be defeated if the IHC Investment-Related Claims were allowed to proceed against the Non-Debtor Defendants outside of these Cases;

ii. failure to grant injunctive relief would cause irreparable harm to the Debtors and their estates, as described above; and

iii. delay, in and of itself, is insufficient to overcome the irreparable harm caused to the Debtors and their estates.

R. *Public Interest.* The public interest lies with the Debtors completing their reorganization process, maintaining the ongoing operations of the Communities for the benefit of approximately 2,620 Residents, and vindicating the aims of bankruptcy law to balance the interests of both Debtors and creditors. Further, allowing the IHC Investors to pursue IHC Investment-Related Claims outside of the Chapter 11 Cases would upset well-settled bankruptcy

policy of equal treatment of similarly-situated creditors and maximizing the value of the debtors' estate for all creditors.

**Based on these findings and conclusions, IT IS HEREBY ORDERED THAT:**

1. The Listed Actions are hereby declared to be subject to the automatic stay imposed by 11 U.S.C. § 362(a)(1) and § 362(a)(3).

2. Pursuant to sections 362(a)(1), (3), (6), and 105(a) of the Bankruptcy Code, the Defendants are stayed from:

a. commencing any new lawsuit, arbitration proceeding (including before FINRA), regulatory proceeding, or any other legal proceeding against any Non-Debtor Defendant in connection with an IHC Investment-Related Claim;

b. continuing to prosecute any Listed Action identified on Schedule 1 hereto, including by filing papers, conducting depositions, seeking or enforcing discovery, seeking defaults, or otherwise advancing those proceedings;

c. serving any subpoena, deposition notice, discovery demand, or other legal process in connection with any Listed Action that would require the production of documents from, or testimony by, any current or former officer, director, or employee of any Debtor;

d. taking any act to obtain possession of, or to exercise control over, property of the Debtors' estates, including the D&O Policies and the proceeds thereof pending further order of this Court; and

e. taking any collection activity on account of an IHC Investment-Related Claim against any Defendant or its officers, directors, employees, or agents or its respective assets.

3. For the avoidance of doubt, (a) the relief ordered herein shall apply to all claims asserted in the Listed Actions, regardless of whether any such Listed Action has been removed, remanded, transferred, dismissed and refiled under a different case number or is on appeal. For further avoidance of doubt, and notwithstanding anything to the contrary in this Order, the stay imposed by this Order is intended to apply to all activity in the Listed Actions, whether offensive or defensive.

4. Nothing in this Order nor any actions taken pursuant to the relief granted herein is intended or shall be construed as: (a) an implication or admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable non-bankruptcy law; (b) an impairment or waiver of the Debtors' or any other party-in-interest's rights to dispute the amount of, basis for, or validity of any claim against, or interest in, any Debtor, its property, or its estate on any grounds; (c) a waiver of any claim or cause of action that may exist against any creditor or interest holder; (d) a promise or requirement to pay any claim or other obligation including a deductible or self-insured retention; (e) granting third-party-beneficiary status, bestowing any additional rights on any third party, or being otherwise enforceable by any third party; (f) an impairment or waiver of any claims or causes of action that may exist against any entity under the Bankruptcy Code or any other applicable law; (g) an admission of liability or wrongdoing by any Non-Debtor Defendant or any determination or finding with respect to the merits of any claim by or against any Non-Debtor Defendant; or (h) an impairment or waiver of any defenses available to any Non-Debtor Defendant in any current or future proceeding, including but not limited to statutes of limitations, laches, or any other procedural, substantive, or equitable defense.

5. Notwithstanding anything in this Order to the contrary, nothing in this Order shall (a) preclude any Non-Debtor Defendant from taking any action necessary to comply with applicable law, including but not limited to any obligation to respond to a regulatory inquiry or examination, preserve documents, or maintain required records; (b) affect the ability of any Non-Debtor Defendant to seek or obtain coverage under any applicable insurance policy; (c) preclude any Non-Debtor Defendant from defending against any claims by the Debtors or the Debtors' estates; or (d) require any Non-Debtor Defendant to take any action that would constitute a waiver of any applicable defense, privilege, or immunity.

6. For the avoidance of doubt, nothing in this Order shall preclude any Non-Debtor Defendant from filing a proof of claim, administrative claim, or other pleading in the Chapter 11 Cases or from participating in the claims allowance or plan confirmation process in the Chapter 11 Cases, including but not limited to filing objections to any proposed plan of reorganization or disclosure statement.

7. *Initial Notice on Counsel of Record.* Within seven (7) calendar days of the entry of this Order, Plaintiff shall serve a copy of this Order by first-class mail or, where available, by electronic mail upon (a) all counsel of record in each Listed Action, as identified in Schedule 1 (b) all plaintiffs/claimants in the Listed Actions for whom no counsel of record has been identified; and (c) all other parties listed on the Chapter 11 Cases' master service list.

8. *Filing the Order in Other Forums.* Plaintiff and any Non-Debtor Defendant are hereby authorized, without further order of this Court, to file a certified copy of this Order with any court, arbitration tribunal, regulatory body, or other forum in which any Listed Action or Later-Filed Action is pending or is commenced, for the purpose of obtaining a stay, abatement, or dismissal without prejudice of such action consistent with the terms of this Order

9. This Order is entered without prejudice to the Debtors' right to request that this Court extend this Order to include other entities, persons and actions not previously identified in Schedule 1 hereto pursuant to the following procedures.

10. *Notice of Later-Filed Actions.* In the event that any person or entity commences a Later-Filed Action after entry of this Order:

a. The Debtors or Plaintiffs, as applicable, shall serve a copy of this Order upon the plaintiff or claimant in the Later-Filed Action (and upon their counsel, if known) within three (3) business days of receiving notice of the commencement of such Later-Filed Action.

b. Service shall be effected by overnight mail and, where available, by electronic mail or through the service procedures of the applicable court or arbitration forum ("Later-Filed Action Notice").

c. Plaintiff shall maintain a running supplemental schedule of all Later-Filed Actions, which shall be filed with this Court within the first business day of each calendar month during the pendency of the above-captioned bankruptcy proceeding.

d. This Order automatically applies to any Later-Filed Action at the moment of its commencement, without the need for a separate motion, hearing, or order of this Court. The fact that a claimant or plaintiff in a Later-Filed Action did not have actual notice of this Order prior to commencing such Later-Filed Action shall not affect the applicability of this Order to such Later-Filed Action, provided that the Debtors or the Plaintiffs shall promptly provide actual notice of this Order to such claimant or plaintiff in accordance with this

Order, and the stay of such Later-Filed Action shall take immediate effect upon the Debtors' or Plaintiffs' provision of such notice. Any Later-Filed Action filed in any court, arbitration forum, or regulatory body shall be automatically abated upon filing to the extent it asserts an IHC Investment-Related Claim, and the plaintiff or claimant therein shall be deemed to have immediate notice of this Order upon service as provided herein.

11. *Objections – Inclusion of Later-Filed Actions.* Any plaintiff to a Later-Filed Action who objects to the extension of this Order to such Later-Filed Action may file an objection within seven (7) calendar days after receiving notice of this Order effected pursuant to paragraph 10 above. If no timely objection is filed, the action shall be deemed a Later-Filed Action as of the date of the Later-Filed Action Notice without further order of the Court. The Debtors shall have seven (7) calendar days from the service of any such objection to file and serve a response. Absent a timely objection, the Debtors' proposed additions shall be approved by order of this Court without the necessity of a hearing. If a timely objection is filed, the Court shall schedule a hearing on an expedited basis.

12. *Supplementation of Schedule 1–Procedure to Add Actions to Schedule 1.* If Plaintiffs identify any action, arbitration, or other proceeding that was pending prior to the Order Date and that constitutes a Listed Action but was otherwise omitted from Schedule 1, the Plaintiffs may file a notice of supplementation (a "Supplementation Notice") with this Court identifying the action and the grounds for its inclusion.

a. The Supplementation Notice shall be served on all parties to the newly identified action and on counsel of record in the adversary proceeding.

b. This Order automatically applies to proceeding identified in a Supplementation Notice upon filing of the Supplementation Notice and service of same, without the need for a separate motion, hearing, or order of this Court.

c. Any party objecting to the inclusion of such action in Schedule 1 may file an objection within seven (7) calendar days of service of the Supplementation Notice. If no timely objection is filed, the action shall be deemed a Listed Action as of the date of the Supplementation Notice without further order of the Court. If a timely objection is filed, the Court shall schedule a hearing and briefing schedule on an expedited basis.

13. *Bond Waiver.* Pursuant to Bankruptcy Rule 7065 and Federal Rule of Civil Procedure 65(c), the Debtors are relieved from the requirement to post any security or bond as a condition to the issuance of injunctive relief. The Debtors' ongoing reorganization, the nature of the relief sought, the equitable purposes served by this adversary proceeding, and the potential unjust burden on the Debtors' estates constitute good cause for waiver of a security bond.

14. Notwithstanding anything to the contrary in this Order, this Order shall not require any Non-Debtor Defendant to take or refrain from taking any action in the Listed Actions that would constitute an admission of liability, a waiver of defenses, or a default, including but not limited to the failure to respond to pleadings, discovery, or motions to the extent such response is required to avoid an adverse consequence; provided, however, that any such responsive action by a Non-Debtor Defendant shall be limited to the minimum necessary to avoid such adverse consequence, and such Non-Debtor Defendant shall promptly notify Plaintiffs' counsel of such action.

15. *Tolling*. This Order shall toll any applicable statute of limitations, statute of repose, or any other time limitation under non-bankruptcy law, any order entered in a non-bankruptcy proceeding, or any agreement that fixes a period under which (a) an enjoined claimant or plaintiff is required to commence or continue a civil action in a court or forum other than this Court on any IHC Investment-Related Claim asserted against the Debtors or any Non-Debtor Defendant, or (b) a Non-Debtor Defendant is required to assert any claim, defense, or counterclaim, in each case until the later of: (i) the end of such period, including any suspension of such period occurring on or after the Petition Date; or (ii) 30 days after the termination or expiration of this Order.

16. *Cooperation by Non-Debtor Defendants with Estate Fiduciaries in Discovery*. In connection with the relief provided herein, the Non-Debtor Defendants shall accept email service of discovery requests provided by counsel to the Debtors and/or each official committee appointed in these Chapter 11 Cases, and shall cooperate in further reasonably requested discovery by such parties, provided, however, that (i) all information provided in such discovery pursuant to this paragraph shall be provided subject to that certain protective order governing the Chapter 11 Cases on a "Professional Eyes Only" basis and shall not be shared with any other party absent further order of this Court; and (ii) such Non-Debtor Defendants shall produce pursuant to this paragraph within fourteen (14) days of the date hereof (a) copies of insurance policies available to satisfy IHC Investment-Related Claims and (b) financial statements or comparable financial information for the three most recent fiscal years.

17. This Order shall automatically expire upon the effective date of the Debtors' chapter 11 plan(s).

18. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

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

20. This Order shall be immediately effective and enforceable upon its entry.

21. This Court retains exclusive jurisdiction over all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

# # # END OF ORDER # # #

Proposed Order prepared by:

**DECHERT LLP**

/s/ *Debbie E. Green*
Marcus A. Helt (Texas Bar #24052187)
Debbie E. Green (Texas Bar #24059852)
Jack G. Haake (Texas Bar #24127704)
2651 N. Harwood Street
Dallas, Texas 75201
Telephone: (214) 453-4900
marcus.helt@dechert.com
debbie.green@dechert.com
jack.haake@dechert.com

- and –

Jerry L. Hall (admitted *pro hac vice*)
Three Bryant Park
1095 Avenue of the Americas
New York, New York 10036
Telephone: (212) 698-3500
Facsimile: (212) 698-3599
jerry.hall@dechert.com

*COUNSEL FOR THE PLAINTIFFS*

# SCHEDULE 1

**(FILED UNDER SEAL)**