

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

In re: HYGEA HOLDINGS CORP., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 20-10361 (KBO) (Jointly Administered) RE: D.I. 12
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MOTION FOR CONTINUANCE OF MARCH 24, 2020 HEARING

Nevada 5, Inc. (“Nevada 5”) pursuant to Fed. R. Bankr. P. 2002 and 9006(c), section 105(a) of the Bankruptcy Code and Rules 2002-1(b) and 9006-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) requests entry of an order continuing the hearing currently scheduled for March 24, 2020 on Debtors’ Motion for Entry of Order Authorizing Debtors to Assume the Restructuring Support Agreement [Docket No. 12] (the “Motion”), and states:

1. On February 19, 2020, Debtors filed the Motion, seeking the Court’s approval to assume the February 7, 2020 Restructuring Support Agreement entered into between the Debtors and Bridging Income Fund LP and Bridging Finance Inc.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: All Care Management Services, Inc. (6484); First Harbour Health Management, LLC (0941); First Harbour Medical Centers, LLC (3861); Florida Group Healthcare LLC (7956); Gemini Healthcare Fund, LLC (4928); Hygea Acquisition Longwood, LLC (1649); Hygea Acquisition Orlando, LLC (3507); Hygea Health Holdings, Inc. (8926); Hygea Holdings Corp. (2605); Hygea IGP of Central Florida, Inc. (9453); Hygea IGP, LLC (7724); Hygea Medical Centers of Florida, LLC (5301); Hygea Medical Partners, LLC (4486); Hygea of Delaware, LLC (4830); Hygea of Georgia, LLC (5862); Hygea of Pembroke Pines, LLC (6666); Hygea Primum Acquisition, Inc. (8567); Medlife Activity Center, LLC (2311); Mobile Clinic Services, LLC (9758); Palm A.C. MSO, LLC (2585); Palm Allcare Medicaid MSO, Inc. (6956); Palm Allcare MSO, Inc. (0319); Palm Medical Group, Inc. (5028); Palm Medical MSO LLC (7738); Palm Medical Network, LLC (9158); Palm MSO System, Inc. (2178); Palm PGA MSO, Inc. (8468); Physician Management Associates East Coast, LLC (7319); Physician Management Associates SE, LLC (3883); Physicians Group Alliance, LLC (7824); Primum Alternatives, Inc. (7441); Primum Healthcare, LLC (0157); and Professional Health Choice, Inc. (6850). The address of the Debtors’ corporate headquarters is 8700 W Flagler Street, Suite 280, Miami, FL 33174.

2. The Court scheduled a hearing on the Motion for March 24, 2020 at 2:00 p.m., and ordered that any objection to the Motion must be filed by March 13, 2020 *See* Docket No. 86.

3. On March 3, 2020, Nevada 5 served expedited discovery requests on Debtors Hygea Holdings Corp. and Hygea Health Holdings, Inc. [Docket No. 98] and on Bridging Finance, Inc. (“Bridging Finance”) [Docket No. 99].

4. Nevada 5’s discovery requests, attached as Composite Exhibit A, seek documents and information relevant to the relief requested by Debtors in the Motion and the rights and equity that the Motion seeks to grant to Bridging Finance by way of the Restructuring Support Agreement.

5. Despite agreeing to produce what they deemed to be “non-objectionable” documents on an expedited and rolling basis, Hygea Holdings Corp., Hygea Health Holdings, Inc., and Bridging Finance, Inc. have to date failed to respond to the discovery requests or produce any responsive documents.

6. With the deadline for objections to the Motion coming this Friday, March 13, 2020, the absence of this discovery has deprived Nevada 5 of the opportunity to meaningfully challenge the relief sought in the Motion, which directly affects Nevada 5 both as a creditor in this action and as a plaintiff in ongoing litigation against Hygea Holdings Corp., Hygea Health Holdings, Inc., and Bridging Finance, Inc.

WHEREFORE, Nevada 5 requests that the Court enter an order continuing the hearing on the Motion scheduled for March 24, 2020 to a later date, extending the deadline for objections to the Motion accordingly, and granting such other and further relief as may be just and proper.

Dated: March 13, 2020
Wilmington, Delaware

GELLERT SCALI BUSENKELL & BROWN, LLC

s/ Michael Busenkell

Michael Busenkell (DE 3933)
Ronald S. Gellert (DE. 4259)
Holly M. Smith (DE 6497)
1201 North Orange Street, Suite 300
Wilmington, Delaware 19801
Telephone: (302) 425-5800
Facsimile: (302) 425-5814
Email: mbusenell@gsbblaw.com
rgellert@gsbblaw.com
hmegansmith@gsbblaw.com

-and-

CARLTON FIELDS

Donald R. Kirk (*pro hac vice*)
Alan Rosenthal
Natalie Carlos
100 S.E. Second Street, Suite 4200
Miami, FL 33131
Telephone: (305) 530-0050
Facsimile: (305) 530-0055
Email: dkirk@carltonfields.com
arosenal@carltonfields.com
ncarlos@carltonfields.com

Attorneys for Nevada 5, Inc.

EXHIBIT A

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

In re: HYGEA HOLDINGS CORP., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 20-10361-KBO Jointly Administered
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**NEVADA 5, INC.’S EXPEDITED INTERROGATORIES AND REQUESTS
FOR PRODUCTION OF DOCUMENTS TO BRIDGING FINANCE, INC.**

Pursuant to Rules 7033 and 7034 of the Federal Rules of Bankruptcy Procedure, Nevada 5, Inc. (“Nevada 5”), requests that Bridging Finance, Inc. (“Bridging Finance”) respond to the below discovery requests and produce responsive documents on or before March 17, 2020.

DEFINITIONS

A. The words “Document” or “Documents” are used in their broadest and most liberal sense, and shall include electronically-stored information (“ESI”).

B. **Sources of ESI.** ESI searches should be made on every source that may contain responsive ESI, including but not limited to, all telephones, iPads, computers and laptops, whether used for personal or business purposes. ESI searches should specifically include any and all text messages from whatever application, including WhatsApp and iMessenger programs, and both

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: All Care Management Services, Inc. (6484); First Harbour Health Management, LLC (0941); First Harbour Medical Centers, LLC (3861); Florida Group Healthcare LLC (7956); Gemini Healthcare Fund, LLC (4928); Hygea Acquisition Longwood, LLC (1649); Hygea Acquisition Orlando, LLC (3507); Hygea Health Holdings, Inc. (8926); Hygea Holdings Corp. (2605); Hygea IGP of Central Florida, Inc. (9453); Hygea IGP, LLC (7724); Hygea Medical Centers of Florida, LLC (5301); Hygea Medical Partners, LLC (4486); Hygea of Delaware, LLC (4830); Hygea of Georgia, LLC (5862); Hygea of Pembroke Pines, LLC (6666); Hygea Primum Acquisition, Inc. (8567); Medlife Activity Center, LLC (2311); Mobile Clinic Services, LLC (9758); Palm A.C. MSO, LLC (2585); Palm Allcare Medicaid MSO, Inc. (6956); Palm Allcare MSO, Inc. (0319); Palm Medical Group, Inc. (5028); Palm Medical MSO LLC (7738); Palm Medical Network, LLC (9158); Palm MSO System, Inc. (2178); Palm PGA MSO, Inc. (8468); Physician Management Associates East Coast, LLC (7319); Physician Management Associates SE, LLC (3883); Physicians Group Alliance, LLC (7824); Primum Alternatives, Inc. (7441); Primum Healthcare, LLC (0157); and Professional Health Choice, Inc. (6850). The address of the Debtors’ corporate headquarters is 8700 W Flagler Street, Suite 280, Miami, FL 33174.

personal and business email addresses and telephone numbers.

C. **Privilege Log**: If you claim that any document is not subject to production because of any privilege, the attorney-work product doctrine, or some other permissible exclusion from discovery, then for each such document, please provide the following information **at the time of your Response**: (a) the nature of the document (e.g., letter, memorandum, etc.); (b) the date of the document; (c) the author of the document; (d) the names and addresses of those to whom the document was given, shown, or sent; (e) the number of pages of the document, and an explanation and identification of any attachments thereto; (f) a full explanation of the privilege or exclusion claimed and the basis of that claim, including a precise description of the material contained in the document which you claim to be privileged or excluded and an identification of the material contained therein, if any, for which you do not claim a privilege or exclusion from discovery; and (g) the paragraph of this Request to which the document relates.

D. “Alvarez Firm” shall mean Alvarez & Marsal North America, LLC and anyone acting on its behalf.

E. “Bridging Finance” shall mean Bridging Finance, Inc., its subsidiaries, affiliated companies, parent companies, officers, directors, employees, agents, representatives, and all persons acting or purporting to act on its behalf. Unless otherwise specified, “Bridging Finance” shall be understood to also include Bridging Income Fund, LP f/k/a Sprott Bridging Income Fund LP.

F. “Financial Status” means profits, losses, revenue, income, earnings, indebtedness, EBITDA, or cash flow.

G. “Executives” means executives, officers, directors, or other key personnel of Bridging Finance or the Hygea Entities.

H. “Hygea Entities” shall mean Debtor Hygea Health Holdings, Inc., Debtor Hygea Holding Corp., and their subsidiaries, affiliated companies, parent companies, officers, directors, employees, agents, representatives, and all persons acting or purporting to act on their behalf.

I. All documents referenced herein by docket entry number (e.g., DE 13) shall mean the documents corresponding with those docket entry numbers in this action.

J. **Time.** Unless otherwise indicated, these Requests seek Information, Documents and Communications from **January 1, 2014**, to the present.

INTERROGATORIES

1. Identify all individuals associated with Bridging Finance who were involved with or who have knowledge of the following: (1) the Hygea Entities’ filing of bankruptcy and the negotiations and discussions with Bridging Finance and other entities leading up to the filing; (2) the negotiation and execution of the Restructuring Support Agreement and Debtor in Possession Loan Agreement as both referenced in the Hygea Entities’ bankruptcy filings; (3) the Hygea Entities’ retention of the Alvarez Firm and their search for alternative financing; (4) the Hygea Entities’ relationship with Bridging Finance; (5) the Hygea Entities’ obligations to their creditors as set forth in their bankruptcy petitions; and (6) the Hygea Entities’ financial status and operations since January 1, 2014.

2. Identify all entities or individuals associated with Bridging Finance or who have been retained by Bridging Finance for the purpose of evaluating or auditing the Hygea Entities’ financials.

3. Describe the relationship of the Hygea Entities to Bridging Finance Inc., including the personnel involved in the relationship for all entities, when and how the relationship began, and the extent of communications and cooperation between the entities.

4. With respect to Bridging Finance's unsecured claim as set forth in DE 1, identify the basis for that claim with reference to specific documents, identify the value of that claim to the best extent possible, and if that claim is based on a loan agreement, describe the due diligence and underwriting process associated with Bridging Finance entering into or assuming that loan.

5. Identify any and all monetary payments between the Hygea Entities and Bridging Finance, including the amount of, and the basis for, the payments.

6. Identify Bridging Finance's Board of Directors and executives from January 1, 2014, to the present.

7. Identify all loans, liens, or other financial agreements between Hygea Health, Hygea Holdings and Bridging Finance, Inc., as referenced in DE 12 (identifying debtors' debt obligations to Bridging as exceeding \$160 million Canadian), including due diligence documents, loan documents, servicing files, and the like. This should include but not be limited to the specific loan, credit, security, and forbearance agreements identified in DE 11 at paragraph 10. For each pending loan or financial obligation, identify the date the operative document was executed and the remaining balance owed to Bridging Finance.

8. If Bridging Finance agrees with the Hygea Entities' position that Bridging Finance is "drastically under collateralized" as referenced in DE 11, please identify and explain the facts supporting that position, with specific reference to loan agreements or related documents, amounts owed to Bridging Finance, and the evaluation of collateral utilized to reach the conclusion that Bridging Finance is drastically under collateralized.

9. Describe the process by which the Hygea Entities and Bridging Finance negotiated, prepared, and filed the Hygea Entities' chapter 11 plan of reorganization as referenced in DE 12 and DE 13 ("in or about October 2019, the Debtors and Bridging began discussing the framework

of a potential chapter 11 plan of reorganization.”). For the specific discussions referenced in DE 12 and DE 13, identify the dates, locations, and individuals involved in each.

10. Identify all equity interests, ownership interests, or other legal rights or interests claimed by Bridging Finance with respect to the Hygea Entities.

11. If Bridging Finance has been involved in discussions or negotiations relating to the proposed or anticipated outcomes for existing management of the Hygea Entities from the chapter 11 reorganization, identify and describe those discussions or negotiations.

12. Identify and describe how Bridging Finance applied or otherwise used funds that it received, either directly from Hygea Holdings Corp. or Hygea Health Holdings, Inc., or on their behalf through another entity, including but not limited to Akerman LLP and Sprott Bridging Income Fund LP.

13. Identify all individuals working for, on behalf, or with the Hygea Entities, including board members, with whom anyone at Bridging Finance communicated, and identify the dates and substance of all such communications.

14. Describe the organizational structure and ownership of (i) Bridging Finance, (ii) Sprott Bridging Income Fund LP, and (iii) Ninepoint Partners LP, including all general partners, members, managers, parents, subsidiaries, and affiliates.

REQUESTS FOR PRODUCTION

1. Documents and communications relating to the Hygea Entities’ assets and liabilities as of the petition date as described in DE 1 and DE 13.

2. Documents and communications relating to the Hygea Entities’ unsecured debt as described in their respective bankruptcy petitions.

3. Documents and communications with or relating to FTI Consulting and its valuation of the Hygea Entities, including any formal or informal reports or evaluations prepared by FTI Consulting.

4. Documents and communications relating any valuation, auditing, and/or due diligence of the Hygea Entities by Bridging Finance or its representatives.

5. Documents and communications relating to the Hygea Entities' efforts to secure financing from entities other than Bridging Finance.

6. All communications between and among Bridging Finance, the Alvarez Firm, and any Hygea Entity or representative relating to Hygea's Financial Status, obligations to Bridging Finance and other creditors, and/or anticipated and actual bankruptcy filings.

7. Any financial projections for the Hygea Entities prepared by the Hygea Entities, the Alvarez Firm, Bridging Finance, or any third party.

8. Documents and communications relating to any loan, lien, or other financial agreement between Hygea Health, Hygea Holdings and Bridging Finance, Inc., as referenced in DE 12 (identifying debtors' debt obligations to Bridging as exceeding \$160 million Canadian), including due diligence documents, loan documents, servicing files, and the like. This should include but not be limited to the specific loan, credit, security, and forbearance agreements identified in DE 11 at paragraph 10.

9. Documents and communications related to the additional bankruptcy-related funding advanced by Bridging Finance to the Hygea Entities, including but not limited to the funding described in paragraph 14 of DE 12.

10. Documents and communications relating to the negotiation and execution of the Restructuring Support Agreement and debtor-in-possession loan as identified in the Hygea Entities' bankruptcy filings.

11. Documents and communications supporting the allegation that Bridging Finance is "drastically under collateralized" as referenced in DE 11.

12. Documents and communications between the Hygea Entities and Bridging Finance relating to the negotiation, preparation, and filing of the Hygea Entities' chapter 11 plan of reorganization as referenced in DE 12 and DE 13 ("in or about October 2019, the Debtors and Bridging began discussing the framework of a potential chapter 11 plan of reorganization.")

13. Documents and communications between the Hygea Entities and their representatives and Natasha Sharpe of Bridging Finance, or any other Bridging Finance executive, relating to the Hygea Entities' financial performance and operations, Bridging Finance's interests in and influence over the Hygea Entities, and the Hygea Entities' other creditors.

14. Documents and communications relating to the proposed or anticipated outcomes for existing management of the Hygea Entities from the proposed chapter 11 reorganization including, but not limited to, any financial interests the existing management have or may have in the plan of reorganization agreed to by Bridging and the Debtors.

15. Documents and communications relating to the Hygea Entities' proposed restructuring plan.

16. Documents and communications relating to the Hygea Entities' hiring of 4Front Capital Partners as described in DE 13, the work performed by 4Front Capital Partners in "evaluating strategic alternatives and commencing a formal marketing process for the sale and/or

refinancing of Hygea,” and communications between the Hygea Entities and 4Front Capital Partners related to the foregoing.

17. Documents and communications relating to the “unsuccessful sale process” described in DE 13.

18. Documents and communications regarding the Financial Status of the Hygea entities between January 1, 2014, through the present.

19. Management reports prepared by or on behalf of Bridging Finance regarding the valuation of the Hygea Entities.

20. Underwriting and servicing files for any loans made by Bridging Finance to the Hygea Entities.

21. All communications relating to actual, potential, or draft notices of default sent on behalf of Bridging Finance to the Hygea Entities.

22. All documents relating to revenue recognition by the Hygea Entities.

23. All financial statements, profit and loss statements, balance sheets, financial reports and other financial documents, audited or unaudited, relating to Hygea Holdings Corp.

24. All communications between Natasha Sharpe, David Sharpe, and any individual employed by or associated with the Hygea Entities, including but not limited to board members.

25. All communications between any individuals employed by or associated with Bridging Finance and any individual employed by or associated with the Hygea Entities, including but not limited to board members.

26. All documents detailing how Bridging Finance applied or otherwise used funds that it received, either directly from Hygea Holdings Corp. or Hygea Health Holdings, Inc., or on their

behalf through another entity, including but not limited to, Akerman LLP and Sprott Bridging Income Fund LP.

27. Documents sufficient to show the organizational structure and ownership of (i) Bridging Finance, (ii) Sprott Bridging Income Fund LP, and (iii) Ninepoint Partners LP, including all general partners, members, managers, parents, subsidiaries, and affiliates.

28. The limited partnership agreement, and any amendments thereto, of Sprott Bridging Income Fund LP.

29. Documents setting forth the relationship between Bridging Finance and (i) Sprott Bridging Income Fund LP and (ii) Ninepoint Partners LP, including but not limited to, corporate ownership and/or managerial control.

30. All communications between Bridging Finance and Sprott Bridging Income Fund LP concerning Hygea Holdings Corp. or Hygea Health Holdings, Inc.

31. All communications between Bridging Finance and Ninepoint Partners LP concerning Hygea Holdings Corp. or Hygea Health Holdings, Inc.

32. All notes or records kept by Bridging Finance, including but not limited to, Natasha Sharpe and Dan Sharpe, relating to Hygea Holdings Corp. or Hygea Health Holdings, Inc.

33. Any and all documents relating to meetings of the Board of Directors of Bridging Finance since January 1, 2014, in which the Financial Status of the Hygea Entities was discussed or the subject of a resolution or other action of the Board of Directors.

34. Any and all documents relating to meetings of the Board of Directors of Hygea Holdings Corp. in which a potential or actual investment by Nevada 5, RIN Capital, or N5HYG was discussed or the subject of a resolution or other action of the Board of Directors.

35. Any and all documents relating to any portion of the disposition of the \$30 million (USD) payment made by or on behalf of Nevada 5, Inc. to Hygea Holdings Corp.

36. Any and all documents supporting Paragraph 30 of DE 13, asserting that “the Debtors were never profitable on a cash basis.”

Dated: March 3, 2020
Wilmington, Delaware

GELLERT SCALI BUSENKELL & BROWN,
LLC

/s/ Michael Busenkell

Michael Busenkell (DE 3933)
Ronald S. Gellert (DE 4259)
Holly M. Smith (DE 6497)
1201 North Orange Street, Suite 300
Wilmington, Delaware 19801
Telephone: (302) 425-5800
Facsimile: (302) 425-5814
Email: mbusenkell@gsbblaw.com
rgellert@gsbblaw.com
hmegansmith@gsbblaw.com

-and-

CARLTON FIELDS
Donald R. Kirk (*pro hac vice*)
Alan Rosenthal (*pro hac vice*)
Natalie Carlos
100 S.E. Second Street, Suite 4200
Miami, FL 33131
Telephone: (305) 530-0500
Facsimile: (305) 530-0055
Email: dkirk@carltonfields.com
arosenal@carltonfields.com
ncarlos@carltonfields.com

Attorneys for Nevada 5, Inc.

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

In re: HYGEA HOLDINGS CORP., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 20-10361-KBO Jointly Administered
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**NEVADA 5, INC.’S EXPEDITED INTERROGATORIES
AND REQUESTS FOR PRODUCTION OF DOCUMENTS TO
HYGEA HOLDINGS CORP. AND HYGEA HEALTH HOLDINGS, INC.**

Pursuant to Rules 7033 and 7034 of the Federal Rules of Bankruptcy Procedure, Nevada 5, Inc. (“Nevada 5”), requests that Debtors Hygea Holdings Corp. (“Hygea Holdings”) and Hygea Health Holdings, Inc. (“Hygea Health”) respond to the below discovery requests and produce responsive documents on or before March 17, 2020.

DEFINITIONS

- A. The words “Document” or “Documents” are used in their broadest and most liberal sense, and shall include electronically-stored information (“ESI”).
- B. **Sources of ESI.** ESI searches should be made on every source that may contain responsive ESI, including but not limited to, all telephones, iPads, computers and laptops, whether used for personal or business purposes. ESI searches should specifically include any and all text

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messages from whatever application, including WhatsApp and iMessenger programs, and both personal and business email addresses and telephone numbers.

C. **Privilege Log**: If you claim that any document is not subject to production because of any privilege, the attorney-work product doctrine, or some other permissible exclusion from discovery, then for each such document, please provide the following information **at the time of your Response**: (a) the nature of the document (e.g., letter, memorandum, etc.); (b) the date of the document; (c) the author of the document; (d) the names and addresses of those to whom the document was given, shown, or sent; (e) the number of pages of the document, and an explanation and identification of any attachments thereto; (f) a full explanation of the privilege or exclusion claimed and the basis of that claim, including a precise description of the material contained in the document which you claim to be privileged or excluded and an identification of the material contained therein, if any, for which you do not claim a privilege or exclusion from discovery; and (g) the paragraph of this Request to which the document relates.

D. “Alvarez Firm” shall mean Alvarez & Marsal North America, LLC and anyone acting on its behalf.

E. “Bridging Finance” shall mean Bridging Finance, Inc., its subsidiaries, affiliated companies, parent companies, officers, directors, employees, agents, representatives, and all persons acting or purporting to act on its behalf. Unless otherwise specified, “Bridging Finance” shall be understood to also include Bridging Income Fund, LP f/k/a Sprott Bridging Income Fund LP.

F. “Financial Status” means profits, losses, revenue, income, earnings, indebtedness, EBITDA, or cash flow.

G. “Executives” means executives, officers, directors, or other key personnel of Bridging Finance or the Hygea Entities.

H. “Hygea Entities” shall mean Debtor Hygea Health Holdings, Inc., Debtor Hygea Holding Corp., and their subsidiaries, affiliated companies, parent companies, officers, directors, employees, agents, representatives, and all persons acting or purporting to act on their behalf.

I. All documents referenced herein by docket entry number (e.g., DE 13) shall mean the documents corresponding with those docket entry numbers in this action.

J. **Time.** Unless otherwise indicated, these Requests seek Information, Documents and Communications from **January 1, 2014**, to the present.

INTERROGATORIES

1. Identify all individuals associated with the Hygea Entities who were involved with or who have knowledge of the following: (1) the Hygea Entities’ filing of bankruptcy and the negotiations and discussions with Bridging Finance and other entities leading up to the filing; (2) the negotiation and execution of the Restructuring Support Agreement and Debtor in Possession Loan Agreement as both referenced in the Hygea Entities’ bankruptcy filings; (3) the Hygea Entities’ retention of the Alvarez Firm and their search for alternative financing; (4) the Hygea Entities’ relationship with Bridging Finance; (5) the Hygea Entities’ obligations to their creditors as set forth in their bankruptcy petitions; and (6) the Hygea Entities’ financial status and operations since January 1, 2014.

2. Identify all entities or individuals who have been retained by the Hygea Entities for the purposes of preparing audited financial statements and/or evaluating or auditing the Hygea Entities’ financials.

3. Identify any and all monetary payments between Hygea Health and Hygea Holdings Corp., including the amount of, and the basis for, the payments.

4. Describe the relationship of the Hygea Entities to Bridging Finance Inc., including the personnel involved in the relationship for all entities, when and how the relationship began, and the extent of communications and cooperation between the entities.

5. Identify any and all monetary payments between the Hygea Entities and Bridging Finance, including the amount of, and the basis for, the payments.

6. Identify each person responsible for managing and overseeing the Hygea Entities' finances between January 1, 2014, and the present.

7. Identify each of the Hygea Entities' Board of Directors and executives from January 1, 2014, to the present.

8. Identify and describe all efforts undertaken by the Hygea Entities or their representatives to secure alternative financing from entities other than Bridging Finance relating to this bankruptcy proceeding, including but not limited to the Hygea Entities' requests in DE 11 and DE 12. The answer to this Interrogatory should identify all attempted sources of alternative financing and set forth the Hygea Entities' and their representatives' specific efforts with respect to each lender.

9. Describe the process through which the Hygea Entities retained the Alvarez Firm as referenced in DE 11.

10. Identify all loans, liens, or other financial agreements between Hygea Health, Hygea Holdings and Bridging Finance, Inc., as referenced in DE 12 (identifying debtors' debt obligations to Bridging as exceeding \$160 million Canadian), including due diligence documents, loan documents, servicing files, and the like. This should include but not be limited to the specific loan, credit, security, and forbearance agreements identified in DE 11 at paragraph 10. For each pending loan or financial obligation, identify the date the operative document was executed and the remaining balance owed.

11. Explain the specific facts and sources of information supporting the Hygea Entities' position that Bridging Finance is "drastically under collateralized" as referenced in DE 11.

12. Describe the process by which the Hygea Entities and Bridging Finance negotiated, prepared, and filed the Hygea Entities' chapter 11 plan of reorganization as referenced in DE 12 and DE 13 ("in or about October 2019, the Debtors and Bridging began discussing the framework of a potential chapter 11 plan of reorganization."). For the specific discussions referenced in DE 12 and DE 13, identify the dates, locations, and individuals involved in each.

13. Identify all equity interests, ownership interests, or other legal rights or interests claimed by Bridging Finance with respect to the Hygea Entities.

14. If there have been discussions or negotiations relating to the proposed or anticipated outcomes for existing management of the Hygea Entities from the chapter 11 reorganization, identify and describe those discussions or negotiations.

15. Describe the process through which the Hygea Entities retained 4Front Capital Partners as described in DE 13, the work performed by 4Front Capital Partners in "evaluating strategic alternatives and commencing a formal marketing process for the sale and/or refinancing of Hygea," and the communications between Hygea and 4Front Capital Partners related to the foregoing.

16. Describe the "unsuccessful sale process" as referenced in DE 13, including by identifying all entities or individuals who communicated with the Hygea Entities with respect to that process and any formal or informal offers made by those entities or offers or proposals made by the Hygea Entities.

17. Explain how the Hygea Entities calculated the claims of its unsecured creditors as set forth in DE 1. With respect to the claim by N5HYG, LLC and Nevada 5, Inc., identify how

the Hygea Entities calculated that claim value at \$15,000,000.00, the basis for that debt and amount, who calculated that amount, and any documents supporting that calculation.

18. Explain the specific facts and sources of information supporting the Hygea Entities' position that "the Debtors were never profitable on a cash basis" as stated at paragraph 30 of DE 13.

REQUESTS FOR PRODUCTION

1. Documents and communications relating to the Hygea Entities' assets and liabilities as of the petition date as described in DE 1 and DE 13.

2. Documents and communications relating to the Hygea Entities' unsecured debt as described in their respective bankruptcy petitions.

3. Documents and communications with and relating to FTI Consulting and its valuation of the Hygea Entities, including any formal or informal reports or evaluations prepared by FTI Consulting.

4. Documents and communications relating any valuation, auditing, and/or due diligence of the Hygea Entities by Bridging Finance or its representatives.

5. Documents and communications relating to CliftonLarsonAllen and its valuation and/or auditing of the Hygea Entities.

6. Documents and communications relating to Rodriguez Trueba & Co. and its valuation and/or auditing of the Hygea Entities.

7. Documents and communications relating to the Hygea Entities' efforts to secure financing from entities other than Bridging Finance.

8. Documents and communications relating to the Hygea Entities' retention of the Alvarez Firm, and the Alvarez Firm's "efforts to locate other possible sources of financing" as referenced in DE 11.

9. All communications between the Alvarez Firm and any Hygea Entity or representative relating to Hygea's Financial Status, obligations to Bridging Finance and other creditors, and/or anticipated and actual bankruptcy filings.

10. Any financial projections for the Hygea Entities prepared by the Hygea Entities, the Alvarez Firm, Bridging Finance, or any third party.

11. All communications between the Alvarez Firm, any Hygea Entity or representative of any of the Hygea Entities, and any other potential lender.

12. Documents and communications relating to any loan, lien, or other financial agreement between Hygea Health, Hygea Holdings and Bridging Finance, Inc., as referenced in DE 12 (identifying debtors' debt obligations to Bridging as exceeding \$160 million Canadian), including due diligence documents, loan documents, servicing files, and the like. This should include but not be limited to the specific loan, credit, security, and forbearance agreements identified in DE 11 at paragraph 10.

13. Documents and communications related to the additional bankruptcy-related funding advanced by Bridging Finance to the Hygea Entities, including but not limited to the funding described in paragraph 14 of DE 12.

14. Documents and communications relating to the negotiation and execution of the Restructuring Support Agreement and debtor-in-possession loan as identified in the Hygea Entities' bankruptcy filings.

15. Documents and communications sufficient to confirm the debtors' position that Bridging Finance is "drastically under collateralized" as referenced in DE 11.

16. Documents and communications between the Hygea Entities and Bridging Finance relating to the negotiation, preparation, and filing of the Hygea Entities' chapter 11 plan of

reorganization as referenced in DE 12 and DE 13 (“in or about October 2019, the Debtors and Bridging began discussing the framework of a potential chapter 11 plan of reorganization.”)

17. Documents and communications between the Hygea Entities and their representatives and Natasha Sharpe, David Sharpe, or any other representative of Bridging Finance relating to the Hygea Entities’ financial performance and operations, Bridging Finance’s interests in and influence over the Hygea Entities, and the Hygea Entities’ other creditors.

18. Documents and communications relating to the proposed or anticipated outcomes for existing management of the Hygea Entities from the proposed chapter 11 reorganization including, but not limited to, any financial interests the existing management have or may have in the plan of reorganization agreed to by Bridging and the Debtors.

19. Documents and communications relating to the Hygea Entities’ proposed restructuring plan.

20. Documents and communications relating to the Hygea Entities’ hiring of 4Front Capital Partners as described in DE 13, the work performed by 4Front Capital Partners in “evaluating strategic alternatives and commencing a formal marketing process for the sale and/or refinancing of Hygea,” and communications between the Hygea Entities and 4Front Capital Partners related to the foregoing.

21. Documents and communications relating to the “unsuccessful sale process” described in DE 13.

22. Documents and communications relating to a potential or actual investment in Hygea Holdings Corp. by RIN Capital, LLC, Nevada 5, Inc., or N5HYG, LLC.

23. Documents and communications relating to meetings of the Board of Directors of Hygea Health since January 1, 2014, in which the disposition of any portion of the \$30 million

invested by Nevada 5, Inc., N5HYG, LLC or RIN Capital LLC was discussed or the subject of a resolution or other action of the Board of Directors.

24. Documents and communications relating to meetings of the Board of Directors of Hygea Health since January 1, 2014, in which a potential or actual investment by Nevada 5, Inc., N5HYG, LLC, or RIN Capital LLC was discussed or the subject of a resolution or other action of the Board of Directors.

25. Documents and communications relating to the disposition of the above-referenced \$30 million investment, including payment to Bridging Finance and Hygea Health.

26. Documents and communications regarding the Financial Status of the Hygea entities between January 1, 2014, through the present.

27. Management reports prepared by or on behalf of the Hygea Entities regarding any valuation(s) of the Hygea Entities.

28. All tax returns, balance sheets, profit and loss statements, and audited or unaudited financial statements for the Hygea entities for January 2014 through the present.

29. Documents and communications reflecting the Financial Status, performance, and valuation of the Hygea entities' "management services organizations" (MSOs) as referenced in DE 12 and DE 13.

30. Documents and communications reflecting the Financial Status, performance, and valuation of the "Palm Network" as referenced in DE 13.

31. Documents and communications relating to meetings of the Board of Directors of Hygea Health since January 1, 2014, in which the Financial Status of Hygea Holdings Corp. was discussed or the subject of a resolution or other action of the Board of Directors.

32. Documents and communications supporting the Hygea Entities' position that "the Debtors were never profitable on a cash basis" as stated at paragraph 30 of DE 13.

Dated: March 3, 2020
Wilmington, Delaware

GELLERT SCALI BUSENKELL & BROWN,
LLC

/s/ Michael Busenkell

Michael Busenkell (DE 3933)
Ronald S. Gellert (DE 4259)
Holly M. Smith (DE 6497)
1201 North Orange Street, Suite 300
Wilmington, Delaware 19801
Telephone: (302) 425-5800
Facsimile: (302) 425-5814
Email: mbusenkell@gsbblaw.com
rgellert@gsbblaw.com
hmegansmith@gsbblaw.com

-and-

CARLTON FIELDS
Donald R. Kirk (*pro hac vice*)
Alan Rosenthal (*pro hac vice*)
Natalie Carlos
100 S.E. Second Street, Suite 4200
Miami, FL 33131
Telephone: (305) 530-0500
Facsimile: (305) 530-0055
Email: dkirk@carltonfields.com
arosenal@carltonfields.com
ncarlos@carltonfields.com

Attorneys for Nevada 5, Inc.

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

In re: HYGEA HOLDINGS CORP., <i>et al.</i> , ¹ Debtors. Debtors.	Chapter 11 Case No. 20-10361 (KBO) (Jointly Administered) Re: D.I. 12, and _____
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ORDER GRANTING MOTION FOR CONTINUANCE OF MARCH 24, 2020 HEARING

Upon the Motion for Continuance of March 24, 2020 Hearing, (the “Motion”) filed by Nevada 5, Inc. (“Nevada 5”), and all responses thereto, the Court makes the following findings. Due and sufficient notice of the Motion was given under the particular circumstances. The Court has subject matter jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157(b) and 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. After due deliberation, the Court has determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: All Care Management Services, Inc. (6484); First Harbour Health Management, LLC (0941); First Harbour Medical Centers, LLC (3861); Florida Group Healthcare LLC (7956); Gemini Healthcare Fund, LLC (4928); Hygea Acquisition Longwood, LLC (1649); Hygea Acquisition Orlando, LLC (3507); Hygea Health Holdings, Inc. (8926); Hygea Holdings Corp. (2605); Hygea IGP of Central Florida, Inc. (9453); Hygea IGP, LLC (7724); Hygea Medical Centers of Florida, LLC (5301); Hygea Medical Partners, LLC (4486); Hygea of Delaware, LLC (4830); Hygea of Georgia, LLC (5862); Hygea of Pembroke Pines, LLC (6666); Hygea Primum Acquisition, Inc. (8567); Medlife Activity Center, LLC (2311); Mobile Clinic Services, LLC (9758); Palm A.C. MSO, LLC (2585); Palm Allcare Medicaid MSO, Inc. (6956); Palm Allcare MSO, Inc. (0319); Palm Medical Group, Inc. (5028); Palm Medical MSO LLC (7738); Palm Medical Network, LLC (9158); Palm MSO System, Inc. (2178); Palm PGA MSO, Inc. (8468); Physician Management Associates East Coast, LLC (7319); Physician Management Associates SE, LLC (3883); Physicians Group Alliance, LLC (7824); Primum Alternatives, Inc. (7441); Primum Healthcare, LLC (0157); and Professional Health Choice, Inc. (6850). The address of the Debtors’ corporate headquarters is 8700 W Flagler Street, Suite 280, Miami, FL 33174.

2. The Hearing scheduled for March 24, 2020 at 2:00 pm (ET), on Debtors' Motion for Entry of Order Authorizing Debtors to Assume the Restructuring Support Agreement [D.I. 12] is hereby adjourned.

CERTIFICATE OF SERVICE

I, Michael Busenkell, hereby certify that on March 13, 2020, I caused a true and correct copy of *Motion for Continuance of March 24, 2020 Hearing* to be served via CM/ECF upon those parties registered to receive such electronic notifications and additionally served upon the parties listed on the attached service list in the manner indicated.

Dated: March 13, 2020
Wilmington, Delaware

/s/ Michael Busenkell
Michael Busenkell (DE 3933)

Via Hand Delivery

COLE SCHOTZ P.C.
J. KATE STICKLES, ESQ.
KATHERINE M. DEVANNEY, ESQ.
500 DELAWARE AVENUE, SUITE 1410
WILMINGTON, DELAWARE 19801

Via Hand Delivery

DLA PIPER LLP (US)
(COUNSEL TO BRIDGING FINANCE, INC.)
ATTN: R. CRAIG MARTIN
1201 N MARKET ST, STE 2100
WILMINGTON, DE 19801

Via Hand Delivery

OFFICE OF THE UNITED STATES TRUSTEE
FOR THE DISTRICT OF DELAWARE
TIMOTHY JAY FOX JR
844 KING ST STE 2207, LOCKBOX 35
WILMINGTON, DE 19801

Via FedEx

DLA PIPER LLP (US)
(COUNSEL TO BRIDGING FINANCE, INC.)
ATTN: RACHEL NANES, ESQ.
200 S BISCAYNE BLVD, STE 2500
MIAMI, FL 33131-5341

Via FedEx

COLE SCHOTZ P.C.
MICHAEL D. SIROTA, ESQ., FELICE R. YUDKIN, ESQ.
JACOB S. FRUMKIN, ESQ., MICHAEL TRENTIN, ESQ.
25 MAIN STREET
HACKENSACK, NEW JERSEY 07601

Via FedEx

DLA PIPER LLP (US)
(COUNSEL TO BRIDGING FINANCE, INC.)
ATTN: THOMAS R. CALIFANO, ESQ.
1251 AVENUE OF THE AMERICAS
NEW YORK, NY 10020-1104

VIA FIRST CLASS MAIL

CARDIOLOGY CONSULTANTS OF WEST
BROWARD, P.A.
ATTN: HILAIRE FERNANDES
7050 NW 4TH STE, SUITE 101
FORT LAUDERDALE, FL 33317

WITHUM, SMITH & BROWN PC
ATTN: RUSSELL GOLDBERG LOCAL FL LOCATION
200 S. ORANGE AVENUE
SUITE 1200
ORLANDO, FL 32801

AMERICAN EXPRESS COMPANY
ATTN: MICHELLE VISIEDO
1801 NW 66TH AV, STE 103
PLANTATION, FL 33313

BRIDGING FINANCE, INC.
ATTN: NATASHA SHARPE
77 KING STREET WEST, SUITE 2925
P.O. BOX 322
TORONTO ON M5K 1K7
CANADA

CEA ATLANTIC ADVISORS LLC
C/O JOHNSON POPE BOKOR RUPPEL & BURNS LLP
101 E. KENNEDY BLVD, SUITE 3300
TAMPA, FL 33602

CLAUDIO ARELLANO
ATTN: CLAUDIO ARELLANO
13335 SW 124TH STREET, SUITE 115
MIAMI, FL 33186

COBLE HEALTH GROUP, INC.
ATTN: HAL COBLE
3875 ROLAND HAYES PKWY SW
CALHOUN, GA 30701

COVENTRY HEALTH PLAN OF FLORIDA, INC.
ATTN: KARLA SHINHOSTER
1340 CONCORD TERRACE
SUNRISE, FL 33323

COVENTRY HEALTH PLAN OF FLORIDA, INC.
ATTN: KARLA SHINHOSTER
1340 CONCORD TERRACE
SUNRISE, FL 33323

DAN K. MILLER
ATTN: DANIEL K MILLER
1360 TROWBRIDGE ROAD
BLOOMFIELD HILLS, MI 48304

DELAWARE SECRETARY OF STATE
DIVISIONS OF CORPORATIONS, TAX DIVISION
401 FEDERAL ST, STE 4
P.O. BOX 898
DOVER, DE 19903

BOND CAPITAL
ATTN: DAVIS VAITKUNAS
1160-1100 MELVILLE STREET
VANCOUVER BC V6E 4A6
CANADA

BLUE CROSS AND BLUE SHIELD OF FLORIDA
ATTN: ROSIE STOETZER
4800 DEARWOOD CAMPUS PARKWAY
JACKSONVILLE, FL 32246

4FRONT CAPITAL PARTNERS, INC.
ATTN: RAJ NATARAJAN / JOHN TRAVAGLINI
47 COLBORNE ST, SUITE 301
TORONTO ON M5V 1P8
CANADA

BRUCE ROMANELLO
7320 DELAINEY CT
SARASOTA, FL 34240

DR. VALERIE SOLOMON, DR. IRWIN SOLOMON
ATTN: C/O LAVIN LAW GROUP PA
2670 NE 215TH ST.
MIAMI, FL 33180

FREEDOM HEALTH INC.
ATTN: TOMAS OROZCO
5403 N CHURCH AVE
TAMPA, FL 33614

GABRIELA & BELLA CASTILLO TRUST
ATTN: DENIS KLEINFELD (APPLE TREE LANE LLC)
801 NE 167TH STREET, SUITE 306
NORTH MIAMI BEACH, FL 33162

GAYLIS, NORMAN B, MD
ATTN: NORMAN B GAYLIS
21097 NE 27TH COURT, SUITE 200
AVENTURA, FL 33180

GOVIN RAJAN
4908 64TH DRIVE WEST
BRADENTON, FL 34210

HINES VAF II DORAL, L.P.
ATTN: JOSHUA LEVENSON
499 PARK AVENUE, 12TH FLOOR
NEW YORK, NY 10022

HUMANA, INC.
ATTN: KAREN LAMBERT
4030 W BOY SCOUT BLVD
TAMPA, FL 33607

HUMANA, INC.
ATTN: KAREN LAMBERT
4030 W BOY SCOUT BLVD
TAMPA, FL 33607

INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATION
P.O. BOX 7346
PHILADELPHIA, PA 19101-7346

INTERNAL REVENUE SERVICE
ATTN CENTRALIZED INSOLVENCY OPERATION
2970 MARKET ST
MAIL STOP 5 Q30 133
PHILADELPHIA, PA 19104-5016

INTERNAL REVENUE SERVICE
DEPARTMENT OF THE TREASURY
OGDEN, UT 84201

JANE COHEN, MD
1801 NE 123RD STREET, SUITE 405
NORTH MIAMI BEACH, FL 33181

JASPAN SCHLESINGER LLP
(COUNSEL TO KATALYST FP, LLC)
ATTN: DANIEL E. SHAPIRO
300 GARDEN CITY PLAZA, 5TH FL
GARDEN CITY, NY 11530

JOSE PRIDA TRUST
ATTN: DENIS KLEINFELD (APPLE TREE LANE LLC)
801 NE 167TH STREET, SUITE 306
NORTH MIAMI BEACH, FL 33162

KATALYST FP LLC
ATTN: STEPHEN PERRONE / SHARMILA RUDER-
AMICO /
NEIL BROWN
283 COMMACK ROAD, SUITE 215
COMMACK, NY 11725

MED PLAN LLC
ATTN: RODOLFO RODRIGUEZ-DURET
6840 SW 40TH STREET, SUITE 202A
MIAMI, FL 33155

MICHAEL E HOROWITZ, MD
4302 ALTON ROAD, SUITE 320
MIAMI BEACH, FL 33140

N5HYG, LLC
C/O ALBRIGHT STODDARD WARNICK & ALBRIGHT
801 S. RANCHO DR., SUITE D-4
LAS VEGAS, NV 81904

NELSON MULLINS RILEY & SCARBOROUGH LLP
ATTN: MIKE SEGAL, PARTNER
2 SOUTH BISCAYNE BLVD., 21ST FLOOR
MIAMI, FL 33131

NEXTGEN HEALTHCARE INFORMATION SYSTEMS
ATTN: ACCT SERVICES DEPT / GREG KING /
BRIAN FAIRBURN / JASON FLAM
18111 VAN KARMAM, STE 700
IRVINE, CA 92612

WELLCARE HEALTH PLANS, INC.
ATTN: MARIA SANCHEZ
8735 HENDERSON ROAD, BLDG 1
TAMPA, FL 33634

WEIRFOULDS LLP
ATTN: MICHAEL DOLPHIN
66 WELLINGTON STREET WEST, SUITE 4100
P.O. BOX 35, TD BANK TOWER
TORONTO ON M5K 1B7
CANADA

PHYSICIANS UNITED PLAN, INC.
ATTN: GROELLE & SALMON, P.A. (ATTORNEYS FOR
PLAINTIFF)
1715 N WESTSHORE BLVD, SUITE 320
TAMPA, FL 33607

PRIMUM ALTERNATIVES, INC.
ATTN: GABRIEL PEREZ / FRANK RAKUSA
7520 SW 57TH AVENUE, SUITE J
MIAMI, FL 33143

PRIORITY HEALTHCARE DISTRIBUTION INC.
ATTN: STACY M HALLMARK
2297 SOUTHWEST BLVD, SUITE D
GROVE CITY, OH 43123

SECURITIES & EXCHANGE COMMISSION
100 F STREET, NE
WASHINGTON, DC 20549

SECURITIES & EXCHANGE COMMISSION
NEW YORK REGIONAL OFFICE
ATTN: ANDREW CALAMARI, REGIONAL DIRECTOR
200 VESEY STREET, SUITE 400
NEW YORK, NY 10281-1022

SHUTLANDER LLC
ATTN: DENIS KLEINFELD (APPLE TREE LANE LLC)
801 NE 167TH STREET, SUITE 306
NORTH MIAMI BEACH, FL 33162

SIMPLY HEATHCARE PLANS, INC.
ATTN: TOMAS OROZCO
9250 W FLAGLER STREET, SUITE 600
MIAMI, FL 33174