

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA

In re
BORREGO COMMUNITY
HEALTH FOUNDATION,
Debtor and Debtor In
Possession.

Case No. 22-02384-11
Chapter 11 Case

**CERTIFICATE OF SERVICE BY
KURTZMAN CARSON CONSULTANTS,
LLC RE STIPULATION, TENTATIVE
RULING, AND AMENDED TENTATIVE
RULING**

[No Hearing Required]

Judge: Honorable Laura S. Taylor

I, Jonathan J. Thomson, do declare and state as follows:

1. I am a Consultant at Kurtzman Carson Consultants, LLC, claims and noticing agent for the debtor and debtor-in-possession Borrego Community Health Foundation (the “Debtor”), in the referenced chapter 11 bankruptcy case.

2. On March 28, 2023, at my direction and under my supervision, employees of Kurtzman Carson Consultants caused the following documents to be served via Email upon the service list attached hereto as **Exhibit A**:

- *Stipulation to Continue Hearing to April 6, 2023 at 2:00 p.m.* [Docket No. 586]

(Continued on Next Page)



- 1 • *Tentative Ruling re: Debtor’s Notice of Motion and Motion for the Entry of*
2 *(I) an Order (1) Approving Form of Asset Purchase Agreement; (2)*
3 *Approving Auction Sale Format and Bidding Procedures; (3) Approving*
4 *Process for Discretionary Selection of Stalking Horse Bidder and Bid*
5 *Protections; (4) Approving Form of Notice to be Provided to Interested*
6 *Parties; (5) Scheduling a Court Hearing to Consider Approval of the Sale to*
7 *the Highest and Best Bidder; and (6) Approving Procedures Related to the*
8 *Assumption of Certain Executory Contracts and Unexpired Leases; and (II)*
9 *an Order Authorizing the Sale of Property Free and Clear of All Claims,*
10 *Liens and Encumbrances; Memorandum of Points and Authorities in Support*
11 *Thereof [Docket No. 587]*
- 12 • *Amended Tentative Ruling re: Debtor’s Notice of Motion and Motion for the*
13 *Entry of (I) an Order (1) Approving Form of Asset Purchase Agreement; (2)*
14 *Approving Auction Sale Format and Bidding Procedures; (3) Approving*
15 *Process for Discretionary Selection of Stalking Horse Bidder and Bid*
16 *Protections; (4) Approving Form of Notice to be Provided to Interested*
17 *Parties; (5) Scheduling a Court Hearing to Consider Approval of the Sale to*
18 *the Highest and Best Bidder; and (6) Approving Procedures Related to the*
19 *Assumption of Certain Executory Contracts and Unexpired Leases; and (II)*
20 *an Order Authorizing the Sale of Property Free and Clear of All Claims,*
21 *Liens and Encumbrances; Memorandum of Points and Authorities in Support*
22 *Thereof [Docket No. 588]*

23
24 3. On March 28, 2023, at my direction and under my supervision,
25 employees of Kurtzman Carson Consultants caused the following document to be
26 served via Overnight Mail upon the service list attached hereto as **Exhibit B**; and
27 via First Class Mail upon the service list attached hereto as **Exhibit C**:
28

- 1 • *Stipulation to Continue Hearing to April 6, 2023 at 2:00 p.m.* [Docket
2 No. 586]

3
4 4. I declare under penalty of perjury under the laws of the United States of
5 America, that the foregoing is true and correct and that if called upon as a witness, I
6 could and would competently testify thereto.

7
8 Executed this 3rd day of April, 2023, at El Segundo, CA.

9
10 */s/ Jonathan J. Thomson*

11 Jonathan J. Thomson
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

EXHIBIT A

Exhibit A
Core/2002 Service List
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Counsel for Ally Bank , c/o AIS Portfolio Services, LLC	AIS Portfolio Services, LLC	Ally Bank Department	ECFNotices@aisinfo.com
Secured Creditors	Ally Auto		corporatefinance@ally.com
Secured Creditors	Ally Auto		support@invest.ally.com
Counsel for San Ysidro Health	Bienert Katzman Littrell Williams LLP	Anthony R. Bisconti	tbisconti@bklwlaw.com
Counsel for AB Staffing Solutions, LLC	Bryan Cave Leighton Paisner LLP	Kyle S. Hirsch	kyle.hirsch@bclplaw.com
Counsel for AB Staffing Solutions, LLC	Bryan Cave Leighton Paisner LLP	Olivia J. Scott	olivia.scott3@bclplaw.com
Counsel for Mckesson Corporation, on Behalf of itself and Certain Corporate Affiliates	Buchalter	Jeffrey K. Garfinkle	jgarfinkle@buchalter.com
Counsel for Creditor Oracle America, Inc., successor in interest to NetSuite, Inc.	Buchalter, A Professional Corporation	Shawn M. Christianson, Esq.	schristianson@buchalter.com
California Department of Public Health	CA Department of Public Health	Stephanie Spich	stephanie.spich@cdph.ca.gov
California Health & Human Services Agency	CA Health & Human Services Agency (CalHHS)	Mark Ghaly, Secretary & Jared Goldman, General Counsel	Mark.Ghaly@chhs.ca.gov; Jared.Goldman@chhs.ca.gov
Center for Medicare and Medicaid Services	Center for Medicare and Medicaid Services		OPOLE_IFM_Bankruptcy@cms.hhs.gov
Counsel for Tower Energy Group, Inc.	Elkins Kalt Weintraub Reuben Gartside LLP	Michael I. Gottfried, Esq., Roye Zur, Esq.	mgottfried@elkinskalt.com; rzur@elkinskalt.com
Secured Creditors	Enterprise Fleet Management		fleetquestions@erac.com
Secured Creditors	First American Equipment Finance		mail@faef.com
Counsel for Premier Healthcare Management, Inc, Inland Valley Investments, LLC & DRP Holdings, LLC, Promenade Square, LLC	Fitch Law Firm	Stephen J. Fitch	steve@fitchlawfirm.com
Counsel for Ramona Crossings, LLC	Franklin Soto Leeds LLP	Dean T. Kirby, Jr.	dkirby@fsl.law
Committee Member	Greenway Health, LLC	Attn Stephen Janes	Stephen.janes@greenwayhealth.com
Counsel for Philip D. Szold, M.D., Inc. dba La Mesa Pediatrics, Desert AIDS Project, Inc. dba DAP	Hanson Bridgett LLP	Anthony J. Dutra	adutra@hansonbridgett.com
Claims and Noticing Agent	KCC	P. Joe Morrow IV	BorregoHealthInfo@kccclc.com
Counsel for Waleed Stephan, D.D.S., W.A. Stephan, a Dental Corporation, Marcelo G. Toledo, D.D.S. and Marcelo Toledo D.D.S., Inc.	Keith H. Rutman		krutman@krutmanlaw.com
Counsel for Premier Healthcare Management, Inc (Top Creditor)	Kyle Harris LLP	Laura Kimberly Gantney, Jeffrey Harris	lgantney@klhipbiz.com; jharris@KLHIPBIZ.com
Counsel for Greenway Health, LLC	Law Office Of Christine E. Baur	Christine E. Baur, Esq.	christine@baurbklaw.com
Committee Member	McKesson Corporation	Attn Pamela M. Craik, Regional Credit Director	Pamela.craik@McKesson.com
Committee Member	Mustafa Bilal, DDS, Inc.	Attn Mustafa Bilala, DDS	VillageDentalGrouponline@yahoo.com
California Attorney General	Office of the Attorney General	Darin L Wessel, Deputy Attorney General	Darin.Wessel@doj.ca.gov
Co-Counsel for U.S. Department of Health and Human Services	Office of the U.S. Attorney	Leslie M. Gardner; Christine M. Fitzgerald; Randy S. Grossman	leslie.gardner2@usdoj.gov; christine.fitzgerald@usdoj.gov
Counsel for the Official Committee of Unsecured Creditors	Pachulski Stang Ziehl & Jones LLP	Jeffrey N. Pomerantz, Esq., Teddy M. Kapur, Esq., Steven W. Golden, Esq.	jpomerantz@pszjlaw.com; tkapur@pszjlaw.com; sgolden@pszjlaw.com
Counsel for or Family Health Centers of San Diego	Polsinelli LLP	Randy B. Soref	rsoref@polsinelli.com
Counsel for Creditor Pourshirazi & Youssefi Dental Corporation	Pourshirazi & Youssefi Dental	c/o Brinkman Law Group, PC	firm@brinkmanlaw.com; office@brinkmanlaw.com
Committee Member	Pourshirazi & Youssefi Dental Corporation	Attn Homayoun Pourshirazi	Dhrpemail@gmail.com
Counsel for BETA Healthcare Group ("BETA")	Pyle Sims Duncan & Stevenson, APC	Gerald N. Sims, Susan C. Stevenson	jerrys@psdslaw.com; sstevenson@psdslaw.com
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	SECBankruptcy-OGC-ADO@SEC.GOV
Counsel for Creditor Anna Navarro	Small Law PC	Kelly Ann Tran	kelly@smalllawcorp.com
Counsel for California Physicians Service dba Blue Shield of California and Blue Shield of California Promise Health Plan, California Physicians Service dba Blue Shield of California and Blue Shield of California Promise Health Plan	Snell & Wilmer L.L.P.	Andrew B. Still & Michael B. Reynolds	astill@swlaw.com; mreynolds@swlaw.com
Counsel for Inland Empire Health Plan	Squire Patton Boggs (US) LLP	Helen H. Yang	helen.yang@squirepb.com
Counsel for Inland Empire Health Plan	Squire Patton Boggs (US) LLP	Kelly E. Singer	kelly.singer@squirepb.com

16
Exhibit A
Core/2002 Service List
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Office of The United States Trustee	US Trustee for Southern District of CA	Tiffany Carroll & David Ortiz	tiffany.l.carroll@usdoj.gov; david.a.ortiz@usdoj.gov; ustp.region15@usdoj.gov
Secured Creditors	VAR Technology Finance		info@vartechologyfinance.com
Committee Member	Vista Village Family Dentistry	Attn Mehrnaz Irani, DDS	info@vistavillagefamilydentistry.com
Committee Member	Vitamin D Public Relations, LLC	Attn Denise Gitsham	dgitsham@gmail.com
Committee Member	We Klean Inc.	Attn Aracelis Gutierrez	agutierrez@weklean.org; nleal@weklean.org

EXHIBIT B

Exhibit B
Core/2002 Service List
Served via Overnight Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Office of the Attorney General of the United States	Attorney General of the United States	US DOJ	950 Pennsylvania Avenue, NW		Washington	DC	20530-0001
California Department of Industrial Relations	CA Department of Industrial Relations	Labor Law Enforcement	1550 West Main Street		El Centro	CA	92243-2105
California Department of Tax & Fee Administration	CA Department of Tax & Fee Administration	Account Information Group, MIC 29	PO Box 942879		Sacramento	CA	94279-0029
California Department of Tax & Fee Administration	CA Department of Tax & Fee Administration	Special Operations Bankruptcy Team, MIC 74	PO Box 942879		Sacramento	CA	94279-0074
California Department of Tax & Fee Administration	CA Department of Tax & Fee Administration		PO Box 942879		Sacramento	CA	94279
California Division of Labor Standards Enforcement	CA Division of Labor Standards Enforcement		7575 Metropolitan Drive, Ste 210		San Diego	CA	92108-4424
California Employment Development Department	CA Employment Development Department	Bankruptcy Unit, MIC 92E	PO Box 826880		Sacramento	CA	94280-0001
California Employment Development Department	CA Employment Development Department		PO Box 120831		San Diego	CA	92112-0831
California Employment Development Department	CA Employment Development Office		800 Capitol Mall		Sacramento	CA	95814
California Franchise Tax Board	CA Franchise Tax Board	Bankruptcy Section	PO Box 2952	MS A-340	Sacramento	CA	95812-2952
California State Board of Pharmacy	CA State Board of Pharmacy		1625 North Market Boulevard		Sacramento	CA	95834
IRS	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104
California Attorney General	Office of the Attorney General	Consumer Protection Section, Attn Bankruptcy Notices	455 Golden Gate Avenue, Suite 11000		San Francisco	CA	94102-7004
California Attorney General	Office of the Attorney General		1300 I Street		Sacramento	CA	95814-2919
Counsel for Ramona Crossings, LLC	Ramona Crossings, LLC	Carrie Arendt	14908 Gavan Vista Road		Poway	CA	92064
Secured Creditors	Ricoh USA		PO Box 31001-0850		Pasadena	CA	91110
US Department of Health and Human Services	US Department of Health and Human Services	Office of the General Counsel, Region IX	90 - 7th Street, Suite 4-500		San Francisco	CA	94103-6705
Secured Creditors	Wells Fargo Dealer Services		PO Box 51963		Los Angeles	CA	90051-6263
Secured Creditors	Wells Fargo Dealer Services		420 Montgomery Street		San Francisco	CA	94104

EXHIBIT C

16
Exhibit C
Core/2002 Service List
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Counsel for Ally Bank , c/o AIS Portfolio Services, LLC	AIS Portfolio Services, LLC	Ally Bank Department	4515 N Santa Fe Ave. Dept. APS	Account: XXXXXXXX3052, XXXXXXXX5851, XXXXXXXX9419	Oklahoma City	OK	73118
Secured Creditors	Ally Auto		PO Box 78369		Phoenix	AZ	85062-8369
Secured Creditors	Ally Auto		6716 Grade Lane	Building No 9, Suite 910	Louisville	KY	40213
Counsel for San Ysidro Health	Bienert Katzman Littrell Williams LLP	Anthony R. Bisconti	360 E. 2nd Street, Suite 625		Los Angeles	CA	90012
Counsel for AB Staffing Solutions, LLC	Bryan Cave Leighton Paisner LLP	Kyle S. Hirsch	2 North Central Avenue, Suite 2100		Phoenix	AZ	85004
Counsel for AB Staffing Solutions, LLC	Bryan Cave Leighton Paisner LLP	Olivia J. Scott	1920 Main Street, Suite 1000		Irvine	CA	92614-7276
Counsel for Mckesson Corporation, on Behalf of itself and Certain Corporate Affiliates	Buchalter	Jeffrey K. Garfinkle	18400 Von Karman Ave., Suite 800		Irvine	CA	92612
Counsel for Creditor Oracle America, Inc., successor in interest to NetSuite, Inc.	Buchalter, A Professional Corporation	Shawn M. Christianson, Esq.	425 Market Street, Suite 2900		San Francisco	CA	94105-3493
California Department of Public Health	CA Department of Public Health	Stephanie Spich	PO Box 997377, MS 0500		Sacramento	CA	95899-7377
California Health & Human Services Agency	CA Health & Human Services Agency (CalHHS)	Mark Ghlaly, Secretary & Jared Goldman, General Counsel	1215 O Street		Sacramento	CA	95814
Center for Medicare and Medicaid Services	Center for Medicare and Medicaid Services		90 - 7th Street, Suite 5-300		San Francisco	CA	94103-6706
Counsel for Tower Energy Group, Inc.	Elkins Kalt Weintraub Reuben Gartside LLP	Michael I. Gottfried, Esq., Roye Zur, Esq.	10345 W. Olympic Blvd.		Los Angeles	CA	90064
Secured Creditors	Enterprise Fleet Management		6330 Marindustry Dr, Ste 210		San Diego	CA	92121
Secured Creditors	First American Equipment Finance		211 High Point Drive		Victor	NY	14564
Counsel for Premier Healthcare Management, Inc, Inland Valley Investments, LLC & DRP Holdings, LLC, Promenade Square, LLC	Fitch Law Firm	Stephen J. Fitch	3465 Camino Del Rio South, Suite 250		San Diego	CA	92108-3905
Counsel for Ramona Crossings, LLC	Franklin Soto Leeds LLP	Dean T. Kirby, Jr.	444 West C Street	Suite 1750	San Diego	CA	92101
Committee Member	Greenway Health, LLC	Attn Stephen Janes	4301 W. Boy Scout Blvd.	Suite 800	Tampa	FL	33607
Counsel for Philip D. Szold, M.D., Inc. dba La Mesa Pediatrics, Desert AIDS Project, Inc. dba DAP	Hanson Bridgett LLP	Anthony J. Dutra	425 Market Street, 26th Floor		San Francisco	CA	94105
Counsel for Waleed Stephan, D.D.S., W.A. Stephan, a Dental Corporation, Marcelo G. Toledo, D.D.S. and Marcelo Toledo D.D.S., Inc.	Keith H. Rutman		501 West Broadway Ste 1650		San Diego	CA	92101-3541
Counsel for Premier Healthcare Management, Inc (Top Creditor)	Kyle Harris LLP	Laura Kimberly Gantney, Jeffrey Harris	2305 Historic Decatur Rd	Suite 100	San Diego	CA	92106
Counsel for Greenway Health, LLC	Law Office Of Christine E. Baur	Christine E. Baur, Esq.	4653 Carmel Mountain Road	Suite 308 #332	San Diego	CA	92130
Committee Member	McKesson Corporation	Attn Pamela M. Craik, Regional Credit Director	3775 Seaport Blvd.		West Sacramento	CA	95691
Committee Member	Mustafa Bilal, DDS, Inc.	Attn Mustafa Bilala, DDS	1210 S. Brookhurst St.		Anaheim	CA	92804
California Attorney General	Office of the Attorney General	Darin L Wessel, Deputy Attorney General	600 West Broadway, Suite 1800	P.O. Box 85266	San Diego	CA	92186-5266

Exhibit C
Core/2002 Service List
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Co-Counsel for U.S. Department of Health and Human Services	Office of the U.S. Attorney	Leslie M. Gardner; Christine M. Fitzgerald; Randy S. Grossman	880 Front Street, Room 6293		San Diego	CA	92101-8893
Counsel for the Official Committee of Unsecured Creditors	Pachulski Stang Ziehl & Jones LLP	Jeffrey N. Pomerantz, Esq., Teddy M. Kapur, Esq., Steven W. Golden, Esq.	10100 Santa Monica Blvd., 13th Floor		Los Angeles	CA	90067-4100
Counsel for or Family Health Centers of San Diego	Polsinelli LLP	Randy B. Soref	2049 Century Park East, Suite 2900		Los Angeles	CA	90067
Counsel for Creditor Pourshirazi & Youssefi Dental Corporation	Pourshirazi & Youssefi Dental Corporation	c/o Brinkman Law Group, PC	543 Country Club Drive, Suite B		Wood Ranch	CA	93065
Committee Member	Pourshirazi & Youssefi Dental Corporation	Attn Homayoun Pourshirazi	31569 Canyon Estates Dr.	Suite 120	Lake Elsinore	CA	92532
Counsel for BETA Healthcare Group ("BETA")	Pyle Sims Duncan & Stevenson, APC	Gerald N. Sims, Susan C. Stevenson	1620 Fifth Avenue, Suite 400		San Diego	CA	92101
SEC Headquarters	Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549
Counsel for Creditor Anna Navarro	Small Law PC	Kelly Ann Tran	501 W. Broadway, Suite 1360		San Diego	CA	92101
Counsel for California Physicians Service dba Blue Shield of California and Blue Shield of California Promise Health Plan, California Physicians Service dba Blue Shield of California and Blue Shield of California Promise Health Plan	Snell & Wilmer L.L.P.	Andrew B. Still & Michael B. Reynolds	600 Anton Blvd, Suite 1400		Costa Mesa	CA	92626-7689
Counsel for Inland Empire Health Plan	Squire Patton Boggs (US) LLP	Helen H. Yang	555 South Flower Street, 31st Floor		Los Angeles	CA	90071
Counsel for Inland Empire Health Plan	Squire Patton Boggs (US) LLP	Kelly E. Singer	2325 E. Camelback Road, Suite 700		Phoenix	AZ	85016
Office of The United States Trustee	US Trustee for Southern District of CA	Tiffany Carroll & David Ortiz	880 Front Street, Suite 3230	Edward J Schwartz Office Building	San Diego	CA	92101
Committee Member	Vista Village Family Dentistry	Attn Mehrnaz Irani, DDS	950 Civic Center Dr.	Suite B	Vista	CA	92083
Committee Member	Vitamin D Public Relations, LLC	Attn Denise Gitsham	2534 Mankas Corner Rd.		Fairfield	CA	94534
Committee Member	We Klean Inc.	Attn Aracelis Gutierrez	1444 Main Street	#581	Ramona	CA	92065

CSD 3010 [07/01/18]
 Name, Address, Telephone No. & I.D. No.

Jonathan J. Thomson
 KCC
 222 N. Pacific Coast Highway, 3rd Floor
 El Segundo, CA 90245
 424-445-9400

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF CALIFORNIA
 325 West F Street, San Diego, California 92101-6991

In Re Borrego Community Health Foundation, Debtor.	BANKRUPTCY NO. 22-02384
Plaintiff(s)	ADVERSARY NO.
v. Defendant(s)	

PROOF OF SERVICE

I, Jonathan J. Thomson am a resident of the State of California, over the age of 18 years, and not a party to this action.

On April 3, 2023, I served the following documents:

Certificate of Service by Kurtzman Carson Consultants, LLC RE Stipulation, Tentative Ruling, and Amended Tentative Ruling

1. To Be Served by the Court via Notice of Electronic Filing (“NEF”):

Under controlling Local Bankruptcy Rules(s) (“LBR”), the document(s) listed above will be served by the court via NEF and hyperlink to the document. On April 3, 2023, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the e-mail address(es) indicated and/or as checked below:

Chapter 7 Trustee:

For Chpt. 7, 11, & 12 cases:
 UNITED STATES TRUSTEE
 ustp.region15@usdoj.gov

For ODD numbered Chapter 13 cases:
 THOMAS H. BILLINGSLEA, JR., TRUSTEE
 Billingslea@thb.coxatwork.com

For EVEN numbered Chapter 13 cases:
 DAVID L. SKELTON, TRUSTEE
 admin@ch13.sdcoxmail.com
 dskelton13@ecf.epiqsystems.com

CSD 3010 [07/01/18] (Page 2)

2. **Served by United States Mail:**

On _____, I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing accurate copies in a sealed envelope in the United States Mail via 1) first class, postage prepaid or 2) certified mail with receipt number, addressed as follows:

3. **Served by Personal Delivery, Facsimile Transmission, Overnight Delivery, or Electronic Mail:**

Under Fed.R.Civ.P.5 and controlling LBR, on _____, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission, by overnight delivery and/or electronic mail as follows:

I declare under penalty of perjury under the laws of the United States of America that the statements made in this proof of service are true and correct.

Executed on April 3, 2023
(Date)

Jonathan J. Thomson /s/ Jonathan J. Thomson
(Typed Name and Signature)

222 N. Pacific Coast Highway, 3rd Floor
(Address)

El Segundo, CA 90245
(City, State, ZIP Code)