



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

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THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed June 9, 2022

United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-30659 (MVL)

(Jointly Administered)

**FINAL ORDER (I) AUTHORIZING THE DEBTORS TO CONTINUE (A) ESCROWING
ENTRANCE FEES IN THE ORDINARY COURSE AND (B) REFUNDING CERTAIN
ENTRANCE FEES DURING THE CHAPTER 11 CASES AND
(II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the debtors and debtors in possession in the above-captioned chapter 11 cases (the “**Debtors**”) for entry of an order (this “**Final Order**”), pursuant to

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.

² All capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Motion. For the avoidance of doubt, the use of terms defined within the Motion is not a ratification.



Bankruptcy Code Sections 105(a), 363, 1107 and 1108 (i) authorizing the Debtors to continue (a) escrowing New Reservation Deposits and New Entrance Fees in the Debtors' Escrow Accounts in the ordinary course during the pendency of these Chapter 11 Cases and (b) refunding certain New Reservation Deposits and New Entrance Fees under certain circumstances during these Chapter 11 Cases, and (ii) granting related relief; and upon consideration of the First Day Declaration; and this Court having jurisdiction to consider the Motion and the relief requested therein under 28 U.S.C. §§ 157 and 1334; and this Court having found that this is a core proceeding under 28 U.S.C. § 157(b)(2); and this Court being able to issue a final order consistent with Article III of the United States Constitution; and venue of this proceeding and the Motion in this District being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and the opportunity for a hearing on the Motion were adequate and appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and this Court having heard the statements in support of the relief requested therein at a hearing before this Court; and this Court having reviewed the Motion and having and all objections, if any, to the Motion having been withdrawn, resolved or overruled; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is granted on a final basis as set forth herein.
2. The Debtors are authorized to continue holding New Reservation Deposits and New Entrance Fees in the Escrow Accounts at Regions Bank after the Petition Date.

3. The Escrow Agent is authorized, without further order of this Court, to refund New Reservation Deposits held in the Escrow Accounts to the Prospective Resident who deposited the New Reservation Deposit in accordance with the terms of the Escrow Agreement and the New Residency Agreements.

4. Upon the occurrence of a Refund Event, the Escrow Agent is authorized, without further order of this Court, to refund New Entrance Fees held in the Escrow Accounts to the New Resident who deposited the New Entrance Fees in accordance with the terms of the Escrow Agreement and the New Residency Agreements.

5. The Debtors are authorized to continue escrowing Reservation Deposits and Entrance Fees consistent with the prepetition practices described in the Motion.

6. The Debtors are authorized to take all actions the Debtors deem necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

7. Notwithstanding anything to the contrary herein, nothing in this Order shall modify the terms of the Escrow Agreement or any Old Residency Agreements or New Residency Agreements between the Debtors and any Residents.

8. Notice of the Motion shall be deemed good and sufficient notice of such Motion, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice or waived.

9. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Final Order shall be immediately effective and enforceable upon its entry.

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

End of Order

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