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Proposed Counsel to Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re:

BEVERLY COMMUNITY HOSPITAL  
ASSOCIATION, dba BEVERLY HOSPITAL (A  
NONPROFIT PUBLIC BENEFIT  
CORPORATION), *et al.*<sup>1</sup>

Debtors,

- ☐ Affects all Debtors
- ☐ Affects Beverly Community  
Hospital Association
- ☐ Affects Montebello Community Health  
Services, Inc.
- ☒ Affects Beverly Hospital Foundation

Lead Case No.: 2:23-bk-12359-SK

Jointly administered with:

Case No.: 2:23-bk-12360-SK

Case No. 2:23-bk-12361-SK

Chapter 11 Case

**SCHEDULES OF ASSETS AND  
LIABILITIES**

[No Hearing Required]

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are: Beverly Community Hospital Association d/b/a Beverly Hospital (6005), Montebello Community Health Services, Inc. (3550), and Beverly Hospital Foundation (9685). The mailing address for the Debtors is 309 W. Beverly Blvd., Montebello, California 90640.



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In re:

BEVERLY COMMUNITY HOSPITAL  
ASSOCIATION, dba BEVERLY HOSPITAL  
(A NONPROFIT PUBLIC BENEFIT  
CORPORATION), *et al*,<sup>1</sup>

Debtors,

Lead Case No.: 2:23-bk-12359-SK

Jointly administered with:

Case No: 2:23-bk-12360-SK

Case No: 2:23-bk-12361-SK

Hon. Sandra R. Klein

Chapter 11 Case

- ☒ Affects all Debtors
- ☐ Affects Beverly Community  
Hospital Association
- ☐ Montebello Community Health  
Services, Inc.
- ☐ Beverly Hospital Foundation

**GLOBAL NOTES AND STATEMENT OF  
LIMITATIONS, METHODOLOGY, AND  
DISCLAIMERS REGARDING THE  
DEBTORS' SCHEDULES OF ASSETS  
AND LIABILITIES AND STATEMENTS  
OF FINANCIAL AFFAIRS**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are: Beverly Community Hospital Association d/b/a Beverly Hospital (6005), Montebello Community Health Services, Inc. (3550), and Beverly Hospital Foundation (9685). The mailing address for the Debtors is 309 W. Beverly Blvd., Montebello, California 90640.

I.

INTRODUCTION

The Schedules of Assets and Liabilities (collectively, the “Schedules”) and the Statements of Financial Affairs (collectively, the “Statements” and, together with the Schedules, the “Schedules and Statements”) filed by Beverly Community Hospital Association (the “Hospital”) and each of its debtor affiliates, as chapter 11 debtors and debtors in possession (collectively, the “Debtors”), pending in the United States Bankruptcy Court for the Central District of California (the “Bankruptcy Court”) were prepared, pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure, by the Debtors’ management, with the assistance of the Debtors’ advisors, and are unaudited.

These Global Notes and Statement of Limitations, Methodology, and Disclaimers Regarding the Debtors’ Schedules and Statements (the “Global Notes”) are incorporated by reference in, and comprise an integral part of, all of the Schedules and Statements, and should be referred to and considered in connection with any review of the Schedules and Statements.<sup>1</sup>

The Schedules and Statements have been signed by Houshang Abd, Chief Financial Officer of each of the Debtors. Accordingly, in reviewing and signing the Schedules and Statements, Mr. Abd necessarily relied upon the efforts, statements, and representations of the Debtors’ other personnel and professionals. Mr. Abd has not (and could not have) personally verified the accuracy of each such statement and representation, including, but not limited to, statements and representations concerning amounts owed to creditors, classification of such amounts, and their addresses.

In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of such preparation. Although the Debtors have made every reasonable effort to ensure the accuracy and completeness of the Schedules and Statements, subsequent information or discovery may result in material changes to the Schedules

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<sup>1</sup> These Global Notes supplement and are in addition to any specific notes contained in each Debtor’s Schedules or Statements. The fact that the Debtors have prepared a Global Note with respect to any individual Debtor’s Schedules and Statements and not to those of another should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any of the Debtors’ other Schedules and Statements, as appropriate.

1 and Statements. As a result, inadvertent errors or omissions may exist. Accordingly, the Debtors  
2 and their agents, attorneys and financial advisors do not guarantee or warrant the accuracy or  
3 completeness of the data that is provided herein, and shall not be liable for any loss or injury arising  
4 out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise,  
5 in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the  
6 information contained herein or the Schedules and Statements. In no event shall the Debtors or their  
7 agents, attorneys or financial advisors be liable to any third party for any direct, indirect, incidental,  
8 consequential, or special damages (including, but not limited to, damages arising from the  
9 disallowance of a potential claim against the Debtors or damages to business reputation, lost  
10 business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or  
11 their agents, attorneys, and financial advisors are advised of the possibility of such damages.

12 For the avoidance of doubt, the Debtors reserve all of their rights to amend and supplement  
13 the Schedules and Statements as may be necessary or appropriate, but the Debtors and their agents,  
14 attorneys and financial advisors expressly do not undertake any obligation to update, modify, revise,  
15 or re-categorize the information provided herein, or to notify any third party should the information  
16 be updated, modified, revised, or re-categorized, except as required by applicable law or order of  
17 the Bankruptcy Court.

## 18 II.

### 19 GLOBAL NOTES AND OVERVIEW OF METHODOLOGY

20 1 **Description of the Cases.** On April 19, 2023 (the “Petition Date”), the Debtors filed  
21 voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court. The  
22 chapter 11 cases are being jointly administered under Case No. 21-12359-SK. The Debtors continue  
23 to operate their businesses and manage their properties as debtors-in-possession pursuant to sections  
24 1107(a) and 1108 of the Bankruptcy Code. On April 21, 2023, an order was entered directing joint  
25 administration of these chapter 11 cases [Docket No. 63]. Notwithstanding the joint administration  
26 of the Debtors’ cases for procedural purposes, each Debtor has filed its own Schedules and  
27 Statements. The asset and liability information provided herein, except as otherwise noted,  
28 represents the data of the Debtors as of March 31, 2023.

1           2       **Global Notes Control.** Disclosure of information in one or more Schedules, one or  
2 more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if  
3 incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits,  
4 or attachments. In the event that the Schedules and Statements differ from the Global Notes, the  
5 Global Notes shall control.

6           3       **Reservations and Limitations.** Reasonable efforts were made to prepare and file  
7 complete and accurate Schedules and Statements but, as noted above, inadvertent errors or  
8 omissions may exist. The Debtors reserve all rights to amend and supplement the Schedules and  
9 Statements as may be necessary or appropriate. Nothing contained in the Schedules and Statements  
10 constitutes a waiver of any of the Debtors' rights or an admission of any kind with respect to these  
11 chapter 11 cases, including, but not limited to, any rights or claims of the Debtors against any third  
12 party or issues involving substantive consolidation, equitable subordination, or defenses or causes  
13 of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant  
14 applicable bankruptcy or non-bankruptcy laws to recover assets or avoid transfers. Any specific  
15 reservation of rights contained elsewhere in the Global Notes does not limit in any respect the  
16 general reservation of rights contained in this paragraph.

17                   (a)     **No Admission.** Nothing contained in the Schedules and Statements is  
18 intended as, or should be construed as, an admission or stipulation of the validity of any claim  
19 against the Debtors, any assertion made therein or herein, or a waiver of the Debtors' rights to  
20 dispute any claim or assert any cause of action or defense against any party.

21                   (b)     **Recharacterization.** The Debtors have made reasonable efforts to correctly  
22 characterize, classify, categorize, and designate the claims, assets, executory contracts, unexpired  
23 leases, and other items reported in the Schedules and Statements. However, the Debtors may have  
24 improperly characterized, classified, categorized, designated or omitted certain items due to the  
25 complexity and size of the Debtors' business. Accordingly, the Debtors reserve all of their rights to  
26 recharacterize, reclassify, recategorize, or re-designate items reported in the Schedules and  
27 Statements at a later time as necessary or appropriate, including, without limitation, whether  
28

1 contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and  
2 remain executory and unexpired postpetition.

3 (c) **Classifications.** Listing (i) a claim on Schedule D as “secured,” (ii) a claim  
4 on Schedule E/F as “priority” or “unsecured,” or (iii) a contract on Schedule G as “executory” or  
5 “unexpired” does not constitute an admission by the Debtors of the legal rights of the claimant or  
6 contract counterparty or a waiver of the Debtors’ rights to recharacterize or reclassify such claim or  
7 contract.

8 (d) **Claims Description.** Any failure to designate a claim in the Schedules and  
9 Statements as “contingent,” “unliquidated,” or “disputed” does not constitute an admission by the  
10 Debtors that such claim or amount is not “contingent,” “unliquidated,” or “disputed.” The Debtors  
11 reserve all of their rights to dispute, or to assert offsets or defenses to, any claim reflected on their  
12 Schedules or Statements on any grounds, including, but not limited to, amount, liability, priority,  
13 status, or classification, or to otherwise subsequently designate any claim as “contingent,”  
14 “unliquidated,” or “disputed.” Moreover, the Debtors reserve all of their rights to amend their  
15 Schedules and Statements as necessary and appropriate. Listing a claim does not constitute an  
16 admission of liability by the Debtors.

17 (e) **Estimates and Assumptions.** To prepare and file the Schedules as close to  
18 the Petition Date as possible, management was required to make certain estimates and assumptions  
19 that affected the reported amounts of these assets and liabilities. The Debtors reserve all rights to  
20 amend the reported amounts of assets and liabilities to reflect changes in those estimates or  
21 assumptions.

22 (f) **Causes of Action.** Despite their reasonable efforts to identify all known  
23 assets, the Debtors may not have listed all of their causes of action or potential causes of action  
24 against third parties as assets in their Schedules and Statements, including, without limitation,  
25 avoidance actions arising under chapter 5 of the Bankruptcy Code and/or other applicable law. The  
26 Debtors reserve all of their rights with respect to any cause of action (including avoidance actions),  
27 controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or  
28 for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty,

1 suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and  
2 franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or  
3 unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or  
4 unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date,  
5 in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, “Causes  
6 of Action”) they may have, and neither these Global Notes nor the Schedules and Statements shall  
7 be deemed a waiver of any claims or Causes of Action or in any way prejudice or impair the assertion  
8 of such claims or Causes of Action.

9 (g) **Intellectual Property Rights.** Exclusion of certain intellectual property shall  
10 not be construed to be an admission that such intellectual property rights have been abandoned, have  
11 been terminated, or otherwise have expired by their terms, or have been assigned or otherwise  
12 transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain  
13 intellectual property shall not be construed to be an admission that such intellectual property rights  
14 have not been abandoned, have not been terminated, or otherwise have not expired by their terms,  
15 or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other  
16 transaction. The Debtors have made every effort to attribute intellectual property to the rightful  
17 Debtor owner, however, in some instances, intellectual property owned by one Debtor may, in fact,  
18 be owned by another. Accordingly, the Debtors reserve all of their rights with respect to the legal  
19 status of any and all intellectual property rights.

20 (h) **Insiders.** The listing of a party as an insider for purposes of the Schedules  
21 and Statements is not intended to be, nor should it be, construed as an admission of any fact, right,  
22 claim, or defense, and all such rights, claims, and defenses are hereby expressly reserved. Persons  
23 listed as “insiders” have been included for informational purposes only. The Debtors do not take  
24 any position with respect to: (i) such person’s influence over the control of the Debtors; (ii) the  
25 management responsibilities or functions of such individual; (iii) the decision-making or corporate  
26 authority of such individual; or (iv) whether such individual could successfully argue that he or she  
27 is not an “insider” under applicable law, including the Bankruptcy Code, or with respect to any  
28 theories of liability or for any other purpose.

4        **Methodology.**

(a)        **Basis of Presentation.** For financial reporting purposes, prior to the Petition Date, the Debtors prepared financial statements that were consolidated by Beverly Community Hospital Association. Combining the assets and liabilities set forth in the Debtors' Schedules and Statements would result in amounts that would be substantially different from financial information that would be prepared on a consolidated basis under Generally Accepted Accounting Principles ("GAAP"). Therefore, these Schedules and Statements do not purport to represent financial statements prepared in accordance with GAAP, nor are they intended to fully reconcile to the financial statements prepared by the Debtors. Unlike the consolidated financial statements, these Schedules and Statements reflect the assets and liabilities of each separate Debtor, except where otherwise indicated. Information contained in the Schedules and Statements has been derived from the Debtors' books and records and historical financial statements.

Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time prior to the Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent at the Petition Date or any time prior to the Petition Date.

(b)        **Confidential or Sensitive Information.** There may be instances in which certain information in the Schedules and Statements intentionally has been redacted due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or concerns for the privacy of an individual (including as authorized by the *Order Granting Debtors' Emergency Motion for Order (A) Extending Time for Debtors to File Schedules and Statements, (B) Authorizing the Debtors to File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing List for Each Debtor, (C) Authorizing the Debtors to File a Consolidated List of the Top Thirty Largest Unsecured Creditors, (D) Authorizing the Debtors to Redact Certain Personal Identification Information, and (E) Related Relief* [Docket No. 72]. The alterations will be limited to only what is necessary to protect the Debtor or third party.



1 (c) **Duplication.** Certain of the Debtors' assets, liabilities, and prepetition  
2 payments may properly be disclosed in multiple parts of the Statements and Schedules. To the extent  
3 these disclosures would be duplicative, the Debtors have endeavored to only list such assets,  
4 liabilities, and prepetition payments once. However, given the amount of information presented, the  
5 Debtors may have inadvertently duplicated certain data in the Statements and Schedules.

6 (d) **Umbrella or Master Agreements.** Contracts listed in the Schedules and  
7 Statements may be umbrella or master agreements that cover relationships with some or all of the  
8 Debtors. Where relevant, such agreements have been listed in the Schedules and Statements only of  
9 the Debtor that signed the original umbrella or master agreement.

10 (e) **Executory Contracts.** Although the Debtors made diligent efforts to  
11 attribute an executory contract to its rightful Debtor, in certain instances, the Debtors may have  
12 inadvertently failed to do so. Accordingly, the Debtors reserve all of their rights with respect to the  
13 named parties of any and all executory contracts, including the right to amend Schedule G.

14 (f) **Leases.** The Debtors have not included in the Schedules and Statements the  
15 future obligations of any capital or operating leases. To the extent that there was an amount  
16 outstanding as of the Petition Date, the creditor has been included on Schedule F of the Schedules.

17 (g) **Valuation.** It would be prohibitively expensive, unduly burdensome, and an  
18 inefficient use of estate assets for the Debtors to obtain current market valuations of all of their  
19 assets. Accordingly, unless otherwise indicated, net book values as of March 30, 2023 are reflected  
20 on the Schedules and Statements. Certain assets, such as intangible assets, are listed at undetermined  
21 amounts, as the net book values may differ materially from fair market values. Amounts ultimately  
22 realized may vary from net book value (or whatever value was ascribed) and such variance may be  
23 material. Accordingly, the Debtors reserve all of their rights to amend or adjust the value of each  
24 asset set forth herein. In addition, the amounts shown for total liabilities exclude items identified as  
25 "unknown" or "undetermined," and, thus, ultimate liabilities may differ materially from those stated  
26 in the Schedules and Statements. Also, assets that have been fully depreciated or that were expensed  
27 for accounting purposes either do not appear in these Schedules and Statements or are listed with a  
28 zero-dollar value, as such assets have no net book value. The omission of an asset from the

1 Schedules and Statements does not constitute a representation regarding the ownership of such asset,  
2 and any such omission does not constitute a waiver of any rights of the Debtors with respect to such  
3 asset. Given, among other things, the current market valuation of certain assets and the valuation  
4 and nature of certain liabilities, nothing in the Debtors' Schedules and Statements shall be, or shall  
5 be deemed to be an admission that any Debtor was solvent or insolvent as of the Petition Date.

6 (h) **Property and Equipment.** Unless otherwise indicated, owned property and  
7 equipment are stated at net book value. The Debtors may lease furniture, fixtures, and equipment  
8 from certain third party lessors. Any such leases are set forth in the Schedules and Statements.  
9 Nothing in the Schedules and Statements is or shall be construed as an admission as to the  
10 determination as to the legal status of any lease (including whether any lease is a true lease or a  
11 financing arrangement), and the Debtors reserve all of their rights with respect to same. The Debtors  
12 have listed property and equipment under the specific Debtor entity that they believe owns the  
13 respective property and equipment as per their books and records. In cases where ownership is  
14 uncertain, the Debtors have listed Beverly Community Hospital Association. Moreover, there may  
15 be cases in which the Debtors records show ownership resting at one Debtor entity when in fact  
16 ultimate title lies with Beverly Community Hospital Association. The Debtors reserve the right to  
17 amend the Schedules and Statements as they deem appropriate in this regard.

18 (i) **Farming and Fishing Related Assets.** The Debtors do not have any assets  
19 that are related to farming and fishing given the nature of the healthcare industry.

20 (j) **Contingent Assets.** The Debtors believe that they may possess certain claims  
21 and causes of action against various parties. Additionally, the Debtors may possess contingent  
22 claims in the form of various avoidance actions they could commence under the provisions of  
23 chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. The Debtors, despite  
24 reasonable efforts, may not have set forth all of their causes of action against third parties as assets  
25 in their Schedules and Statements. The Debtors reserve all of their rights with respect to any claims,  
26 causes of action, or avoidance actions they may have and nothing contained in these Global Notes  
27 or the Schedules and Statements shall be deemed a waiver of any such claims, avoidance actions,  
28 or causes of action or in any way prejudice or impair the assertion of such claims.

1           Additionally, prior to the relevant Petition Date, each Debtor, as plaintiff, may have  
2 commenced various lawsuits in the ordinary course of its business against third parties seeking  
3 monetary damages. Refer to each Statement, item 4(a)(i), for lawsuits commenced prior to the  
4 relevant Petition Date in which the Debtor was a plaintiff.

5           (k)     **Unliquidated Claim Amounts.** Claim amounts that could not be readily  
6 quantified by the Debtors are scheduled as “unliquidated.”

7           (l)     **Undetermined Amounts.** The description of an amount as “undetermined”  
8 is not intended to reflect upon the materiality of such amount.

9           (m)     **Totals.** All totals that are included in the Schedules and Statements represent  
10 totals of all the known amounts included in the Schedules and Statements. To the extent there are  
11 unknown or undetermined amounts, the actual total may be different than the listed total. The  
12 description of an amount as “unknown” or “undetermined” is not intended to reflect upon the  
13 materiality of such amount.

14           (n)     **Allocation of Liabilities.** The Debtors have sought to allocate liabilities  
15 between the prepetition and postpetition periods based on the information and research that was  
16 conducted in connection with the preparation of the Schedules and Statements. As additional  
17 information becomes available and further research is conducted, the allocation of liabilities  
18 between prepetition and postpetition periods may change. The Debtors reserve the right to amend  
19 the Schedules and Statements as they deem appropriate in this regard.

20           (o)     **Paid Claims.** Pursuant to certain orders of the Bankruptcy Court entered in  
21 the Debtors’ chapter 11 cases entered on or about April 21, 2023 (collectively, the “First Day  
22 Orders”), the Debtors were authorized (but not directed) to pay certain prepetition claims.  
23 Accordingly, these liabilities may have been or may be satisfied in accordance with the orders  
24 authorizing their payment. Regardless of whether such claims are listed in the Schedules and  
25 Statements, to the extent such claims are paid pursuant to an order of the Bankruptcy Court  
26 (including the First Day Orders), the Debtors reserve all rights to amend or supplement their  
27 Schedules and Statements.

1                   (p)     **Other Paid Claims.** To the extent the Debtors have reached any postpetition  
2 stipulation or settlement with a creditor, the terms of such settlement will prevail, supersede amounts  
3 listed in the Debtors' Schedules and Statements, and shall be enforceable by all parties, subject to  
4 any necessary Bankruptcy Court approval. To the extent the Debtors pay any of the claims listed in  
5 the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors  
6 reserve all rights to amend and supplement the Schedules and Statements and take other action, such  
7 as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate  
8 payment for such liabilities.

9                   (q)     **Credits and Adjustments.** The claims of individual creditors for, among  
10 other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors'  
11 books and records and may not reflect credits, allowances, or other adjustments due from such  
12 creditors to the Debtors. The Debtors reserve all of their rights with regard to such credits,  
13 allowances, and other adjustments, including the right to assert claims objections and/or setoffs with  
14 respect to the same.

15                   (r)     **Intercompany Claims.** Receivables and payables among and between the  
16 Debtors are reported on Schedule A/B per the Debtors' unaudited books and records. The listing of  
17 any amounts with respect to such receivables and payables is not, and should not be construed as,  
18 an admission of the characterization of such balances as debt, equity, or otherwise or an admission  
19 as to the validity of such receivables and payables. For the avoidance of doubt, the Debtors reserve  
20 all rights, claims, and defenses in connection with any and all intercompany receivables and  
21 payables, including, but not limited to, with respect to the characterization of intercompany claims,  
22 loans, and notes. Without limiting the generality of the foregoing, certain intercompany receivables  
23 and payables among and between the Debtors have been consolidated and netted in the Debtors'  
24 books and records. Such treatment is not, and should not be construed as, an admission of the amount  
25 and/or validity of any such intercompany receivables and payables or the validity of any netting or  
26 offset per the Debtors' books and records. The Debtors take no position in these Schedules and  
27 Statements as to whether any such amounts would be allowed as a claim or an interest, or not all  
28 allowed at all. The listing of these amounts is not necessarily indicative of the ultimate recovery, if

1 any, on any intercompany asset account or the impairment or claim status of any intercompany  
2 liability account. The Debtors reserve all rights to later change the amounts, characterization,  
3 classification, categorization or designation of intercompany accounts reported in the Schedules and  
4 Statements.

5 In addition, certain of the Debtors act on behalf of other Debtors. Reasonable efforts  
6 have been made to indicate the ultimate beneficiary of a payment or obligation. Whether a particular  
7 payment or obligation was incurred by the entity actually making the payment or incurring the  
8 obligation is a complex question of applicable non-bankruptcy law, and nothing herein constitutes  
9 an admission that any Debtor entity is an obligor with respect to any such payment. The Debtors  
10 reserve all rights to reclassify any payment or obligation as attributable to another entity and all  
11 rights with respect to the proper accounting and treatment of such payments and liabilities.

12 (s) **Guarantees and Other Secondary Liability Claims.** The Debtors have  
13 used reasonable efforts to locate and identify guarantees and other secondary liability claims  
14 (collectively, “Guarantees”) in each of their executory contracts, unexpired leases, secured  
15 financings, debt instruments, and other such agreements. Where such Guarantees have been  
16 identified, they have been included in the relevant Schedule H for the Debtor or Debtors affected by  
17 such Guarantees. However, certain Guarantees embedded in the Debtors’ executory contracts,  
18 unexpired leases, secured financings, debt instruments, and other such agreements may have been  
19 inadvertently omitted. Thus, the Debtors reserve all of their rights to amend the Schedules to the  
20 extent that additional Guarantees are identified.

21 (t) **Claims of Third-Party Related Entities.** While the Debtors have made  
22 every effort to properly classify each claim listed in the Schedules as being either disputed or  
23 undisputed, liquidated or unliquidated, and contingent or noncontingent, the Debtors have not been  
24 able to fully reconcile all payments made to certain third parties and their related entities on account  
25 of the Debtors’ obligations to same. Therefore, to the extent that the Debtors have classified their  
26 estimate of claims of a creditor as disputed, all claims of such creditor’s affiliates listed in the  
27 Schedules and Statements shall similarly be considered as disputed, whether or not they are  
28 designated as such.

1 (u) **Excluded Assets and Liabilities.** The Debtors have excluded certain  
2 categories of assets, tax accruals, and liabilities from the Schedules and Statements, including  
3 without limitation, accrued salaries, employee benefit accruals and accrued accounts payable. In  
4 addition and as set forth above, the Debtors may have excluded amounts for which the Debtors have  
5 been granted authority to pay pursuant to a First Day Order or other order that may be entered by  
6 the Bankruptcy Court. Also, certain immaterial assets and liabilities may have been excluded.

7 (v) **Liens.** The inventories, property, and equipment listed in the Statements and  
8 Schedules are presented without consideration of any asserted mechanics', materialmen, or similar  
9 liens that may attach (or have attached) to such inventories, property, and equipment.

10 (w) **Currency.** Unless otherwise indicated, all amounts are reflected in U.S.  
11 dollars.

12 (x) **Setoffs.** The Debtors incur certain setoffs and other similar rights during the  
13 ordinary course of business. Offsets in the ordinary course can result from various items, including,  
14 without limitation, intercompany transactions, pricing discrepancies, returns, warranties, and other  
15 disputes between the Debtors and their suppliers. These offsets and other similar rights are consistent  
16 with the ordinary course of business in the Debtors' industry and are not tracked separately.  
17 Therefore, although such offsets and other similar rights may have been accounted for when certain  
18 amounts were included in the Schedules, offsets are not independently accounted for, and as such,  
19 are excluded from the Schedules.

20 5 **Specific Schedules Disclosures**

21 (a) **Schedule A/B-3 – Checking, savings, or other financial accounts, CDs,**  
22 **etc.** Schedule A/B-3 lists closing bank balances as of April 18, 2023. The Debtors' bank accounts  
23 are described in additional detail in the *Debtors' Emergency Motion for Interim and Final Orders*  
24 *(I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor*  
25 *Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D)*  
26 *Perform Intercompany Transactions, and (II) Granting Related Relief* (the "Cash Management  
27 Motion") [Docket No. 5].  
28

1 (b) **Schedules A/B-39, A/B-40, A/B-41, and A/B-42 – Office furniture, office**  
2 **fixtures and business equipment.** The Beverly Hospital Foundation’s office and business  
3 equipment, fixtures, and supplies are not reported separately but consolidated into Debtor Beverly  
4 Hospital. Additionally, the Debtors do not report office fixtures separately.

5 (c) **Schedule A/B 50 – Other machinery, fixtures, and equipment.** The  
6 information provided in Schedule A/B 50 has been consolidated for the purposes of reporting net  
7 book value.

8 (d) **Schedule A/B 55 – Other machinery, fixtures, and equipment.** The  
9 Debtors do not report net book value at the property level provided herein. As such, net book value  
10 has been marked “Undetermined.”

11 (e) **Schedule A/B 71 – Notes Receivable.** The balance on the Debtor’s notes  
12 receivable are presented as principal value plus accrued interest.

13 (f) **Schedule A/B 73 – Interests in insurance policies or annuities.** The details  
14 of the Debtors’ various insurance policies are described in detail in the *Debtors’ Emergency Motion*  
15 *for Entry of an Order (I) Authorizing the Debtors to Maintain, Renew, or Supplement Their*  
16 *Insurance Policies and Honor All Obligations in Respect Thereof, and (II) Granting Related Relief*  
17 [Docket No. 7].

18 (g) **Schedules A/B-74 and 75 – Causes of action against third parties**  
19 **(whether or not a lawsuit has been filed) and other contingent and unliquidated claims or**  
20 **causes of action of every nature, including counterclaims of the debtors and rights to set off**  
21 **claims.** The Debtors attempted to list known causes of action and other claims. Potential avoidance  
22 actions were not listed because the Debtors have not completed an analysis of such potential claims.  
23 The Debtors’ failure to list any cause of action, claim, or right of any nature is not an admission that  
24 such cause of action, claim, or right does not exist, should not be construed as a waiver of such cause  
25 of action, claim, or right, and the Debtors reserve all rights in this regard.

26 (h) **Schedule D – Creditors Who Have Claims Secured by Property.** Except  
27 as otherwise ordered by the Bankruptcy Court, the Debtors reserve their rights to dispute or  
28 challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted

1 or perfected in any specific asset for the benefit of a secured creditor listed on a Debtor's Schedule  
2 D. Moreover, although the Debtors may have scheduled claims of various creditors as secured  
3 claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's  
4 claim or the characterization of the structure of any such transaction or any document or instrument  
5 (including without limitation, any intercompany agreement) related to such creditor's claim.  
6 Notwithstanding anything contained in the Schedules and Statements regarding the amount, value,  
7 or extent of any purported secured claim, the terms of the *Interim Order (I) Authorizing the Debtors*  
8 *to Obtain Post-Petition Financing, (II) Granting Adequate Protection to Prepetition Secured*  
9 *Creditors, and (III) Granting Related Relief* [Docket No. 182] shall govern.

10 No claim set forth on the Schedule D of any Debtor is intended to acknowledge  
11 claims of creditors that are or may be otherwise satisfied or discharged.

12 The descriptions provided in Schedule D are intended only to be a summary.  
13 Reference to the applicable loan agreements and related documents is necessary for a complete  
14 description of the collateral and the nature, extent and priority of any liens. Nothing in these Global  
15 Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms  
16 of such agreements.

17 (i) **Schedule E/F – Creditors Who Hold Unsecured Claims**

18 (i) *Part I – Creditors with Priority Unsecured Claims.* The listing of a  
19 claim on Schedule E/F, Part 1, does not constitute an admission by the Debtors that such claim or  
20 any portion thereof is entitled to priority treatment under section 507 of the Bankruptcy Code. The  
21 Debtors reserve all of their rights to dispute the amount and the priority status of any claim on any  
22 basis at any time.

23 Pursuant to the *Interim Order (I) Authorizing the Debtors to (A) Pay*  
24 *Prepetition Wages, Salaries, and Other Compensation, and (B) Continue Employee Benefits*  
25 *Programs, and (II) Granting Related Relief* [Docket No. 77] (the "Wages Order"), the Debtors  
26 received authority to pay certain prepetition obligations, including, without limitation, obligations  
27 related to employee wages and other employee benefits, in the ordinary course of business.  
28 Accordingly, no undisputed, prepetition claims of non-insiders related to employee wages and other



1 employee benefits that have been paid or may be paid pursuant to the Wages Order or pursuant to  
2 further Bankruptcy Court order is listed in Schedule E/F Part 1.

3 (ii) *Part 2 – Creditors with Nonpriority Unsecured Claims.* The liabilities  
4 identified in Schedule E/F, Part 2, are derived from the Debtors’ books and records. The Debtors  
5 made a reasonable attempt to set forth their unsecured obligations, although the actual amount of  
6 claims against the Debtors may vary from those liabilities represented on Schedule E/F, Part 2. The  
7 listed liabilities may not reflect the correct amount of any unsecured creditor’s allowed claims or  
8 the correct amount of all unsecured claims.

9 The Debtors generally allocate individual liabilities to particular Debtors.  
10 However, in certain cases, it would be a time-consuming and inefficient use of estate resources, or  
11 impracticable, to assign a given liability to a particular Debtor based on a contractual obligation.  
12 Instead, the Schedules reflect the liability based on the Debtors’ books and records.

13 *Schedule E/F, Part 2 (Statements Part 3, Question 7),* contains information  
14 regarding pending litigation involving the Debtors. The amounts for these potential claims are listed  
15 as “undetermined” and are marked as contingent, unliquidated, and disputed in the Schedules and  
16 Statements.

17 Schedule E/F, Part 2, reflects certain prepetition amounts owing to  
18 counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may  
19 be paid in connection with the assumption of an executory contract or unexpired lease. Schedule  
20 E/F, Part 2 does not include claims that may arise in connection with the rejection of any additional  
21 executory contracts or unexpired leases that may be rejected in these chapter 11 cases or potential  
22 claims on account of the Debtors’ medical or workers compensation self-funded plans.

23 In many cases, the claims listed on Schedule E/F, Part 2, arose, accrued, or  
24 were incurred on various dates or on a date or dates that are unknown to the Debtors or are subject  
25 to dispute. Where the determination of the date on which a claim arose, accrued, or was incurred  
26 would be unduly burdensome and costly to the Debtors’ estates, the Debtors have not listed a  
27 specific date or dates for such claim.

1 As of the time of filing of the Schedules and Statements, the Debtors may not  
2 have received or processed all invoices for payables, expenses, and other liabilities that may have  
3 accrued prior to the Petition Date. Accordingly, the information contained in Schedules D and E/F  
4 may be incomplete. The Debtors reserve their rights to, but undertake no obligations to, amend  
5 Schedules D and E/F if and as they receive and/or process such invoices.

6 Certain liabilities listed on Schedules E/F reflect the Debtors' book and  
7 records balances as of March 31, 2023. Trade and patient refunds claims reflect accounts payable  
8 detail as of May 2023.

9 (j) **Schedule G – Executory Contracts and Unexpired Leases.** While  
10 reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors,  
11 omissions, and unintended duplication of items may have occurred.

12 Listing a contract or agreement on Schedule G does not constitute an admission that  
13 such contract or agreement is an executory contract or unexpired lease or that such contract or  
14 agreement was in effect on the Petition Date or is valid or enforceable. The Debtors hereby reserve  
15 all their rights to dispute the validity, status, or enforceability of any contracts, agreements, or leases  
16 set forth in Schedule G and to amend or supplement such Schedule as necessary. Certain of the  
17 leases and contracts listed on Schedule G may contain renewal options, guarantees of payment,  
18 indemnifications, options to purchase, rights of first refusal, and other miscellaneous rights. Such  
19 rights, powers, duties, and obligations are not set forth separately on Schedule G. In addition, the  
20 Debtors may have entered into various other types of agreements in the ordinary course of their  
21 business, such as supplemental agreements and letter agreement, which documents may not be set  
22 forth in Schedule G.

23 The Debtors reserve all rights to dispute or challenge the characterization of any  
24 transaction or any document or instrument related to a creditor's claim.

25 In some cases, the same supplier or provider may appear multiple times in Schedule  
26 G. Multiple listings, if any, may not reflect distinct agreements between the applicable Debtor and  
27 such supplier or provider.

1 The listing of any contract on Schedule G does not constitute an admission by the  
2 Debtors as to the validity of any such contract. The Debtors reserve the right to dispute the  
3 effectiveness of any such contract listed on Schedule G or to amend Schedule G at any time to  
4 remove any contract.

5 Omission of a contract or agreement from Schedule G does not constitute an  
6 admission that such omitted contract or agreement is not an executory contract or unexpired lease,  
7 including, but not limited to, the Debtors' numerous group purchasing agreements. The Debtors'  
8 rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not  
9 impaired by the omission.

10 (k) For the avoidance of doubt, listing a claim on Schedule D as "secured," on  
11 Schedule E/F as "priority," on Schedule E/F as "unsecured nonpriority," or listing a contract or lease  
12 on Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtors of  
13 the legal rights of the claimant, or a waiver of the Debtors' right to recharacterize or reclassify such  
14 claim or contract. Failure to designate a claim on a given Debtor's Schedules as "disputed,"  
15 "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is  
16 not "disputed," "contingent" or "unliquidated."

17 **6 Specific Statements Disclosures**

18 (a) **Statements, Part 1, Question 1 – Gross Revenue From Business.** Patient  
19 revenue provided on SOFA 1 is on a net basis, which is consistent with the Debtors' financial  
20 reporting practices. Additionally, with respect to Debtors Montebello Community Health Services,  
21 Inc. and Beverly Hospital Foundation, the information provided on SOFA 1 includes de minimis  
22 amounts of non-operating income, rather than be included in SOFA 2.

23 (b) **Statements, Part 3, Question 7 – Legal Actions or Assignments.**  
24 Information provided on SOFA 7 includes only those legal disputes and administrative proceedings  
25 that are formally recognized by an administrative, judicial, or other adjudicative forum. While the  
26 Debtors believe they were diligent in their efforts, it is possible that certain suits and proceedings  
27 may have been inadvertently excluded in the Debtors' response on SOFA 7.

1           The Debtors reserve all of their rights to amend or supplement their response to  
2 SOFA 7. The listing of any such proceeding shall not be a binding representation of the Debtors'  
3 liabilities with respect to any of the legal disputes and/or administrative proceedings identified  
4 therein or an admission that the proceedings were correctly filed against the Debtors or any affiliates  
5 of the Debtors. The actual amount of any recovery related to the proceedings listed in SOFA 7 is  
6 contingent on the outcome of the cases. The Debtors also reserve their rights to assert that neither  
7 any Debtor nor any non-Debtor is an appropriate party to such proceedings.

8           (c)     **Statements, Part 10, Question 20 – Off-Premises Storage.** Individuals  
9 who have access to these records have not been individually identified.

10           (d)     **Statements, Part 11, Question 21 – Property the Debtor Holds or**  
11 **Controls That the Debtor Does Not Own.** Information provided on SOFA 21 reflects property  
12 that the Debtors have identified using best efforts; accordingly, the information may be incomplete.  
13 The Debtors reserve their rights to, but undertake no obligations to, amend SOFA 21.

14           (e)     **Statements, Part 13, Question 26 – Books, Records, and Financial**  
15 **Statements.** The Debtors provide certain parties, such as banks, auditors, potential investors,  
16 vendors, and financial advisors, with financial statements that may not be part of a public filing.  
17 The Debtors do not maintain complete lists or other records tracking such disclosures. Therefore,  
18 the Debtors have not provided full lists of these parties in their response to Statement Question 26.  
19 Specific parties that may have received financial statements in association with the Debtors'  
20 municipal bonds have not been separately listed.

21           (f)     **Statements, Part 13, Question 28 – Current Partners, Officers, Directors,**  
22 **and Shareholders.** In the case when a board members' address is an individual's home address,  
23 Beverly Hospital's facility has been listed as the address of record.

24  
25           ///

26           ///

27           ///

1 Dated: May 24, 2023

2 SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

3  
4 By /s/ Jennifer L. Nassiri  
5 Jennifer L. Nassiri

6 JUSTIN R. BERNBROCK  
7 JENNIFER L. NASSIRI  
8 CATHERINE JUN  
9 ROBERT B. McCELLARN  
10 ALEXANDRIA G. LATTNER

11 Proposed Counsel to Debtors and  
12 Debtors in Possession  
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**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

**Official Form 206Sum**

**Summary of Assets and Liabilities for Non-Individuals**

**12/15**

**Part 1: Summary of Assets**

**1. Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)

**1a. Real property:**

Copy line 88 from *Schedule A/B* .....

\$ 0.00

**1b. Total personal property:**

Copy line 91A from *Schedule A/B* .....

\$ 2,327,056.07

**1c. Total of all property:**

Copy line 92 from *Schedule A/B* .....

\$ 2,327,056.07

**Part 2: Summary of Liabilities**

**2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D* .....

\$ 55,810,161.75

**3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

**3a. Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F* .....

\$ 112,000.00

**3b. Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F* .....

+ \$ 0.00

**4. Total liabilities**

Lines 2 + 3a + 3b .....

\$ 55,922,161.75

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

Official Form 206A/B

**Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.  
☒ Yes. Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor**

**Current value of debtor's interest**

2. Cash on hand

2.1 None \$

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number		
3.1 Bank of the West	Checking	6137	\$	370,906.67
3.2 Bank of the West	Money Market	1289	\$	7,475.26

4. Other cash equivalents (Identify all)

4.1 None \$

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$ 378,381.93

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.
- ☐ Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

\$

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

\$

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$0.00



Debtor: Beverly Hospital Foundation

Main Document

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Case number (if known):

23-12361

Name

**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?**

- ☒ No. Go to Part 4.
- ☐ Yes. Fill in the information below.

**Current value of debtor's interest****11. Accounts receivable**

	Description	face amount	doubtful or uncollectible accounts		
11a.	90 days old or less:	\$ _____	- \$ _____	=..... →	\$ _____
11b.	Over 90 days old:	\$ _____	- \$ _____	=..... →	\$ _____

**12. Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ \_\_\_\_\_ 0.00

Debtor: Beverly Hospital Foundation

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Case number (if known): 23-12361

Name

**Part 4: Investments****13. Does the debtor own any investments?**

- ☐ No. Go to Part 5.
- ☒ Yes. Fill in the information below.

Valuation method used  
for current value

Current value of debtor's interest

**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1 Bank of the West Wealth Management Portfolio	Balance	\$	1,395,493.57
14.2 Bank of the West Wealth Management Portfolio	Balance	\$	147,263.46
14.3 Charles Schwab	Balance	\$	207,202.46

**15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity:

% of ownership:

15.1 None \$

**16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

16.1 None \$

**17. Total of Part 4.**

Add lines 14 through 16. Copy the total to line 83.

\$ 1,749,959.49

Debtor: Beverly Hospital Foundation

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Case number (if known): 23-12361

Name

**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials		\$		\$
20. Work in progress		\$		\$
21. Finished goods, including goods held for resale		\$		\$
22. Other inventory or supplies		\$		\$

**23. Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$ 0.00

**24. Is any of the property listed in Part 5 perishable?**

- ☐ No
- ☐ Yes

**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No
- ☐ Yes. Description \_\_\_\_\_ Book value \$ \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \$ \_\_\_\_\_

**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

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Case number (if known):

23-12361

Name

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested	\$ _____		\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish	\$ _____		\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)	\$ _____		\$ _____
31. Farm and fishing supplies, chemicals, and feed	\$ _____		\$ _____
32. Other farming and fishing-related property not already listed in Part 6	\$ _____		\$ _____
33. Total of Part 6. Add lines 28 through 32. Copy the total to line 85.			\$ _____ 0.00

34. Is the debtor a member of an agricultural cooperative?

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Description \_\_\_\_\_ Book value \$ \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \$ \_\_\_\_\_

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

Main Document Page 29 of 44 Case number (if known):

23-12361

Name

**Part 7: Office furniture, fixtures, and equipment; and collectibles****38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	--	---	------------------------------------

**39. Office furniture**

39.1 None \$ \$

*Reported at Beverly Community Hospital Association***40. Office fixtures**

40.1 None \$ \$

**41. Office equipment, including all computer equipment and communication systems equipment and software**

41.1 None \$ \$

*Reported at Beverly Community Hospital Association***42. Collectibles** *Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles*

42.1 Artwork - Foundation Office \$ 3,600.00 \$ Undetermined

**43. Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$ 0.00

**44. Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No
- ☐ Yes

**45. Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

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Case number (if known): 23-12361

Name

**Part 8: Machinery, equipment, and vehicles****46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	(Where available)		

**47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

\_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**48. Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

\_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**49. Aircraft and accessories**

\_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

\_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$ \_\_\_\_\_ 0.00

**52. Is a depreciation schedule available for any of the property listed in Part 8?**

- ☐ No
- ☐ Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

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Case number (if known):

23-12361

Name

**Part 9: Real property****54. Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
- ☐ Yes. Fill in the information below.

**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.				
55.1 _____		\$ _____		\$ _____

**56. Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 0.00

**57. Is a depreciation schedule available for any of the property listed in Part 9?**

- ☐ No
- ☐ Yes

**58. Has any of the property listed in Part 9 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

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Case number (if known): 23-12361

Name

**Part 10: Intangibles and intellectual property****59. Does the debtor have any interests in intangibles or intellectual property?**

- ☐ No. Go to Part 11.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
<b>60. Patents, copyrights, trademarks, and trade secrets</b>			
60.1 None	\$		\$
<b>61. Internet domain names and websites</b>			
61.1 None	\$		\$
<b>62. Licenses, franchises, and royalties</b>			
62.1 None	\$		\$
<b>63. Customer lists, mailing lists, or other compilations</b>			
63.1 Donor List	\$ 0.00		\$ Undetermined
<b>64. Other intangibles, or intellectual property</b>			
64.1 None	\$		\$
<b>65. Goodwill</b>			
65.1 None	\$		\$

**66. Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$ 0.00

**67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?**

- ☐ No
- ☒ Yes

**68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

- ☒ No
- ☐ Yes

**69. Has any of the property listed in Part 10 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes



Debtor: Beverly Hospital Foundation

Main Document Page 33 of 44 Case number (if known):

23-12361

Name

**Part 11: All other assets****70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
- ☒ Yes. Fill in the information below.

Current value of debtor's  
interest**71. Notes receivable**

Description (include name of obligor)	Total face amount	doubtful or uncollectible accounts	
71.1 None	\$	- \$	=..... → \$

**72. Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)	Tax year	
72.1 None		\$

**73. Interests in insurance policies or annuities**

73.1 None	\$
-----------	----

**74. Causes of action against third parties (whether or not a lawsuit has been filed)**

74.1		\$
Nature of claim		
Amount requested	\$	

**75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

75.1 None	\$
Nature of claim	
Amount requested	\$

**76. Trusts, equitable or future interests in property**

76.1 None	\$
-----------	----

**77. Other property of any kind not already listed** Examples: Season tickets, country club membership

77.1 Intercompany receivable	\$	198,714.65
------------------------------	----	------------

**78. Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$	198,714.65
----	------------

**79. Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

Debtor: Beverly Hospital Foundation

Main Document Page 34 of 44 Case number (if known):

23-12361

Name

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1.</i>	\$ 378,381.93	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	\$ 0.00	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	\$ 0.00	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	\$ 1,749,959.49	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	\$ 0.00	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	\$ 0.00	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	\$ 0.00	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	\$ 0.00	
88. <b>Real property.</b> <i>Copy line 56, Part 9.....</i> →		\$ 0.00
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	\$ 0.00	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	\$ 198,714.65	
91. <b>Total.</b> Add lines 80 through 90 for each column.....91a.	\$ 2,327,056.07	\$ 0.00 + 91b.
92. <b>Total of all property on Schedule A/B.</b> Lines 91a + 91b = 92. ....		\$ 2,327,056.07

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

**Official Form 206D**

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

*Column A*  
**Amount of claim**  
Do not deduct the value of collateral.

*Column B*  
**Value of collateral that supports this claim**

**2.1 Creditor's name**

**Describe debtor's property that is subject to a lien**

US Bank, N.A. as Trustee for Series 2015  
Revenue Bonds

\$ 36,132,145.67 \$ Undetermined

Creditor's Name

**Creditor's mailing address**

**Describe the lien**

Notice Name

633 W 5th Street, 24th Floor  
Street

**Is the creditor an insider or related party?**

- ☒ No  
☐ Yes

Los Angeles CA 90071

City State ZIP Code

Country

**Is anyone else liable on this claim?**

- ☐ No  
☒ Yes. Fill out *Schedule H: Codebtors*(Official Form 206H).

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account  
number

1405

**As of the petition filing date, the claim is:**

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**Do multiple creditors have an interest in the same property?**

- ☒ No
- ☐ Yes. Have you already specified the relative priority?
- ☐ No. Specify each creditor, including this creditor, and its relative priority.
- ☐ Yes. The relative priority of creditors is specified on lines

Debtor: Beverly Hospital Foundation

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Case number (if known): 23-12361

Name

**Part 1: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

**Column A**  
**Amount of claim**  
 Do not deduct the  
 value of collateral.

**Column B**  
**Value of collateral that  
 supports this claim**

**2.2 Creditor's name****Describe debtor's property that is subject to a lien**US Bank, N.A. as Trustee for Series 2017  
Revenue Bonds

\$ 19,678,016.08 \$ Undetermined

Creditor's Name

**Creditor's mailing address****Describe the lien**

Notice Name

633 W 5th Street, 24th Floor

Street

**Is the creditor an insider or related party?**

- ☒ No  
☐ Yes

Los Angeles CA 90071

City State ZIP Code

**Is anyone else liable on this claim?**

- ☐ No  
☒ Yes. Fill out *Schedule H: Codebtors(Official Form 206H)*.

Country

**Creditor's email address, if known****Date debt was incurred****Last 4 digits of account  
number**

8572

**As of the petition filing date, the claim is:**

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**Do multiple creditors have an interest in the  
same property?**

- ☒ No  
☐ Yes. Have you already specified the  
relative priority?  
☐ No. Specify each creditor, including this  
creditor, and its relative priority.  
☐ Yes. The relative priority of creditors is  
specified on lines

**3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional  
Page, if any.**

\$ 55,810,161.75

**Part 2:** List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Name	Line	
Notice Name		
Street		
City		
State		
ZIP Code		
Country		

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

Official Form 206E/F

**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1:** List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.  
☒ Yes. Go to Line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
-------------	-----------------

2.1 Priority creditor's name and mailing address

Internal Revenue Service

Creditor Name

As of the petition filing date, the claim is: \$ 112,000.00 \$ 112,000.00

Check all that apply.

- ☒ Contingent  
☒ Unliquidated  
☒ Disputed

Creditor's Notice name

PO Box 7346

Address

Basis for the claim:

Tax

Philadelphia PA 19101  
City State ZIP Code

Country

Date or dates debt was incurred

Last 4 digits of account number

Is the claim subject to offset?

- ☒ No  
☐ Yes

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Nonpriority creditor's name and mailing address		Amount of claim
As of the petition filing date, the claim is: \$ _____		
Check all that apply.		
<input type="checkbox"/> Contingent		
<input type="checkbox"/> Unliquidated		
<input type="checkbox"/> Disputed		
Basis for the claim:		
_____		
_____		
_____		
City	State	ZIP Code
Country		
Date or dates debt was incurred		
Is the claim subject to offset?		
<input type="checkbox"/> No		
<input type="checkbox"/> Yes		
Last 4 digits of account number		

**Part 3:** List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.  
If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the  
related creditor (if any) listed?

Last 4 digits of account  
number, if any

Name

Line

☐ Not Listed.Explain

Notice Name

Street

City

State

ZIP Code

Country



**Part 4:** Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ 112,000.00
5b. Total claims from Part 2	5b. +	\$ 0.00
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ 112,000.00

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

**12/15**

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

- ☒ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☐ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

**State what the contract or lease is for and the nature of the debtor's interest**

Name

Notice Name

**State the term remaining**

Address

**List the contract number of any government contract**

City

State

ZIP Code

Country

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation

United States Bankruptcy Court for the: Central District of California

Case number (if known): 23-12361 (SK)

☐ Check if this is an amended filing

**Official Form 206H**

**Schedule H: Codebtors**

**12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Does the debtor have any codebtors?**

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☒ Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

Column 1: Codebtor			Column 2: Creditor	
Name	Mailing address		Name	Check all schedules that apply:
2.1 Beverly Hospital Foundation	309 W. Beverly Blvd.		US Bank, N.A. as Trustee for Series 2017 Revenue Bonds	<input checked="" type="checkbox"/> D
	Street			<input type="checkbox"/> E/F
				<input type="checkbox"/> G
	Montebello	CA		
	City	State		
	ZIP Code			
	Country			
2.2 Montebello Community Health Services, Inc.	309 W. Beverly Blvd.		US Bank, N.A. as Trustee for Series 2015 Revenue Bonds	<input checked="" type="checkbox"/> D
	Street			<input type="checkbox"/> E/F
				<input type="checkbox"/> G
	Montebello	CA		
	City	State		
	ZIP Code			
	Country			

**Fill in this information to identify the case:**

Debtor Name: In re : Beverly Hospital Foundation  
United States Bankruptcy Court for the: Central District of California  
Case number (if known): 23-12361 (SK)

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.


I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* \_\_\_\_\_
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/24/2023  
MM / DD / YYYY

✱

  
Signature of individual signing on behalf of debtor

Houshang Abd

Printed name

Senior Vice President and Chief  
Financial Officer

Position or relationship to debtor