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**COUNSEL TO THE EDMERE
 RESIDENTS TRUST**

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

In re:	§	Chapter 11
	§	
Northwest Senior Housing Corporation, <i>et al.</i> , ¹	§	Case No. 22-30659 (MVL)
	§	
Debtors.	§	(Jointly Administered)
	§	

**NOTICE OF SECOND AMENDED PROPOSED ORDER REGARDING
 EDMERE RESIDENTS' TRUST FIRST
OMNIBUS OBJECTION TO RESIDENT CLAIMS
 [Relates to Docket No. 1722]**

Stephen A. McCartin, the Trustee of the Edgemere Residents Trust,² hereby files this *Notice of Second Amended Proposed Order* regarding the *Edgemere Residents' Trust First Omnibus Objection to Resident Claims* [Docket No. 1722] (the “**Objection**”).

PLEASE TAKE NOTICE that the second amended proposed order to the Objection is attached hereto as **Exhibit A** (the “**Second Amended Proposed Order**”), which includes amended Exhibit 1 and Exhibit 2. A redline of the changes is attached hereto as **Exhibit B**.

¹ The Debtors in these chapter 11 cases (the “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) (together, the “Debtors”). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.

² Capitalized terms not defined herein shall have the meaning ascribed in the Plan.



PLEASE TAKE FURTHER NOTICE that the Second Amended Proposed Order and Exhibits 1 and 2 shall replace the Amended Proposed Order and Exhibit 1 attached to the *Notice of Amended Proposed Order regarding the Edgemere Residents' Trust First Omnibus Objection to Resident Claims* [Docket No. 1755].

Dated: January 23, 2024

Respectfully submitted,

/s/ Stephen A. McCartin

Stephen A. McCartin

Texas Bar No. 13344700

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**COUNSEL TO THE EDMERE
RESIDENTS TRUST**

CERTIFICATE OF SERVICE

I hereby certify that, on January 23, 2024, a true and correct copy of the foregoing document was served electronically by the Court's PACER system, and served on the claimants whose claims are being objected to and are listed on Exhibit 1 and Exhibit 2 to the Second Amended Proposed Order.

/s/ Stephen A. McCartin

Stephen A. McCartin

Exhibit A

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

In re:	§	
	§	Chapter 11
Northwest Senior Housing Corporation., <i>et al.</i> , ¹	§	
	§	Case No.: 22-30659 (MVL)
Reorganized Debtors.	§	
	§	(Jointly Administered)
	§	

**ORDER SUSTAINING THE FIRST OMNIBUS OBJECTION TO THE ALLOWANCE
OF CERTAIN PROOF OF CLAIMS FILED BY THE RESIDENTS' TRUST**

Upon consideration of *First Omnibus Objection to the Allowance of Certain Proof of Claims* (the “**Objection**”)² filed by the Residents’ Trust in these chapter 11 cases (the “**Chapter 11 Cases**”) pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, this Court finds that it has jurisdiction to consider the Objection and the relief requested therein

¹ The Debtors in these chapter 11 cases (the “**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) (together, the “**Debtors**”). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.

² Capitalized terms not defined herein shall have the meaning ascribed in the Objection.

pursuant to 28 U.S.C. § 1334 and after due and adequate notice of the Objection having been given and sufficient cause appearing therefor; it is HEREBY ORDERED THAT:

1. The Objection is sustained as set forth herein.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. Each Disputed Claim identified on **Exhibit 1** attached hereto is allowed in the Proposed Allowed Amount as a general unsecured claim only, and is disallowed as a priority and/or secured claim, and is disallowed in any amount exceeding the proposed allowed Amount listed on Exhibit 1. The allowed General Unsecured Claim shall be treated under Class 4 or Class 5 of the Plan, as appropriate. This Order shall not affect any previous distribution from the Residents' Trust to the holder of the allowed General Unsecured Claim.
4. The Trustee has agreed to continue the hearing on the Trustee's Objections to Proof of Claims No. 117, filed by Resident ID-1407, and No. 118, filed by Resident ID-1422.
5. Each Disputed Claim identified on **Exhibit 2** attached hereto is disallowed in full as a duplicate or escrow related deposit claim.
6. KCC, as claims and noticing agent, is authorized and directed to update the claims register maintained in these Chapter 11 Cases to reflect the relief granted in this Order.
7. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity; (b) a waiver of any party's right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by the Objection; (e) a request or

authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of any party's rights under the Bankruptcy Code or any other applicable law.

8. Notice of the Objection as provided therein shall be deemed good and sufficient and the requirements of the Bankruptcy Local Rules are satisfied by such notice.

9. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

10. The Residents' Trust is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Objection.

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

###END OF ORDER###

Submitted by:

Stephen A. McCartin (TX 13344700)

FOLEY & LARDNER LLP

2021 McKinney Avenue, Suite 1600

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COUNSEL TO THE RESIDENTS' TRUST

EXHIBIT 1

PROPOSED ALLOWED CLASS 5 AND CLASS 6 RESIDENT CLAIMS AND AMOUNTS

POC #	RESIDENT ID	PROPOSED ALLOWED AMOUNT	ALLOWED CLASS
75	RESIDENT ID-117	216,362.00	Class 6: Participating Current
49	RESIDENT ID-127	537,881.00	Class 5: Participating Former
101	RESIDENT ID-212	274,763.00	Class 5: Participating Former
164	RESIDENT ID-217	417,087.00	Class 6: Participating Current
107	RESIDENT ID-245	541,890.00	Class 6: Participating Current
93	RESIDENT ID-292	555,273.00	Class 5: Participating Former
125	RESIDENT ID-354	818,100.00	Class 6: Participating Current
186	RESIDENT ID-1387	449,100.00	Class 5: Participating Former
161	RESIDENT ID-1394	316,478.00	Class 5: Participating Former
129	RESIDENT ID-1398	649,485.00	Class 5: Participating Former
23	RESIDENT ID-1402	589,095.00	Class 5: Participating Former
22	RESIDENT ID-1403	269,910.00	Class 5: Participating Former
117	RESIDENT ID-1407	Hearing Continued	Class 5: Participating Former
53	RESIDENT ID-1411	420,300.00	Class 5: Participating Former
118	RESIDENT ID-1422	Hearing Continued	Class 5: Participating Former
80	RESIDENT ID-1424	412,020.00	Class 5: Participating Former
148	RESIDENT ID-1438	875,602.00	Class 5: Participating Former
98	RESIDENT ID-1441	618,921.00	Class 5: Participating Former
128	RESIDENT ID-1443	452,952.00	Class 5: Participating Former
12	RESIDENT ID-1446	335,327.00	Class 5: Participating Former
113	RESIDENT ID-1455	333,164.00	Class 5: Participating Former
109	RESIDENT ID-1461	432,224.00	Class 5: Participating Former
122	RESIDENT ID-1521	589,055.00	Class 5: Participating Former
111	RESIDENT ID-1522	837,810.00	Class 5: Participating Former
TOTAL		<u><u>10,942,799.00</u></u>	

EXHIBIT 2

DISALLOWED DUPLICATE AND ESCROW CLAIMS

POC #	RESIDENT ID	PROPOSED ALLOWED AMOUNT
102	RESIDENT ID-212	0.00
165	RESIDENT ID-217	0.00
143	RESIDENT ID-245	0.00
71	RESIDENT ID-282	0.00
130	RESIDENT ID-354	0.00
115	RESIDENT ID-1387	0.00
121	RESIDENT ID-1387	0.00
123	RESIDENT ID-1387	0.00
137	RESIDENT ID-1387	0.00
138	RESIDENT ID-1387	0.00
86	RESIDENT ID-1394	0.00
81	RESIDENT ID-1424	0.00
82	RESIDENT ID-1424	0.00
157	RESIDENT ID-1424	0.00
158	RESIDENT ID-1424	0.00
159	RESIDENT ID-1438	0.00
96	RESIDENT ID-1441	0.00
33	RESIDENT ID-1446	0.00
170	RESIDENT ID-1446	0.00
183	RESIDENT ID-1461	0.00
106	RESIDENT ID-1477	0.00
141	RESIDENT ID-1521	0.00

Exhibit B

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

In re:	§	
	§	Chapter 11
Northwest Senior Housing Corporation., <i>et al.</i> , ¹	§	
	§	Case No.: 22-30659 (MVL)
Reorganized Debtors.	§	
	§	(Jointly Administered)
	§	

**ORDER SUSTAINING THE FIRST OMNIBUS OBJECTION TO THE ALLOWANCE
OF CERTAIN PROOF OF CLAIMS FILED BY THE RESIDENTS' TRUST**

Upon consideration of *First Omnibus Objection to the Allowance of Certain Proof of Claims* (the “**Objection**”)² filed by the Residents’ Trust in these chapter 11 cases (the “**Chapter 11 Cases**”) pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, this Court finds that it has jurisdiction to consider the Objection and the relief requested therein

¹ The Debtors in these chapter 11 cases (the “**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) (together, the “**Debtors**”). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.

² Capitalized terms not defined herein shall have the meaning ascribed in the Objection.

pursuant to 28 U.S.C. § 1334 and after due and adequate notice of the Objection having been given and sufficient cause appearing therefor; it is HEREBY ORDERED THAT:

1. The Objection is sustained as set forth herein.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. Each Disputed Claim identified on **Exhibit 1** attached hereto is allowed in the Proposed Allowed Amount as a ~~general unsecured claim only~~ Class 5 – Participating Former Resident Refund Claim or Class 6 – Participating Current Resident Refund Claim, as indicated on Exhibit 1, and is disallowed as a priority and/or secured claim, and is disallowed in any amount exceeding the ~~proposed allowed~~ Proposed Allowed Amount listed on Exhibit 1. ~~The allowed General Unsecured Claim shall be treated under Class 4 or Class 5 of the Plan, as appropriate.~~ This Order shall not affect any previous distribution from the Residents' Trust to the ~~holder of the allowed General Unsecured~~ holders of a Class 5 – Participating Former Resident Refund Claim or Class 6 – Participating Current Resident Refund Claim.
4. The Trustee has agreed to continue the hearing on the Trustee's Objections to Proof of ~~Claims~~ Claim No. 117, filed by Resident ID-1407, and Claims No. 118, filed by Resident ID-1422.
5. Each Disputed Claim identified on **Exhibit 2** attached hereto is disallowed in full as a duplicate or as an escrow related deposit claim.
6. KCC, as claims and noticing agent, is authorized and directed to update the claims register maintained in these Chapter 11 Cases to reflect the relief granted in this Order.
7. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any

prepetition claim against a Debtor entity; (b) a waiver of any party's right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by the Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of any party's rights under the Bankruptcy Code or any other applicable law.

8. Notice of the Objection as provided therein shall be deemed good and sufficient and the requirements of the Bankruptcy Local Rules are satisfied by such notice.

9. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

10. The Residents' Trust is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Objection.

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

###END OF ORDER###

Submitted by:

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EXHIBIT 1

PROPOSED ALLOWED-GENERAL UNSECURED CLASS 5 AND CLASS 6 RESIDENT CLAIMS AND AMOUNTS

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123	RESIDENT ID-1387	0.00
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158	RESIDENT ID-1424	0.00
159	RESIDENT ID-1438	0.00
96	RESIDENT ID-1441	0.00
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170	RESIDENT ID-1446	0.00
183	RESIDENT ID-1461	0.00
106	RESIDENT ID-1477	0.00
141	RESIDENT ID-1521	0.00

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