

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

	§	
<b>In re:</b>	§	<b>Chapter 11</b>
<b>NEIGHBORS LEGACY HOLDINGS, INC.,</b>	§	<b>Case No. 18-33836</b>
<i>et al.,</i>	§	
<b>Debtors.<sup>1</sup></b>	§	<b>(Jointly Administered)</b>
	§	
	§	

**TIME WARNER CABLE ENTERPRISES, LLC’S OBJECTION  
AND RESPONSE TO AMENDED NOTICE OF EXECUTORY CONTRACTS AND  
UNEXPIRED LEASES SUBJECT TO POSSIBLE  
ASSUMPTION AND ASSIGNMENT AND PROPOSED CURE AMOUNTS  
(Relates to Docket Nos. 236 and 255)**

**I. INTRODUCTION**

Time Warner Cable Enterprises LLC (which the Debtors refer to as “Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC”), on behalf of itself and the operating affiliates and/or subsidiaries providing the services, including but not limited to Time Warner Cable Texas LLC (collectively “TWC”) states the following for its objection to Debtors’ Amended Notice Of Executory Contracts And Unexpired Leases Subject To Possible Assumption And Assignment And Proposed Cure Amounts [Doc. 255]. The Debtors’ proposed assumption amounts do not include all amounts due and still unpaid. In support of its objection, TWC respectfully states as follows:

**II. FACTS AND BACKGROUND**

1. TWC provides services including business internet and cable television services to various of the Debtors.

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<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, a complete list of the Debtors and the last four digits of their tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at [www.kccllc.net/neighbors](http://www.kccllc.net/neighbors). The location of Debtors’ principal place of business and the Debtors’ service address is: 10800 Richmond Avenue, Houston, Texas 77042.



2. On August 15, 2018, the Debtors filed their Notice Of Executory Contracts And Unexpired Leases Subject To Possible Assumption And Assignment And Proposed Cure Amounts (“Cure Notice”) [Doc. 236] setting forth the executory contracts and unexpired leases that are subject to potential assumption and/or assignment to the successful bidder(s) to be identified at the conclusion of the auction of the Debtors’ assets. The Cure Notice also included the amounts the Debtors believe to be sufficient to cure any defaults under each potentially assumed executory contract.

3. On August 17, 2018, the Debtors filed an Amended Notice Of Executory Contracts And Unexpired Leases Subject To Possible Assumption And Assignment And Proposed Cure Amounts (the “Amended Cure Notice”) [Doc. 255].

4. In the Amended Cure Notice, the Debtors allege that the TWC “orders” listed on Exhibit A were among the executory contracts and unexpired leases that may be included as part of the sale of the Debtors’ assets. The Debtors’ Amended Cure Notice sets forth proposed cure amounts for each of those orders.

5. The orders described by Debtors and related orders and documents together comprise a master agreement among the Debtors and TWC. The total amount due TWC, as of August 23, 2018, is estimated to be \$15,447.82, broken down as set forth on Exhibit B.

6. TWC does not object to the Debtor’s assumption and assignment provided that all defaults are fully cured as required by Section 365 of the Bankruptcy Code, and set forth at Exhibit B, and any successful bidder provides adequate assurance of future performance.

7. The Debtors’ identification of orders it purports to assume on Exhibit A does not fully reconcile with TWC’s list at Exhibit B, because the Debtors apparently track the amounts due by order number, while TWC identifies them by Debtor and location. As a result of this records difference, and objections being due only four business days after the Amended Cure

Notice, TWC continues to investigate this contractual relationship and reserves the right to modify, supplement, and/or amend this objection as further information becomes available, as well as make any objections to any assignee and any proposed adequate assurance. TWC will provide additional information on request. TWC makes this objection as to any contractual relationship with it sought to be assumed by the Debtors, whether or not identified on Exhibit A.

### **III. CONCLUSION**

WHEREFORE, TWC respectfully requests that any approval of the Debtors' request to assume any TWC agreement be conditioned on payment of the cure amount of \$15,447.82 through and including August 23, 2018 and all additional amounts thereafter accruing, assumption of all of the Debtors' other obligations, and grant of such other relief as is just and proper.

Respectfully submitted,

STOLL KEENON OGDEN PLLC

/s/Lea Pauley Goff

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and

HIRSCH & WESTHEIMER, P.C.

/s/ Michael J. Durrschmidt

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Facsimile: (713) 223-9319  
mdurrschmidt@hirschwest.com

**Counsel for Time Warner Cable  
Enterprises, LLC**

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a copy of the foregoing was served on this 23rd day of August, 2018, electronically using the Court's CM/ECF system, which will send electronic notices to counsel for the Debtors and all other parties designated to receive electronic notices in this case.

/s/ Michael J. Durrschmidt

Counsel for Time Warner Cable  
Enterprises, LLC

**EXHIBIT A****Debtors' Contract Identification****Beaumont**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Beaumont Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7431780 Business Class Customer Service Order  Business Internet Services	\$0.00

**Brownsville**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Brownsville Emergency Center, LP	Order # 7431780 Business Class Customer Service Order  Business Class Phone and Internet Services	\$0.00

**Eastside**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Eastside Emergency Center, LP (erroneously referred to as "NEC El Paso #2")	Order # 6071815 Time Warner Cable Business Class Service Agreement  Internet and Video services	\$29.39
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Eastside Emergency Center, LP (erroneously referred to as "NEC El Paso #2")	Order # 6240890 Time Warner Cable Business Class Service Agreement  Phone services	\$0.00

**Harlingen**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Harlingen Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7431780 Business Class Customer Service Order  Business Class Phone and Internet Services	\$42.80

**McAllen**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
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Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC McAllen Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7431780 Business Class Customer Service Order  Business Class Phone and Internet Services	\$282.33
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**Mueller**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Mueller Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7737071 Business Class Customer Service Order  Business Class Internet Services	\$719.16
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Mueller Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7431780 Business Class Customer Service Order  Business Class Phone	\$0.00

**Orange**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Orange Emergency Center, LP d/b/a Neighborhood Emergency Center	Order # 7431780 Business Class Customer Service Order  Business Internet Services	\$207.76

**Port Arthur**

<b>Vendor/Lessor</b>	<b>NEC Entity</b>	<b>Agreement Name or No.</b>	<b>Debtors' Est. Cure Amount</b>
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Port Arthur Emergency Center, LP	Order # 6071816 Time Warner Cable Business Class Service Agreement  Internet and Video services	\$121.94
Spectrum, LLC f/k/a Time Warner Cable Enterprises, LLC	NEC Port Arthur Emergency Center, LP	Order # 6240875 Time Warner Cable Business Class Service Agreement  Business Class Phone services	\$0.00

**EXHIBIT B****Time Warner's Contract Identification**

<b>ACCOUNT NAME</b>	<b>ADDRESS</b>	<b>DEBTOR ORDER NUMBER</b>	<b>ACCT NUMBER (last 4)</b>	<b>SERVICE</b>	<b>TOTAL DUE</b>
NEC @ 1540 Zaragoza Rd El Paso Tx	1540 N. ZARAGOZA RD, EL PASO, TX 79936	7431780	5057	08/06/15-04/13/18	<b>\$3,766.65</b>
Neighbors Health, LLC 18-33875	130 W MAIN ST, KERRVILLE, TX. 78028	None	6244	01/18/17-05/18/18	<b>\$1,696.01</b>
NEC Zaragosa 10800 Richmond Ave Tax ID 7253	10800 RICHMOND AVE, HOUSTON , TX. 77042	7431780	0483	08/06/15- current	<b>\$1,543.80</b>
Neighbors Emergency Center, LLC 18-33869	12701 RANCH RD - 620 N., AUSTIN , TX. 78750	7737071	2564	06/26/14-11/11/17	<b>\$759.76</b>
Neighbors Emergency Center, LLC 18-33869	6700 N 10TH ST, MCALLEN, TX. 78504	7431780	8421	03/26/16- current	<b>\$651.43</b>
NEC Mueller Emergency Center, LP 18-33886	1801 E 51ST BLDG H, AUSTIN, TX 78723	7431780	5114	10/28/14-current	<b>\$1,448.49</b>
NEC Porter Emergency Center, LP Tax ID # 7100	3300 HIGHWAY 365, PORT ARTHUR, TX. 77642	None	4688	11/04/15 - current	<b>\$140.26</b>
NEC Harlingen Emergency Center, LP 18-33859	1725 N. ED CAREY DR, HARLINGEN, TX. 78550	7431780	7275	12/29/15- current	<b>\$98.89</b>
NEC Mueller Emergency Center, LP 18-33886	1801 E 51ST BLDG H, AUSTIN, TX 78723	7431780	5957	10/28/14- current	<b>\$92.57</b>
NHS EMERGENCY CENTER, LP 18-33887	220 GOVT CENTER DR , WILMINGTON, NC 28403	None	7201	5/15/2006-current	<b>\$137.27</b>
NEC Harlingen Emergency Center, LP 18-33859	1725 N ED CAREY DR, HARLINGEN, TX. 78550	7431780	9883	01/08/16- current	<b>\$1,863.84</b>
Neighbors Health, LLC 18-33875	2073 E. RUBEN M TORRES SR BLVD, BROWNSVILLE, TX. 78521	None	3961	3/14/16- current	<b>\$610.36</b>
NEC Orange Emergency Center, LP 18-33889	1321 N 16TH ST, ORANGE, TX. 77630	7431780	7500	04/30/15- current	<b>\$519.41</b>
NEC Port Arthur Emergency Center, LP 18-33844	3300 HIGHWAY 365, PORT ARTHUR, TX. 77642	6071816 and 6240875	4522	11/10/15- current	<b>\$1,338.84</b>
NEC Beaumont Emergency Center, LP 18-34031	4755 EASTEX HWY, BEAUMONT, TX. 77706	7431780	1861	11/12/14- current	<b>\$206.94</b>
NEC Beaumont Emergency , LLC -Tax ID # 6791	4755 EASTEX HWY, BEAUMONT, TX. 77706	7431780	1796	11/12/14- current	<b>\$573.30</b>
					<b>\$15,447.82</b>

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

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<b>In re:</b>	§	<b>Chapter 11</b>
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<b>NEIGHBORS LEGACY HOLDINGS, INC.,</b>	§	<b>Case No. 18-33836</b>
<i>et al.,</i>	§	
	§	<b>(Jointly Administered)</b>
<b>Debtors.</b>	§	
	§	

**ORDER REGARDING DEBTORS' ASSUMPTION  
OF TIME WARNER CABLE ENTERPRISES, LLC**

(Relates to Docket Nos. 236 and 255)

Came on for consideration Debtors' Amended Notice of Executory Contracts and Unexpired Leases Subject to Possible Assumption and Assignment and Proposed Cure Amounts (Docket No. 255) and Time Warner Cable Enterprises, LLC's Objection thereto and it appearing that the appropriate cure amount is \$15,447.82; it is therefore

ORDERED that upon assumption of the executory contracts with Time Warner Cable Enterprises, LLC that the Debtor shall pay \$15,447.82 prior to the assumption of said contract.

SIGNED this \_\_\_\_ day of \_\_\_\_\_, 2018.

\_\_\_\_\_  
HONORABLE MARVIN ISGUR,  
UNITED STATES BANKRUPTCY JUDGE