

SAMUEL R. MAIZEL (Bar No. 189301)
samuel.maizel@dentons.com
JOHN A. MOE, II (Bar No. 066893)
john.moe@dentons.com
TANIA M. MOYRON (Bar No. 235736)
tania.moyron@dentons.com
DENTONS US LLP
601 South Figueroa Street, Suite 2500
Los Angeles, California 90017-5704
Tel: (213) 623-9300 / Fax: (213) 623-9924

Attorneys for the Chapter 11 Debtors and
Debtors In Possession

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re
VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,
Debtors and Debtors In Possession.

- ☒ Affects All Debtors
- ☐ Affects Verity Health System of California, Inc.
- ☐ Affects O'Connor Hospital
- ☐ Affects Saint Louise Regional Hospital
- ☐ Affects St. Francis Medical Center
- ☐ Affects St. Vincent Medical Center
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- ☐ Affects Verity Business Services
- ☐ Affects Verity Medical Foundation
- ☐ Affects Verity Holdings, LLC
- ☐ Affects DePaul Ventures, LLC
- ☐ Affects DePaul Ventures - San Jose Dialysis, LLC

Debtors and Debtors In Possession.

Lead Case No. 2:18-bk-20151-ER

Jointly Administered with:

Case No. 2:18-bk-20162-ER
Case No. 2:18-bk-20163-ER
Case No. 2:18-bk-20164-ER
Case No. 2:18-bk-20165-ER
Case No. 2:18-bk-20167-ER
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Case No. 2:18-bk-20179-ER
Case No. 2:18-bk-20180-ER
Case No. 2:18-bk-20181-ER

Chapter 11 Cases

Judge: Hon. Ernest M. Robles

**EXECUTED DECLARATIONS IN SUPPORT
OF THE RETENTION OF CERTAIN
ORDINARY COURSE PROFESSIONALS RE
MOTION AUTHORIZING THE DEBTORS TO
RETAIN AND COMPENSATE
PROFESSIONALS UTILIZED BY THE
DEBTORS IN THE ORDINARY COURSE OF
BUSINESS**

DATE: October 24, 2018
TIME: 10:00 a.m.
PLACE: Courtroom 1568

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300



1 On October 1, 2018, Verity Health System of California, Inc. and the above-referenced
2 affiliated debtors, debtors and debtors in possession in the above-captioned administratively
3 consolidated chapter 11 bankruptcy cases (collectively, the “Debtors”) filed the *Motion For An*
4 *Order Authorizing The Debtors To Retain And Compensate Professionals Utilized By The*
5 *Debtors In The Ordinary Course Of Business*; (the “Motion”) [Docket No. 364]. The Court
6 granted the Motion and an order approving the Motion was entered October 29, 2018 [Docket
7 No. 693].

8 In accordance with the representations made at the hearing on the Motion regarding filing
9 declarations in support of the Motion in sets (the “Declarations”), the Debtors hereby file the
10 attached Declarations in support of the retention of: Healthcare Appraisers, Inc.; Moss Adams
11 LLP; Athene Law, LLP; The Law Office of Hedy Golshani; and David Weiss Law.

12
13 Dated: November 16, 2018

DENTONS US LLP
SAMUEL R. MAIZEL
JOHN A. MOE, II
TANIA R. MOYRON

14
15
16 By /s/John A. Moe, II
JOHN A. MOE, II

17 Attorneys for the Debtors
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Case No. 2:18-bk-20181-ER

Chapter 11 Cases

**DISCLOSURE DECLARATION OF GREGORY
GALLAGHER IN SUPPORT OF THE
RETENTION OF HEALTHCARE
APPRAISERS, INC., AS AN ORDINARY
COURSE PROFESSIONAL**

Judge: Hon. Ernest M. Robles

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 I, Gregory Gallagher, hereby declare that the following is true to the best of my knowledge,
2 information and belief.

3 1. I am the Chief Operating Officer of HealthCare Appraisers, Inc. (the “Firm”), which
4 maintains offices at 2101 NW Corporate Blvd., Suite 400, Boca Raton, FL 33431.

5 2. This Declaration is submitted in connection with an Order of the United States
6 Bankruptcy Court for the Central District of California, Los Angeles Division dated October 29,
7 2018 [Docket No. 693], authorizing the above-captioned debtor and debtor in possession (the
8 “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of
9 the Debtor’s chapter 11 cases, effective as of the Petition Date.

10 3. The Firm, through me, and members of the firm, have represented and advised the
11 Debtors on aspects of the Debtors’ businesses or legal affairs, including analysis of fair market
12 valuation for physician services, since August 24, 2016.

13 4. The Debtors have requested, and the Firm has agreed, to continue to provide services
14 to the Debtors pursuant to section 327(b) of chapter 11 of title 11 of the United States Code (the
15 “Bankruptcy Code”) with respect to such matters. More specifically, the Debtors have requested,
16 and the Firm proposes to render, the following services to the Debtors: Upon request of Debtor,
17 receive and review compensation arrangement(s) pertinent to the specific request. Following
18 review, provide fair market value analysis of said compensation arrangement(s) in a written report,
19 which will assist Debtor with compliance with federal regulations including, but not limited to, the
20 Anti-Kickback Statute (42 U.S.C 1320a-7b) and the False Claims Act (31 U.S.C. 3729).

21 5. The Firm’s current customary hourly rates, subject to change from time to time, are
22 \$480 for Partners, \$410 for Directors, \$380 for Managers, \$325 for Senior Associates, \$250 for
23 Analysts, and \$75 for Administrative time. In the normal course of business, the Firm revises its
24 regular hourly rates on January 1 of each year and requests that, effective January 1 of each year,
25 the aforementioned rates be revised to the regular hourly rates which will be in effect at that time.

26 6. The Firm understands the maximum monthly fee payable to the Firm as an Ordinary
27 Course Professional is \$9,800 per month on a “rolling basis,” and that any amount above the “Cap
28

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1 Amount” could only be paid upon the filing and granting of an Application under sections 330 and
2 331 of the Bankruptcy Code.

3 7. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any
4 employee thereof has any connection with the Debtors or currently represents any creditors, other
5 parties-in-interest, the United States Trustee or any person employed by the Office of the United
6 States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not, by
7 reason of any direct or indirect relationship to, connection with, or interest in the Debtors, hold or
8 represent any interest adverse to the Debtors, the estate or any class of creditors or equity interest
9 holders, other than amounts due the Firm set forth below.

10 8. In addition, although unascertainable at this time after due inquiry, the Firm may
11 have in the past represented, currently represent, and may in the future represent entities that are
12 claimants of the Debtors in matters entirely unrelated to the Debtors and the Estates. The Firm
13 does not and will not represent any such entity in connection with these pending chapter 11 cases
14 and does not have any relationship with any such entity, attorneys or accountants that would be
15 adverse to the Debtors or the Estates.

16 9. The Firm’s process of ascertaining what, if any, connection it may have with any
17 interest adverse to the Debtors, the Estates or any class of creditors or equity interest holders,
18 consists of the following: I reviewed the Debtors’ list of the top 50 general unsecured creditors and
19 the Debtors’ list of creditors who assert secured claims, noting no common business relationships.

20 10. In the past year, the Firm has rendered services that have not yet been billed or that
21 have been billed but with respect to which payment has not yet been received. The Firm is currently
22 owed \$33,283.10 on account of such prepetition services. I understand that payment of such
23 amount is dependent upon the Firm filing a Proof of Claim, and the Claim being determined to be
24 an allowed Claim, and the Debtors paying an amount commensurate with what it is permitted to
25 pay and can pay.

26 11. In light of the foregoing, I believe that the Firm does not hold or represent any
27 interest materially adverse to the Debtors, the estate, creditors, or equity interest holders, as
28 identified to the Firm, with respect to the matters in which the firm will be engaged.

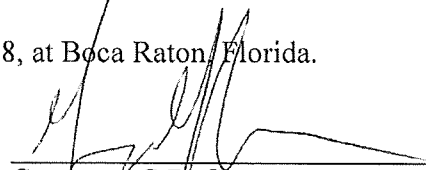
12. Except as set forth herein, no promises have been received by the Firm or any partner, associate or other professional thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure ("Bankruptcy Rule"), the Local Rules of the United States Bankruptcy Court for the Central District of California ("LBR"), and orders of this Court.

13. The Firm further states that it has not shared, nor agreed to share any compensation received in connection with this chapter 11 case with another party or person, other than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

14. The foregoing constitutes the statement of the Firm pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Executed this 5th day of November, 2018, at Boca Raton, Florida.


GREGORY C.R. GALLAGHER
HEALTHCARE APPRAISERS, INC.
2101 NW CORPORATE BLVD., SUITE 400
BOCA RATON, FL 33431
TELEPHONE: (561)-330-3488
E-MAIL: GGALLAGHER@HCFMV.COM

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Dialysis, LLC

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Chapter 11 Cases

Judge: Hon. Ernest M. Robles

**DISCLOSURE DECLARATION OF PAUL
HOLDEN IN SUPPORT OF THE RETENTION
OF MOSS ADAMS, LLP, AS AN ORDINARY
COURSE PROFESSIONAL**

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 I, Paul Holden, hereby declare that the following is true to the best of my knowledge,
2 information and belief.

3 1. I am a Partner of Moss Adams LLP (the “Firm”), which maintains an office at
4 805 SW Broadway, Suite 1200, Portland, Oregon.

5 2. This Declaration is submitted in connection with an Order of the United States
6 Bankruptcy Court for the Central District of California, Los Angeles Division dated October 29,
7 2018 [Docket No. 693], authorizing the above-captioned debtor and debtor in possession (the
8 “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of
9 the Debtor’s chapter 11 cases, effective as of the Petition Date.

10 3. The Firm, through me, and members of the firm, have provided consulting services
11 to the Debtors, including Medicare, Medi-Cal, and OSHPD cost report preparation and related
12 reimbursement consulting services, since 2003.

13 4. The Debtors have requested, and the Firm has agreed, to continue to provide services
14 to the Debtors pursuant to section 327(b) of chapter 11 of title 11 of the United States Code (the
15 “Bankruptcy Code”) with respect to such matters. More specifically, the Debtors have requested,
16 and the Firm proposes to render, the following services to the Debtors: Medicare, Medi-Cal and
17 OSHPD cost report preparation and related reimbursement consulting services.

18 5. The Firm’s current hourly rates, subject to change from time to time, currently range
19 from \$125-600. In the normal course of business, the Firm revises its hourly rates effective in July
20 of each year, the aforementioned rates be revised to the regular hourly rates which will be in effect
21 at that time.

22 6. The Firm understands the maximum monthly fee payable to the Firm as an Ordinary
23 Course Professional is \$86,000 per month on a “rolling basis,” and that any amount above the “Cap
24 Amount” could only be paid upon the filing and granting of an Application under sections 330 and
25 331 of the Bankruptcy Code.

26 7. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any
27 employee thereof provides services to any creditors, other parties-in-interest, the United States
28 Trustee or any person employed by the Office of the United States Trustee with respect to the

DENTONS US LLP
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1 matters upon which it is to be engaged, and the Firm does not, by reason of any direct or indirect
2 relationship to, connection with, or interest in the Debtors, hold or represent any interest adverse to
3 the Debtors, the estate or any class of creditors or equity interest holders, other than amounts due
4 the Firm set forth below.

5 8. In addition, the Firm may have in the past provided services, currently provide
6 services, and may in the future provide service to entities that are claimants of the Debtors in matters
7 entirely unrelated to the Debtors and the Estates. The Firm does not and will not assist any such
8 entity in connection with these pending chapter 11 cases and does not have any relationship with
9 any such entity, attorneys or accountants that would be adverse to the Debtors or the Estates.

10 9. In the past year, the Firm has rendered services that have not yet been billed or that
11 have been billed but with respect to which payment has not yet been received. The Firm is currently
12 owed \$6,552 on account of such prepetition services. I understand that payment of such amount is
13 dependent upon the Firm filing a Proof of Claim, and the Claim being determined to be an allowed
14 Claim, and the Debtors paying an amount commensurate with what it is permitted to pay and can
15 pay.

16 10. In light of the foregoing, I believe that the Firm does not hold or represent any
17 interest materially adverse to the Debtors, the estate, creditors, or equity interest holders, as
18 identified to the Firm, with respect to the matters in which the firm will be engaged.

19 11. Except as set forth herein, no promises have been received by the Firm or any
20 partner, associate or other professional thereof as to compensation in connection with these
21 chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal
22 Rules of Bankruptcy Procedure ("Bankruptcy Rule"), the Local Rules of the United States
23 Bankruptcy Court for the Central District of California ("LBR"), and orders of this Court.

24 12. The Firm further states that it has not shared, nor agreed to share any compensation
25 received in connection with this chapter 11 case with another party or person, other than as
26 permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

27 13. The foregoing constitutes the statement of the Firm pursuant to sections 329 and 504
28 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

1 I declare under penalty of perjury under the laws of the United States of America, that the
2 foregoing is true and correct.

3 Executed this 15th day of November, 2018, at Portland, Oregon.
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8 _____
9 PAUL EDWARD HOLDEN
10 MOSS ADAMS LL P
11 805 SW BROADWAY, SUITE 1200
12 PORTLAND, OR 97205
13 TELEPHONE: (503) 478-1208
14 FACSIMILE: (503) 274-2789
15 E-MAIL: PAUL.HOLDEN@MOSSADAMS.COM
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- Debtors and Debtors In Possession.

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Chapter 11 Cases

Judge: Hon. Ernest M. Robles

**DISCLOSURE DECLARATION OF FELICIA Y
SZE IN SUPPORT OF RETENTION OF THE
ATHENE LAW FIRM AS AN ORDINARY
COURSE PROFESSIONAL**

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 I, FELICIA Y SZE, hereby declare that the following is true to the best of my knowledge,
2 information and belief.

3 1. I am the sole partner of Athene Law, LLP (the “Firm”), which maintains offices in
4 San Francisco, California. Our mailing address is 5432 Geary St., #200; San Francisco, CA
5 94121. The Firm advises a wide range of healthcare provider clients with respect to
6 reimbursement and regulatory compliance advice.

7 2. This Declaration is submitted in connection with an Order of the United States
8 Bankruptcy Court for the Central District of California, Los Angeles Division dated October 29,
9 2018 [Docket No. 693], authorizing the above-captioned debtor and debtor in possession (the
10 “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of
11 the Debtor’s chapter 11 cases, effective as of the Petition Date.

12 3. The Firm, through me, and other attorneys of the firm, have represented and
13 advised the Debtors as outside legal counsel with the following aspects of the Debtors’ businesses
14 or legal affairs, including Medi-Cal reimbursement matters, Medi-Cal reimbursement appeals,
15 and other regulatory guidance, since our inception in July 2018.¹ I have represented and advised
16 the Debtors as outside legal counsel at my prior firm of Rotenberg & Sze, LLP from July 2017 to
17 June 2018, and previously, as an attorney at Hooper, Lundy & Bookman, P.C.

18 4. The Firm has represented the Debtors in multiple administrative appeals against
19 the California Department of Health Care Services with respect to reimbursement from the Medi-
20 Cal program and has advised the Debtors in connection to various regulatory/reimbursement
21 matters in the past. I have advised the hospitals and medical group on various reimbursement
22 matters involving public and private payors.

23 5. The Debtors have requested, and the Firm has agreed, to continue to provide
24 services to the Debtors pursuant to section 327(b) of chapter 11 of title 11 of the United States

25 _____
26 ¹ Athene Law, LLP has been in operation since July 1, 2018. Prior to that, I had practiced as a
27 partner at a two-member firm, Rotenberg & Sze, LLP, for approximately a year. Prior to starting
28 Rotenberg & Sze, LLP, I was a partner at Hooper, Lundy & Bookman, P.C., where I specialized
in reimbursement (Medi-Cal, Medicare, managed care) and regulatory compliance. In both of
these prior positions, I had provided legal services to Debtors and/or the Debtors’ predecessor,
Daughters of Charity.

1 Code (the “Bankruptcy Code”) with respect to such matters. More specifically, the Debtors have
2 requested, and the Firm proposes to render, the following services to the Debtors: ongoing
3 representation regarding Medi-Cal reimbursement appeals, reimbursement guidance and other
4 regulatory counsel.

5 6. The lawyers at the Firm focus their practice specifically in healthcare law and are
6 well qualified to represent the Debtors. I have worked in the healthcare area (public and private)
7 for approximately twenty years and have specialized my legal practice representing healthcare
8 providers for the last fourteen years.

9 7. The Firm has agreed to be compensated on an hourly basis, which is in keeping
10 with the standard terms of representation and the market rates for similar services in this area. In
11 addition, the Firm will seek reimbursement of its reasonable out-of-pocket expenses incurred in
12 connection with this engagement.

13 8. Subject to Court approval, the Firm will represent the Debtors at its customary
14 hourly rates, which range from \$225 to \$525 per hour. The Firm has, however, agreed to apply a
15 discount to \$475 for partners/counsel. In the normal course of business, the Firm revises its
16 regular hourly rates on January 1st of each year and requests that, effective January 1, 2019, of
17 each year, the aforementioned rates be revised to its customary hourly rates which will be in
18 effect at that time (\$525 for partners/counsel and \$250 for our sole associate).

19 9. The Firm understands the maximum monthly fee payable to the Firm as an
20 Ordinary Course Professional is \$5,000.00 per month on a “rolling basis,” and that any amount
21 above the “Cap Amount” could only be paid upon the filing and granting of an Application under
22 sections 330 and 331 of the Bankruptcy Code.

23 10. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any
24 employee thereof has any connection with the Debtors or currently represents any creditors, other
25 parties-in-interest, the United States Trustee or any person employed by the Office of the United
26 States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not,
27 by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, hold
28 or represent any interest adverse to the Debtors, the estate or any class of creditors or equity

1 interest holders, other than (a) as described in paragraph 12 below and (b) with respect to amounts
2 due the Firm and Rotenberg & Sze, LLP as set forth below.

3 11. Thus, I believe that the Firm's representation of entities as described in paragraph
4 12 in matters entirely unrelated to the Debtors is not adverse to the Debtors' interests, or the
5 interests of creditors or the estate, in respect of the matters for which the Firm will be engaged,
6 nor will such services impair the Firm's ability to represent the Debtors in the ordinary course in
7 this chapter 11 case.

8 12. The Firm represents a myriad of healthcare provider and other clients, some of
9 which are claimants of the Debtors in matters entirely unrelated to the Debtors and the Estates,
10 including, without limitation, the County of San Mateo.

11 13. In addition, although unascertainable at this time after due inquiry, the Firm may
12 have in the past represented, currently represent, and may in the future represent entities that are
13 claimants of the Debtors in matters entirely unrelated to the Debtors and the Estates.

14 14. The Firm does not and will not represent any such entities described in paragraphs
15 12 or 13 in connection with these pending chapter 11 cases and does not have any relationship
16 with any such entity, attorneys or accountants that would be adverse to the Debtors or the Estates.

17 15. The Firm's process of ascertaining what, if any, connection it may have with any
18 interest adverse to the Debtors, the Estates or any class of creditors or equity interest holders,
19 consists of the following: review of the Debtors' list of the top 50 general unsecured creditors,
20 and the Debtors' list of creditors who assert secured claims, cross-referencing known creditors
21 against client list, and inquiring with Firm attorneys and employees regarding any potential
22 conflicts.

23 16. In the past year, the Firm has rendered services that have not yet been billed or that
24 have been billed but with respect to which payment has not yet been received. The Firm is
25 currently owed \$1,092.50 on account of such prepetition services. My prior firm, Rotenberg &
26 Sze, LLP, is currently owed \$31,778.335 on account of such prepetition services. I understand
27 that payment of such amount is dependent upon each firm filing a Proof of Claim, and the Claim
28

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 being determined to be an allowed Claim, and the Debtors paying an amount commensurate with
2 what it is permitted to pay and can pay.

3 17. In light of the foregoing, I believe that the Firm does not hold or represent any
4 interest materially adverse to the Debtors, the estate, creditors, or equity interest holders, as
5 identified to the Firm, with respect to the matters in which the firm will be engaged.

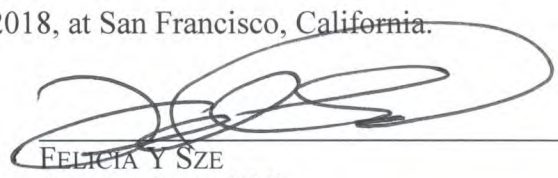
6 18. Except as set forth herein, no promises have been received by the Firm or any
7 partner, associate or other professional thereof as to compensation in connection with these
8 chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the
9 Federal Rules of Bankruptcy Procedure ("Bankruptcy Rule"), the Local Rules of the United
10 States Bankruptcy Court for the Central District of California ("LBR"), and orders of this Court.

11 19. The Firm further states that it has not shared, nor agreed to share any
12 compensation received in connection with this chapter 11 case with another party or person, other
13 than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

14 20. The foregoing constitutes the statement of the Firm pursuant to sections 329 and
15 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

16 I declare under penalty of perjury under the laws of the United States of America, that the
17 foregoing is true and correct.

18 Executed this 12th day of November, 2018, at San Francisco, California.

19
20 

21 FELICIA Y SZE
22 ATHENE LAW, LLP
23 5432 GEARY ST., #200
24 SAN FRANCISCO, CA 94121
25 TELEPHONE: (415) 686-7531
26 FACSIMILE: (844) 619-8022
27 E-MAIL: FELICIA@ATHENELAW.COM
28

SAMUEL R. MAIZEL (Bar No. 189301)
samuel.maizel@dentons.com
JOHN A. MOE, II (Bar No. 066893)
john.moe@dentons.com
TANIA M. MOYRON (Bar No. 235736)
tania.moyron@dentons.com
DENTONS US LLP
601 South Figueroa Street, Suite 2500
Los Angeles, California 90017-5704
Tel: (213) 623-9300 / Fax: (213) 623-9924

Attorneys for the Chapter 11 Debtors and
Debtors In Possession

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

In re
VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,
Debtors and Debtors In Possession.

- ☒ Affects All Debtors
- ☐ Affects Verity Health System of California, Inc.
- ☐ Affects O'Connor Hospital
- ☐ Affects Saint Louise Regional Hospital
- ☐ Affects St. Francis Medical Center
- ☐ Affects St. Vincent Medical Center
- ☐ Affects Seton Medical Center
- ☐ Affects O'Connor Hospital Foundation
- ☐ Affects Saint Louise Regional Hospital Foundation
- ☐ Affects St. Francis Medical Center of Lynwood Foundation
- ☐ Affects St. Vincent Foundation
- ☐ Affects St. Vincent Dialysis Center, Inc.
- ☐ Affects Seton Medical Center Foundation
- ☐ Affects Verity Business Services
- ☐ Affects Verity Medical Foundation
- ☐ Affects Verity Holdings, LLC
- ☐ Affects DePaul Ventures, LLC
- ☐ Affects DePaul Ventures - San Jose Dialysis, LLC

Debtors and Debtors In Possession.

Lead Case No. 2:18-bk-20151-ER

Jointly Administered with:
Case No. 2:18-bk-20162-ER
Case No. 2:18-bk-20163-ER
Case No. 2:18-bk-20164-ER
Case No. 2:18-bk-20165-ER
Case No. 2:18-bk-20167-ER
Case No. 2:18-bk-20168-ER
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Case No. 2:18-bk-20175-ER
Case No. 2:18-bk-20176-ER
Case No. 2:18-bk-20178-ER
Case No. 2:18-bk-20179-ER
Case No. 2:18-bk-20180-ER
Case No. 2:18-bk-20181-ER

Chapter 11 Cases

Judge: Hon. Ernest M. Robles

DISCLOSURE DECLARATION OF HEDY GOLSHANI IN SUPPORT OF THE RETENTION OF THE LAW OFFICE OF HEDY GOLSHANI AS AN ORDINARY COURSE PROFESSIONAL

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 I, Hedy Golshani, hereby declare that the following is true to the best of my knowledge,
2 information and belief.

3 1. I am a principle of Law Office of Hedy Golshani (the “Firm”), which maintains
4 offices at 3550 Wilshire Blvd. #723, Los Angeles CA 90010.

5 2. This Declaration is submitted in connection with an Order of the United States
6 Bankruptcy Court for the Central District of California, Los Angeles Division dated October 29,
7 2018 [Docket No. 693], authorizing the above-captioned debtor and debtor in possession (the
8 “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of
9 the Debtor’s chapter 11 cases, effective as of the Petition Date.

10 3. The Firm, through me, and members of the firm, have represented the interests of
11 St. Vincent and St. Francis Medical Centers as their Workers Compensation Defense Attorneys
12 since March 7, 2016, including handling over 150 of their Workers Compensation cases at
13 various venues including the Los Angeles WCAB, the Marina Del Rey WCAB, the Van Nuys
14 WCAB, and the Long Beach WCAB. Our representation also includes conduction of Depositions
15 of the injured workers and the utilized physicians in the Workers Compensation arena. Our office
16 has had the highest Workers Compensation closure rate for the Debtors at issue having settled
17 over 85 of the Workers Compensation cases equating to a great deal of cost savings for the
18 Debtors.

19 4. The Debtors have requested, and the Firm has agreed, to continue to provide
20 services to the Debtors pursuant to section 327(b) of chapter 11 of title 11 of the United States
21 Code (the “Bankruptcy Code”) with respect to such matters. More specifically, the Debtors have
22 requested, and the Firm proposes to render, the following services to the Debtors: Continue to
23 handle the Debtors’ Workers Compensation claims, including defending the Debtors’
24 representatives at depositions, court hearings and trial, as well as day to day handling of their
25 Workers Compensation cases. We currently have approximately 65 cases.

26 5. The Firm’s current customary hourly rates, subject to change from time to time, is
27 \$175 an hour.
28

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
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1 6. The Debtors have indicated that the fees paid monthly to our firm will not exceed
2 \$5,000. This is incorrect. The Monthly Cap on our fees should be \$35,000. The Firm understands
3 the maximum monthly fee payable to the Firm as an Ordinary Course Professional is \$35,000 per
4 month on a “rolling basis,” and that any amount above the “Cap Amount” could only be paid
5 upon the filing and granting of an Application under sections 330 and 331 of the Bankruptcy
6 Code. However, the Firm’s fees are paid by and through Sedgwick CMS, third party
7 administrator, on behalf of the Debtors, first through their designated deductible amount and
8 therefore through their workers’ compensation insurance carrier with coverage for the workers’
9 compensation claim being defended.

10 7. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any
11 employee thereof has any connection with the Debtors or currently represents any creditors, other
12 parties-in-interest, the United States Trustee or any person employed by the Office of the United
13 States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not,
14 by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, hold
15 or represent any interest adverse to the Debtors, the estate or any class of creditors or equity
16 interest holders, other than amounts due the Firm set forth below.

17 8. In addition, although unascertainable at this time after due inquiry, the Firm may
18 have in the past represented, currently represent, and may in the future represent entities that are
19 claimants of the Debtors in matters entirely unrelated to the Debtors and the Estates. The Firm
20 does not and will not represent any such entity in connection with these pending chapter 11 cases
21 and does not have any relationship with any such entity, attorneys or accountants that would be
22 adverse to the Debtors or the Estates.

23 9. The Firm’s process of ascertaining what, if any, connection it may have with any
24 interest adverse to the Debtors, the Estates or any class of creditors or equity interest holders,
25 consists of the following: Having reviewed Debtors’ list of the top 50 largest unsecured creditors
26 and the Debtors’ list of creditors who assert secured claims.

27 10. In the past year, the Firm has rendered services that have not yet been billed or that
28 have been billed but with respect to which payment has not yet been received. The Firm is

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 currently owed \$4,396.91 on account of such prepetition services through August 30th. I
2 understand that payment of such amount is dependent upon the Firm filing a Proof of Claim, and
3 the Claim being determined to be an allowed Claim, and the Debtors paying an amount
4 commensurate with what it is permitted to pay and can pay.

5 11. In light of the foregoing, I believe that the Firm does not hold or represent any
6 interest materially adverse to the Debtors, the estate, creditors, or equity interest holders, as
7 identified to the Firm, with respect to the matters in which the firm will be engaged.

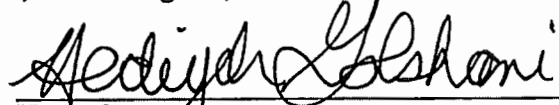
8 12. Except as set forth herein, no promises have been received by the Firm or any
9 partner, associate or other professional thereof as to compensation in connection with these
10 chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the
11 Federal Rules of Bankruptcy Procedure ("Bankruptcy Rule"), the Local Rules of the United
12 States Bankruptcy Court for the Central District of California ("LBR"), and orders of this Court.

13 13. The Firm further states that it has not shared, nor agreed to share any
14 compensation received in connection with this chapter 11 case with another party or person, other
15 than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

16 14. The foregoing constitutes the statement of the Firm pursuant to sections 329 and
17 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

18 I declare under penalty of perjury under the laws of the United States of America, that the
19 foregoing is true and correct.

20 Executed this 14th day of November 2018, at Los Angeles, California.

21 

22 HEDY GOLSHANI
23 LAW OFFICE OF HEDY GOLSHANI
24 3550 WILSHIRE BLVD. #723
25 LOS ANGELES, CA 90010
26 TELEPHONE: 323-424-3303
27 FACSIMILE: 323-424-3210
28 E-MAIL: HEDY@HEDYGOLSHANILAW.COM

SAMUEL R. MAIZEL (Bar No. 189301)
samuel.maizel@dentons.com
JOHN A. MOE, II (Bar No. 066893)
john.moe@dentons.com
TANIA M. MOYRON (Bar No. 235736)
tania.moyron@dentons.com
DENTONS US LLP
601 South Figueroa Street, Suite 2500
Los Angeles, California 90017-5704
Tel: (213) 623-9300 / Fax: (213) 623-9924

Attorneys for the Chapter 11 Debtors and
Debtors In Possession

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

In re

VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,

Debtors and Debtors In Possession.

- ☒ Affects All Debtors
- ☐ Affects Verity Health System of California, Inc.
- ☐ Affects O'Connor Hospital
- ☐ Affects Saint Louise Regional Hospital
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- ☐ Affects Verity Medical Foundation
- ☐ Affects Verity Holdings, LLC
- ☐ Affects DePaul Ventures, LLC
- ☐ Affects DePaul Ventures - San Jose Dialysis, LLC
- Debtors and Debtors In Possession.

Lead Case No. 2:18-bk-20151-ER

Jointly Administered with:
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Case No. 2:18-bk-20179-ER
Case No. 2:18-bk-20180-ER
Case No. 2:18-bk-20181-ER

Chapter 11 Cases

Judge: Hon. Ernest M. Robles

DISCLOSURE DECLARATION OF DAVID J. WEISS IN SUPPORT OF THE RETENTION OF DAVID WEISS LAW AS AN ORDINARY COURSE PROFESSIONAL

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 I, David J. Weiss hereby declare that the following is true to the best of my knowledge,
2 information and belief.

3 1. I am an owner of David Weiss Law (the “Firm”), which maintains offices at 11340
4 West Olympic Blvd, Suite 100, Los Angeles, CA 90064

5 2. This Declaration is submitted in connection with an Order of the United States
6 Bankruptcy Court for the Central District of California, Los Angeles Division dated October 29,
7 2018 [Docket No. 693], authorizing the above-captioned debtor and debtor in possession (the
8 “Debtor”) to retain certain professionals in the ordinary course of business during the pendency of
9 the Debtor’s chapter 11 cases, effective as of the Petition Date.

10 3. The Firm, through me, and members of the firm, have represented and advised the
11 Debtors as legal counsel with the following aspects of the Debtors’ businesses or legal affairs,
12 including litigation since 2017.

13 4. The Debtors have requested, and the Firm has agreed, to continue to provide
14 services to the Debtors pursuant to section 327(b) of chapter 11 of title 11 of the United States
15 Code (the “Bankruptcy Code”) with respect to such matters. More specifically, the Debtors have
16 requested, and the Firm proposes to render, the following services to the Debtors: Defense of
17 professional negligence and general liability matters in litigation.

18 5. The Firm’s current customary hourly rates, subject to change from time to time,
19 are \$275. In the normal course of business, the Firm revises its regular hourly rates on January 1
20 of each year and requests that, effective January 1 of each year, the aforementioned rates be
21 revised to the regular hourly \$295 rates which will be in effect at that time.

22 6. The Firm understands the maximum monthly fee payable to the Firm as an
23 Ordinary Course Professional is \$10,000 per month on a “rolling basis,” and that any amount
24 above the “Cap Amount” could only be paid upon the filing and granting of an Application under
25 sections 330 and 331 of the Bankruptcy Code.

26 7. To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any
27 employee thereof has any connection with the Debtors or currently represents any creditors, other
28 parties-in-interest, the United States Trustee or any person employed by the Office of the United

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601 SOUTH FIGUEROA STREET, SUITE 2500
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1 States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not,
2 by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, hold
3 or represent any interest adverse to the Debtors, the estate or any class of creditors or equity
4 interest holders, other than amounts due the Firm set forth below.

5 8. In addition, although unascertainable at this time after due inquiry, the Firm may
6 have in the past represented, currently represent, and may in the future represent entities that are
7 claimants of the Debtors in matters entirely unrelated to the Debtors and the Estates. The Firm
8 does not and will not represent any such entity in connection with these pending chapter 11 cases
9 and does not have any relationship with any such entity, attorneys or accountants that would be
10 adverse to the Debtors or the Estates.

11 9. The Firm's process of ascertaining what, if any, connection it may have with any
12 interest adverse to the Debtors, the Estates or any class of creditors or equity interest holders,
13 consists of the following: internal conflict check.

14 10. In the past year, the Firm has rendered services that have not yet been billed or that
15 have been billed but with respect to which payment has not yet been received. The Firm is
16 currently owed \$2,064.15 on account of such prepetition services. I understand that payment of
17 such amount is dependent upon the Firm filing a Proof of Claim, and the Claim being determined
18 to be an allowed Claim, and the Debtors paying an amount commensurate with what it is
19 permitted to pay and can pay.

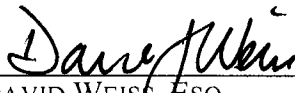
20 11. In light of the foregoing, I believe that the Firm does not hold or represent any
21 interest materially adverse to the Debtors, the estate, creditors, or equity interest holders, as
22 identified to the Firm, with respect to the matters in which the firm will be engaged.

23 12. Except as set forth herein, no promises have been received by the Firm or any
24 partner, associate or other professional thereof as to compensation in connection with these
25 chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the
26 Federal Rules of Bankruptcy Procedure ("Bankruptcy Rule"), the Local Rules of the United
27 States Bankruptcy Court for the Central District of California ("LBR"), and orders of this Court.
28

1 13. The Firm further states that it has not shared, nor agreed to share any
2 compensation received in connection with this chapter 11 case with another party or person, other
3 than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.

4 14. The foregoing constitutes the statement of the Firm pursuant to sections 329 and
5 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

6 I declare under penalty of perjury under the laws of the United States of America, that the
7 foregoing is true and correct.

8
9 
10 DAVID WEISS, ESQ.
11 DAVID WEISS LAW
12 11340 W. OLYMPIC BLVD, SUITE 100
13 LOS ANGELES, CA 90064
14 TELEPHONE (310) 575-9566
15 FACSIMILE (310) 575-9576
16 E-MAIL: WEISSD@DJWLAW.COM

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300