

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

PHYSIOTHERAPY HOLDINGS, INC.,

Debtor,

Tax ID: 32-0375193

) Chapter 11

) Case No. 13-12965 (KG)

In re:

ACTRA REHABILITATION ASSOCIATES, INC.,

Debtor,

Tax ID: 39-1127806

) Chapter 11

) Case No. 13-12966 (KG)

In re:

ALEXANDRIA SPORTS, INC.,

Debtor,

Tax ID: 11-3297654

) Chapter 11

) Case No. 13-12967 (KG)

In re:

BENCHMARK ACQUISITION CORP.,

Debtor,

Tax ID: 23-3093850

) Chapter 11

) Case No. 13-12968 (KG)

In re:

BENCHMARK MEDICAL MANAGEMENT  
COMPANY,

Debtor,

Tax ID: 23-3060335

) Chapter 11

) Case No. 13-12969 (KG)



In re:

BENCHMARK O & P HOLDINGS, INC.,

Debtor,

Tax ID: 23-3096848

) Chapter 11

) Case No. 13-12970 (KG)

In re:

BENCHMARK ORTHOTICS & PROSTHETICS,  
INC.,

Debtor,

Tax ID: 23-3097000

) Chapter 11

) Case No. 13-12971 (KG)

In re:

BLUE HEN PHYSICAL THERAPY, INC.,

Debtor,

Tax ID: 51-0297267

) Chapter 11

) Case No. 13-12972 (KG)

In re:

CAPE PROSTHETICS-ORTHOTICS, INC.,

Debtor,

Tax ID: 43-1347914

) Chapter 11

) Case No. 13-12973 (KG)

In re:

CARROLLTON PHYSICAL THERAPY CLINIC,  
INC.,

Debtor,

Tax ID: 75-2102832

) Chapter 11

) Case No. 13-12975 (KG)

In re:

INTEGRITY PHYSICAL THERAPY, INC.,

Debtor,

Tax ID: 06-1711075

) Chapter 11

) Case No. 13-12976 (KG)

In re:

KEYSTONE REHABILITATION ASSOCIATES  
OF WARREN,

Debtor,

Tax ID: 34-1658341

) Chapter 11

) Case No. 13-12977 (KG)

In re:

KEYSTONE REHABILITATION SYSTEMS, INC.,

Debtor,

Tax ID: 25-1538380

) Chapter 11

) Case No. 13-12978 (KG)

In re:

KEYSTONE REHABILITATION ASSOCIATES  
OF MCMURRAY,

Debtor,

Tax ID: 25-1676304

) Chapter 11

) Case No. 13-12979 (KG)

In re:

LEESBURG SPORTS, INC.,

Debtor,

Tax ID: 11-3414190

) Chapter 11

) Case No. 13-12980 (KG)

In re:

MATRIX HEALTHCARE SERVICES, LLC,

Debtor,

Tax ID: 81-0567344

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)  
) Chapter 11

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)  
) Case No. 13-12981 (KG)

In re:

MATRIX REHABILITATION, INC.,

Debtor,

Tax ID: 71-0783147

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)  
) Chapter 11

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)  
) Case No. 13-12982 (KG)

In re:

MATRIX REHABILITATION-DELAWARE, INC.,

Debtor,

Tax ID: 71-0842504

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)  
) Chapter 11

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)  
) Case No. 13-12983 (KG)

In re:

MATRIX REHABILITATION-GEORGIA, INC.,

Debtor,

Tax ID: 58-2554073

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)  
) Chapter 11

)  
)  
) Case No. 13-12984 (KG)

In re:

MATRIX REHABILITATION-OHIO, INC.,

Debtor,

Tax ID: 71-0842505

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)  
) Chapter 11

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)  
) Case No. 13-12985 (KG)

In re: )  
 )  
MATRIX REHABILITATION-SOUTH )  
CAROLINA, INC., )  
 )  
Debtor, )  
 )  
Tax ID: 73-1575603 )

Chapter 11  
Case No. 13-12986 (KG)

In re: )  
 )  
MATRIX REHABILITATION-TEXAS, INC., )  
 )  
Debtor, )  
 )  
Tax ID: 73-1589542 )

Chapter 11  
Case No. 13-12987 (KG)

In re: )  
 )  
MORRIS AREA REHABILITATION )  
ASSOCIATION, INC., )  
 )  
Debtor, )  
 )  
Tax ID: 22-2272043 )

Chapter 11  
Case No. 13-12988 (KG)

In re: )  
 )  
NORTH DALLAS PHYSICAL THERAPY )  
ASSOCIATES, INC., )  
 )  
Debtor, )  
 )  
Tax ID: 75-2075331 )

Chapter 11  
Case No. 13-12989 (KG)

In re: )  
 )  
NORTHSTAR HEALTH SERVICES, INC., )  
 )  
Debtor, )  
 )  
Tax ID: 25-1697152 )

Chapter 11  
Case No. 13-12990 (KG)

In re:

NSHS SERVICES, INC.,

Debtor,

Tax ID: 51-0356789

Chapter 11

Case No. 13-12991 (KG)

In re:

ORTHOPAEDIC SERVICES OF PADUCAH, INC.,

Debtor,

Tax ID: 61-1213143

Chapter 11

Case No. 13-12992 (KG)

In re:

PHYSIOLINK CORPORATION,

Debtor,

Tax ID: 13-3643705

Chapter 11

Case No. 13-12993 (KG)

In re:

PHYSIOTHERAPY ASSOCIATES HOLDINGS,  
INC.,

Debtor,

Tax ID: 26-0253367

Chapter 11

Case No. 13-12994 (KG)

In re:

PHYSIOTHERAPY ASSOCIATES, INC.,

Debtor,

Tax ID: 38-2617193

Chapter 11

Case No. 13-12995 (KG)

In re:

PHYSIOTHERAPY ASSOCIATES-UNION  
REHAB, LLC,

Debtor,

Tax ID: 52-2080041

)  
) Chapter 11

)  
) Case No. 13-12996 (KG)

In re:

PHYSIOTHERAPY CORPORATION,

Debtor,

Tax ID: 26-0493816

)  
) Chapter 11

)  
) Case No. 13-12997 (KG)

In re:

PHYSIOTHERAPY-BMHI HOLDINGS, INC.,

Debtor,

Tax ID: 23-3053361

)  
) Chapter 11

)  
) Case No. 13-12998 (KG)

In re:

PHYSIOTHERAPY-BMI, INC.,

Debtor,

Tax ID: 23-3024107

)  
) Chapter 11

)  
) Case No. 13-12999 (KG)

In re:

POTOMAC REHABILITATION SERVICES, INC.,

Debtor,

Tax ID: 52-1922725

)  
) Chapter 11

)  
) Case No. 13-13000 (KG)

In re:	)	Chapter 11
PROFESSIONAL REHAB ASSOCIATES, INC.,	)	Case No. 13-13001 (KG)
Debtor,	)	
Tax ID: 23-2362393	)	
In re:	)	Chapter 11
PROGRESSIVE THERAPY SERVICES, INC.,	)	Case No. 13-13002 (KG)
Debtor,	)	
Tax ID: 34-1898449	)	
In re:	)	Chapter 11
R.S. NETWORK, INC.,	)	Case No. 13-13003 (KG)
Debtor,	)	
Tax ID: 36-3829104	)	
In re:	)	Chapter 11
REHAB ASSOCIATES, L.L.C.,	)	Case No. 13-13004 (KG)
Debtor,	)	
Tax ID: 72-1379381	)	
In re:	)	Chapter 11
REHAB COLORADO, LLC,	)	Case No. 13-13005 (KG)
Debtor,	)	
Tax ID: 63-1215804	)	







In re: )

WISCONSIN PROSTHETICS AND ORTHOTICS, )  
 INC., )

Debtor, )

Tax ID: 39-1247815 )

Chapter 11

Case No. 13-13016 (KG)

**ORDER DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES**

Upon the motion (the "**Motion**")<sup>1</sup> of the Debtors for entry of an order (this "**Order**") pursuant to sections 101(2) and 105(a) of the Bankruptcy Code, Rule 1015(b) of the Bankruptcy Rules and Rule 1015-1 of the Local Rules, directing joint administration of the Debtors' related chapter 11 cases, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion being adequate and appropriate under the particular circumstances; and a hearing having been held to consider the relief requested in the Motion (the "**Hearing**"); and upon consideration of the First Day Declaration, the record of the Hearing and all proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors' estates, their creditors and other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

1. The Motion is granted to the extent provided herein.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered under Case No. 13-12965 (KG), the case number for Physiotherapy Holdings, Inc.
3. If any of the chapter 11 cases are initially assigned to different judges, each of the chapter 11 cases shall be transferred to the judge to whom the lowest case numbers are assigned.
4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
PHYSIOTHERAPY HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>	)	Chapter 11
Debtors,	)	Case No. 13-12965 (KG)
	)	Jointly Administered

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, are: Physiotherapy Holdings, Inc. (5193); Actra Rehabilitation Associates, Inc. (7806); Alexandria Sports, Inc. (7654); Benchmark Acquisition Corp. (3850); Benchmark Medical Management Company (0335); Benchmark O & P Holdings, Inc. (6848); Benchmark Orthotics & Prosthetics, Inc. (7000); Blue Hen Physical Therapy, Inc. (7267); Cape Prosthetics-Orthotics, Inc. (7914); Carrollton Physical Therapy Clinic, Inc. (2832); Integrity Physical Therapy, Inc. (1075); Keystone Rehabilitation Associates of Warren (8341); Keystone Rehabilitation Systems, Inc. (8380); Keystone Rehabilitation Systems of McMurray (6304); Leesburg Sports, Inc. (4190); MATRIX Healthcare Services, LLC (7344); MATRIX Rehabilitation, Inc. (3147); MATRIX Rehabilitation-Delaware, Inc. (2504); MATRIX Rehabilitation-Georgia, Inc. (4073); MATRIX Rehabilitation-Ohio, Inc. (2505); MATRIX Rehabilitation-South Carolina, Inc. (5603); MATRIX Rehabilitation-Texas, Inc. (9542); Morris Area Rehabilitation Association, Inc. (2043); North Dallas Physical Therapy Associates, Inc. (5331); Northstar Health Services, Inc. (7152); NSHS Services, Inc. (6789); Orthopaedic Services of Paducah, Inc. (3143); PhysioLink Corporation (3705); Physiotherapy Associates Holdings, Inc. (3367); Physiotherapy Associates, Inc. (7193); Physiotherapy Associates-Union Rehab, LLC (0041); Physiotherapy Corporation (3816); Physiotherapy-BMHI Holdings, Inc. (3361); Physiotherapy-BMI, Inc. (4107); Potomac Rehabilitation Services, Inc. (2725); Professional Rehab Associates, Inc. (2393); Progressive Therapy Services, Inc. (8449); Rehab Associates, L.L.C. (9381); Rehab Colorado, LLC (5804); Rehab Missouri, LLC (0587); Rehab Xcel, LLC (0586); Rehabilitation Consultants, Inc. (1166); R.S. Network, Inc. (9104); SMR Banyan Tree, Inc. (6933); Swanson Orthotic & Prosthetic Center, Inc. (2308); The Parks Physical Therapy and Work Hardening Center, Inc. (2926); Theraphysics Partners of Colorado, Inc. (2115); Theraphysics Partners of Texas, Inc. (9976); Therapy Associates of Martinsville, Inc. (1394); Trumbull P.T. Corp. (3855); Wisconsin Prosthetics and Orthotics, Inc. (7815). The Debtors' main corporate address is 855 Springdale Drive, Suite 200, Exton, PA 19341.

5. An entry shall be made on the docket of each of the Debtors' chapter 11 cases, other than Physiotherapy Holdings, Inc., to reflect the joint administration of these chapter 11 cases, substantially similar to the following:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware directing joint administration of these chapter 11 cases of the following entities: Physiotherapy Holdings, Inc.; Actra Rehabilitation Associates, Inc.; Alexandria Sports, Inc.; Benchmark Acquisition Corp.; Benchmark Medical Management Company; Benchmark O & P Holdings, Inc.; Benchmark Orthotics & Prosthetics, Inc.; Blue Hen Physical Therapy, Inc.; Cape Prosthetics-Orthotics, Inc.; Carrollton Physical Therapy Clinic, Inc.; Integrity Physical Therapy, Inc.; Keystone Rehabilitation Associates of Warren; Keystone Rehabilitation Systems, Inc.; Keystone Rehabilitation Systems of McMurray; Leesburg Sports, Inc.; MATRIX Healthcare Services, LLC; MATRIX Rehabilitation, Inc.; MATRIX Rehabilitation-Delaware, Inc.; MATRIX Rehabilitation-Georgia, Inc.; MATRIX Rehabilitation-Ohio, Inc.; MATRIX Rehabilitation-South Carolina, Inc.; MATRIX Rehabilitation-Texas, Inc.; Morris Area Rehabilitation Association, Inc.; North Dallas Physical Therapy Associates, Inc.; Northstar Health Services, Inc.; NSHS Services, Inc.; Orthopaedic Services of Paducah, Inc.; PhysioLink Corporation; Physiotherapy Associates Holdings, Inc.; Physiotherapy Associates, Inc.; Physiotherapy Associates-Union Rehab, LLC; Physiotherapy Corporation; Physiotherapy-BMHI Holdings, Inc.; Physiotherapy-BMI, Inc.; Potomac Rehabilitation Services, Inc.; Professional Rehab Associates, Inc.; Progressive Therapy Services, Inc.; Rehab Associates, L.L.C.; Rehab Colorado, LLC; Rehab Missouri, LLC; Rehab Xcel, LLC; Rehabilitation Consultants, Inc.; R.S. Network, Inc.; SMR Banyan Tree, Inc.; Swanson Orthotic & Prosthetic Center, Inc.; The Parks Physical Therapy and Work Hardening Center, Inc.; Theraphysics Partners of Colorado, Inc.; Theraphysics Partners of Texas, Inc.; Therapy Associates of Martinsville, Inc.; Trumbull P.T. Corp.; Wisconsin Prosthetics and Orthotics, Inc. All further pleadings and other papers shall be filed in, and all other further docket entries shall be made in, Case No. 13-12965 (KG).

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the District of Delaware shall keep, one consolidated docket, one file and one consolidated service list.

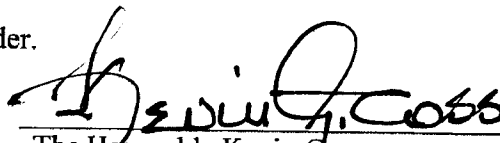
7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise affecting a substantive consolidation of these chapter 11 cases.

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

9. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, this Order shall be immediately effective and enforceable upon its entry.

10. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Date: NOVEMBER 14 2013  
Wilmington, Delaware

  
The Honorable Kevin Gross  
Chief United States Bankruptcy Judge