

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

IN RE:)
) Chapter 11
CHURCH STREET HEALTH MANAGEMENT, LLC)
) Case No. 12-01573
Debtor)

IN RE:)
) Chapter 11
SMALL SMILES HOLDING COMPANY, LLC)
) Case No. 12-01574
Debtor)

IN RE:)
) Chapter 11
FORBA NY, LLC)
) Case No. 12-01575
Debtor)

IN RE:)
) Chapter 11
EEHC, INC.)
) Case No. 12-01576
Debtor)

IN RE:)
) Chapter 11
FORBA SERVICES, INC.)
) Case No. 12-01577
Debtor)

**EXPEDITED MOTION OF DEBTORS PURSUANT TO RULE 1015(b) OF
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE FOR JOINT
ADMINISTRATION AND PROCEDURAL CONSOLIDATION OF CASES**

TO THE HONORABLE UNITED
STATES BANKRUPTCY JUDGE:

Church Street Health Management, LLC (“CSHM”) and its affiliated debtors in the
above-captioned chapter 11 bankruptcy cases, as debtors in possession (collectively, the

“Debtors”), as and for their motion for the relief requested herein, respectfully state as follows:

SUMMARY OF RELIEF REQUESTED

1. By this motion (the “Motion”)¹, the Debtors hereby move this Court, pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for the entry of an order, substantially in the form annexed hereto, providing for the joint administration of the Debtors’ separate chapter 11 cases for procedural purposes only.

JURISDICTION AND VENUE

2. This Court has jurisdiction over this Motion under 28 U.S.C. § 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of these proceedings and this Motion is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

PROCEDURAL BACKGROUND

3. On the date hereof (the “Petition Date”), each of the Debtors filed a voluntary petition with this Court for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended (the “Bankruptcy Code”).

4. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

5. No creditors’ committee has yet been appointed in these cases by the United States Trustee. Further, no trustee or examiner has been requested or appointed in any of the Debtors’ chapter 11 cases.

FACTUAL BACKGROUND

6. The factual background relating to the Debtors’ commencement of these chapter 11 cases is set forth in detail in the Affidavit of Martin J. McGahan, the Chief Restructuring

¹ The Debtors requested an expedited hearing on this Motion as more fully set forth in that certain First Expedited Motion to Set Emergency Hearing on First Day Motions filed contemporaneously herewith, which motion supports the request for relief by this Motion and which is incorporated herein by reference.

Officer of Church Street Health Management, LLC, in Support of Chapter 11 Petitions and First Day Pleadings (the “First Day Affidavit”)² filed contemporaneously herewith. The First Day Affidavit supports the request for relief by this Motion and is incorporated herein by reference.

RELIEF REQUESTED

7. By this Motion, the Debtors request the entry of an expedited order directing that the above-captioned chapter 11 cases be consolidated for procedural purposes only and jointly administered under a the case number and caption assigned to the chapter 11 case of CSHM, the first case filed on the Petition Date.

BASIS FOR RELIEF

8. Bankruptcy Rule 1015(b) provides that, if two or more petitions are pending in the same court by or against any debtor and an affiliate, the court may order joint administration of the estates of such debtor and its affiliate. The Debtors are affiliates of each other as that term is defined in section 101(2) of the Bankruptcy Code and as that term is used in Bankruptcy Rule 1015(b).

9. In light of the multiple financial and operational interrelationships among the Debtors, joint administration of the Debtors’ cases is appropriate. Moreover, the joint administration of the Debtors’ chapter 11 cases will permit the Clerk of the Court to use a single general docket for each of the Debtors’ cases and will further the interests of judicial economy and administrative expediency. As most, if not all, pleadings to be filed in these cases will likely affect each Debtor’s case, joint administration will permit the Debtors and other parties to combine notices to creditors and other parties-in-interest of the Debtors’ respective estates. Joint

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the First Day Affidavit.

administration will also protect parties-in-interest by ensuring that parties in each of the Debtors' respective chapter 11 cases will be apprised of the various matters before the Court in each case.

10. The rights of the respective creditors of each of the Debtors will not be adversely affected by joint administration of these cases inasmuch as the relief sought is purely procedural and is in no way intended to affect substantive rights. *See, e.g., In re I.R.C.C., Inc.*, 105 B.R. 237, 238 (Bankr. S.D.N.Y. 1989) (joint administration promotes administrative convenience without affecting substantive rights); *In re Steury*, 94 B.R. 553, 553-54 (Bankr. N.D. Ind. 1988) (joint administration promotes "desire for administrative efficiency . . . without altering the substantive rights of the parties"); *In re Parkway Calabasas Ltd.*, 89 B.R. 832, 836 (Bankr. C.D. Cal. 1988) ("The purpose of joint administration is to make case administration easier and less expensive than in separate cases, without affecting the substantive rights of creditors . . ."), *aff'd*, 949 F.2d 1058 (9th Cir. 1991). To the extent that proofs of claim are required to be filed, each creditor shall be entitled to file a claim against the particular estate that allegedly owes it money. *Steury*, 94 B.R. at 553-54 (estates of each debtor remain separate); *Parkway Calabasas*, 89 B.R. at 836 (debtors' assets and liabilities are not merged; creditors look to separate debtor for payment). In fact, the rights of all creditors will be enhanced by the reduction in costs resulting from joint administration. The Court will also be relieved of the burden of enforcing duplicative orders and keeping duplicative files. Finally, supervision of administrative aspects of the chapter 11 cases by the Court and the United States Trustee will be simplified.

11. The Debtors do not seek substantive consolidation by this Motion. Each creditor and other party-in-interest will maintain whatever rights it has against the particular estate in which it allegedly has a claim or right.

12. In furtherance of the foregoing, the Debtors request that the official caption to be used by all parties in all pleadings in the jointly administered cases be in the following form, with the footnote indicating each of the Debtors, the last four digits of each Debtor's tax identification number, and the case number of each of the Debtors' chapter 11 cases:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

IN RE:)
) Chapter 11
CHURCH STREET HEALTH MANAGEMENT, LLC,)
 et al.) Case No. 12-01573
)
 Debtors³) (Jointly Administered)

13. The Debtors submit that use of this simplified caption will make it easier to file papers and ensure a uniformity of pleading identification.

14. No prior motion or request for the relief requested herein has been made to this or any other court.

15. For all the foregoing reasons, the Debtors respectfully request the immediate entry of an order providing for the joint administration of the Debtors' chapter 11 cases pursuant to Bankruptcy Rule 1015(b).

16. The Debtors further request that a docket entry be made in each of the following affiliate cases: Small Smiles Holding Company, LLC (4993; Case No. 12-01574), FORBA NY, LLC (8013; Case No. 12-01575), FORBA Services, Inc. (6506; Case No. 12-01576), EEHC, Inc. (4973; Case No. 12-01577).

³ The Debtors in these chapter 11 cases are jointly administered for procedural purposes only under a single case number. The Debtors (with the last four digits of each Debtor's federal tax identification number and chapter 11 case number), are: Church Street Health Management, LLC (2335; Case No. 12-01573), Small Smiles Holding Company, LLC (4993; Case No. 12-01574), FORBA NY, LLC (8013; Case No. 12-01575), FORBA Services, Inc. (6506; Case No. 12-01576), EEHC, Inc. (4973; Case No. 12-01577).

LLC (8013; Case No. 12-01575), FORBA Services, Inc. (6506; Case No. 12-01577), EEHC, Inc. (4973; Case No. 12-01576) as follows:

An order has been entered in this case directing procedural consolidation and joint administration of this case with the chapter 11 bankruptcy case of Church Street Health Management, LLC, Case No. 12-01573. The docket for Church Street Health Management, LLC should be consulted for all matters affecting this case.

NOTICE

17. Notice of this Motion has been given to the following parties or, in lieu thereof, to their counsel, if known, via telephone, e-mail, facsimile, overnight courier, or hand delivery: (a) the Office of the United States Trustee for the Middle District of Tennessee; (b) the Debtors' prepetition secured lenders and counsel to the administrative agent for the Debtors' prepetition secured lenders; (c) the holders of the fifty (50) largest unsecured claims on a consolidated basis against the Debtors; and (d) the Debtors' proposed debtor in possession lenders and their counsel. As this Motion is seeking first-day relief, notice of this Motion and any order entered hereon will be served on all parties required by L.R. 2081-1. Due to the urgency of the circumstances surrounding this Motion and the nature of the relief requested herein, the Debtors respectfully submit that no further notice of this Motion is required

18. No previous motion for relief sought herein has been made to this or any other Court.

WHEREFORE, the Debtors respectfully request the entry of an order granting the relief requested in this Motion and granting such other and further relief as Court deems just and proper under the circumstances.

Dated: February 20, 2012
Nashville, Tennessee

By: /s/ John C. Tishler _____
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