

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NEW YORK

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In re:

BK No. 1-18-10598-MJK

COMPREHENSIVE CANCER SERVICES  
ONCOLOGY, P.C.,

Proceedings Under Chapter 11

Debtor.

Hon. Michael J. Kaplan

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In re:

BK No. 1-18-10599-MJK

CCS MEDICAL, PLLC,

Proceedings Under Chapter 11

Debtor.

Hon. Michael J. Kaplan

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TWENTY-FIFTH EMERGENCY ORDER PURSUANT TO 11 U.S.C. §§ 105, 361,  
AND 363 AUTHORIZING DEBTORS TO USE CASH COLLATERAL AND PAY CERTAIN  
PREPETITION INSURANCE OBLIGATIONS,  
AND GRANTING ADEQUATE PROTECTION

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Upon consideration of the Motions for Use of Cash Collateral and Payment of Prepetition Wage (the “*Motions*”),<sup>1</sup> by the Debtors in the above-captioned proceedings, by and through their proposed counsel, Baumeister Denz LLP; 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 the Standing Order of Reference so ordered by Hon. William M. Skretny, Chief Judge, United States District Court for the Western District of New York, on February 29, 2012; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A) and (b)(2)(M); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that due notice of the Motions having been provided in accordance with the Court’s Order granted on April 6, 2018 and entered on April 9, 2018; and it appearing that no other or further notice of the Motions need be provided at this time; and the Motions having come on for an interim hearing on April 13, 2018 (the “*Interim Hearing*”); and the Motions having come on for the continued Interim Hearing on April 20, 2018; and the

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<sup>1</sup> Capitalized terms utilized but not otherwise defined herein shall have the meanings ascribed to them in the Motions.

Motions having come on for the further continued Interim Hearing on April 26, 2018; and the Motions having come on for the further continued Interim Hearing on May 2, 2018; and the Motions having come on for the further continued Interim Hearing on May 11, 2018; and the Motions having come on for the further continued Interim Hearing on May 16, 2018; and the Motions having come on for the further continued Interim Hearing on May 24, 2018; and the Motions having come on for the further continued Interim Hearing on June 1, 2018; and the Motions having come on for the further continued Interim Hearing on June 8, 2018; and the Motions having come on for the further continued Interim Hearing on June 20, 2018; and the Motions having come on for the further continued Interim Hearing on June 28, 2018; and the Motions having come on for the further continued Interim Hearing on July 11, 2018; and the Motions having come on for the further continued Interim Hearing on July 25, 2018; and the Motions having come on for the further continued Interim Hearing on August 1, 2018; and the Motions having come on for the further continued Interim Hearing on August 8, 2018; and the Motions having come on for the further continued Interim Hearing on August 15, 2018; and the Motions having come on for the further continued Interim Hearing on August 22, 2018; and the Motions having come on for the further continued Interim Hearing on August 29, 2018; and the Motions having come on for the further continued Interim Hearing on September 5, 2018; and the Motions having come on for the further continued Interim Hearing on September 12, 2018; and the Motions having come on for the further continued Interim Hearing on September 18, 2018; and the Motions having come on for the further continued Interim Hearing on September 26, 2018; and the Motions having come on for the further continued Interim Hearing on October 3, 2018; and Bank of America, N.A. having appeared by Daniel Flores, Esq. and Timothy Wheeler, Esq., the United States having appeared by assistant U.S. Attorneys, Peter A. Sklarew, Kevin Robinson, Esq. and Daniel Moar, Esq., McKesson Corporation having appeared by Jeffrey Garfinkle, Esq., the Debtors having appeared by proposed counsel, Arthur Baumeister,

Esq., the United States Trustee having appeared by assistant U.S. Trustee, Joseph Allen, Esq. and the appointed Chapter 11 Trustee, Mark Schlant, Esq., having appeared; and the parties having consented to the relief set forth herein; and the Court having determined that the relief set forth herein is immediately necessary to avoid immediate and irreparable harm to the Debtors and their estates pending further hearings, and otherwise is fair and reasonable and in the best interests of the Debtors, their estates, and their creditors, and is essential for the continued operation of the Debtors' business; and adequate protection being provided on account of the interests of certain holders of liens on the property of the Debtors' estates; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, the Motions are granted to the extent and as limited as set forth herein; and it is further

ORDERED that, the Debtors are authorized to use Cash Collateral limited to the following purposes and limited to the following amounts (if so stated), to the extent that, in the judgment of the Chapter 11 Trustee, they are necessary and appropriate for the protection of the interests of the estates and/or property of the estates:

- To Hover Networks, for telephone service, \$290.17; and it is further

ORDERED that, Bank of America, N.A., the United States and all creditors holding liens on or claims against cash collateral, or rights of setoffs, including those identified in paragraphs 7 and 8 of the Debtors' Cash Collateral Motion, are hereby granted roll-over or replacement liens or rights of setoffs as security to the same extent, in the same priority, and with respect to the same assets, as served as collateral for said creditors' prepetition indebtedness, to the extent of cash collateral actually used during the pendency of this Chapter 11 case, with such replacement liens to attach pro rata to the extent that cash collateral used was subject to each party's respective first priority lien, without the need of any further public filing or other recordation to perfect such roll-over or replacement liens or security interests; and it is further

ORDERED that, in order for the parties to be able to ascertain which creditor's collateral has been used for the purposes authorized herein, the Debtors shall keep and preserve records, currently in their possession or hereafter received or created, that may enable the secured parties to ascertain the source of all receipts used pursuant to this Order including the amounts received from particular payors and the invoices to which those receipts pertain; and it is further

ORDERED that, to the extent that the replacement liens fail to compensate the secured creditors for the cash collateral the use of which is authorized by this Order, as shown by secured creditors on notice and hearing, they shall have, respectively, an administrative claim under 11 U.S.C. § 507(b) with priority over other expenses of administration under § 507(a)(2), except as provided in § 506(c); and it is further

ORDERED that, to the extent applicable, the requirements set forth in Rule 6003(b) have been satisfied and the relief granted herein is necessary to avoid immediate and irreparable harm to the Debtor and its estate; and it is further

ORDERED that, the Interim Hearing shall be continued to October 10, 2018 at 11:00 a.m.; and it is further

ORDERED that, Bank of America, N.A. and the United States may expressly consent in writing, prior to the continued Interim Hearing, to additional use of cash collateral as essential to support the Debtors on an emergency basis, and such additional use shall be subject to the terms of this Order; and it is further

ORDERED that the protection thus granted shall not preclude the United States or Bank of America, N.A. from seeking additional relief should either party fail to be fully compensated for the use of its cash collateral, but nothing shall preclude any party in interest from objecting to any such additional relief; and it is further

ORDERED that all objections to the foregoing use of cash collateral as expressed on the

record be and hereby are overruled, but that the use of cash collateral authorized herein and in prior orders of this Court authorizing the use of cash collateral shall be subject to an accounting and further proceedings in this Court to determine the proper allocation of the expenditures heretofore or hereafter authorized to be made with such cash collateral as among the proceeds of all assets of the Debtor constituting collateral of any creditor, including but not limited to accounts receivable and equipment, whether collected or sold by the Trustee or as a result of an order lifting the stay.

Dated: October 3, 2018  
Buffalo, New York



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HON. MICHAEL J. KAPLAN,  
United States Bankruptcy Judge

