

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_ Chapter 11

☐ Check if this an amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Seattle Proton Center, LLC

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names  
DBA SCCA Proton Therapy Center  
FDBA Seattle Procure Management, LLC  
FDBA Procure Proton Therapy Center

3. Debtor's federal Employer Identification Number (EIN) 27-0817171

4. Debtor's address  
Principal place of business Mailing address, if different from principal place of business

1570 N 115th Street  
Seattle, WA 98133

Number, Street, City, State & ZIP Code

King

County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.sccaprotontherapy.com

6. Type of debtor  
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

## 7. Describe debtor's business A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☐ None of the above

## B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

## C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

## 8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ A plan is being filed with this petition.
- ☒ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

## 9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

## 10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Seattle Proton Center, LLC**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **November 14, 2018**  
MM / DD / YYYY

**X /s/ Anna Karin Andrews**  
Signature of authorized representative of debtor  
  
Title **President**

**Anna Karin Andrews**  
Printed name

**18. Signature of attorney**

**X /s/ Armand J. Kornfeld**  
Signature of attorney for debtor

Date **November 14, 2018**  
MM / DD / YYYY

**Armand J. Kornfeld**  
Printed name

**Bush Kornfeld LLP**  
Firm name

**601 Union St., Suite 5000**  
**Seattle, WA 98101-2373**  
Number, Street, City, State & ZIP Code

Contact phone **(206) 292-2110** Email address **jkornfeld@bskd.com**

**WSBA 17214 WA**  
Bar number and State

Debtor **Seattle Proton Center, LLC**  
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:  
WESTERN DISTRICT OF WASHINGTON

Case number (if known) Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION  
Pending Bankruptcy Cases Attachment

Debtor	<b>Procure Seattle Holdings, LLC</b>	Relationship to you	<b>Affiliate</b>
District		When	
Case number, if known			
Debtor	<b>Seattle Proton Center Holdings</b>	Relationship to you	<b>Affiliate</b>
District		When	
Case number, if known			

**Fill in this information to identify the case:**

Debtor name Seattle Proton Center, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☒ *Amended Schedule* \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 14, 2018

**X /s/ Anna Karin Andrews**

Signature of individual signing on behalf of debtor

**Anna Karin Andrews**

Printed name

**President**

Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name **Seattle Proton Center, LLC**  
 United States Bankruptcy Court for the: **WESTERN DISTRICT OF WASHINGTON**  
 Case number (if known): \_\_\_\_\_

☐ Check if this is an  
 amended filing

**Official Form 204**
**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**
**12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
IBA Proton Therapy, Inc. and Ion Beam Applications, S.A. c/o Todd Bejian 2000 Edmund Halley Dr.; Suite Reston, VA 20191	David Swan  dswan@mcguirewoods.com 703 712 5365	Amended IBA Equipment Service Agreement Replacement SBLOC Replacement SBEB				\$13,212,265.00
Seattle Cancer Care Alliance c/o Bradley J. Berg Foster Pepper PLLC 1111 3rd Ave., Suite 3400 Seattle, WA 98101	Bradley J. Berg  brad.berg@foster.com 206-447-8970	Amended SCCA Services Agreement				\$1,995,754.00

**Fill in this information to identify the case:**Debtor name Seattle Proton Center, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206Sum  
Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

<b>1a. Real property:</b> Copy line 88 from <i>Schedule A/B</i> .....	\$ <u>11,312,064.00</u>
<b>1b. Total personal property:</b> Copy line 91A from <i>Schedule A/B</i> .....	\$ <u>38,465,790.81</u>
<b>1c. Total of all property:</b> Copy line 92 from <i>Schedule A/B</i> .....	\$ <u>49,777,854.81</u>

**Part 2: Summary of Liabilities**

<b>2. Schedule D: Creditors Who Have Claims Secured by Property</b> (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$ <u>158,200,568.00</u>
<b>3. Schedule E/F: Creditors Who Have Unsecured Claims</b> (Official Form 206E/F)	
<b>3a. Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$ <u>0.00</u>
<b>3b. Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$ <u>15,208,019.00</u>
<b>4. Total liabilities</b> ..... Lines 2 + 3a + 3b	\$ <u>173,408,587.00</u>

**Fill in this information to identify the case:**Debtor name Seattle Proton Center, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents****1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.  
☒ Yes Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>9811</u>	<u>\$0.00</u>
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3.2.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>9814</u>	<u>\$0.00</u>
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3.3.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>9815</u>	<u>\$0.81</u>
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3.4.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>9819</u>	<u>\$0.00</u>
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3.5.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>8110</u>	<u>\$0.00</u>
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3.6.	<u>UMB Bank</u>	<u>Not in use.</u>	<u>8111</u>	<u>\$0.00</u>
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Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

UMB Bank  
Restricted Funds Account established  
pursuant to that Amended and  
Restated Depositary and Account  
Control Agreement, dated as of August  
31, 2015 between Opco and Senior  
Secured Lenders. The funds in the  
amount are controlled by the Senior  
Secured Lenders and as of October 5,  
2018 were in the amount of

3.7. \$524,249.99. Restricted Funds Account 8112 \$0.00

3.8. UMB Bank Lockbox Account 3695 \$0.00

3.9. UMB Bank Operating Account 6948 \$5,231,903.00

3.10 UMB Bank Payroll Account (ZBA) 6921 \$0.00

4. **Other cash equivalents** (Identify all)

5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$5,231,903.81**

**Part 2: Deposits and Prepayments**

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.  
☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

8.1. Marsh USA Insurance \$41,422.00

8.2. Rent - UW Medicine/Northwest \$67,500.00

8.3. Software licensing/maintenance/support: \$358,086.00  
Adaptive Insights  
Applied Intelligence  
Corepoint  
Dell  
Duo Security  
Elekta  
imprivata  
MIM  
Navex

Debtor Seattle Proton Center, LLC  
Name

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RaySearch  
SecureWorks  
Tableau  
The Resource Group  
Transeo Radiotherapy Solutions  
Vivid Learning Systems  
Visiontree Optimal Care

8.4. **Equipment maintenance/support:**  
Dell  
IBA Dosimetry  
Kovarus  
OPUS Interactive  
Presidio **\$51,802.00**

8.5. **Facilities maintenance/support:**  
Computer Power & Service  
Convergint Technologies  
Landauer **\$28,769.00**

8.6. **Sponsored Events:**  
Pediatric Brain Tumor Research Fund  
ZERO **\$20,000.00**

8.7. **Prepaid membership:**  
Proton Therapy Consortia **\$17,500.00**

8.8. **Miscellaneous prepayments** **\$103,462.00**

8.9. **Deposit for Lenders' legal and financial advisory fees and expenses.** **\$1,700,000.00**

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

**\$2,388,541.00**

**Part 3: Accounts receivable**

10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.  
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: **11,939,472.00** - **7,764,241.00** = .... **\$4,175,231.00**  
face amount doubtful or uncollectible accounts

11b. Over 90 days old: **30,763,034.00** - **24,166,566.00** = .... **\$6,596,468.00**  
face amount doubtful or uncollectible accounts

Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

**\$10,771,699.00**

**Part 4: Investments**

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.  
☐ Yes Fill in the information below.

**Part 5: Inventory, excluding agriculture assets**

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.  
☐ Yes Fill in the information below.

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.  
☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.  
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture Furniture & Fixtures	\$285,122.00	Cost Method	\$285,122.00
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software Equipment & Purchased Software	\$759,830.00	Cost Method	\$759,830.00

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

**\$1,044,952.00**

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☐ No  
☒ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No  
☐ Yes

Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

**Part 8: Machinery, equipment, and vehicles**

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.  
☒ Yes Fill in the information below.

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
48.	Watercraft, trailers, motors, and related accessories <i>Examples:</i> Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
49.	Aircraft and accessories			
50.	Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
	Medical Equipment	\$19,028,695.00	Cost Method	\$19,028,695.00

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$19,028,695.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No  
☒ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No  
☐ Yes

**Part 9: Real property**

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.  
☒ Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1. Ground Lease Agreement, dated January 20, 2011, between Debtor and UW Medicine/Northwest as to property located at 1570 North 115th Street, Seattle, Washington 98133.	Lessee	Unknown	N/A	Unknown

Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

55.2.	<b>Building 1570 North 115th Street, Seattle, Washington 98133.</b>	<b>Fee simple</b>	<b>\$11,312,064.00</b>	<b>Cost Method</b>	<b>\$11,312,064.00</b>
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56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.  
Copy the total to line 88.

**\$11,312,064.00**

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☐ No

☒ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

☒ No

☐ Yes

**Part 10: Intangibles and intellectual property**

59. **Does the debtor have any interests in intangibles or intellectual property?**

☒ No. Go to Part 11.

☐ Yes Fill in the information below.

**Part 11: All other assets**

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

**Current value of  
debtor's interest**

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

**Net Operating Losses of \$28,984,798 for January 2016  
through December 2017.**

Tax year **1/16-12/17**

**Unknown**

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit  
has been filed)**

75. **Other contingent and unliquidated claims or causes of action of  
every nature, including counterclaims of the debtor and rights to  
set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** Examples: Season tickets,  
country club membership

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

**\$0.00**

Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

☒ No

☐ Yes

Debtor Seattle Proton Center, LLC  
Name

Case number (If known) \_\_\_\_\_

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1</i>	<u>\$5,231,903.81</u>	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	<u>\$2,388,541.00</u>	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	<u>\$10,771,699.00</u>	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	<u>\$1,044,952.00</u>	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	<u>\$19,028,695.00</u>	
88. <b>Real property.</b> <i>Copy line 56, Part 9.....&gt;</i>		<u>\$11,312,064.00</u>
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	+ <u>\$0.00</u>	
91. <b>Total.</b> Add lines 80 through 90 for each column	<u>\$38,465,790.81</u>	+ 91b. <u>\$11,312,064.00</u>
92. <b>Total of all property on Schedule A/B.</b> Add lines 91a+91b=92		<u>\$49,777,854.81</u>

**Fill in this information to identify the case:**Debtor name **Seattle Proton Center, LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF WASHINGTON**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15**

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim  Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
<b>2.1</b>	<b>BNP Paribas Fortis, Agent</b> Creditor's Name <b>Montagne du Parc, 3 (1KG1F) 1000 Brussels Mrrs. Zeijlstra and de Coster Belgium</b> Creditor's mailing address  Creditor's email address, if known  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b>  <b>Do multiple creditors have an interest in the same property?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	<b>Describe debtor's property that is subject to a lien</b> <b>Notice Only.</b>  <b>Describe the lien</b>  <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <b>Is anyone else liable on this claim?</b> <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)  <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$0.00</b>  <b>Unknown</b>
<b>2.2</b>	<b>BNP Paribas Fortis, Agent</b> Creditor's Name <b>c/o Joaquin M. C De Baca Mayer Brown LLP 1675 Broadway New York, NY 10019</b> Creditor's mailing address  Creditor's email address, if known  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b>	<b>Describe debtor's property that is subject to a lien</b> <b>All assets.</b>  <b>Describe the lien</b> <b>Security Interest and Deed of Trust</b> <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <b>Is anyone else liable on this claim?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)	<b>\$158,200,568.00</b>  <b>Unknown</b>

**Do multiple creditors have an interest in the same property?**  
☒ No  
☐ Yes. Specify each creditor, including this creditor and its relative priority.

**As of the petition filing date, the claim is:**  
Check all that apply  
☐ Contingent  
☐ Unliquidated  
☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$158,200,568  
.00

**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
------------------	---	---

**Fill in this information to identify the case:**Debtor name **Seattle Proton Center, LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF WASHINGTON**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims****1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☒ No. Go to Part 2.☐ Yes. Go to line 2.**Part 2: List All Creditors with NONPRIORITY Unsecured Claims****3. List in alphabetical order all of the creditors with nonpriority unsecured claims.** If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address <b>IBA Proton Therapy, Inc. and Ion Beam Applications, S.A. c/o Todd Bejian 2000 Edmund Halley Dr.; Suite Reston, VA 20191</b>  Date(s) debt was incurred <u>8/31/2015</u> Last 4 digits of account number _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> <u>Amended IBA Equipment Service Agreement Replacement SBLOC Replacement SBEB</u>  Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes  <b>\$13,212,265.00</b>
3.2	Nonpriority creditor's name and mailing address <b>IBA Proton Therapy, Inc. and Ion Beam Applications, S.A. c/o David Swan 1750 Tysons Boulevard, Ste. 18 Mc Lean, VA 22102</b>  Date(s) debt was incurred _____ Last 4 digits of account number _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> <u>Notice only.</u>  Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes  <b>\$0.00</b>
3.3	Nonpriority creditor's name and mailing address <b>Ion Beam Appl, SA 3, chemin du Cyclotron Louvain-La-Neuve 1348 Belgium</b>  Date(s) debt was incurred _____ Last 4 digits of account number _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> <u>Notice Only</u>  Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes  <b>\$0.00</b>
3.4	Nonpriority creditor's name and mailing address <b>Seattle Cancer Care Alliance c/o Bradley J. Berg Foster Pepper PLLC 1111 3rd Ave., Suite 3400 Seattle, WA 98101</b>  Date(s) debt was incurred <u>8/31/2015</u> Last 4 digits of account number _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> <u>Amended SCCA Services Agreement</u>  Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes  <b>\$1,995,754.00</b>

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
--------------------------	---	---

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

- 5a. Total claims from Part 1
- 5b. Total claims from Part 2

5c. Total of Parts 1 and 2  
Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ 0.00
5b. +	\$ 15,208,019.00
5c.	\$ 15,208,019.00

**Fill in this information to identify the case:**

Debtor name **Seattle Proton Center, LLC**

United States Bankruptcy Court for the: **WESTERN DISTRICT OF WASHINGTON**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).

*Property*

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

**2.1. State what the contract or lease is for and the nature of the debtor's interest** **Temp help**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Accountable Healthcare Staff**  
**999 Yamato Road**  
**Suite 210**  
**Boca Raton, FL 33431**

**2.2. State what the contract or lease is for and the nature of the debtor's interest** **Financial Planning Software**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Adaptive Insights, Inc.**  
**3350 W. Bayshore Rd.**  
**Suite 200**  
**Palo Alto, CA 94303**

**2.3. State what the contract or lease is for and the nature of the debtor's interest** **Employee Insurance**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Aetna**  
**Po Box 804735**  
**Chicago, IL 60680-4108**

**2.4. State what the contract or lease is for and the nature of the debtor's interest** **Insurance**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**AFCO Credit Corporation**  
**14 Wall Street**  
**Suite 8A-19**  
**New York, NY 10005**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

- 2.5. State what the contract or lease is for and the nature of the debtor's interest **Medical Gasses**

State the term remaining

List the contract number of any government contract

**Airgas USA, LLC  
3737 Worsham Avenue  
Long Beach, CA 90808**

- 2.6. State what the contract or lease is for and the nature of the debtor's interest **Email encryption**

State the term remaining

List the contract number of any government contract

**Applied Intelligence  
440 Wheelers Farms Rd  
Ste 202  
Milford, CT 06461-9133**

- 2.7. State what the contract or lease is for and the nature of the debtor's interest **Website Hosting**

State the term remaining

List the contract number of any government contract

**Armor  
2360 Campbell Creek Blvd  
Ste 525  
Richardson, TX 75082**

- 2.8. State what the contract or lease is for and the nature of the debtor's interest **Phone**

State the term remaining

List the contract number of any government contract

**AT&T  
PO Box 5019  
Carol Stream, IL 60197-5019**

- 2.9. State what the contract or lease is for and the nature of the debtor's interest **Interim nurse manager**

State the term remaining

List the contract number of any government contract

**Barbara A Ringhouse  
1019 Sterling Street  
Sedro-Woolley, WA 98284**

- 2.10. State what the contract or lease is for and the nature of the debtor's interest **Contrast Injector M/S**

State the term remaining

List the contract number of any government contract

**Bayer Healthcare LLC  
PO Box 360172  
Pittsburgh, PA 15251-6172**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

- 2.11. State what the contract or lease is for and the nature of the debtor's interest

**Patient Support**

State the term remaining

List the contract number of any government contract

**Beads of Courage, Inc  
3230 N. Dodge Blvd  
Ste. J  
Tucson, AZ 85716**

- 2.12. State what the contract or lease is for and the nature of the debtor's interest

**HR Resource Brokerage**

State the term remaining

List the contract number of any government contract

**Benefit Resource Inc  
245 Kenneth Dr  
Rochester, NY 14623-4277**

- 2.13. State what the contract or lease is for and the nature of the debtor's interest

**Restructuring Support Agreement dated November 6, 2018****Additional parties to Agreement:  
Seattle Cancer Care Alliance  
IBA Proton Therapy Inc.  
Ion Beam Applications, S.A**

State the term remaining

List the contract number of any government contract

**BNP Paribas Fortis, Agent  
c/o Joaquin M. C De Baca  
Mayer Brown LLP  
1675 Broadway  
New York, NY 10019**

- 2.14. State what the contract or lease is for and the nature of the debtor's interest

**Plan Support and Lock Up Agreement dated November 12, 2018.****Additional parties to Agreement:  
Seattle Cancer Care Alliance  
IBA Proton Therapy Inc.  
Ion Beam Applications, S.A**

State the term remaining

List the contract number of any government contract

**BNP Paribas Fortis, Agent  
c/o Joaquin M. C De Baca  
Mayer Brown LLP  
1675 Broadway  
New York, NY 10019**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

- 2.15. State what the contract or lease is for and the nature of the debtor's interest **401K Retirement Services**

State the term remaining

List the contract number of any government contract

**Brighton Jones  
2030 1st Ave  
Seattle, WA 98121**

- 2.16. State what the contract or lease is for and the nature of the debtor's interest **Support group services**

State the term remaining

List the contract number of any government contract

**Cancer Lifeline  
6522 Fremont Ave N  
Seattle, WA 98103**

- 2.17. State what the contract or lease is for and the nature of the debtor's interest **Adaptive M/S**

State the term remaining

List the contract number of any government contract

**Carlson Management Consulting  
444 Washington Street  
Suite 401  
Woburn, MA 01801**

- 2.18. State what the contract or lease is for and the nature of the debtor's interest **Internet/Phones**

State the term remaining

List the contract number of any government contract

**CenturyLink  
PO Box 91155  
Seattle, WA 98111-9255**

- 2.19. State what the contract or lease is for and the nature of the debtor's interest **WebEx/Jabber**

State the term remaining

List the contract number of any government contract

**Cisco WebEx LLC  
16720 Collections Center Drive  
Chicago, IL 60693**

- 2.20. State what the contract or lease is for and the nature of the debtor's interest **M/S**

State the term remaining

**Citrix Systems Inc  
851 West Cypress Creek Road  
Ft Lauderdale, FL 33309**

**Additional Page if You Have More Contracts or Leases**

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

List the contract number of any government contract \_\_\_\_\_

2.21. State what the contract or lease is for and the nature of the debtor's interest **Electricity, water, sewer**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**City of Seattle  
PO Box 35178  
Seattle, WA 98124**

2.22. State what the contract or lease is for and the nature of the debtor's interest **Cable TV**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Comcast  
One Comcast Center  
32nd Floor  
Philadelphia, PA 19103**

2.23. State what the contract or lease is for and the nature of the debtor's interest **Backup Power**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Computer Power & Service Inc.  
11620 Airport Road  
Building C  
Everett, WA 98204**

2.24. State what the contract or lease is for and the nature of the debtor's interest **RFID M/S**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Convergent Technologies LLC  
One Commerce Drive  
Schaumburg, IL 60173**

2.25. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Coordinated Care Corp  
1145 Broadway 300  
Tacoma, WA 98402**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

- 2.26. State what the contract or lease is for and the nature of the debtor's interest **Integration licenses & M/S**

State the term remaining

List the contract number of any government contract

**Corepoint Health, LLC  
3010 Gaylord Parkway, Ste 320  
Frisco, TX 75034**

- 2.27. State what the contract or lease is for and the nature of the debtor's interest **Corporate membership**

State the term remaining

List the contract number of any government contract

**Costco Wholesale Corporation  
999 Lake Drive  
Issaquah, WA 98027**

- 2.28. State what the contract or lease is for and the nature of the debtor's interest **Sublease**

State the term remaining

List the contract number of any government contract

**Craig Peterson  
4801 Rainier Ave S Apt 303  
Seattle, WA 98118**

- 2.29. State what the contract or lease is for and the nature of the debtor's interest **Transcription**

State the term remaining

List the contract number of any government contract

**CyraCom, LLC  
PO Box 74008083  
Chicago, IL 60674-8083**

- 2.30. State what the contract or lease is for and the nature of the debtor's interest **VM Ware / ProSupport / Adobe Acrobat / KACE support / Symantex virus SW**

State the term remaining

List the contract number of any government contract

**DELL MARKETING, L.P.  
C/O DELL USA L.P.  
PO BOX 802816  
Chicago, IL 60680-2816**

- 2.31. State what the contract or lease is for and the nature of the debtor's interest **CCTVs M/S**

State the term remaining

List the contract number of any

**Differential Networks, LLC  
2120 Grant St. Suite 8  
Bellingham, WA 98225**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

- 2.32. State what the contract or lease is for and the nature of the debtor's interest **Anesthesia machines M/S**

State the term remaining

List the contract number of any government contract

**Draeger Inc.  
3135 Quarry Rd.  
Telford, PA 18969**

- 2.33. State what the contract or lease is for and the nature of the debtor's interest **VPN Access**

State the term remaining

List the contract number of any government contract

**Duo Security, Inc  
123 North Ashley Street  
Suite 200  
Ann Arbor, MI 48104**

- 2.34. State what the contract or lease is for and the nature of the debtor's interest **Consulting**

State the term remaining

List the contract number of any government contract

**ECG Mgmt Consultants, Inc.  
1111 Third Avenue  
Suite 2700  
Seattle, WA 98101-3201**

- 2.35. State what the contract or lease is for and the nature of the debtor's interest **Efax**

State the term remaining

List the contract number of any government contract

**eFax Corporate  
c/o J2 Cloud Svcs, Inc  
PO Box 51873  
Los Angeles, CA 90051-6173**

- 2.36. State what the contract or lease is for and the nature of the debtor's interest **MOSAIQ & Xio**

State the term remaining

List the contract number of any government contract

**Elekta, Inc  
PO Box 404199  
Atlanta, GA 30384-4199**

- 2.37. State what the contract or lease is for and the nature of the debtor's interest **Consulting**

**Elizabeth Greer  
2018 Boyer Ave East  
Seattle, WA 98112**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

State the term remaining

List the contract number of any government contract

- 2.38. State what the contract or lease is for and the nature of the debtor's interest

**Shipping**

State the term remaining

List the contract number of any government contract

**FedEx Freight  
4103 Collection Center Drive  
Chicago, IL 60693**

- 2.39. State what the contract or lease is for and the nature of the debtor's interest

**401K**

State the term remaining

List the contract number of any government contract

**Fidelity Invest. Inst. Opera  
PO Box 73307  
Chicago, IL 60673-7307**

- 2.40. State what the contract or lease is for and the nature of the debtor's interest

**Payor contract.**

State the term remaining

List the contract number of any government contract

**First Choice Health Network  
600 University St Suite 1400  
Seattle, WA 98101**

- 2.41. State what the contract or lease is for and the nature of the debtor's interest

**Janitorial Services**

State the term remaining

List the contract number of any government contract

**GCA Services Group  
PO Box 643823  
Pittsburgh, PA 15264-3823**

- 2.42. State what the contract or lease is for and the nature of the debtor's interest

**CT Scanner**

State the term remaining

List the contract number of any government contract

**GE Healthcare  
Attn Wendy Schweighardt  
20225 Watertower Blvd  
Brookfield, WI 53045**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.43. State what the contract or lease is for and the nature of the debtor's interest **PR & Marketing**

State the term remaining

List the contract number of any government contract

**Green Rubino  
1938 Fairview Ave E  
Ste 200  
Seattle, WA 98102**

2.44. State what the contract or lease is for and the nature of the debtor's interest **Broker**

State the term remaining

List the contract number of any government contract

**Hayes Group  
1325 4th Ave  
Ste 1425  
Seattle, WA 98101**

2.45. State what the contract or lease is for and the nature of the debtor's interest **Infection Control**

State the term remaining

List the contract number of any government contract

**Healthcare Mgmt Alternatives  
20521 81st Ave SW  
Vashon, WA 98070**

2.46. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

State the term remaining

List the contract number of any government contract

**HealthSmart  
222 West Las Colinas Boulevard  
500N  
Irving, TX 75039**

2.47. State what the contract or lease is for and the nature of the debtor's interest **Legal services.**

State the term remaining

List the contract number of any government contract

**Hellsell Fetterman  
1001 Fourth Ave. Ste. 4200  
Seattle, WA 98154-1154**

2.48. State what the contract or lease is for and the nature of the debtor's interest **Consulting**

State the term remaining

List the contract number of any government contract

**Huebner Advisory, LLC  
13850 NE 32nd PL  
Bellevue, WA 98005**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

government contract

2.49. State what the contract or lease is for and the nature of the debtor's interest

**Dosimetry Software / Zebra/OmniPro Incline**

State the term remaining

List the contract number of any government contract

**IBA Dosimetry America, Inc.  
3150 Stage Post Drive  
Suite 110  
Bartlett, TN 38133**

2.50. State what the contract or lease is for and the nature of the debtor's interest

**Proton Equipment Mangement**

State the term remaining

List the contract number of any government contract

**IBA Proton Therapy  
2000 Edmund Halley Drive  
Suite 210  
Reston, VA 20191**

2.51. State what the contract or lease is for and the nature of the debtor's interest

**Single Sign-On**

State the term remaining

List the contract number of any government contract

**Imprivata  
10 Maguire Rd, Building 1  
STE 125  
Lexington, MA 02421**

2.52. State what the contract or lease is for and the nature of the debtor's interest

**Payor contract.**

State the term remaining

List the contract number of any government contract

**Kaiser Permanente  
(Group Health Cooperative)  
601 Union Street, Suite 3100  
Seattle, WA 98101**

2.53. State what the contract or lease is for and the nature of the debtor's interest

**Continuity Communication**

State the term remaining

List the contract number of any government contract

**KnowBe4, INC.  
33 N Garden Ave  
STE 1200  
Clearwater, FL 33755**

2.54. State what the contract or lease is for and the nature of the debtor's interest

**Cisco SmartNet / Network Management**

**Kovarus, Inc.  
2000 Crow Canyon Place St 250  
San Ramon, CA 94583**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

State the term remaining

List the contract number of any government contract

- 2.55. State what the contract or lease is for and the nature of the debtor's interest

**Dosimeters**

State the term remaining

List the contract number of any government contract

**Landauer  
PO Box 809051  
Chicago, IL 60680-9051**

- 2.56. State what the contract or lease is for and the nature of the debtor's interest

**Insurance**

State the term remaining

List the contract number of any government contract

**Marsh USA Inc.  
1166 Avenue of the Americas  
New York, NY 10036**

- 2.57. State what the contract or lease is for and the nature of the debtor's interest

**Towing services**

State the term remaining

List the contract number of any government contract

**Mary's Towing  
13303 Highway 99  
Everett, WA 98204**

- 2.58. State what the contract or lease is for and the nature of the debtor's interest

**Software license**

State the term remaining

List the contract number of any government contract

**MIM Software Inc.  
25800 Science Park Dr. #180  
Cleveland, OH 44122**

- 2.59. State what the contract or lease is for and the nature of the debtor's interest

**Payor contract.**

State the term remaining

List the contract number of any government contract

**Molina Healthcare of Wash.  
PO Box 22612  
Long Beach, CA 90801**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

- 2.60. State what the contract or lease is for and the nature of the debtor's interest **Tax services**

State the term remaining

List the contract number of any government contract

**Moss Adams  
999 Third Ave. #2600  
Seattle, WA 98104**

- 2.61. State what the contract or lease is for and the nature of the debtor's interest **Safety data sheets**

State the term remaining

List the contract number of any government contract

**MSDSonline, Inc.  
222 Merchandise Mart Plaza  
Suite 1750  
Chicago, IL 60654**

- 2.62. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

State the term remaining

List the contract number of any government contract

**Multiplan Inc.  
115 Fifth Ave  
New York, NY 10003**

- 2.63. State what the contract or lease is for and the nature of the debtor's interest **Life Insurance**

State the term remaining

List the contract number of any government contract

**Mutual of Omaha Insurance Co.  
3300 Mutual of Omaha Plaza  
Omaha, NE 68175**

- 2.64. State what the contract or lease is for and the nature of the debtor's interest **Policy & Procedure  
Manager & Ethics  
Hotline**

State the term remaining

List the contract number of any government contract

**NAVEX Global, Inc.  
5500 Meadows Road  
Suite 500  
Lake Oswego, OR 97035**

- 2.65. State what the contract or lease is for and the nature of the debtor's interest **Patient Lodging**

State the term remaining

List the contract number of any government contract

**Northgate Inns Inc  
DBA Hotel Nexus  
2140 N Northgate Way  
Seattle, WA 98133**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

- 2.66. State what the contract or lease is for and the nature of the debtor's interest **Parking badges for patients / Labs**

State the term remaining

List the contract number of any government contract

**Northwest Hosp.& Medical Ctr  
1550 N. 115th Street  
MS: 359415  
Seattle, WA 98133**

- 2.67. State what the contract or lease is for and the nature of the debtor's interest **Nursing**

State the term remaining

List the contract number of any government contract

**Nuance Communications Inc.  
1 Wayside Road  
Burlington, MA 01803**

- 2.68. State what the contract or lease is for and the nature of the debtor's interest **Communications**

State the term remaining

List the contract number of any government contract

**Nyhus Communications  
720 Third Ave., Floor 12  
Seattle, WA 98104**

- 2.69. State what the contract or lease is for and the nature of the debtor's interest **Scope (medical equipment) maintenance and service**

State the term remaining

List the contract number of any government contract

**Olympus America Inc.  
PO Box 200194  
Pittsburgh, PA 15251**

- 2.70. State what the contract or lease is for and the nature of the debtor's interest **Continuity**

State the term remaining

List the contract number of any government contract

**One Call Now  
6450 Poe Avenue  
Suite 500  
Dayton, OH 45414**

- 2.71. State what the contract or lease is for and the nature of the debtor's interest **Back-Up Servers** **Opus Interactive, Inc.  
1225 W Burnside Street  
Suite 310  
Portland, OR 97209**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

- 2.72. State what the contract or lease is for and the nature of the debtor's interest **Copier Services**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Pacific Office Automation  
14747 NW Greenbrier Pkwy  
Beaverton, OR 97006**

- 2.73. State what the contract or lease is for and the nature of the debtor's interest **Payroll**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Paycom  
7501 W Memorial Rd  
Oklahoma City, OK 73142**

- 2.74. State what the contract or lease is for and the nature of the debtor's interest **Alarms Monitoring**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Performance Sys. Integration  
7324 SW Durham Rd  
Portland, OR 97224**

- 2.75. State what the contract or lease is for and the nature of the debtor's interest **Postage**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Pitney Bowes  
27 Waterview Drive  
Shelton, CT 06484**

- 2.76. State what the contract or lease is for and the nature of the debtor's interest **Plants**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Plantscapes, Inc.  
1127 Poplar Place South  
Seattle, WA 98144**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

- 2.77. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

State the term remaining

List the contract number of any government contract

**Premera / LifeWise Washington  
P.O. Box 327  
Seattle, WA 98111**

- 2.78. State what the contract or lease is for and the nature of the debtor's interest **Snare Firewall Testing Services**

State the term remaining

List the contract number of any government contract

**Prophecy Americas', Inc  
8480 E Orchard Road  
Suite 4350  
Greenwood Village, CO 80111**

- 2.79. State what the contract or lease is for and the nature of the debtor's interest **Patient Registry**

State the term remaining

List the contract number of any government contract

**Proton Collaborative Group  
4320 Winfield Road  
Suite 200  
Warrenville, IL 60555**

- 2.80. State what the contract or lease is for and the nature of the debtor's interest **NAPT Membership**

State the term remaining

List the contract number of any government contract

**Proton Therapy Consortia  
8400 Westpark Drive  
2nd Floor  
McLean, VA 22102**

- 2.81. State what the contract or lease is for and the nature of the debtor's interest **Gas**

State the term remaining

List the contract number of any government contract

**Puget Sound Energy  
BOT-01H  
PO Box 91269  
Bellevue, WA 98009**

- 2.82. State what the contract or lease is for and the nature of the debtor's interest **Internet Connection**

State the term remaining

List the contract number of any

**Radware, Inc.  
575 Corporate Drive Lobby 2  
Mahwah, NJ 07430**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

2.83. State what the contract or lease is for and the nature of the debtor's interest

**Raystation licesnse**

State the term remaining

List the contract number of any government contract

**RaySearch Americas, Inc.  
401 Franklin Ave., Suite 100A  
Garden City, NY 11530**

2.84. State what the contract or lease is for and the nature of the debtor's interest

**Payor contract.**

State the term remaining

List the contract number of any government contract

**Regence BlueShield  
1800 9th Ave  
Seattle, WA 98101**

2.85. State what the contract or lease is for and the nature of the debtor's interest

**Billing**

State the term remaining

List the contract number of any government contract

**Revenue Cycle Billing Svc Inc.  
PO Box 659831 MSC 224  
San Antonio, TX 78265-9130**

2.86. State what the contract or lease is for and the nature of the debtor's interest

**Copiers**

State the term remaining

List the contract number of any government contract

**Ricoh Americas Corporation  
PO Box 4245  
Carol Stream, IL 60197-4245**

2.87. State what the contract or lease is for and the nature of the debtor's interest

**Lighting/Electricity M/S**

State the term remaining

List the contract number of any government contract

**SASCO  
16650 Woodinville-Redmond Rd.  
Woodinville, WA 98072**

2.88. State what the contract or lease is for and the nature of the debtor's interest

**Professional Services Agreement****Seattle Cancer Care Alliance  
825 Eastlake Ave E  
PO Box 19023  
Seattle, WA 98109-1023**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

State the term remaining

List the contract number of any government contract

- 2.89. State what the contract or lease is for and the nature of the debtor's interest **Agreement regarding joint payment for outreach services.**

State the term remaining

List the contract number of any government contract

**Seattle Cancer Care Alliance  
P.O. Box 34005  
Seattle, WA 98124**

- 2.90. State what the contract or lease is for and the nature of the debtor's interest **Childlife specialist**

State the term remaining

List the contract number of any government contract

**Seattle Children's Hospital  
PO Box 5371  
M/S RC-507  
Seattle, WA 98145-5005**

- 2.91. State what the contract or lease is for and the nature of the debtor's interest **Firewall**

State the term remaining

List the contract number of any government contract

**SecureWorks, Inc.  
1 Concourse Pkwy Ste 500  
Atlanta, GA 30328**

- 2.92. State what the contract or lease is for and the nature of the debtor's interest **Consulting**

State the term remaining

List the contract number of any government contract

**Shannon Yarrow  
PO Box 7908  
Jackson, WY 83002**

- 2.93. State what the contract or lease is for and the nature of the debtor's interest **Shredding**

State the term remaining

List the contract number of any government contract

**Shred-It USA LLC  
11311 Cornell Park Drive  
Suite 125  
Blue Ash, OH 45242**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.94. State what the contract or lease is for and the nature of the debtor's interest **AV equipment**

State the term remaining

List the contract number of any government contract

**Signal Perfection Ltd  
SPL Integrated Sol  
6301 Benjamin Road  
Suite 101  
Tampa, FL 33634**

2.95. State what the contract or lease is for and the nature of the debtor's interest **ipMonitor M/S**

State the term remaining

List the contract number of any government contract

**Solarwinds, INC.  
7171 Southwest Parkway  
BLDG 400  
Austin, TX 78735**

2.96. State what the contract or lease is for and the nature of the debtor's interest **Preventative Maintenance**

State the term remaining

List the contract number of any government contract

**SPBS, Inc  
4431 Long Prairie Road  
Suite 100  
Flower Mound, TX 75028**

2.97. State what the contract or lease is for and the nature of the debtor's interest **HazMat & Sharps Collections**

State the term remaining

List the contract number of any government contract

**Stericycle, Inc  
PO Box 9001588  
Louisville, KY 40290-1588**

2.98. State what the contract or lease is for and the nature of the debtor's interest **Consulting**

State the term remaining

List the contract number of any government contract

**Strategic Value Group, LLC  
6080 Center Drive #600  
Los Angeles, CA 90045**

2.99. State what the contract or lease is for and the nature of the debtor's interest **HR**

State the term remaining

List the contract number of any government contract

**Swift HR Solutions, Inc.  
227 Bellevue Way NE  
#501  
Bellevue, WA 98004**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

2.100. State what the contract or lease is for and the nature of the debtor's interest **SW License / M/S**

State the term remaining

List the contract number of any government contract

**Tableau Software, Inc.  
1621 N 34th St  
Seattle, WA 98103**

2.101. State what the contract or lease is for and the nature of the debtor's interest **SW License / M/S**

State the term remaining

List the contract number of any government contract

**TechSmith Corporation  
2405 Woodlake Drive  
Okemos, MI 48864**

2.102. State what the contract or lease is for and the nature of the debtor's interest **Pest Control**

State the term remaining

List the contract number of any government contract

**Terminix  
860 Ridge Lake Blvd  
Memphis, TN 38120**

2.103. State what the contract or lease is for and the nature of the debtor's interest **Plants**

State the term remaining

List the contract number of any government contract

**The Plant Connection Inc.  
11054 NE 33rd PI #B10  
Bellevue, WA 98004**

2.104. State what the contract or lease is for and the nature of the debtor's interest **Intacct Software License / M/S**

State the term remaining

List the contract number of any government contract

**The Resource Group  
600 SW 39th Street  
Suite 250  
Renton, WA 98057**

2.105. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

**Three Rivers Provider Network  
6970 O'Bannon Dr.  
Las Vegas, NV 89117**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

- 2.106. State what the contract or lease is for and the nature of the debtor's interest **Elevator M/S**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Thyssenkrupp Elevator Corp  
PO Box 933004  
Atlanta, GA 31193-3004**

- 2.107. State what the contract or lease is for and the nature of the debtor's interest **IMS**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Transeo Radiotherapy Solution  
One Ferry Building  
Suite 255  
San Francisco, CA 94111**

- 2.108. State what the contract or lease is for and the nature of the debtor's interest **Payer Contract**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**United HealthCare  
Corporate Tax MN008-T390  
9900 Bren Rd E  
Minnetonka, MN 55343**

- 2.109. State what the contract or lease is for and the nature of the debtor's interest **Interpreters**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Universal Language Service Inc  
925 110th Ave NE STE A  
Bellevue, WA 98004**

- 2.110. State what the contract or lease is for and the nature of the debtor's interest **Maintenance**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Universal Mechanical Contr.  
11611 49th place West  
Mukilteo, WA 98275**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

- 2.111. State what the contract or lease is for and the nature of the debtor's interest **Payor contract.**

State the term remaining

List the contract number of any government contract

**University Health Alliance (UH)  
700 Bishop Street, Suite 300  
Honolulu, HI 96813**

- 2.112. State what the contract or lease is for and the nature of the debtor's interest **Linen services**

State the term remaining

List the contract number of any government contract

**University of WA Laundry  
2901 27th Ave S  
Seattle, WA 98144-6002**

- 2.113. State what the contract or lease is for and the nature of the debtor's interest **Ground lease**

State the term remaining

List the contract number of any government contract

**UW Medicine/Northwest  
1150 N. 115th St.  
Seattle, WA 98133**

- 2.114. State what the contract or lease is for and the nature of the debtor's interest **Physicists**

State the term remaining

List the contract number of any government contract

**UW School of Med  
Dept of Radiation Oncol  
1959 NE Pacific Street  
Box 356043  
Seattle, WA 98195-6043**

- 2.115. State what the contract or lease is for and the nature of the debtor's interest **Mobile Service**

State the term remaining

List the contract number of any government contract

**Verizon  
PO Box 660108  
Dallas, TX 75266-0108**

- 2.116. State what the contract or lease is for and the nature of the debtor's interest **Employee Insurance**

State the term remaining

List the contract number of any

**Vision Service Plan  
3333 Quality Drive  
Rancho Cordova, CA 95670**

**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

government contract

2.117. State what the contract or lease is for and the nature of the debtor's interest

**VTOC Patient Portal**

State the term remaining

List the contract number of any government contract

**VisionTree Optimal Care  
8885 Rio San Diego Dr  
Suite 220  
San Diego, CA 92108**

2.118. State what the contract or lease is for and the nature of the debtor's interest

**Employee learning/training**

State the term remaining

List the contract number of any government contract

**Vivid Learning Systems, Inc.  
5728 Bedford St.  
Pasco, WA 99301**

2.119. State what the contract or lease is for and the nature of the debtor's interest

**Virtual Environment**

State the term remaining

List the contract number of any government contract

**VMware, Inc.  
3401 Hillview Avenue  
Palo Alto, CA 94304**

2.120. State what the contract or lease is for and the nature of the debtor's interest

**Background Checks**

State the term remaining

List the contract number of any government contract

**Washington State Patrol  
PO Box 42602  
Olympia, WA 98504-2602**

2.121. State what the contract or lease is for and the nature of the debtor's interest

**Trash**

State the term remaining

List the contract number of any government contract

**Waste Management of Seattle  
720 4th Ave Ste 400  
Kirkland, WA 98033**

2.122. State what the contract or lease is for and the nature of the debtor's interest

**Mat rentals****Whitman & Associates  
18734 142nd Avenue NE  
Woodinville, WA 98072**

**Additional Page if You Have More Contracts or Leases**

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

2.123. State what the contract or lease is for and the nature of the debtor's interest **SW License / M/S**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Wolters Kluwer Law & Business  
2700 Lake Cook Road  
Riverwoods, IL 60015**

2.124. State what the contract or lease is for and the nature of the debtor's interest **Ad Audit**

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**ZOHO Corporation  
4141 Hacienda Drive  
Pleasanton, CA 94588-8549**

**Fill in this information to identify the case:**Debtor name Seattle Proton Center, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206H  
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Do you have any codebtors?**☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:*2.1 **Procure Seattle Holdings, LLC**

Codebtor is not co-borrower, but hypothecated its equity interests in Seattle Proton Center, LLC per August 24, 2010 Assignment, Pledge and Security Agreement (Pledgor's Ownership Interests in Borrower)

**BNP Paribas Fortis, Agent**

☒ D 2.1  
☐ E/F \_\_\_\_\_  
☐ G \_\_\_\_\_

**Fill in this information to identify the case:**Debtor name Seattle Proton Center, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF WASHINGTON

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

**Part 1: Income****1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**From 1/01/2018 to **Filing Date****Sources of revenue**  
Check all that apply☒ Operating a business☐ Other \_\_\_\_\_**Gross revenue**  
(before deductions and exclusions)\$13,334,169.00**For prior year:**From 1/01/2017 to 12/31/2017☒ Operating a business☐ Other \_\_\_\_\_\$29,106,637.00**For year before that:**From 1/01/2016 to 12/31/2016☒ Operating a business☐ Other \_\_\_\_\_\$27,180,178.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.**Description of sources of revenue****Gross revenue from each source**  
(before deductions and exclusions)**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**  
*Check all that apply*

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. <b>See Attached</b>		<b>\$0.00</b>	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. <b>Anna Karin Andrews</b>  <b>President</b>	<b>7/1/17-6/30/18</b>	<b>\$566,087.00</b>	<b>Compensation: \$520,926 Expense reimbursement: \$45,161</b>
4.2. <b>Joseph Raicevich</b>  <b>Chief Financial Officer</b>	<b>7/1/17-6/30/18</b>	<b>\$250,754.00</b>	<b>Compensation: \$243,101 Expense reimbursement: \$7,653</b>

**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☒ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

**Part 4: Certain Gifts and Charitable Contributions**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses**

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.  List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost
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**Part 6: Certain Payments or Transfers**

11. **Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.		12/4/17 12/21/17 1/16/18 2/26/18 3/28/18 4/26/18 5/30/18 7/9/18 7/27/18 8/13/18 9/17/18 9/28/18 11/8/18 11/14/18	\$427,361.64
Bush Kornfeld LLP 601 Union St., #5000 Seattle, WA 98101-2373			
Email or website address			
Who made the payment, if not debtor?			

12. **Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	<b>Northwest Hospital</b> <b>1550 N 115th Street</b> <b>Seattle, WA 98133</b>	<b>Sale of ultrasound machine</b>	<b>1/16/2018</b>	<b>\$36,895.00</b>
	<b>Relationship to debtor</b> <b>Affiliated hospital</b>			

**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address	Dates of occupancy From-To
---------	-------------------------------

**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☐ No. Go to Part 9.

☒ Yes. Fill in the information below.

	Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care 65 [average per day]
15.1.	<b>SCCA Proton Therapy Center</b> <b>1570 N 115th Street</b> <b>Seattle, WA 98133</b>	<b>Provision of outpatient proton beam radiation therapy to patients with cancerous and noncancerous tumors.</b>	
		<b>Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.</b> <b>1. SCCA Proton Therapy Center</b> <b>2. Via Opus Interactive (electronic)</b> <b>1225 W Burnside Street, Suite 310,</b> <b>Portland, OR 97209</b>	<b>How are records kept?</b> <i>Check all that apply:</i>  <input checked="" type="checkbox"/> Electronically <input checked="" type="checkbox"/> Paper

**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

☐ No.

☒ Yes. State the nature of the information collected and retained.

**Information in patient health records which includes name, address, email, telephone number, social security number, birth date.**

Does the debtor have a privacy policy about that information?

☐ No☒ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☐ No. Go to Part 10.☒ Yes. Does the debtor serve as plan administrator?☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

**Seattle Proton Center, LLC 401(K) Plan**

Employer identification number of the plan

EIN: **27-0817171**

Has the plan been terminated?

☒ No☐ Yes**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
---------------------------	-----------------------------------	-----------------------------	-----------------------

**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Describe the property	Value
IBA Proton Therapy, Inc. 225 Water Street Jacksonville, FL 32202	SCCA Proton Therapy Center 1570 N 115th Street Seattle, WA 98133	IBA / Parts room on mezzanine / Spare parts / \$1,300,000 IBA / Workshop / Tools / \$20,000 IBA / PSR / Test instruments / \$100,000 IBA / Office / Photocopier / \$5,000	\$1,425,000.00

**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.  
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☐ No.  
☒ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
SCCA Proton Therapy Center 1570 N 115th Street Seattle, WA 98133	Seattle Public Utilities 700 5th Ave Seattle, WA 98124	Unknown - Notice regarding stormwater contamination due to gas leak.	6/1/2017

**Part 13: Details About the Debtor's Business or Connections to Any Business**

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

**Business name address****Describe the nature of the business****Employer Identification number**

Do not include Social Security number or ITIN.

**Dates business existed****26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None**Name and address****Date of service****From-To**26a.1. **Joseph Raicevich  
1570 N. 115th  
Seattle, WA 98133**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None**Name and address****Date of service****From-To**26b.1. **KPMG****10/2017 to present****Name and address****Date of service****From-To**26b.2. **Moss Adams****Previous 2 years.**

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None**Name and address****If any books of account and records are  
unavailable, explain why**26c.1. **Seattle Proton Center, LLC**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**26d.1. **Chase Bank**26d.2. **Seattle Cancer Care Alliance**26d.3. **IBA Proton Therapy, Inc.**26d.4. **Loop Capital**26d.5. **DHG**

**Name and address**26d.6. **ECG**26d.7. **Carl Marks Advisory Group****27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
- ☐ Yes. Give the details about the two most recent inventories.

**Name of the person who supervised the taking of the inventory****Date of inventory****The dollar amount and basis (cost, market, or other basis) of each inventory****28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.**

Name	Address	Position and nature of any interest	% of interest, if any
<b>Procure Seattle Holdings LLC</b>		<b>Sole Member and Manager</b>	<b>100</b>

Name	Address	Position and nature of any interest	% of interest, if any
<b>Anna Karin Andrews</b>		<b>President</b>	

Name	Address	Position and nature of any interest	% of interest, if any
<b>Joseph Raicevich</b>		<b>Secretary; Treasurer</b>	

**29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?**

- ☒ No
- ☐ Yes. Identify below.

**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
- ☒ Yes. Identify below.

**Name and address of recipient****Amount of money or description and value of property****Dates****Reason for providing the value**30.1 **Please see response to SOFA Question 4.****Relationship to debtor****31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

Debtor **Seattle Proton Center, LLC**

Case number (if known) \_\_\_\_\_

- ☐ No  
☒ Yes. Identify below.

Name of the parent corporation

**Seattle Proton Center Holdings**

Employer Identification number of the parent corporation

EIN: **47-4795562**

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No  
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **November 14, 2018**

**/s/ Anna Karin Andrews**

Signature of individual signing on behalf of the debtor

**Anna Karin Andrews**

Printed name

Position or relationship to debtor **President**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☐ No  
☒ Yes

<b>Payee</b>	<b>Date</b>	<b>Amount</b>
AARP Medicare Complete	9/27/2018	\$ 11,933.67
Accountable Healthcare Staffing, Inc.	8/16/2018 9/6/2018 9/13/2018 10/4/2018 10/18/2018 10/25/2018	\$ 86,550.00
Aetna	9/6/2018 9/27/2018 10/25/2018	\$ 158,283.52
AFCO Credit Corporation	8/24/2018 9/28/2018 10/19/2018 10/26/2018	\$ 165,686.80
American Express	8/9/2018 9/6/2018 10/4/2018 11/1/2018	\$ 26,631.00
ANDA INC dba PRACT Rx	8/9/2018 8/23/2018 9/6/2018 9/13/2018 9/27/2018 10/18/2018 10/25/2018	\$ 25,599.00
Applied Intelligence	8/9/2018 9/6/2018 10/18/2018 10/25/2018	\$ 13,438.52
Aviva Metals, Inc.	9/7/2018	\$ 12,537.50
Barbara A Ringhouse	8/16/2018 9/6/2018 10/4/2018	\$ 18,000.00

Payee	Date	Amount
Benefit Resource Inc	8/9/2018 8/14/2018 8/23/2018 9/10/2018 9/13/2018 9/26/2018 10/10/2018 10/24/2018 10/25/2018	\$ 15,441.18
BNP Paribas Fortis	8/20/2018 10/17/2018	\$ 29,002.16
Bush Strout Kornfeld LLP	8/10/2018 9/14/2018 9/28/2018	\$ 154,290.48
Caine & Weiner	9/27/2018	\$ 11,342.00
Cardinal Health	8/9/2018 8/23/2018 9/6/2018 9/13/2018 9/27/2018 10/18/2018 10/25/2018 11/1/2018	\$ 82,062.02
CenturyLink	8/9/2018 8/16/2018 9/6/2018 9/13/2018 9/27/2018 10/4/2018 10/18/2018 11/1/2018	\$ 14,828.13
CIGNA	10/4/2018 11/1/2018	\$ 15,921.68
City of Seattle	8/16/2018 9/13/2018 10/18/2018	\$ 27,617.77
City of Seattle	10/19/2018 10/31/2018	\$ 103,170.38
City of Seattle	8/23/2018 9/13/2018 10/18/2018	\$ 122,086.45

Payee	Date	Amount
Community Health Plan of Texas	8/23/2018 9/27/2018	\$ 40,504.62
Computer Power & Service Inc.	9/27/2018	\$ 19,053.18
DELL MARKETING, L.P.	9/6/2018 9/13/2018 9/27/2018 10/18/2018 10/25/2018 11/1/2018	\$ 35,340.18
Dixon Hughes Goodman LLP	9/13/2018 9/27/2018	\$ 30,750.00
Elekta, Inc	9/13/2018	\$ 302,491.79
Fidelity	8/8/2018 8/22/2018 9/10/2018 9/21/2018 10/9/2018 10/23/2018	\$ 186,276.81
Freeman Manufacturing & Supply	8/9/2018	\$ 9,986.61
GCA Services Group	8/23/2018	\$ 9,465.70
GCA Services Group	9/27/2018	\$ 9,465.70
GCA Services Group	10/18/2018	\$ 9,465.70
GCA Services Group	10/25/2018	\$ 9,465.70
GCA Services Group	8/9/2018 8/23/2018 9/27/2018 10/18/2018 10/25/2018	\$ 37,862.80
GE Healthcare	8/23/2018 9/13/2018 10/18/2018	\$ 17,714.10
Green Rubino	9/7/2018 9/27/2018 10/18/2018 10/26/2018	\$ 688,292.81
Group Health Cooperative	8/23/2018 9/6/2018 9/27/2018	\$ 24,813.91
Healthcare Management Alternatives, Inc.	8/23/2018 9/13/2018 10/18/2018	\$ 7,434.00

<b>Payee</b>	<b>Date</b>	<b>Amount</b>
IBA Proton Therapy	10/19/2018	\$ 1,045,784.33
King County Treasury	9/27/2018	\$ 100,359.30
Kovarus, Inc.	9/27/2018 10/4/2018 10/18/2018	\$ 111,885.80
KPMG LLP	9/13/2018 9/27/2018	\$ 134,925.00
Moss Adams LLP	8/16/2018 9/6/2018 9/13/2018 10/4/2018	\$ 17,199.25
Mutual of Omaha Insurance Company	8/23/2018 9/27/2018 10/25/2018	\$ 19,401.83
Nixon Peabody LLP	9/7/2018 9/14/2018 10/16/2018 10/26/2018	\$ 154,391.50
Northwest Hospital & Medical Center	8/9/2018 8/23/2018 9/6/2018 9/13/2018 10/4/2018 10/25/2018	\$ 17,499.00
Northwest Hospital Rents	8/23/2018 9/27/2018 10/25/2018	\$ 229,993.80
Nyhus Communications LLC	10/18/2018 10/25/2018	\$ 54,525.20
Ogden Murphy Wallace PLLC	10/18/2018	\$ 45,729.00
Optum	8/8/2018 8/23/2018 9/10/2018 9/26/2018 10/11/2018 10/24/2018	\$ 12,645.36
Opus Interactive, Inc.	8/9/2018 8/23/2018 9/27/2018 10/4/2018 10/18/2018	\$ 18,043.00

Payee	Date	Amount
Owens & Minor	8/9/2018 8/16/2018 8/23/2018 9/6/2018 9/13/2018 9/27/2018 10/18/2018 10/25/2018 11/1/2018	\$ 7,448.97
Premera Blue Cross	9/13/2018 11/1/2018	\$ 266,515.30
Proton Collaborative Group	9/13/2018 10/18/2018 11/1/2018	\$ 25,333.32
Puget Sound Energy	9/6/2018 9/27/2018 10/25/2018	\$ 11,832.08
Regence BlueShield	8/23/2018 9/27/2018	\$ 42,751.20
Revenue Cycle Billing Services Inc.	8/24/2018 9/28/2018 10/19/2018	\$ 159,006.53
Seattle Cancer Care Alliance	9/28/2018 10/26/2018	\$ 510,217.50
Seattle Children's Hospital	8/23/2018 9/13/2018 10/18/2018 10/25/2018	\$ 8,637.36
Terentino's Catering Inc.	8/9/2018 8/23/2018 9/6/2018 9/13/2018 9/27/2018 10/18/2018 10/25/2018	\$ 12,099.20
Transeo Radiotherapy Solutions LLC	10/25/2018	\$ 54,000.00
University Mechanical Contractors, Inc.	8/9/2018 10/18/2018 10/25/2018 11/1/2018	\$ 59,026.61

<b>Payee</b>	<b>Date</b>	<b>Amount</b>
University of Washington Laundry	8/16/2018	\$ 8,679.97
	9/27/2018	
	10/18/2018	
UW School of Med Dept of Radiation Oncology	9/28/2018	\$ 231,500.00
Vivid Learning Systems, Inc.	9/13/2018	\$ 9,909.00
Washington State Department of Revenue	8/21/2018	\$ 186,701.98
	8/24/2018	
	9/24/2018	
	10/22/2018	

**United States Bankruptcy Court  
Western District of Washington**

In re Seattle Proton Center, LLC

Debtor(s)

Case No.  
Chapter

11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Procure Seattle Holdings, LLC</b> <b>1570 N 115th Street</b> <b>Seattle, WA 98133</b>		<b>100%</b>	<b>Membership</b>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date November 14, 2018

Signature /s/ Anna Karin Andrews  
Anna Karin Andrews

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court  
Western District of Washington**

In re **Seattle Proton Center, LLC**

Debtor(s)

Case No.

Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **November 14, 2018**

**/s/ Anna Karin Andrews**

**Anna Karin Andrews/President**

Signer/Title

US ATTORNEY  
ATTN BANKRUPTCY ASSISTANT  
700 STEWART STREET  
ROOM 5220  
SEATTLE, WA 98101-4438

INTERNAL REVENUE SVC (PHIL)  
CENTRALIZED INSOL OPERATIONS  
PO BOX 7346  
PHILADELPHIA, PA 19101-7346

COMMODITY FUTURES TRADING  
1155 21ST ST NW  
WASHINGTON, DC 20581

SECURITIES & EXCHANGE COMM  
ATTN BANKRUPTCY COUNSEL  
44 MONTGOMERY ST #2600  
SAN FRANCISCO, CA 94104

US TREASURY  
SECRETARY OF THE TREASURY  
1500 PENNSYLVANIA AVE NW  
WASHINGTON, DC 20220

WA DEPT OF REV-SEA  
BANKRUPTCY/CLAIMS UNIT  
2101 4TH AVE #1400  
SEATTLE, WA 98121-2300

WA DEPT OF L&I-OLY  
COLLECTIONS  
PO BOX 44171  
OLYMPIA, WA 98504-4171

WA DEPT OF EMP SEC-OLY  
UI TAX ADMIN  
PO BOX 9046  
OLYMPIA, WA 98507-9046

WA ATTORNEY GENERAL  
BANKRUPTCY & COLLECTIONS UNIT  
800 5TH AVE #2000  
SEATTLE, WA 98104

ARMAND J. KORNFELD  
BUSH KORNFELD LLP  
601 UNION ST., SUITE 5000  
SEATTLE, WA 98101-2373

SEATTLE PROTON CENTER, LLC  
1570 N 115TH STREET  
SEATTLE, WA 98133

BNP PARIBAS FORTIS, AGENT  
C/O JOAQUIN M. C DE BACA  
MAYER BROWN LLP  
1675 BROADWAY  
NEW YORK, NY 10019

IBA PROTON THERAPY, INC. AND  
ION BEAM APPLICATIONS, S.A.  
C/O TODD BEJIAN  
2000 EDMUND HALLEY DR.; SUITE  
RESTON, VA 20191

IBA PROTON THERAPY, INC. AND  
ION BEAM APPLICATIONS, S.A.  
C/O DAVID SWAN  
1750 TYSONS BOULEVARD, STE. 18  
MC LEAN, VA 22102

SEATTLE CANCER CARE ALLIANCE  
C/O BRADLEY J. BERG  
FOSTER PEPPER PLLC  
1111 3RD AVE., SUITE 3400  
SEATTLE, WA 98101

**United States Bankruptcy Court  
Western District of Washington**

In re Seattle Proton Center, LLC

Debtor(s)

Case No.  
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11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Seattle Proton Center, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Procure Seattle Holdings, LLC**  
**1570 N 115th Street**  
**Seattle, WA 98133**

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☐ None [*Check if applicable*]

**November 14, 2018**

Date

**/s/ Armand J. Kornfeld**

**Armand J. Kornfeld**

Signature of Attorney or Litigant  
Counsel for **Seattle Proton Center, LLC**  
**Bush Kornfeld LLP**  
**601 Union St., Suite 5000**  
**Seattle, WA 98101-2373**  
**(206) 292-2110 Fax:(206) 292-2104**  
**jkornfeld@bskd.com**

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**United States Bankruptcy Court  
Western District of Washington**

In re Seattle Proton Center, LLC

Debtor(s)

Case No.

Chapter

11

**BUSINESS INCOME AND EXPENSES--SEE ATTACHED**

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

**PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:**

1. Gross Income For 12 Months Prior to Filing: \$ \_\_\_\_\_

**PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:**

2. Gross Monthly Income \$ \_\_\_\_\_

**PART C - ESTIMATED FUTURE MONTHLY EXPENSES:**

3. Net Employee Payroll (Other Than Debtor) \$ \_\_\_\_\_

4. Payroll Taxes \_\_\_\_\_

5. Unemployment Taxes \_\_\_\_\_

6. Worker's Compensation \_\_\_\_\_

7. Other Taxes \_\_\_\_\_

8. Inventory Purchases (Including raw materials) \_\_\_\_\_

9. Purchase of Feed/Fertilizer/Seed/Spray \_\_\_\_\_

10. Rent (Other than debtor's principal residence) \_\_\_\_\_

11. Utilities \_\_\_\_\_

12. Office Expenses and Supplies \_\_\_\_\_

13. Repairs and Maintenance \_\_\_\_\_

14. Vehicle Expenses \_\_\_\_\_

15. Travel and Entertainment \_\_\_\_\_

16. Equipment Rental and Leases \_\_\_\_\_

17. Legal/Accounting/Other Professional Fees \_\_\_\_\_

18. Insurance \_\_\_\_\_

19. Employee Benefits (e.g., pension, medical, etc.) \_\_\_\_\_

20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):

DESCRIPTION

TOTAL

21. Other (Specify):

DESCRIPTION

TOTAL

22. Total Monthly Expenses (Add items 3-21) \$ \_\_\_\_\_

**PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:**

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2) \$ \_\_\_\_\_

**Seattle Proton Center, LLC**  
**Weekly Cash Flow Plan**

*\$s in thousands*

**Week Ending:**

	11/16/2018	11/23/2018	11/30/2018	12/7/2018	12/14/2018	12/21/2018	12/28/2018	1/4/2019	1/11/2019	1/18/2019	1/25/2019	2/1/2019	2/8/2019	Total
Net Collections	481	481	481	589	589	589	471	433	524	524	524	547	494	
<b>Cash Inflows</b>	<b>481</b>	<b>481</b>	<b>481</b>	<b>589</b>	<b>589</b>	<b>589</b>	<b>471</b>	<b>433</b>	<b>524</b>	<b>524</b>	<b>524</b>	<b>547</b>	<b>494</b>	<b>6,727</b>
Payroll & Benefits	(31)	(415)	-	(350)	(30)	(350)	(31)	(425)	(30)	-	(406)	(65)	(380)	(2,513)
Advertising & Marketing	(25)	(5)	(5)	(5)	(205)	(30)	(5)	(5)	(5)	(5)	(200)	(5)	(5)	(505)
Legal	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(65)
Repairs & Maintenance	(87)	(12)	(12)	(57)	(32)	(52)	(512)	(12)	(12)	(1,045)	(12)	(12)	(12)	(1,869)
Rent & Utilities	(4)	(131)	(4)	(4)	(4)	(56)	(75)	(4)	(4)	(4)	(131)	(4)	(4)	(429)
G&A	(15)	(87)	(50)	(18)	(50)	(87)	(50)	(18)	(15)	(15)	(167)	(18)	(15)	(605)
Supplies & Services	(15)	(15)	(15)	(40)	(15)	(15)	(15)	(15)	(53)	(15)	(15)	(15)	(15)	(258)
Restructuring Expenses														
Professional Fund	-	-	(300)	-	-	-	-	-	-	-	-	-	-	(300)
Utilities Deposit	(35)	-	-	-	-	-	-	-	-	-	-	-	-	(35)
U.S. Trustee Fee	-	-	-	-	-	-	(27)	-	-	-	-	-	-	(27)
CapEx	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(65)
<b>Cash Outflows</b>	<b>(222)</b>	<b>(675)</b>	<b>(396)</b>	<b>(484)</b>	<b>(346)</b>	<b>(600)</b>	<b>(725)</b>	<b>(489)</b>	<b>(129)</b>	<b>(1,094)</b>	<b>(941)</b>	<b>(129)</b>	<b>(441)</b>	<b>(6,671)</b>
<b>Net Cash Inflows/(Outflows)</b>	<b>259</b>	<b>(194)</b>	<b>85</b>	<b>105</b>	<b>243</b>	<b>(11)</b>	<b>(254)</b>	<b>(56)</b>	<b>395</b>	<b>(570)</b>	<b>(417)</b>	<b>418</b>	<b>53</b>	<b>56</b>
Beginning Cash Balance	5,700	5,959	5,765	5,850	5,955	6,198	6,187	5,933	5,877	6,272	5,702	5,285	5,703	
Ending Cash Balance	5,959	5,765	5,850	5,955	6,198	6,187	5,933	5,877	6,272	5,702	5,285	5,703	5,756	

Confidential