**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

In re:	:	Case No. 24-70418-JAD
POTTSVILLE OPERATIONS, LLC, *et al.*,[1]	:	Chapter 11
Debtors.	:	(Jointly Administered)
POTTSVILLE OPERATIONS, LLC, *et al.*,	:	Related to Doc. Nos. 1710, 1711, 1715, 1793
Movant,	:	
v.	:	Hearing Date and Time: January 13, 2026, at 11:00 a.m.
BENJAMIN LANDA,	:	
Respondent.	:	

**JOINDER OF BENJAMIN LANDA TO
PAMC REALTY, LLC'S OBJECTION TO CONFIRMATION OF
SECOND AMENDED CHAPTER 11 PLAN OF LIQUIDATION
AND ADDITIONAL OBJECTION**

Benjamin Landa ("**Landa**") hereby joins PAMC Realty LLC's Objection to Confirmation of Second Amended Chapter 11 Plan of Liquidation ("**Objection**") [ECF No. 1793] and supplements that Objection.

[1] The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Pottsville Operations, LLC (9467); Pottsville Propco, LLC (8685); Hampton House Operations, LLC (8969); Hampton House Propco, LLC (7258); Kingston Operations, LLC (1787); Kingston Propco, LLC (8562); Williamsport North Operations, LLC (9927); Williamsport Propco, LLC (2039); Williamsport South Operations, LLC (0298); Yeadon Operations, LLC (9296); Yeadon Propco, LLC (5785); Bedrock Care, LLC (9115); Care Pavilion Operating, LLC (7149); Cliveden Operating, LLC (6546); MAPA Operating, LLC (3750); Maplewood Operating, LLC (0850); Milton Operating, LLC (5523); Parkhouse Operating, LLC (0140); Tucker Operating, LLC (4305); Watsontown Operating, LLC (0236); and York Operating, LLC (2571).

BACKGROUND

1. Pottsville Operations, LLC and twenty affiliated debtors ("**Debtors**") filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code ("**Bankruptcy Code**") on October 15, 2024, and on November 18, 2024.

2. The Debtors' bankruptcy cases are jointly administered under Case No. 24-70418 ("**Bankruptcy Case**") in the United States Bankruptcy Court for the Western District of Pennsylvania ("**Bankruptcy Court**").

3. On November 14, 2025, the Official Committee of Unsecured Creditors ("Committee") filed a Second Amended Chapter 11 Plan of Liquidation ("**Plan**") [ECF No. 1710] and Second Amended Disclosure Statement ("**Disclosure Statement**") [ECF No. 1711].

4. PAMC Realty, LLC ("**PAMC**") filed its Objection [ECF No. 1793] on December 16, 2025.

5. Landa is an equity owner of PAMC, which owns a majority interest in Pottsville Propco, LLC, Hampton House Propco, LLC, Kingston Propco, LLC, Williamsport Propco, LLC, and Yeadon Propco, LLC (collectively, the "**Propcos**").

OBJECTION

A. Joinder to Substantive Consolidation Objection

6. Landa joins PAMC's objection that the "deemed consolidation" proposed by the Committee in the Plan and Disclosure Statement is in fact a "substantive consolidation," and that the Plan proponents have failed to satisfy the requirements for substantive consolidation.

7. Section 2.1 of the Plan provides in relevant part that "the Pottsville Debtors and their Estates shall be deemed consolidated for the following purposes":

a. "all Pottsville Liquidating Trust assets shall be treated as 'pooled' as if they were merged";

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b. “each Claim or Interest Schedule, Filed, or to be Filed against a Pottsville Debtor shall be deemed a single, non-aggregated Claim against, and a single non-aggregated obligation of, the Pottsville Debtors”; and

c. “Holders of Allowed Claims entitled to Distributions under this Plan shall be entitled to Distributions in accordance with the terms of the Plan on account of such Claim without regard to which Pottsville Debtor was originally liable for such Claim.”

[ECF No. 1710-1, pp. 11-12].

8. Section 1.66 of the Plan defines “Pottsville Liquidating Trust Assets” as “all assets of the Pottsville Debtors.” [ECF No. 1710-1, p. 13].

9. “Pottsville Debtors” include the following debtor entities: Pottsville Operations, LLC; Pottsville Propco, LLC; Hampton House Operations, LLC; Hampton House Propco, LLC; Kingston Operations, LLC; Kingston Propco, LLC; Williamsport North Operations, LLC; Williamsport Propco, LLC; Williamsport South Operations, LLC; Yeadon Operations, LLC; and Yeadon Propco, LLC. [ECF No. 1710, p. 1 n.1].

10. There is no need for any type of consolidation when all debtors are liquidating and not receiving discharges, particularly given the care prior to and during this Bankruptcy Case to maintain the separate corporate identities and business operations of each debtor.

11. During the Bankruptcy Case, each debtor filed a separate bankruptcy case, maintained separate business operations, maintained separate bank accounts, filed separate Monthly Operating Reports, maintained separate Claims Dockets, and was assigned separate allocations of the purchase price from the Purchaser. *See, e.g.,* Declaration of Neil Luria, Chief Restructuring Officer of the Debtors, in Support of Chapter 11 Petitions and Various First Day Applications and Motions [ECF No. 4]; Notice of Closing on Sale Transaction for Substantially All the Pottsville Debtors’ Assets and Assumption and Assignment of Assumed Contracts, Settlement Statement [ECF No. 655-2, Exhibit B at ECF pp. 1-11].

12. There is no evidence that creditors were confused as to debtor identities, that the debtors comingled assets or business dealings, or that the debtors disregarded their separateness.

13. Accordingly, the Committee cannot establish the requirements for substantive consolidation in this case. *See In re Owens Corning*, 419 F.3d 195, 211-212 (3d Cir. 2005) (holding that substantive consolidation is only appropriate when the proponent can establish either that (1) the entities significantly disregarded their separateness or (2) the assets are so scrambled that separating them will hurt all of the creditors).

14. Additionally, "deeming" debtors with different ownership interests to be consolidated improperly impacts such equity interests. *See, e.g.,* Declaration of Neil Luria, Chief Restructuring Officer of The Debtors, in Support of Chapter 11 Petitions and Various First Day Applications and Motions, ¶ 16 ("Each of the Debtors either owns or operates a skilled nursing facility described above. Because of the overlapping, but not identical, indirect ownership interests among the Debtors, the Debtors are affiliated, limited liability companies.") [ECF No. 4].

15. One part of the price for the purchase for the Propco Debtors is a $10 million Promissory Note that is made payable to the Propco Debtors, not all of the Debtors. A copy of the Note is attached to the Order confirming the Pottsville sale as part of the attached asset purchase agreement. *See* Order (A) Approving Sale of Substantially All of the Pottsville Debtors' Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [ECF No. 557, Ex. C, at ECF pp. 53-60 of 145].

16. In essence, the "deemed consolidation" in this Plan strips away, without justification, protections that limited liability companies are established by making the assets of all Debtors pay the claims against every other Debtor when there is no reason to do so.

17. As an equity owner of the Propcos, Landa will be prejudiced by the Plan's terms which propose to fund the Liquidating Trust, to be distributed to all Pottsville Debtor creditors, with a $10 million Promissory Note payable only to the Propcos. (Plan, § 2.1).

18. Because Landa and other equity interest owners would be adversely affected under the terms of the Plan, consolidation should be denied. *In re Owens Corning*, 419 F.3d at 212-214.

B. Improper Classification Objection

19. The Plan also includes an improper classification for voting purposes, providing that "voting on the Plan will occur on a consolidated basis, such that Holders of Claims against a single Debtor will have their votes combined with Holders of Claims against another Debtor in the same Class." (Disclosure Statement, § 3.3).

20. If voting occurs on a consolidated basis as provided in the Disclosure Statement and Plan, any given set of impaired creditors with claims against only a specific debtor could vote against the Plan, with all similarly situated impaired classes consolidated as though they each had a claim against every debtor.

21. Such proposed consolidated voting contravenes how the Debtors conducted their businesses pre-petition and the fact that the claims registers and monthly operating reports are kept separately for each debtor and not on any consolidated basis.

22. Further, the Plan's proposed classification of claims could result in the confirmation of the deemed consolidated plan despite creditors against one debtor rejecting the Plan. *See, e.g.*, *In re Machne Menachem, Inc.*, 233 F. App'x 119, 121 (3d Cir. 2007) ("vote manipulation by the gerrymandering of classes 'seriously undermines' the 'critical confirmation requirements set out in Section 1129(a)(8) (acceptance by all impaired classes) and Section 1129(a)(10) (acceptance by

at least one impaired class in the event of a "cram down").'") (citing *John Hancock Mut. Life Ins. Co. v. Route 37 Bus. Park Assocs.,* 987 F.2d 154, 158 (3d Cir. 1993)).

23. Confirmation should be denied based on the Plan's improper classification of claims for voting purposes.

CONCLUSION

24. Confirmation of the Plan should be denied because the Committee cannot meet its burden regarding the proposed consolidation and because the Plan includes improper classification for voting purposes.

WHEREFORE, Creditor Benjamin Landa respectfully requests that this Honorable Court deny confirmation of the Second Amended Chapter 11 Plan and grant any further relief that is just and appropriate.

TUCKER ARENSBERG, P.C.

Dated: January 6, 2026

<u>/s/ Michael A. Shiner</u>

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Respondent.	:	

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 6th day of January 2026, a true and accurate copy of the foregoing *Joinder of Benjamin Landa to PAMC Realty LLC's Objection to Confirmation of Second Amended Chapter 11 Plan of Liquidation* was served upon all parties entitled to receive notice by CM/ECF, and to the following counsel of record via electronic mail:

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Dated: January 6, 2026

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