

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

In re:	Case No.: 24-70418-JAD
POTTSVILLE OPERATIONS, LLC, <i>et al.</i> , ¹	Chapter 11
Debtors.	(Jointly Administered)
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF POTTSVILLE OPERATIONS, LLC, et al.	Related to Document No.:
Movant,	Hearing Date:
-vs-	Hearing Time:
No Respondent.	Response Deadline:

**DECLARATION OF BRIAN KARPUK REGARDING
THE SOLICITATION AND TABULATION OF VOTES ON
THE SECOND AMENDED CHAPTER 11 PLAN OF LIQUIDATION
SUBMITTED BY THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

I, Brian Karpuk hereby declare under penalty of perjury that the following is true and correct:

1. I am a Managing Director at Stretto, Inc. ("Stretto"), which has offices located at 410 Exchange, Suite 100, Irvine, California 92602. I am an individual over eighteen years of age.

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); and Yeadon Propco, LLC (5785) (collectively, the "Pottsville Debtors") and the Pottsville Debtors' chapter 11 cases are collectively referred to as the "Pottsville Cases") and 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) (collectively the "Care Pavilion Debtors") and the Care Pavilion Debtors' chapter 11 cases are collectively referred to as the "Care Pavilion Cases"). The Debtors' mailing address is 425 West New England Avenue, Suite 300, Winter Park, Florida 32789.

I do not have a direct interest in the chapter 11 cases and should be considered an impartial party.

I am duly authorized to submit this declaration (this “Declaration”) on behalf of Stretto.

2. On November 22, 2024, the United States Bankruptcy Court for the Western District of Pennsylvania (the “Court”) entered the *Amended Order Authorizing Expanded Retention and Appointment of Stretto, Inc. as Claims and Noticing Agent Pursuant to 28 U.S.C. 156(c), 11 U.S.C. 105(a), and W. PA. LBR 1002-8 and Granting Related Relief* [Docket No. 289]. On November 22, 2024, the Court entered the *Amended Order Authorizing the Expanded Employment and Retention of Stretto, Inc., as Administrative Agent, Nunc Pro Tunc to the Relief Date* [Docket No. 290] authorizing the Debtors to retain Stretto for, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan, distributing required notices to parties in interest, and receiving, maintaining, docketing, and otherwise administering the proofs of claim filed in the Debtors’ chapter 11 cases.

3. Stretto’s employees have considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans.

4. I submit this Declaration with respect to the solicitation of votes and the tabulation of Ballots cast on the *Second Amended Plan of Liquidation Submitted by the Official Committee of Unsecured Creditors Under Chapter 11 of the Bankruptcy Code* [Docket No. 1710], dated November 14, 2025 (as may be amended, supplemented, or modified from time to time, the “Plan”).² Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of

² Capitalized terms used but not defined herein have the meanings given to them in the Plan or the Conditional Approval and Procedures Order (defined herein), as applicable.

relevant documents. If I were called upon to testify, I could and would testify competently to the facts set forth herein.

BACKGROUND

5. On October 22, 2025, the Court entered the *Order Granting Motion for Entry of an Order (I) Conditionally Approving the Disclosure Statement, (II) Scheduling a Combined Hearing on the Plan and Disclosure Statement, (III) Approving the Solicitation and Voting Procedures and Dates, Deadlines, and Notices Related Thereto, and (IV) Granting Related Relief* [Docket No. 1664] (the “Conditional Approval and Procedures Order”) establishing, among other things, procedures to solicit votes from and tabulate Ballots submitted by holders entitled to vote (the “Solicitation and Voting Procedures”) on the Plan. On October 31, 2025, the Court entered the *Order Granting Motion to Enlarge Solicitation and Confirmation Schedule Deadlines* [Docket No. 1695] (the “Solicitation Enlargement Order” and together with the Conditional Approval and Procedures Order, the “Solicitation Orders”) enlarging the solicitation deadlines as previously approved in the Conditional Approval and Procedures Order.

6. Stretto adhered to the Solicitation Orders and Solicitation and Voting Procedures and distributed the Ballots to parties entitled to vote on the Plan. I supervised the solicitation and tabulation performed by Stretto’s employees.

7. Pursuant to the Solicitation Orders, and in accordance with the Solicitation and Voting Procedures, Stretto worked with the Debtors to solicit votes for the Plan and tabulate Ballots of creditors entitled to vote on the Plan. The Plan designates Claims in Class 3 (Pottsville Priority Tax Claims), Class 5 (Pottsville General Unsecured Claims) and Class 6 (Pottsville Insured Claims) (the “Voting Classes”) as Impaired and entitled the Holders of such Claims to vote on the Plan. The Conditional Approval and Procedures Order established October 22, 2025,

as the Voting Record Date for determining which Holders of Claims or Interests were entitled to receive Solicitation Packages and, where applicable, vote on the Plan.

8. Pursuant to and in accordance with the Solicitation Orders, Stretto served the Solicitation Packages (including the Ballots) on the Voting Classes by November 14, 2025. An affidavit of service evidencing Stretto's service of the foregoing was filed with the Court on, November 24, 2025 [Docket No. 1727] (the "Affidavit of Service"). Solicitation Packages were also forwarded pursuant to forwarding instructions as evidenced by [Docket No. 1792].

9. In addition to serving the Solicitation Packages on the Voting Classes, Stretto timely (a) served Notices of Non-Voting Status on all members of Class 1 (Pottsville Secured Lender's Claims), Class 2 (Pottsville Other Secured Claims) and Class 4 (Pottsville Priority Unsecured Non-Tax Claims),(collectively, the "Non-Voting Classes"); and (b) served the Combined Hearing Notice on parties in interest. This service is also evidenced by the Affidavit of Service.

10. Furthermore, free copies of the Plan, and all other documents filed in these cases were made available at <https://cases.stretto.com/pottsville/>.

11. On December 2, 2025, the Debtors filed the Notice of Filing of Plan Supplement (the "Plan Supplement") [Docket No. 1745]. On December 3, Stretto served the Plan Supplement, which service is evidenced by an affidavit of service filed on December 4, 2025 [Docket No. 1772].

12. The Solicitation Enlargement Order established December 19, 2025, at 4 pm as the deadline by which all Ballots were to have been received by Stretto to be counted as a valid vote to accept or reject the Plan (the "Voting Deadline").

13. Stretto received and tabulated the Ballots as follows:

a. With respect to hard copy Ballots:

- i. Each returned Ballot was opened and/or inspected at Stretto's offices;
and
 - ii. Ballots were date-stamped upon receipt.
- b. With respect to Ballots submitted through the online portal:
 - i. Encrypted ballot data, date-stamp, and audit trail were created upon submittal; and
 - ii. Electronic images of Ballots were created using the submitted ballot data.
- c. All Ballots received were then tabulated by Stretto in accordance with the Solicitation and Voting Procedures approved by the Interim Approval and Procedures Order.

14. For a Ballot to be counted as valid, the Ballot was required to have complied with the Solicitation and Voting Procedures, including the requirement that the Ballot be properly completed, executed by the Holder of the Claim (or such Holder's authorized representative), be submitted by an entity entitled to vote, and received by Stretto on or before the Voting Deadline. Ballots that did not comply with the Solicitation and Voting Procedures were not counted. Except as set forth herein or in the attached exhibits, (a) all Ballots that complied with the Solicitation and Voting Procedures were tabulated in accordance with the tabulation rules contained therein, which were not modified in any respect, (b) there were no defects or irregularities with any of the Ballots, and (c) no votes were changed or modified after they were cast without the express written consent to do so by the Holder of the Claim (or such Holder's authorized representative) pursuant to the Interim Approval and Procedures Order.

15. Stretto is in possession of each of the ballots it has received, and copies of the same are available for review during Stretto's normal business hours of 9:00 a.m. to 5:00 p.m. (PT).

16. I hereby certify that the results of the voting by the Holders of Claims in the Voting Class are as set forth in **Exhibit A** to this Declaration, which is a true and correct copy of the final tabulation of votes cast by timely and properly completed Ballots received by Stretto.

17. I hereby certify that attached hereto as **Exhibit B** is a detailed voting report of all Ballots submitted to Stretto as of the filing of this Certification.

18. I hereby certify that attached hereto as **Exhibit C** is a detailed voting report of all non-tabulated Ballots submitted to Stretto as of the filing of this Certification.

[Remainder of page intentionally left blank]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: January 26, 2026

/s/ Brian Karpuk

Brian Karpuk
Managing Director
Stretto, Inc.

Exhibit A

Tabulation Summary

Class 5 Ballots – Pottsville General Unsecured Claims				
	Count	%	Dollars	%
Accept:	35	94.6%	\$2,889,570.79	97.52%
Reject:	2	5.4%	\$73,403.41	2.48%
Tabulated Ballot Totals:	37		\$3,015,449.81	
Abstain:	0		\$0.00	
Unacceptable:	4		\$54,471.09	

Class 6 Ballots – Pottsville Insured Claims				
	Count	%	Dollars	%
Accept:	1	50%	\$1.00	50%
Reject:	1	50%	\$1.00	50%
Tabulated Ballot Totals:	2		\$2.00	
Abstain:	0		\$0.00	
Unacceptable:	0		\$0.00	

All Ballots Received

Class	Date Filed	Ballot No.	Name	Voting Amount	Ballot Status	Reason Unacceptable	Question1: Plan Vote
5	11/21/2025	1	RICK PAONE D/B/A PAONE LEGAL SOLUTIONS	\$9,331.09	Accept		Accept (Vote For) the Plan
5	11/22/2025	2	Lower Merion Neurology	\$71,467.66	Accept		Accept (Vote For) the Plan
5	11/24/2025	3	PURE WATER TECHNOLOGY	\$360.40	Accept		Accept (Vote For) the Plan
5	11/24/2025	4	Fry's Fire Protection LLC	\$2,871.60	Accept		Accept (Vote For) the Plan
5	11/24/2025	5	NELSON INSTALLATIONS LLC	\$1,931.00	Accept		Accept (Vote For) the Plan
5	11/24/2025	6	Trans-Med Ambulance, Inc	\$213,436.33	Accept		Accept (Vote For) the Plan
5	11/24/2025	7	A&S Cooling Inc. [Jim Saleh]	\$473.85	Accept		Accept (Vote For) the Plan
5	11/24/2025	8	EMS TRAINING INSTITUTE OF NEPA	\$680.00	Accept		Accept (Vote For) the Plan
5	11/25/2025	9	INNOVATIVE SUPPLY GROUP	\$77,622.45	Accept		Accept (Vote For) the Plan
5	11/25/2025	10	Country Tree and Landscaping	\$18,832.50	Accept		Accept (Vote For) the Plan
5	11/25/2025	11	FORTY FORT LUBE & SERVICE INC.	\$232.37	Accept		Accept (Vote For) the Plan
5	11/25/2025	12	BUTTON ENERGY	\$255.66	Accept		Accept (Vote For) the Plan
5	11/25/2025	13	PHILLIPS FUEL INC	\$414.20	Accept		Accept (Vote For) the Plan
5	11/25/2025	14	CCI HEALTHCARE SYSTEMS GROUP CORP	\$2,440.36	Accept		Accept (Vote For) the Plan
5	11/26/2025	15	LAW OFFICES OF DEBRA G. SPEYER	\$26,611.20	Accept		Accept (Vote For) the Plan
5	11/26/2025	16	Lock Haven Audiology and Hearing Aid Center	\$583.23	Accept		Accept (Vote For) the Plan

Exhibit B
All Ballots Received

Class	Date Filed	Ballot No.	Name	Voting Amount	Ballot Status	Reason Unacceptable	Question1: Plan Vote
5	11/27/2025	17	CARL H. FRELS	\$1,945.00	Accept		Accept (Vote For) the Plan
5	11/28/2025	18	BILL MINNICH	\$125.00	Accept		Accept (Vote For) the Plan
5	11/30/2025	19	THINK CLICK MEDIA	\$2,599.98	Accept		Accept (Vote For) the Plan
5	12/01/2025	20	EARTHBIO TECHNOLOGIES	\$265.00	Accept		Accept (Vote For) the Plan
5	12/01/2025	21	KLEEN AIR SYSTEMS, INC.	\$2,100.00	Accept		Accept (Vote For) the Plan
5	12/01/2025	22	Zeller Electric, LLC	\$4,825.42	Accept		Accept (Vote For) the Plan
5	12/01/2025	23	Confidential Creditor 16838446	\$1,137.74	Accept		Accept (Vote For) the Plan
5	12/01/2025	24	NAGLE ELEVATOR INSPECTION & TESTING	\$285.00	Reject		Reject (Vote Against) the Plan
5	12/01/2025	25	FDR Services Corp. of Trenton	\$73,118.41	Reject		Reject (Vote Against) the Plan
5	12/02/2025	26	BRISK COFFEE ROASTERS USA	\$350.00	Accept		Accept (Vote For) the Plan
5	12/02/2025	27	DESIGN HEARING INSTRUMENTS, INC.	\$3,200.00	Accept		Accept (Vote For) the Plan
5	12/02/2025	28	Kensol Airways, Inc.	\$3,363.00	Accept		Accept (Vote For) the Plan
5	12/02/2025	29	Confidential Creditor 16863494	\$659.96	Accept		Accept (Vote For) the Plan
6	12/04/2025	30	Confidential Creditor 16842091	\$1.00	Reject		Reject (Vote Against) the Plan
5	12/05/2025	31	Reliant Pro Rehab, LLC d/b/a Reliant Rehabilitation	\$2,247,886.01	Accept		Accept (Vote For) the Plan
5	12/08/2025	32	LACKAWANNA MOBILE X-RAY, INC.	\$150.32	Accept		Accept (Vote For) the Plan

Class	Date Filed	Ballot No.	Name	Voting Amount	Ballot Status	Reason Unacceptable	Question1: Plan Vote
5	12/08/2025	33	GUARDIAN CONSULTING SERVICES	\$26,428.38	Accept		Accept (Vote For) the Plan
6	12/10/2025	34	Confidential Creditor 16957654	\$1.00	Accept		Accept (Vote For) the Plan
5	12/10/2025	35	SUBURBAN GERIATRICS	\$23,400.00	Accept		Accept (Vote For) the Plan
5	12/15/2025	36	Lock Haven EMS	\$57,338.00	Accept		Accept (Vote For) the Plan
5	12/16/2025	37	COWART DIZZIA LLP	\$42,236.94	Accept		Accept (Vote For) the Plan
5	12/18/2025	38	Columbia Ancillary Services Inc. [Wiest, Muolo, Noon, Swinehart & Bathgate]	\$29,202.14	Accept		Accept (Vote For) the Plan
5	12/19/2025	39	SIGNATURE STAFF RESOURCES, LLC	\$52,475.61	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	12/19/2025	40	Gregory A. Bower LLC	\$8,739.00	Accept		Accept (Vote For) the Plan
5	12/19/2025	41	GREGORY A. BOWER, LLC	\$6,075.00	Vote amount aggregated with Ballot 40	Two ballots submitted	Accept (Vote For) the Plan
5	12/23/2025	42	LAMAR COMPANIES	\$1,000.00	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	12/29/2025	43	PROFESSIONAL HAIR CARE SERVICES	\$3,254.00	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	1/16/2026	44	MAIN HARDWARE& DISC POOL SUPPLY	\$995.48	Unacceptable	Late Filed	Accept (Vote For) the Plan

Non-Tabulated Ballots

Class	Date Filed	Ballot No.	Name	Voting Amount	Ballot Status	Reason Unacceptabl e	Question1: Plan Vote
5	12/19/2025	39	SIGNATURE STAFF RESOURCES, LLC	\$52,475.61	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	12/19/2025	41	GREGORY A. BOWER, LLC	\$6,075.00	Vote amount aggregated with Ballot 40	Two ballots submitted	Accept (Vote For) the Plan
5	12/23/2025	42	LAMAR COMPANIES	\$1,000.00	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	12/29/2025	43	PROFESSIONAL HAIR CARE SERVICES	\$3,254.00	Unacceptable	Late Filed	Accept (Vote For) the Plan
5	1/16/2026	44	MAIN HARDWARE& DISC POOL SUPPLY	\$995.48	Unacceptable	Late Filed	Accept (Vote For) the Plan