UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION
www.flsb.uscourts.gov

In re:	Chapter 11 Cases
MBMG HOLDING, LLC, *et al.*,[1]	Case No. 24-20576-CLC
Debtors.	(Jointly Administered)

PLAN ADMINISTRATOR'S MOTION FOR ENTRY OF FINAL DECREES CLOSING ALL CASES EXCEPT FOR MBMG HOLDING, LLC AND RELATED RELIEF

Brian Bonaviri, in his capacity as Plan Administrator (the "Plan Administrator") for the estates of the above-captioned debtors and debtors-in-possession (each, a "Debtor" and collectively, the "Debtors"), by and through undersigned counsel and pursuant to Section 350(a) of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 3022, moves for (i) the entry of Final Decrees closing all of the above-captioned Chapter 11 cases except for that of MBMG Holding, LLC (Case No. 24-20576-CLC), and (ii) related relief (collectively, the "Motion"). In support of the Motion, the Plan Administrator states as follows:

[1] The address of the Debtors is 7500 S.W. 8th Street, Ste. 400, Miami, Florida 33144. The last four digits of the Debtors' federal tax identification numbers are: (i) CCMG Wind Down, LLC f/k/a Care Center Medical Group, LLC (9052); (ii) CCN Wind Down, LLC f/k/a Care Center Network, LLC (5784); (iii) CCMC Wind Down, Inc. f/k/a CCMC Physician Holdings, Inc. (4532); (iv) CCP Wind Down, LLC f/k/a Clinical Care Pharmacy, LLC (2103); (v) FFPCC Wind Down, LLC f/k/a Florida Family Primary Care Center, LLC (5005); (vi) FFPCCP Wind Down, LLC f/k/a Florida Family Primary Care Center of Pasco, LLC (8570); (vii) FFPCCO Wind Down, LLC f/k/a Florida Family Primary Care Centers of Orlando, LLC (3086); (viii) FFPCCPN Wind Down, LLC f/k/a Florida Family Primary Care Centers of Pinellas, LLC (7075); (ix) FFPCCT Wind Down, LLC f/k/a Florida Family Primary Care Centers of Tampa, LLC (0631); (x) MBMO Wind Down, LLC f/k/a MB Medical Operations, LLC (8450); (xi) MBMT Wind Down, LLC f/k/a MB Medical Transport, LLC (3476); (xii) MBMG Holding, LLC (3880); (xiii) MBMG Intermediate Holding, LLC (9320); (xiv) RD Wind Down, Inc. f/k/a Miami Beach Medical Centers, Inc. (3933); (xv) MBMC Wind Down, LLC f/k/a Miami Beach Medical Consultants, LLC (2737); and (xvi) MMWC Wind Down, LLC f/k/a Miami Medical & Wellness Center, LLC (2474).

A. JURISDICTION AND VENUE

1. This Court has jurisdiction to consider the relief requested in the Motion, pursuant to 28 U.S.C. §§157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §157(b). Venue in this Court is proper pursuant to 28 U.S.C. §§1408 and 1409.

2. The statutory predicates for the relief sought in the Motion are section 350(a) of chapter 11 of title 11 of the United States Code, as amended (the "Bankruptcy Code") and rule 3022, Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

B. THE BANKRUPTCY CASES

3. On October 13, 2024 (the "Petition Date"), each of the Debtors filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code commencing the above-captioned cases (the "Chapter 11 Cases"). During the Chapter 11 Cases, the Debtors managed their affairs as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code and there were no requests for the appointment of a trustee or examiner.

4. On November 4, 2024, the Office of the United States Trustee entered on the docket of the Debtors' Chapter 11 Cases a notice that, until further notice, the United States Trustee would not appoint an official committee of unsecured creditors [ECF No. 155].

5. For a detailed description of the Debtors, their operations, the circumstances leading to the commencement of these Chapter 11 Cases and information regarding the Debtors' businesses and pre-petition capital structure, the Plan Administrator respectfully refers the Court and parties-in-interest to the *Declaration of Nicholas K. Campbell in Support of Chapter 11*

Petitions and First Day Pleadings [ECF No. 31] (the "First Day Declaration"),[2] the facts of which are incorporated herein by reference.

6. On October 16, 2024, the Court entered an Order directing the joint administration of these Chapter 11 Cases under the lead case of *In re MBMG Holding, LLC, et al.*, Case No. 24-20576-CLC. *See* [ECF No. 32]. The jointly administered Chapter 11 Cases are:

MBMG HOLDING, LLC,	Case No. 24-20576-CLC;
CCMG WIND DOWN, LLC	Case No. 24-20577-CLC;
CCMC WIND DOWN, INC.,	Case No. 24-20578-CLC;
CCP WIND DOWN, LLC,	Case No. 24-20579-CLC;
CCN WIND DOWN, LLC,	Case No. 24-20580-CLC;
FFPCC WIND DOWN, LLC,	Case No. 24-20581-CLC;
FFPCCP WIND DOWN, LLC,	Case No. 24-20582-CLC;
FFPCCO WIND DOWN, LLC,	Case No. 24-20583-CLC;
FFPCCPN WIND DOWN, LLC,	Case No. 24-20584-CLC;
FFPCCT WIND DOWN, LLC,	Case No. 24-20585-CLC;
MBMO WIND DOWN, LLC,	Case No. 24-20586-CLC;
MBMT WIND DOWN, LLC,	Case No. 24-20587-CLC;
MBMG INTERMEDIATE HOLDING, LLC,	Case No. 24-20588-CLC;
RD WIND DOWN, INC.,	Case No. 24-20589-CLC;
MBMC WIND DOWN, LLC,	Case No. 24-20590-CLC; and
MMWC WIND DOWN, LLC,	Case No. 24-20591-CLC.[3]

7. On March 13, 2025, the Court entered its *Order (I) Approving on a Final Basis the First Amended Disclosure Statement, and (II) Confirming the Second Joint Chapter 11 Plan for MBMG Holding, LLC and its Debtor Affiliates* [ECF No. 499] (the "Confirmation Order"). The Confirmation Order confirmed the Debtors' *Second Amended Joint Chapter 11 Plan for MBMG Holding, LLC and its Debtor Affiliates* dated March 6, 2025 [ECF No. 443] (the "Plan"). The Confirmation Order is final and non-appealable.

---

[2] The First Day Declaration was admitted into evidence at the first day hearing in these Chapter 11 Cases held by the Court on October 16, 2024. [ECF No. 74].

[3] The names of 14 of the 16 Debtors were changed pursuant to the Court's *Order Granting Debtors' Motion to Authorize Change of Debtor Names and Case Captions* [ECF No. 365].

8. The effective date of the Plan occurred on April 4, 2025 [ECF No. 528] (the "Effective Date").

9. As more specifically provided in the Plan, as of Effective Date: (i) substantial consummation of the Plan was deemed to have occurred;[4] (ii) the assets of the Debtors that were not sold or distributed on or prior to the Effective Date, but excluding any remaining TSA Funding,[5] vested in the Winddown Estates for administration by the Plan Administrator;[6] (iii) the Plan Administrator was appointed with the authority and right to act on behalf of each of the Debtors and the Winddown Estates;[7] (iv) all actions contemplated by the Plan were deemed authorized, approved, and, to the extent taken prior to the Effective Date, ratified without any requirement for further action by any person;[8] (v) the Plan Administrator is authorized to take commercially reasonable actions to dissolve each Debtor and complete the winding down of each Debtor as expeditiously as practicable;[9] (vi) the certificates of formation, operating agreements, by-laws, and other organizational documents of the Debtors were amended to the extent necessary to carry out the provisions of the Plan;[10] (vii) the Plan Administrator is authorized, subject to any order of the Court, to reconcile, object to, or settle Claims filed against the Debtors;[11] (viii) the Plan Administrator is authorized to compromise and settle any Claim and/or Cause of Action by or against the Winddown Estates without any further notice to or action, order or approval of the Court;[12] and (ix) the Plan binds all holders of Claims against and Interests in the Debtors.[13]

---

4 *See* Plan, Art. XIII(D).
5 Terms used but not defined in this paragraph shall have the meanings set forth in the Plan.
6 *See* Plan, Art. I.114 (definition of "Winddown Assets"), Art. V(B)(c), Art. VI(E)(b), and Art. XI(A).
7 *See* Plan, Art. V(B)(b), Art. VI(B), and Art. XI(A).
8 *See* Plan, Art. V(C).
9 *See* Plan, Art. VI(C) and Art. VI(E)(a).
10 *See* Plan, Art. VI(D).
11 *See* Plan, Art. VIII(A).
12 *See* Plan, Art. V(G).
13 *See* Plan, Art. XI(D).

10. As reflected by the Verified Final Report and Accounting of Payment of Claims and Substantial Consummation (the "Report") attached to this Motion as **Exhibit "A,"** and Exhibit "1" to the Report listing payments made to date, substantial consummation of the Plan has occurred because distributions under the Plan have commenced.

11. There are no pending adversary proceedings or contested matters which would affect the substantial consummation of these cases.

12. Prior to the filing of this Motion, the undersigned counsel conferred with counsel to the United States Trustee who indicated no opposition to the relief requested.

C. RELIEF REQUESTED

13. By way of this Motion, the Plan Administrator respectfully requests that this Court enter an order, substantially in the form attached hereto as **Exhibit "B,"** which: (i) closes the Chapter 11 Cases (the "Closed Cases") for the following Debtors (the "Closed Debtors"):

CLOSED DEBTORS	**CLOSED CASES**
CCMG WIND DOWN, LLC	Case No. 24-20577-CLC;
CCMC WIND DOWN, INC.,	Case No. 24-20578-CLC;
CCP WIND DOWN, LLC,	Case No. 24-20579-CLC;
CCN WIND DOWN, LLC,	Case No. 24-20580-CLC;
FFPCC WIND DOWN, LLC,	Case No. 24-20581-CLC;
FFPCCP WIND DOWN, LLC,	Case No. 24-20582-CLC;
FFPCCO WIND DOWN, LLC,	Case No. 24-20583-CLC;
FFPCCPN WIND DOWN, LLC,	Case No. 24-20584-CLC;
FFPCCT WIND DOWN, LLC,	Case No. 24-20585-CLC;
MBMO WIND DOWN, LLC,	Case No. 24-20586-CLC;
MBMT WIND DOWN, LLC,	Case No. 24-20587-CLC;
MBMG INTERMEDIATE HOLDING, LLC,	Case No. 24-20588-CLC;
RD WIND DOWN, INC.,	Case No. 24-20589-CLC;
MBMC WIND DOWN, LLC,	Case No. 24-20590-CLC; and
MMWC WIND DOWN, LLC,	Case No. 24-20591-CLC

and (ii) provides that the Chapter 11 Case for MBMG Holding, LLC (the "Remaining Debtor"), Case No. 24-20576-CLC (the "Remaining Case") remain open and in which, any and all pending or future matters, whether they pertain to the Remaining Case or the Closed Cases, be filed, administered and adjudicated including, without limitation, the filing, administration and adjudication of objections to any claims or interests filed against any of the Closed Debtors or the Remaining Debtor.

D. BASIS FOR RELIEF REQUESTED

The Entry of Final Decrees are Proper Because the Estates of the Closed Debtors are Fully Administered.

14. "A final decree is essentially an administrative task, a docket entry reflecting the conclusion of a case for record-keeping purposes." *In re Roman Catholic Church of the Archdiocese of Santa Fe*, No. 18-13027-T11, 2023 WL 2747061, at *3 (Bankr. D.N.M. Mar. 31, 2023) (quoting *In re McClelland*, 377 B.R. 446, 453 (Bankr. S.D.N.Y. 2007)); *see also In re Via Airlines, Inc.*, No. 6:19-bk-06589-GER, ECF No. 509, p. 6 (Bankr. M.D. Fla. Mar. 20, 2024) (Robson, J.) ("Typically, a Chapter 11 case is closed when a plan has been confirmed, distributions have commenced, and there are no longer any active matters being litigated in bankruptcy court").

15. Section 350(a) of the Bankruptcy Code states that after an estate is "fully administered," the "court shall close the case." 11 U.S.C. § 350(a); *see also Baker v. Bank of Am., N.A.*, 837 F. App'x 754, 760 (11th Cir. 2020). Bankruptcy Rule 3022, which implements section 350 of the Bankruptcy Code, further provides that "[a]fter the estate is fully administered in a Chapter 11 case, the court must, on its own or on a party in interest's motion, enter a final decree closing the case." Fed. R. Bankr. P. 3022.

16. While the term "fully administered" is not defined in the Bankruptcy Code or Bankruptcy Rules, the 1991 advisory committee note on Bankruptcy Rule 3022 provides meaningful guidance:

> Entry of a final decree closing a chapter 11 case should not be delayed solely because the payments required by the plan have not been completed. Factors that the court should consider in determining whether the estate has been fully administered include (1) whether the order confirming the plan has become final, (2) whether deposits required by the plan have been distributed, (3) whether the property proposed by the plan to be transferred has been transferred, (4) whether the debtor or the successor of the debtor under the plan has assumed the business or the management of the property dealt with by the plan, (5) whether payments under the plan have commenced,[14] and (6) whether all motions, contested matters, and adversary proceedings have been finally resolved.
>
> The court should not keep the case open only because of the possibility that the court's jurisdiction may be invoked in the future. A final decree closing the case after the estate is fully administered does not deprive the court of jurisdiction to enforce or interpret its own orders and does not prevent the court from reopening the case for cause pursuant to §350 of the Code . . . .

Fed. R. Bankr. P. 3022 advisory committee's note to 1991 amendment (the "Advisory Note").

17. The factors listed in the Advisory Note are not exhaustive, nor must a party demonstrate that all of the factors listed therein are satisfied before a court can find that a chapter 11 case has been fully administered for entry of a final decree. *In re Union Home & Indus., Inc.*, 375 B.R. 912, 917 (B.A.P. 10th Cir. 2007); *see also In re Federated Department Stores, Inc.*, 43 F. App'x 820, 822 (6th Cir. 2022). Instead, courts have found that Bankruptcy Rule 3022 was intended to provide bankruptcy courts with flexibility and discretion to determine if a chapter 11 case has been fully administered on a case-by-case basis, taking into consideration the factors listed in the Advisory Note and other relevant factors, such as "numerous case-specific, procedural and practical factors." *In re Union Home & Indus., Inc.*, 375 B.R. at 917; *In re Federated Department Stores, Inc.*, 43 F. App'x at 822 ("Bankruptcy Rule 3022 is intended to allow bankruptcy courts flexibility in determining whether an estate is fully administered.").

[14] Factors 3, 4 and 5 mirror the requirements for "substantial consummation" under section 1101(2) of the Bankruptcy Code. Namely, "substantial consummation" occurs when there has been a transfer of all or substantially all of the property proposed by the plan to be transferred, an assumption by the debtor or a successor under the plan of the business or management of all or substantially all of the property implicated by the plan, and commencement of distributions under the plan. 11 U.S.C. §1101(2).

18. Importantly, "fully administered" refers to an *estate*, rather than a *case*. *In re Roman Catholic Church of the Archdiocese of Santa Fe*, 2023 WL 2747061, at *3. That distinction is key in the context of a chapter 11 case such as this one, where assets of an estate are assumed and transferred pursuant to a confirmed plan with no assets remaining in the *estate* thereafter and, as a result, "courts should encourage and facilitate the expeditious exit from bankruptcy court." *Id*. at *6; *Pettibone Corp. v. Easley*, 935 F.2d 120, 122 (7th Cir. 1991) ("Once the bankruptcy court confirms a plan of reorganization, the debtor may go about its business without further supervision or approval….")). Given that dynamic, courts have also taken into account that the continued accrual of U.S. Trustee fees pursuant to 28 U.S.C. §1930(a)(6), until a case is converted, dismissed or closed, can impose a material burden on a reorganized debtor. *Id*. at *5.

19. In light of the case-specific, procedural and practical factors presented in these Chapter 11 Cases, the Court can readily find that the cases sought for closure herein have been fully administered for purposes of entering final decrees, as follows:

Advisory Note Factors	As Applied in these Chapter 11 Cases
1. Whether the order confirming the plan has become final.	The Confirmation Order became final and non-appealable on March 27, 2025. **This factor weighs in favor of closure.**
2. Whether deposits required by the plan have been distributed.	There are no deposits required by the Plan.
3. Whether the property proposed by the plan to be transferred has been transferred.	All assets of the Debtors that were not sold or distributed on or prior to the Effective Date, but excluding any remaining TSA Funding, vested in the Winddown Estates for administration by the Plan Administrator.[15] **This factor weighs in favor of closure.**

[15] *See* Plan, Art. I.114 (definition of "Winddown Assets"), Art. V(B)(c), Art. VI(E)(b), and Art. XI(A).

35103568-4

Advisory Note Factors	As Applied in these Chapter 11 Cases
4. Whether the debtor or its successor under the plan has assumed the business or the management of the property dealt with by the plan.	The Plan Administrator was appointed with the authority and right to act on behalf of each of the Debtors and the Winddown Estates.[16] **This factor weighs in favor of closure.**
5. Whether payments under the plan have commenced.	Payments under the Plan have commenced. *See* Verified Final Report and Accounting of Payment of Claims and Substantial Consummation and Exhibit "1" thereto, which are attached to this Motion as **Exhibit "A."** **This factor weighs in favor of closure.**
6. Whether all motions, contested matters, and adversary proceedings have been finally resolved.	As of the filing of the Motion, there no pending motions, contested matters, or adversary proceedings (aside from the instant Motion). Moreover, any future matters pertaining to any of the Closed Cases can be administered in the Remaining Case. **This factor weighs in favor of closure.**

20. Five of the six factors weigh in favor of closure of the cases and the remaining factor does not apply under the facts in these Chapter 11 Cases. However, as referenced above, courts do not require that all of the factors listed in the Advisory Note be satisfied prior to finding that an estate has been fully administered for purposes of entry of a final decree. *See In re Federated Department Stores, Inc.*, 43 F. App'x at 822; *In re Union Home & Indus., Inc.*, 375 B.R. at 917.

21. Moreover, it is appropriate to close all but one of the Chapter 11 Cases because the continued exposure to U.S. Trustee fees and reporting requirements for 15 open estates is significant and will burden and prejudice the Plan Administrator's winddown efforts. Since his appointment, the Plan Administrator has diligently worked to timely conclude as many pending

16 *See* Plan, Art. V(B)(b), Art. VI(B), and Art. XI(A).

matters as possible within his control (i.e., reconcile secured, administrative, and general unsecured claims, make payment on administrative expense claims, and file numerous objections to priority and general unsecured claims).

22. The Plan Administrator submits that the best approach in these Chapter 11 Cases, which preserves the rights of all parties in all respects, is to close 15 of the 16 Chapter 11 Cases so that U.S. Trustee fees are no longer generated in those Closed Cases and the associated reporting requirements are no longer required as to the Closed Cases, and conclude any remaining matters and administer any future matters in the Remaining Case, regardless of whether those matters pertain to the Closed Debtors or the Remaining Debtor. Bankruptcy courts in various districts have approved this process. *See, e.g., In re Red Lobster Management LLC*, No. 6:24-bk-02486-GER (Bankr. M.D. Fla. Dec. 26, 2024) (final decree at ECF No. 1549, ¶4 "[A]ny and all pending or future matters, whether they pertain to the Remaining Case or the Closed Cases, shall be filed, administered and adjudicated in the Remaining Case without the need to reopen the Closed Cases."); *In re Legacy Reserves Inc., et al*., Case No. 19-33395 (MI) (Bank. S.D. Tex. March 31, 2020) (final decree at ECF No. 1414), *In re Endo International plc*, Case No. 22-22549 (JLG) (Bankr. S.D.N.Y. Nov. 14, 2024) (memorandum decision granting final decrees at ECF No. 4786), *In re Southern Foods Group, LLC*, Case No. 19-36313 (DRJ) (Bankr. S.D. Tex. May 25, 2021) (final decree at ECF No. 4057, ¶4: "All remaining matters…whether or not they pertain to the Remaining Cases, shall be filed, administered, and adjudicated in the Remaining Cases without the need to reopen the Closed Cases"); *In re Parker Drilling Company,* Case No. 18-36958 (Bankr. S.D. Tex. May 9, 2019) (final decree at ECF No. 529, ¶4: "The Remaining Matters, whether or not they pertain to the Open Case or one of the other Cases, including any Claim Objections with

respect to claims against any of the Cases, shall be filed, administered, and adjudicated in the Open Case without the need to reopen any of the other Cases").

23. Furthermore, should any parties in interest contend and the Court determine that a matter pertaining to a particular Closed Debtor should better proceed in that Debtor's Closed Case, the relief requested in this Motion is without prejudice to any party in interest seeking to reopen any of the Closed Cases for cause pursuant to §350(b) of the Bankruptcy Code.

WHEREFORE, for the reasons stated above, the Reorganized Debtors and the Plan Administrator respectfully request that this Court enter a proposed order in substantially the form attached hereto as **Exhibit "B,"** and, thereby, grant this Motion for (i) the entry of final decrees in the Closed Cases, and (ii) any further relief that the Court deems just and proper.

Dated: September 8, 2025

Respectfully submitted,

BERGER SINGERMAN LLP
Counsel for Brian Bonaviri, as Plan Administrator
1450 Brickell Avenue, Ste. 1900
Miami, FL 33131
Telephone: (305) 755-9500
Facsimile: (305) 714-4340

By: *_/s/ Clay B. Roberts_*
Paul Steven Singerman, Esq.
Florida Bar No. 378860
singerman@bergersingerman.com
Jordi Guso, Esq.
Florida Bar No. 863580
jguso@bergersingerman.com
Clay B. Roberts, Esq.
Florida Bar No. 116058
croberts@bergersingerman.com

EXHIBIT "A"
(Verified Final Report and Accounting of Payment of Claims and Substantial Consummation)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION
www.flsb.uscourts.gov

In re: MBMG HOLDING, LLC, *et al.*,[1] Debtors.	Chapter 11 Cases Case No. 24-20576-CLC (Jointly Administered)

VERIFIED FINAL REPORT AND ACCOUNTING OF PAYMENT OF CLAIMS AND SUBSTANTIAL CONSUMMATION

Under penalty of perjury, I declare that:

1. I am the Plan Administrator for the estates of the above-captioned debtors and debtors-in-possession (each, a "Debtor" and collectively, the "Debtors"). I was appointed pursuant to the *Second Amended Joint Chapter 11 Plan for MBMG Holding, LLC and its Debtor Affiliates* (the "Plan") [ECF No. 443]. of the Debtors. I have possession and custody of the books and records of the Debtors relating to the payment of claims and distribution of property under the Plan.

2. Property has been distributed pursuant to the provisions of the Plan and the *Order (I) Approving on a Final Basis the First Amended Disclosure Statement, and (II) Confirming the*

[1] The address of the Debtors is 7500 S.W. 8th Street, Ste. 400, Miami, Florida 33144. The last four digits of the Debtors' federal tax identification numbers are: (i) CCMG Wind Down, LLC f/k/a Care Center Medical Group, LLC (9052); (ii) CCN Wind Down, LLC f/k/a Care Center Network, LLC (5784); (iii) CCMC Wind Down, Inc. f/k/a CCMC Physician Holdings, Inc. (4532); (iv) CCP Wind Down, LLC f/k/a Clinical Care Pharmacy, LLC (2103); (v) FFPCC Wind Down, LLC f/k/a Florida Family Primary Care Center, LLC (5005); (vi) FFPCCP Wind Down, LLC f/k/a Florida Family Primary Care Center of Pasco, LLC (8570); (vii) FFPCCO Wind Down, LLC f/k/a Florida Family Primary Care Centers of Orlando, LLC (3086); (viii) FFPCCPN Wind Down, LLC f/k/a Florida Family Primary Care Centers of Pinellas, LLC (7075); (ix) FFPCCT Wind Down, LLC f/k/a Florida Family Primary Care Centers of Tampa, LLC (0631); (x) MBMO Wind Down, LLC f/k/a MB Medical Operations, LLC (8450); (xi) MBMT Wind Down, LLC f/k/a MB Medical Transport, LLC (3476); (xii) MBMG Holding, LLC (3880); (xiii) MBMG Intermediate Holding, LLC (9320); (xiv) RD Wind Down, Inc. f/k/a Miami Beach Medical Centers, Inc. (3933); (xv) MBMC Wind Down, LLC f/k/a Miami Beach Medical Consultants, LLC (2737); and (xvi) MMWC Wind Down, LLC f/k/a Miami Medical & Wellness Center, LLC (2474).

Second Amended Joint Chapter 11 Plan for MBMG Holding, LLC and its Debtor Affiliates [ECF No. 499]. As more fully set forth on the attached **Exhibit 1**, the Plan has been substantially consummated within the meaning of 11 U.S.C. § 1101(2).

DATED: September 8, 2025

*/s/ Brian Bonaviri*____________________________
Brian Bonaviri
Plan Administrator

EXHIBIT 1

MBMG Holding, LLC, et al.

9/8/2025

Verified Final Report
Effective Date: April 4, 2025

Administrative Expense Claims

Name of Creditor	Claim Amount	Claim # or ECF No. of Order	Amount Allowed	$ Paid in Plan	Date Paid
LABORATORY CORPORATION OF AMERICA	$6,601.07	ECF 660	$2,969.31	$2,969.31	7/1/2025
ORACLE CREDIT CORP & ORACLE AMERICA	$56,808.33	ECF 613	$49,991.33	$49,991.33	5/14/2025
Miami Metro Medical LLC	$19,258.12	ECF 593	$19,258.12	$19,258.12	5/13/2025
TLC Bird Road, LLC	$7,164.24	ECF 589	$7,164.24	$7,164.24	5/13/2025
750 South Federal Highway, LLC	$1,400.00	ECF 588	$1,400.00	$1,400.00	5/13/2025
1303 South Semoran, LLC	$4,600.00	ECF 587	$4,600.00	$4,600.00	5/13/2025
Total			**$85,383.00**	**$85,383.00**	

Priority Claims

Name of Creditor	Claim Amount	Claim # or ECF No. of Order	Amount Allowed	$ Paid in Plan	Date Paid
HILLSBOROUGH COUNTY TAX COLLECTOR	$860.07	ECF 648	$860.07	$860.07	9/5/2025
HILLSBOROUGH COUNTY TAX COLLECTOR	$47.01	ECF 648	$47.01	$47.01	9/5/2025
HILLSBOROUGH COUNTY TAX COLLECTOR	$2,750.26	ECF 648	$2,750.26	$2,750.26	9/5/2025
HILLSBOROUGH COUNTY TAX COLLECTOR	$280.24	ECF 648	$280.24	$280.24	9/5/2025
HILLSBOROUGH COUNTY TAX COLLECTOR	$648.21	ECF 648	$648.21	$648.21	9/5/2025
ROBBINS, JACKIE S	$15,150.00	10010	$15,150.00	$15,150.00	8/19/2025
MIAMI-DADE OFFICE OF THE TAX COLLECTOR	$26,385.26	ECF 662	$26,385.26	$26,385.26	8/26/2025
Total			**$46,121.05**	**$46,121.05**	

Misc. Secured Claims

Name of Creditor	Claim Amount	Claim # or ECF No. of Order	Amount Allowed	$ Paid in Plan	Date Paid
HIGHLAND CAPITAL CORPORATION	$20,500.00	ECF 421	$20,500.00	$20,500.00	2/18/2025
PINELLAS COUNTY TAX COLLECTOR	$1,320.74	10004	$1,320.74	$1,320.74	8/13/2025
POLK COUNTY TAX COLLECTOR	$695.57	10017	$695.57	$695.57	8/12/2025
POLK COUNTY TAX COLLECTOR	$546.14	10018	$546.14	$546.14	8/12/2025
Patterson Companies Inc		ECF 441	$204,180.00	$204,180.00	12/23/2024
EverBank NA		ECF 441	$124,878.41	$124,878.41	1/8/2025
The Huntington National Bank		ECF 441	$45,786.45	$45,786.45	12/23/2024
Mercedes Benz Financial		ECF 441	$326,263.88	$326,263.88	12/23/2024
Total			**$724,171.19**	**$724,171.19**	

EXHIBIT "B"
(Proposed Order)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION
www.flsb.uscourts.gov

In re: MBMG HOLDING, LLC, *et al.*,[1] Debtors.	Chapter 11 Cases Case No. 24-20576-CLC (Jointly Administered)

FINAL DECREE AND ORDER CLOSING ALL CASES
EXCEPT FOR MBMG HOLDING, LLC

THIS CASE came before the Court on __________, 2025 at ______ a.m./p.m. (the "Hearing"), upon the *Plan Administrator's Motion for Entry of Final Decrees Closing All Cases*

1 The address of the Debtors is 7500 S.W. 8th Street, Ste. 400, Miami, Florida 33144. The last four digits of the Debtors' federal tax identification numbers are: (i) CCMG Wind Down, LLC f/k/a Care Center Medical Group, LLC (9052); (ii) CCN Wind Down, LLC f/k/a Care Center Network, LLC (5784); (iii) CCMC Wind Down, Inc. f/k/a CCMC Physician Holdings, Inc. (4532); (iv) CCP Wind Down, LLC f/k/a Clinical Care Pharmacy, LLC (2103); (v) FFPCC Wind Down, LLC f/k/a Florida Family Primary Care Center, LLC (5005); (vi) FFPCCP Wind Down, LLC f/k/a Florida Family Primary Care Center of Pasco, LLC (8570); (vii) FFPCCO Wind Down, LLC f/k/a Florida Family Primary Care Centers of Orlando, LLC (3086); (viii) FFPCCPN Wind Down, LLC f/k/a Florida Family Primary Care Centers of Pinellas, LLC (7075); (ix) FFPCCT Wind Down, LLC f/k/a Florida Family Primary Care Centers of Tampa, LLC (0631); (x) MBMO Wind Down, LLC f/k/a MB Medical Operations, LLC (8450); (xi) MBMT Wind Down, LLC f/k/a MB Medical Transport, LLC (3476); (xii) MBMG Holding, LLC (3880); (xiii) MBMG Intermediate Holding, LLC (9320); (xiv) RD Wind Down, Inc. f/k/a Miami Beach Medical Centers, Inc. (3933); (xv) MBMC Wind Down, LLC f/k/a Miami Beach Medical Consultants, LLC (2737); and (xvi) MMWC Wind Down, LLC f/k/a Miami Medical & Wellness Center, LLC (2474).

Except for MBMG Holding, LLC and Related Relief [ECF No. ___] (the "Motion"). The Court, having considered the Motion and argument of counsel at the Hearing, finding that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, this matter is core pursuant to 28 U.S.C. § 157(b)(2), the Court may enter a final order consistent with Article III of the United States Constitution, notice of the Motion and the Hearing was sufficient under the circumstances and no other or further notice need be provided, the Court having determined that the legal and factual bases set forth in the Motion, the Plan,[2] and at the Hearing establish good and just cause warranting the relief granted herein, and it appearing that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their estates, their creditors, and all parties in interest, it is

ORDERED as follows:

1. The Motion is **GRANTED**.

2. The following Chapter 11 Cases (the "Closed Cases") of the following Debtors (the "Closed Debtors") are closed and a final decree is granted, effective as of the date hereof; *provided* that the Court shall retain jurisdiction as provided in the Plan, Confirmation Order, and this Final Decree:

CLOSED DEBTORS	**CLOSED CASES**
CCMG WIND DOWN, LLC	Case No. 24-20577-CLC;
CCMC WIND DOWN, INC.,	Case No. 24-20578-CLC;
CCP WIND DOWN, LLC,	Case No. 24-20579-CLC;
CCN WIND DOWN, LLC,	Case No. 24-20580-CLC;
FFPCC WIND DOWN, LLC,	Case No. 24-20581-CLC;
FFPCCP WIND DOWN, LLC,	Case No. 24-20582-CLC;
FFPCCO WIND DOWN, LLC,	Case No. 24-20583-CLC;
FFPCCPN WIND DOWN, LLC,	Case No. 24-20584-CLC;
FFPCCT WIND DOWN, LLC,	Case No. 24-20585-CLC;
MBMO WIND DOWN, LLC,	Case No. 24-20586-CLC;

[2] Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

MBMT WIND DOWN, LLC,	Case No. 24-20587-CLC;
MBMG INTERMEDIATE HOLDING, LLC,	Case No. 24-20588-CLC;
RD WIND DOWN, INC.,	Case No. 24-20589-CLC;
MBMC WIND DOWN, LLC,	Case No. 24-20590-CLC; and
MMWC WIND DOWN, LLC,	Case No. 24-20591-CLC.

3. The Chapter 11 Case for MBMG Holding, LLC (the "Remaining Debtor"), Case No. 24-20576-CLC (the "Remaining Case"), shall remain open.

4. Without limitation, any and all pending or future matters, whether they pertain to the Remaining Case or the Closed Cases, shall be filed, administered and adjudicated in the Remaining Case without the need to reopen the Closed Cases.

5. Without limitation, any claims or interests that were filed against any of the Closed Debtors or the Remaining Debtor, may be objected to and filed, administered and adjudicated in the Remaining Case without the need to reopen the Closed Cases, and all such claims and interests shall, otherwise, remain unaffected by this Final Decree and Order.

6. The failure by the Plan Administrator to file an objection to any claim or interest asserted against any Closed Debtors or the Remaining Debtor prior to the entry of this Final Decree and Order shall not constitute the allowance of the claim or interest and shall not result in such claim or interest being deemed Allowed (as defined in the Plan) against any of the Closed Debtors or the Remaining Debtor.

7. Entry of this Final Decree and Order is without prejudice to (a) the rights of the Plan Administrator or any party in interest, to seek to reopen any of the Closed Cases for cause pursuant to section 350(b) of the Bankruptcy Code; (b) the right of the Plan Administrator to dispute, object to, adjudicate or resolve any proofs of claims or interests that were filed against any of the Closed Debtors in the Remaining Case; and (c) the rights of the Plan Administrator under the Plan and Confirmation Order.

8. Quarterly disbursements for the Remaining Debtor will be reported and quarterly fees will be paid pending the entry of a final decree by this Court closing the Remaining Case. The Closed Debtors shall file a post-confirmation report through the date of entry of this Final Decree and Order for the Closed Debtors and shall provide a copy of said report to the U.S. Trustee. All further reporting concerning the administration of the assets and liabilities of the Closed Debtors or Remaining Debtor shall be filed in the Remaining Case.

9. The Clerk of the Court shall enter this Final Decree and Order on the docket of each of the Closed Cases.

10. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted in this Final Decree and Order in accordance with the Motion.

11. Notwithstanding the entry of this Final Decree and Order, and pursuant to the Plan, the Court shall retain jurisdiction to hear and determine all matters arising from or related to the Chapter 11 Cases of the Closed Debtors and the Remaining Debtor, to the fullest extent permitted by law, including, without limitation, to enforce the Confirmation Order and this Final Decree and Order.

# # #

(Attorney Clay B. Roberts is directed to serve a copy of this order on interested parties who do not receive service by CM/ECF and file a proof of service within three days of entry of the order).