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

In Re: **POTTSVILLE OPERATIONS, LLC, *et al.*,**[1] **Debtors.**	**Case No.: 24-70418-JAD** **Chapter 11** ***Jointly Administered*** **Doc. No.:**
POTTSVILLE OPERATIONS, LLC, *et al.*, **Movant,** **-vs -** **NO RESPONDENTS.**	**Related to Document No.** **Hearing Date: February 24, 2026** **Hearing Time: 10:00 A.M. EST** **Response Deadline: February 17, 2026 at 4:00 PM EST**

**SUMMARY OF FOURTH INTERIM FEE APPLICATION OF
RAINES FELDMAN LITTRELL, LLP, FOR PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF
AUGUST 1,2025 THROUGH OCTOBER 31, 2025**

Name of applicant: Raines Feldman Littrell, LLP

Authorized to provide professional services to: Pottsville Operations, LLC, *et al.*

Petition Date: October 15, 2024, November 18, 2024

[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.

Date of retention: December 9, 2024, effective as of October 15, 2004, *see* Doc. No. 347; December 13, 2024, effective as of November 18, 2024, *see* Doc No. 383

This is a: Fourth Interim Fee Application

Period for which compensation and reimbursement are sought: May 1, 2025 – July 31, 2025 (for Pottsville Debtors and Care Pavilion Debtors).

Compensation Sought as Actual, Reasonable and Necessary:	$49,755.50
Expense Reimbursement Sought as Actual, Reasonable and Necessary:	$0.00
Blended Hourly Rate (Interim Application):	$554.69
Payments Previously Received Pursuant to Fee Statements:	$39,804.40 in fees; $0.00 expenses
Payment Requested in Connection with Interim Application:	$9,951.10

SUMMARY OF PRIOR MONTHLY FEE STATEMENTS

DATE FILED	PERIOD COVERED	DEBTOR GROUP	REQUESTED		UNOPPOSED		PAID		HOLDBACK FEES
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES	
12/13/2024	10/15/2024-11/30/2024	**All Debtors**	$80,358.40	$297.00	$80,358.40	$297.00	$297.00	$80,358.40	$20,089.60
		Pottsville	$80,358.40	$297.00	$80,358.40	$297.00	$297.00	$80,358.40	$20,089.60
		Care Pavilion	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
1/24/2025	11/18/2024-12/31/2024	**All Debtors**	$98,830.40	$395.86	$98,830.40	$395.86	$98,830.40	$395.86	$24,707.60
		Pottsville	$16,688.80	$194.16	$16,688.80	$194.16	$16,688.80	$194.16	$4,172.20
		Care Pavilion	$82,141.60	$201.70	$82,141.60	$201.70	$82,141.60	$201.70	$20,535.40
2/19/2025	1/1/2025-1/31/2025	**All Debtors**	$30,413.20	$174.54	$38,024.00	$174.54	$38,024.00	$174.54	$7,610.80
		Pottsville	$18,960.00	$0.00	$18,960.00	$0.00	$18,960.00	$0.00	$4,740.00
		Care Pavilion	$11,459.20	$174.54	$11,459.20	$174.54	$11,459.20	$174.54	$2,864.80
3/20/2025	2/1/2025-2/28/2025	**All Debtors**	$38,248.50	$19.43	$38,248.50	$19.43	$38,598.80	$19.43	$9,649.70
		Pottsville	$25,693.20	$0.00	$25,693.20	$0.00	$25,693.20	$0.00	$6,423.30
		Care Pavilion	$12,905.60	$19.43	$12,905.60	$19.43	$12,905.60	$19.53	$3,226.40
4/18/2025	3/1/2025-3/31/2025	**All Debtors**	$20,109.60	$0.00	$20,109.60	$0.00	$20,109.60	$0.00	$5,027.40
		Pottsville	$7,404.00	$0.00	$7,404.00	$0.00	$7,404.00	$0.00	$3,176.30
		Care Pavilion	$12,705.20	$0.00	$12,705.20	$0.00	$12,705.20	$0.00	$1,851.10
5/27/2025	4/1/2025-4/30/2025	**All Debtors**	$45,796.80	$0.00	$45,796.80	$0.00	$45,796.80	$0.00	$11,449.20
		Pottsville	$11,078.40	$0.00	$11,078.40	$0.00	$11,078.40	$0.00	$2,769.60
		Care Pavilion	$34,718.40	$0.00	$34,718.40	$0.00	$34,718.40	$0.00	$8,679.60
6/18/2025	5/1/2025-5/31/2025	**All Debtors**	$19,506.40	$0.00	$19,506.40	$0.00	$19,506.40	$0.00	$4,876.60
		Pottsville	$3,594.40	$0.00	$3,594.40	$0.00	$3,594.40	$0.00	$898.60
		Care Pavilion	$15,912.00	$0.00	$15,912.00	$0.00	$15,912.00	$0.00	$3,978.00
7/23/2025	6/1/2025-6/30/2025	**All Debtors**	$12,115.20	$591.30	$12,115.20	$591.30	$12,115.20	$591.30	$3,028.80
		Pottsville	$5,830.80	$0.00	$5,830.80	$0.00	$5,830.80	$0.00	$1,457.70
		Care Pavilion	$6,284.40	$591.30	$6,284.40	$591.30	$6,284.40	$591.30	$1,571.10
8/15/2025	7/1/2025-7/31/2025	**All Debtors**	$40,992.00	$0.00	$40,992.00	$0.00	$40,992.00	$0.00	$10,248.00
		Pottsville	$17,452.80	$0.00	$17,452.80	$0.00	$17,452.80	$0.00	$4,363.20

		Care Pavilion	$23,539.20	$0.00	$23,539.20	$0.00	$23,539.20	$0.00	$5,884.80
9/11/2025	08/01/2025- 08/31/2025	**All Debtors**	$11,387.20	$0.00	$11,387.20	$0.00	$11,387.20	$0.00	$2,846.80
		Pottsville	$4,106.80	$0.00	$4,106.80	$0.00	$4,106.80	$0.00	$1,026.70
		Care Pavilion	$7,280.40	$0.00	$7,280.40	$0.00	$7,280.40	$0.00	$1,820.10
10/23/2025	09/01/2025- 09/30/2025	**All Debtors**	$21,673.50	$0.00	$21,673.50	$0.00	$21,673.50	$0.00	$4,334.70
		Pottsville	$7,870.00	$0.00	$7,870.00	$0.00	$7,870.00	$0.00	$1,574.00
		Care Pavilion	$13,803.50	$0.00	$13,803.50	$0.00	$13,803.50	$0.00	$2,760.70
11/25/2025	10/01/2025 – 10/31/2025	**All Debtors**	$11,078.00	$0.00	$11,078.00	$0.00	$11,078.00	$0.00	$2,769.60
		Pottsville	$4,270.00	$0.00	$4,270.00	$0.00	$4,270.00	$0.00	$1,067.50
		Care Pavilion	$6,808.00	$0.00	$6,808.00	$0.00	$6,808.00	$0.00	$1,702.10
	Interim Total:		$44,138.70	$0.00	$44,138.70	$0.00	$44,138.70	$0.00	$9,951.10
	Total		$430,509.20	$1,478.13	$430,509.20	$1,478.13	$430,509.20	$1,478.13	$88,638.80

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

DATE FILED	PERIOD COVERED	ORDER ENTERED	REQUESTED		ALLOWED		PAID	
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES
3/4/2025	10/15/2025- 1/31/2025	4/3/2025 [Doc. No. 904]	$262,122.00	$867.00[1]	$262,122.00	$867.00	$262,122.00	$867.00 867.40
6/6/2025	2/1/2025 – 4/30/2025	6/23/2025 [Doc. No. 1295]	$130,631.50	$19.43	$130,631.50	$19.43	$130,631.50	$19.43
9/3/2025	5/1/2025 – 7/31/2025	9/29/2025 [Doc. No. 1585]	$90,767.00	$591.30	$90,767.00	$591.30	$90,767.00	$591.30
		Totals:	$483,520.50	$1,477.73	$483,520.50	$1,477.73	$483,520.50	$1,477.73

[1] Raines discovered there is a $0.40 difference in expenses sought pursuant to Raines' monthly fee statements and the amount of expense Raines requested in its First Interim Fee Application. Raines will correct these numbers in its final fee application.

COMPENSATION BY PROFESSIONAL

The attorneys who rendered professional services in these Chapter 11 Cases from August 1, 2025 through October 31, 2025 (the "Fee Period") are:

NAME OF PROFESSIONAL	POSITION	DEPT.	YEAR ADMITTED	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Daniel R. Schimizzi	Partner	Bankruptcy	2011	$615.00	43.1	$26,506.50
Ronald Crouch	Counsel	Bankruptcy	1981	$825.00	0.3	$247.50
Harry A. Readshaw	Counsel	Bankruptcy	2006	$665.00	0.5	$332.50
Sarah E. Wenrich	Associate	Bankruptcy	2018	$575.00	13.5	$7,762.50
Jordan N. Kelly	Associate	Bankruptcy	2020	$485.00	25.4	$12,319.00
Total for Attorneys:					**82.8**	**$47,168.00**

The paraprofessionals and other staff who rendered professional services in these Chapter 11 Cases during the Fee Period are:

NAME OF PARAPROFESSIONAL OR STAFF MEMBER	POSITION	DEPT.	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Lela M. Lescallette	Paralegal	Bankruptcy	$375.00	6.9	$2,587.50
Total for Paraprofessionals and Other Staff:				**6.9**	**$2,587.50**

COMPENSATION BY PROFESSIONAL CATEGORY

PROFESSIONALS	BLENDED RATE	TOTAL HOURS	TOTAL COMPENSATION
Partners	$615.00	43.1	$26,506.50
Counsel	$725.00	0.8	$580.00
Associates	$516.23	38.9	$20,081.50
Paralegals	$375.00	6.9	$2,587.50
Blended Hourly Rate/Total Fees	$554.69	89.7	**$49,755.50**
Less Amounts Paid Pursuant to Interim Compensation Order and Fee Statements			**$39,804.40**
Total Fees Requested			**$9,951.10**

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE POTTSVILLE DEBTORS[1]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	2.5	$1,409.50
B120	Asset Analysis and Recovery	0.4	$194.00
B140	Relief-Stay/Adequate Protection	1.3	$753.50
B160	Fee Applications and Objections to Fee Applications	8.1	$4,055.50
B190	Other Contested Matters and Omnibus Hearings	12.1	$6,793.50
B205	State Court Matters	1.1	$701.50
B210	Business Operations	0.9	$392.50
B235	Financial Filings	1.4	$621.00
B320	Plan and Disclosure Statement	6.2	$3,420.00
	TOTAL:	**34**	**$18,341.00**

ITEMIZED EXPENSES RELATED TO THE POTTSVILLE DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[1] The Pottsville Debtors are 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.

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE CARE PAVILION DEBTORS[2]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	2.4	$1,352.00
B120	Asset Analysis and Recovery	0.4	$194.00
B140	Relief-Stay/Adequate Protection	17.1	$10,314.50
B160	Fee Applications / Objections	8.7	$4,373.50
B190	Other Contested Matters and Omnibus Hearings	13.6	$7,701.00
B205	State Court Matters	3.3	$2,029.50
B210	Business Operations	1.3	$542.50
B220	Employee Benefits	1.1	$676.50
B235	Financial Filings	1.4	$621.00
B310	Claims Administration	0.3	$247.50
B320	Plan and Disclosure Statement	6.1	$3,362.50
	TOTAL:	**55.7**	**$31,414.50**

ITEMIZED EXPENSES RELATED TO THE CARE PAVILION DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[2] The Care Pavilion Debtors are Bedrock Care, LLC; Care Pavilion Operating, LLC; Cliveden Operating, LLC; MAPA Operating, LLC; Maplewood Operating, LLC; Milton Operating, LLC; Parkhouse Operating, LLC; Tucker Operating, LLC; Watsontown Operating, LLC; and York Operating, LLC.

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, rule 2016 of the Federal Rules of Bankruptcy Procedure, rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Western District of Pennsylvania, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals* [Doc. No. 350] (the "Interim Compensation Order"), Raines Feldman Littrell, LLP ("Raines"), local counsel for the Debtors, hereby files this *Fourth Interim Fee Application of Raines Feldman Littrell, LLP for Payment of Compensation and Reimbursement of Expenses for the Period of August 1, 2025 Through October 31, 2025* (the "Fourth Interim Application"), seeking the allowance and approval of compensation on an interim basis for professional services rendered to the Debtors, and for reimbursement of actual and necessary expenses incurred in connection therewith for the period commencing August 1, 2025, through and including October 31, 2025 (the "Fee Period"), and in support thereof respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has subject matter jurisdiction pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are sections 330, 331, 503(b)(2), and 507(a)(2) of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-1.

STATUS OF THE CHAPTER 11 CASES

3. On October 15, 2024 (the "Pottsville Petition Date"), the Pottsville Debtors filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code. A description of the Pottsville Debtors' business, corporate structure, and events leading to the Pottsville Debtors' chapter 11 cases is set forth in the *Declaration of Neil Luria, Chief Restructuring Officer*

of the Debtors, in Support of Chapter 11 Petitions and Various First Day Applications and Motions [Doc. No. 4] and is incorporated herein by reference.

4. On November 18, 2024, (the "Care Pavilion Petition Date") the Care Pavilion Debtors filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code. A description of the Pottsville Debtors' business, corporate structure, and events leading to the Pottsville Debtors' chapter 11 cases is set forth in the *Declaration of Neil Luria, Chief Restructuring Officer of the Debtors, in Support of Chapter 11 Petitions and Various First Day Applications and Motions* [Doc. No. 3; Case No. 24-70473-JAD] and is incorporated herein by reference.

5. The Debtors are authorized to operate their businesses and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. As of the date hereof, no trustee or examiner has been appointed in the Chapter 11 Cases.

6. On October 25, 2024, in the Pottsville Cases, and on December 4, 2024, in the Care Pavilion Cases, the United States Trustee for the Western District of Pennsylvania appointed an official committee of unsecured creditors in these Chapter 11 Cases (the "Committee") pursuant to section 1102 of the Bankruptcy Code.

7. Since the filing of these Chapter 11 Cases, the Debtors have maintained their on-going operations and continued to provide quality care to the residents of the fourteen skilled care facilities operated by the Debtors. In order to continue operations until the closing on the Debtors' anticipated asset sales, Raines assisted the Debtors and their other professionals in obtaining Court approval of two separate debtor-in-possession financing facilities and numerous motions to ensure continued, uninterrupted operations of the facilities and continuity of case for the residents after

the filing of these Chapter 11 Cases. Raines has also taken other actions that were reasonable and necessary in connection with the administration of these Chapter 11 Cases.

8. With respect to the Pottsville Debtors, the debtors sought and obtained Court-authority of a bidding procedures and sale process. *See* Doc. Nos. [121]. Following conclusion of the sale process, on January 15, 2025, the Court entered the *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* [Doc. No. 557] (the "Pottsville Sale Order"), authorizing the sale of substantially all of the Pottsville Debtors' assets (the "Pottsville Sale"). This transaction closed effective February 1, 2025. *See* Doc. No. 655.

9. From the entry of the Pottsville Sale Order through the closing that occurred on February 1, 2025, Raines and the Debtors' professionals worked diligently with all parties to consummate the transactions authorized by way of the Pottsville Sale Order. These efforts included, but were not limited to: (i) numerous conferences and meetings by and between the Debtors, Buyers and their counsel, the Committee, Oxford Finance, and Eden Senior Care, LLC (the "Pottsville DIP Lender"), regarding outstanding issues to resolve prior to closing; (ii) preparation and review of all definitive documentation required pursuant to the transactions authorized under the Pottsville Sale Order; (iii) resolving issues that arose in preparation for closing; and (iv) ultimately, closing on the transactions authorized under the Pottsville Sale Order on February 1, 2025.

10. With respect to the Care Pavilion Debtors, the Debtors similarly sought and obtained Court-authority of a bidding procedures and sale process. Specifically, on February 13, 2025, the Court entered the *Amended Order (A) Approving Sale of Substantially All of the Care*

Pavilion Debtors' Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors' Assets, Other Than Accounts, (C) Approving Stalking Horse Bid Protections, (D) Scheduling Auction for and Hearing to Approve the Sale of the Care Pavilion Debtors' Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 667] (the "Care Pavilion Bid Procedures Order").

11. Following conclusion of the sale process, on April 3, 2025, the Court entered the *Order (A) Approving Sale of Substantially all of the Care Pavilion 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* [Doc. No. 906] (the "Care Pavilion Sale Order"), authorizing the sale of substantially all of the Care Pavilion Debtors' assets (the "Care Pavilion Sale"). This transaction closed effective June 1, 2025 [Doc. No. .1244].

12. From the entry of the Care Pavilion Sale Order through the closing that occurred on June 1, 2025, Raines and the Debtors' professionals worked diligently with all parties to consummate the transactions authorized by way of the Care Pavilion Sale Order. These efforts included, but were not limited to: (i) numerous conferences and meetings by and between the Debtors, Buyers and their counsel, the Committee, and Argnt Holdings, LLC (the "Care Pavilion DIP Lender"), regarding outstanding issues to resolve prior to closing; (ii) preparation and review of all definitive documentation required pursuant to the transactions authorized under the Care

Pavilion Sale Order; (iii) resolving issues that arose in preparation for closing; and (iv) ultimately, closing on the transactions authorized under the Care Pavilion Sale Order on June 1, 2025.

13. Following the Pottsville Sale and the Care Pavilion Sale, on October 22, 2025, this Court entered an order (Doc. No. 1664) (a) conditionally approving the Disclosure Statement (Doc. No. 1711) submitted by the Official Committee of Unsecured Creditors (the "Committee"), (b) scheduling a combined hearing on confirmation of the Plan of Liquidation (Doc. No. 1710) submitted by the Committee and final approval of the adequacy of the Disclosure Statement (the "Combined Confirmation Hearing"), (c) establishing a deadline for objections to confirmation of the Plan (the "Plan Objection Deadline") and approving related procedures, and (d) granting related relief (the "Order Setting Confirmation"). The timeline in the Order Setting Confirmation was subsequently amended. The Combined Confirmation Hearing is set for January 13, 2026, at 11:00 a.m.

14. In addition to the foregoing, the Debtors have continuously addressed a multitude of matters that have arisen in these Chapter 11 Cases including, without limitation: (i) numerous motions for relief from stay; (ii) various contested matters; (iii) discovery propounded by the Committee; (iv) pre-and-post closing issues arising in connection with the operation and transfer of the facilities; and (v) other operational and administrative issues affecting the Debtors and these Chapter 11 Cases.

BACKGROUND RELEVANT TO INTERIM APPLICATION

15. On December 9, 2024, this Court entered an Order (the "Pottsville Retention Order") authorizing Raines' retention with respect to the Pottsville Debtors as of October 15, 2024. On December 13, 2024, this Court entered an Order (the "Care Pavilion Retention Order") authorizing Raines' retention with respect to the Care Pavilion Debtors as of November 18, 2024.

A copy of the Pottsville Retention Order and the Care Pavilion Order are attached collectively hereto as **Exhibit A.**

16. On December 9, 2024, this Court entered the Interim Compensation Order pursuant to which Raines is authorized to file monthly fee statements. Pursuant to the Interim Compensation Order, the Debtors are authorized to pay an amount equal to 80% of the fees and 100% of the expenses requested in the monthly fee statements that are not subject to an objection.

17. Pursuant to the Interim Compensation Order, Raines submitted the following monthly fee statements (collectively, the "Monthly Fee Statements") to the notice parties within the Fee Period, which Monthly Fee Statements are incorporated by reference in their entirety:

a. Pursuant to the *Monthly Fee Statement of Raines Feldman Littrell, LLP, for the Period from August 1, 2025 Through August 31, 2025* [Doc No. 1544], filed September 9, 2025, Raines requested authorization to be paid by the Debtors in an amount equal to 80% of the compensation for professional services rendered during the applicable period in the amount of $11,387.20 (representing 80% of the total fees of $14,234.00) and 100% reimbursement of expenses in the amount of $0.00

b. Pursuant to the *Monthly Fee Statement of Raines Feldman Littrell, LLP, for the Period from September 1, 2025 Through September 30, 2025* [Doc. No. 1667], filed on October 23, 2025, Raines requested authorization to be paid by the Debtors in an amount equal to 80% of the compensation for professional services rendered during the applicable period in the amount of $17,338.80 (representing 80% of the total fees of $121,673.50) and 100% reimbursement of expenses in the amount of $0.00.

c. Pursuant to the *Monthly Fee Statement of Raines Feldman Littrell, LLP, for the Period from October 1, 2025 Through October 31, 2025* [Doc. No. 1730], filed on November 25, 2025, Raines requested authorization to be paid by the Debtors in an amount equal to 80% of the compensation for professional services rendered during the applicable period in the amount of $11,078.40 (80% of the total fees of $13,848.00) and 100% reimbursement of expenses in the amount of $0.

18. No party has objected to the Monthly Fee Statements. The amount of compensation sought in this Fourth Interim Application already paid to Raines pursuant to the Interim Compensation Order is $49,755.50 plus $0.00 in expenses. This Fourth Interim Application seeks allowance and payment of the holdback from the prior Monthly Fee Statements of $9,951.10.

INTERIM APPLICATION

19. Raines requests allowance and payment of $9,951.10, representing the 20% holdback from the prior fee statements, for a total payment of $49,755.50, as compensation for professional services rendered during the Fee Period.

20. The Fourth Interim Application is supported by the following Exhibits:

a. **Exhibit B** contains a summary schedule of the time expensed by all Raines professionals engaged in the representation of the Debtors during the Fee Period.

b. **Exhibit C** contains a summary schedule of hours and fees covered by this Fourth Interim Application, categorized by project code.

c. **Exhibit D** contains the Monthly Fee Statements filed by Raines during the Fee Period, including the invoices with (i) a detailed itemization of the service hours expended by matter and professional and (ii) a summary schedule of hours and fees categorized by project code (collectively, the "Invoices"). The Invoices also include a detailed chronological itemization of the services rendered by each professional and paraprofessional, calculated by tenths of an hour and categorized in accordance with the appropriate project code.

d. **Exhibit E** contains a disclosure of "customary and comparable compensation" charged by Raines' professionals. As set forth in ¶ C.3 of the Appendix B Guidelines, Exhibit E provides a summary of the blended hourly rates of the timekeepers (segregated by rank) included in this Application compared to the blended hourly rates charged by similar non-bankruptcy timekeepers at Raines.

SUMMARY OF PROFESSIONAL COMPENSATION AND REIMBURSEMENT OF EXPENSES REQUESTED

21. During the Fee Period, Raines, by and through its professionals and paraprofessionals, has performed all necessary professional services which are described and narrated in detail below and are set forth in Raines' Invoices.

22. Raines has not entered into any agreement, express or implied, with any other party for the purpose of fixing or sharing fees or other compensation to be paid for professional services rendered in this case. No promises have been received by Raines as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

23. Raines is a disinterested party and does not represent or hold an interest adverse to the interests of the Debtors' estates on the matters for which it was retained.

24. The fees charged by Raines are billed in accordance with its existing billing rates and procedures in effect during the Fee Period. The rates Raines charges for services rendered by its professionals and paraprofessionals for this engagement are no greater than the rates that Raines

charges for professional and paraprofessional services rendered in comparable non-bankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

25. The Invoices that chronologically list the time (broken down by tenths of an hour) and services rendered by Raines for each of the categories of activities during the Fee Period are included with the Monthly Fee Statements, which are attached hereto as Exhibit D.

SUMMARY OF SERVICES

At the commencement of Raines' engagement, Raines created different subject matter categories to which its professionals billed their time on behalf of the Debtors. Below is a brief description of each of the matters for which Raines professionals billed time or incurred expenses on behalf of the Debtors during the Fee Period. Also included is the aggregate amount of fees incurred for each subject matter category.

A. B110 - Case Administration

26. Time billed by Raines under this task code includes time devoted to the efficient and expeditious administration of these Chapter 11 Cases. Work performed under this category includes: (a) development of case strategies and (b) general case administration, including responding to inquiries from the United States Trustee, the Court, the Clerk for the United States Bankruptcy Court for the Western District of Pennsylvania, the Committee, and creditors of the Debtors.

	Total Hours	Total Fees
Pottsville Debtors	2.5	$1,409.50
Care Pavilion Debtors	2.4	$1,352.00

B. B120 – Asset Analysis and Recovery

27. Time billed by Raines under this task code includes review and analysis of the Debtors documentation in preparation of responding to the Committee's document requests, including producing responsive documents.

	Total Hours	Total Fees
Pottsville Debtors	0.4	$194.00
Care Pavilion Debtors	0.4	$194.00

C. B140 – Relief From Stay / Adequate Protection

28. Time billed by Raines under this task code related to the reasonable fees incurred in connection with research and discussions pertaining to potential voidability of certain orders and motions to enforce automatic stay, including the assistance in preparation of numerous responses, stipulations, and consent orders resolving multiple relief from stay motions.

	Total Hours	Total Fees
Pottsville Debtors	1.3	$753.50
Care Pavilion Debtors	17.1	$10,314.50

D. B160 – Fee Applications and Objections to Fee Applications

29. Time billed by Raines under this task code includes the reasonable fees incurred for preparing and filing its Monthly Fee Statements, including review and analysis of fees for purposes of incorporating adjustments based on the time and complexity of the issues involved, and the preparation of statements, applications, and related supporting documentation for submission to the Court. The fees related with this category also include fees incurred relating to the review and analysis of all fee statements filed in these Chapter 11 Cases and correspondence regarding the same.

	Total Hours	Total Fees
Pottsville Debtors	8.1	$4,055.50
Care Pavilion Debtors	8.7	$4,373.50

E. <u>B190 – Other Contested Matters and Omnibus Hearings</u>

30. Time billed by Raines under this task code includes the reasonable fees incurred by Raines in connection with miscellaneous hearings and other contested matters filed in these Chapter 11 Cases. The fees incurred includes the reasonable time necessary for review and analysis of, and preparation for, contested matters filed in these chapter 11 Cases, including assisting in the preparation of Debtors' responses, as necessary, to the same, preparation of required agendas, hearing binders, and related ancillary pleadings, and attendance at the related hearings.

	Total Hours	Total Fees
Pottsville Debtors	12.1	$6,793.50
Care Pavilion Debtors	13.6	$7,701.00

F. <u>B205 – State Court Matters</u>

31. Time billed by Raines under this task code includes the reasonable fees incurred in connection with state court matters. This includes correspondence with opposing counsel regarding pending state court matters and preparing and filing suggestions of bankruptcy for various ongoing actions, as well as addressing requests of various state courts with respect to continuing status conferences, status reports, and the identification of additional state court actions that require submissions by the Debtors.

	Total Hours	Total Fees
Pottsville Debtors	1.1	$701.50
Care Pavilion Debtors	3.3	$2,029.50

G. <u>B210 – Business Operations</u>

32. Time billed by Raines under this task code includes the reasonable fees incurred in connection with the Debtors' incurred in connection with the review and submission of monthly operating reports and related exhibits in each of the Chapter 11 Cases which should have been billed under code B235 – Financial Filings.

	Total Hours	**Total Fees**
Pottsville Debtors	0.9	$392.50
Care Pavilion Debtors	1.3	$542.50

H. <u>B220 – Employee Benefits</u>

33. Time billed by Raines under this task code includes the reasonable fees incurred in connection with corresponding with the Pennsylvania Department of Labor and analysis of issues related to the Debtors' 401k programs.

	Total Hours	**Total Fees**
Pottsville Debtors	0	$0.00
Care Pavilion Debtors	1.1	$676.50

I. <u>B235 – Financial Filings</u>

34. Time billed by Raines under this task code includes the reasonable fees incurred in connection with the review and submission of monthly operating reports and related exhibits in each of the Chapter 11 Cases.

	Total Hours	**Total Fees**
Pottsville Debtors	1.4	$621.00
Care Pavilion Debtors	1.4	$621.00

J. <u>B310 – Claims Administration</u>

35. Time billed by Raines under this task code relates to the reasonable fees incurred in researching and analyzing potential insurance claims.

	Total Hours	**Total Fees**
Pottsville Debtors	0	$0.00
Care Pavilion Debtors	0.3	$247.50

I. <u>B320 – Plan and Disclosure Statement</u>

36. Time billed by Raines under this task code relates to the reasonable fees incurred in researching and analyzing potential issues relating to chapter 11 plans and related confirmation

issues, assisting in the review and analysis of potential plans and related terms and conditions, and engaging with the key case constituents to negotiate potential terms thereof.

	Total Hours	**Total Fees**
Pottsville Debtors	6.2	$3,420.00
Care Pavilion Debtors	6.1	$3,362.50

CONCLUSION

37. The foregoing professional services performed by Raines were necessary and appropriate with respect to its representation of the Debtors in these Chapter 11 Cases. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and skill required to address the problems, issues, and/or tasks involved.

RESERVATION OF RIGHTS

38. To the extent that Raines determines that any fees and/or expenses related to this Fee Period have been inadvertently excluded from this Fourth Interim Application, Raines reserves all rights to include any such fees and/or expenses in future fee applications.

WHEREFORE, Raines respectfully requests that this Court enter an Order, substantially in the form attached hereto as **Exhibit F**: (i) granting allowance and approval of compensation for professional services rendered to the Debtors during the Fee Period in the total amount of $49,755.50 and reimbursement of expenses billed during the Fee Period in the amount of $0.00; (ii) authorizing and directing the Debtors to pay Raines the amount of $9,951.10, representing the total compensation sought in connection with this Fourth Interim Application ($49,755.50) after applying credit for amounts previously received paid to Raines by the Debtors ($39,804.40) pursuant to the Monthly Fee Statements; and (iii) granting such other and further relief as may be just and proper.

Dated: January 6, 2026
Pittsburgh, PA

RAINES FELDMAN LITTRELL, LLP

By: */s/ Daniel R. Schimizzi*
Daniel R. Schimizzi (PA ID No. 311869)
Jordan N. Kelly (PA ID No. 328896)
Sarah E. Wenrich (PA ID No. 325834)
11 Stanwix Street, Suite 750
Pittsburgh, PA 15222
Telephone: 412-899-6462
Email: dschimizzi@raineslaw.com
jkelly@raineslaw.com
swenrich@raineslaw.com

Local Counsel to the Debtors and Debtors in Possession

\- and -

BAKER & HOSTETLER LLP

Elizabeth A. Green, Esq.
FL Bar No.: 0600547
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Andrew V. Layden, Esq.
FL Bar No.: 86070
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SunTrust Center, Suite 2300
200 South Orange Avenue
Orlando, Florida 32801-3432
Telephone: (407) 540-7920
Facsimile: (407) 841-0168

Counsel for the Debtors and Debtors in Possession

<u>Exhibit A</u>
Retention Orders

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

FILED
12/9/24 1:15 pm
CLERK
U.S. BANKRUPTCY
COURT - WDPA

In Re:	**Case No.: 24-70418-JAD**
POTTSVILLE OPERATIONS, LLC, *et al.*,[1]	**Chapter 11**
	Jointly Administered
Debtors.	**Doc. No.:** 335
POTTSVILLE OPERATIONS, LLC, *et al.*,[2]	**Related to Doc. No.: 143**
Movant,	**Hearing Date: December 12, 2024**
-vs -	**Hearing Time: 10:00 AM (EST)**
NO RESPONDENTS.	**Response Deadline: 4:00 PM (EST) on December 5, 2024**

REVISED ORDER AUTHORIZING AND APPROVING THE RETENTION AND EMPLOYMENT OF RAINES FELDMAN LITTRELL, LLP, AS LOCAL COUNSEL TO THE POTTSVILLE DEBTORS EFFECTIVE AS OF OCTOBER 15, 2024

Upon consideration of *Application to Retain and Employ Raines Feldman Littrell, LLP, as Local Counsel to the Debtors Effective as of October 15, 2024* (the "Pottsville Application"), and

[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.

the Court having reviewed the Pottsville Application, the Schimizzi Declaration, and the *Supplemental Declaration of Daniel R. Schimizzi in Support of the Application to Retain and Employ Raines Feldman Littrell, LLP, as Local Counsel to the Pottsville Debtors Effective as of October 15, 2024* [Doc. No. 325] (the "Supplemental Declaration"), and having heard the statements of counsel at the hearing on the Pottsville Application, if any; and the Court finding that: (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) notice of the Pottsville Application and the hearing thereon was sufficient under the circumstances; (iii) Raines does not hold or represent any interest materially adverse to the Pottsville Debtors' estates and is a "disinterested person", as defined in section 101(14) of the Bankruptcy Code and as required by section 327 of the Bankruptcy Code; and (iv) the legal and factual basis set forth in the Pottsville Application, the Schimizzi Declaration, and the Supplemental Declaration establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Pottsville Application is **GRANTED** as set forth herein.

2. The Pottsville Debtors are authorized to retain and employ Raines as counsel effective as of October 15, 2024.

3. The compensation to be paid to Raines for professional services rendered and reimbursement for actual expenses incurred shall be as determined by this Court upon proper application pursuant to sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and subject to the local rules and any other applicable orders or procedures of this Court.

4. The Pottsville Debtors and Raines are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

5. Raines shall use its reasonable efforts to avoid any duplication of services provided by any of the Pottsville Debtors' other retained professionals in the Pottsville Cases.

6. For the pendency of the Pottsville Cases, Raines shall periodically review its connections with the debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee and promptly file a supplemental declaration in accordance with Bankruptcy Rule 2014(a).

7. To the extent the Application, the Schimizzi Declaration, or Supplemental Declaration is inconsistent with this Order, the terms of this Order shall govern.

8. Notwithstanding anything to the contrary in the Pottsville Application or the Engagement Agreement, Raines will not: (a) be entitled to indemnification by the Debtors or their estates, or (b) be entitled to recover attorneys' fees or expenses in connection with defending any objection(s) to its fee applications in the Pottsville Cases.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Prepared by: *Daniel R. Schimizzi, Esq*.
Daniel R. Schimizzi, Proposed Local Counsel to the Pottsville Debtors

Dated: December 9, 2024

jsf
Jeffery A. Deller
United States Bankruptcy Judge

Notice Recipients

District/Off: 0315−7	User: auto	Date Created: 12/9/2024
Case: 24−70418−JAD	Form ID: pdf900	Total: 6

Recipients of Notice of Electronic Filing:

ust	Office of the United States Trustee	ustpregion03.pi.ecf@usdoj.gov
aty	Daniel R. Schimizzi	dschimizzi@raineslaw.com
aty	Jodi Hause	jodi.hause@usdoj.gov
aty	Kate Bradley	kate.m.bradley@usdoj.gov
aty	William M. Buchanan	william.buchanan@usdoj.gov

TOTAL: 5

Recipients submitted to the BNC (Bankruptcy Noticing Center):

op	Stretto	410 Exchange	Suite 100	Irvine, CA 92602

TOTAL: 1

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

In Re: **POTTSVILLE OPERATIONS, LLC, *et al.*,**[1] **Debtors.**	**Case No.: 24-70418-JAD** **Chapter 11** ***Jointly Administered***
POTTSVILLE OPERATIONS, LLC, *et al.*,[2] **Movants,** **v.** **NO RESPONDENTS,** **Respondents.**	**Doc. No.:** 377 **Related to Document No.** 296 **Hearing Date: December 17, 2024** **Hearing Time: 2:00 p.m.** **Response Deadline: 4:00 p.m. on December 10, 2024**

FILED
12/13/24 1:45 pm
CLERK
U.S. BANKRUPTCY
COURT - WDPA

ORDER GRANTING CARE PAVILION DEBTORS' APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE CARE PAVILION DEBTORS TO RETAIN AND EMPLOY SOLIC CAPITAL ADVISORS, LLC TO PROVIDE THE CARE PAVILION DEBTORS A CHIEF RESTRUCTURING OFFICER AND ADDITIONAL PERSONNEL *NUNC PRO TUNC* TO THE PETITION DATE, (II) DESIGNATING NEIL F. LURIA AS CHIEF RESTRUCTURING OFFICER *NUNC PRO TUNC* TO THE PETITION DATE, AND (III) GRANTING RELATED RELIEF

[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.
[2] The applicable Debtors in the Motion are the Care Pavilion Debtors.

Upon consideration of the *Application for Entry of an Order (I) Authorizing the Care Pavilion Debtors to Retain and Employ SOLIC Capital Advisors, LLC to Provide the Care Pavilion Debtors a Chief Restructuring Officer and Additional Personnel Nunc Pro Tunc to the Petition Date, and (II) Designating Neil F. Luria as Chief Restructuring Officer Nunc Pro Nunc to the Petition Date, and (III) Granting Related Relief* (the "Application"),[3] and the Court having reviewed the Application and the Luria Declaration; and the Court being satisfied, based on the representations made in the Application and the Luria Declaration, and the arguments of counsel, that SOLIC and its employees represent no interest adverse to the Care Pavilion Debtors' estates with respect to matters upon which they are to be engaged; that, with the exception of the roles the professional staff of SOLIC are serving for the Care Pavilion Debtors in connection with these Care Pavilion Cases, they are "disinterested persons" as that term is defined is under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code; and it appearing that the Court has jurisdiction over this matter; and it appearing that notice of the Application is sufficient under the circumstances, and that no other or further notice need be provided; and it further appearing that the relief requested in the Application is in the best interests of the Care Pavilion Debtors and their estates and creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED that:

1. The Application is **GRANTED** as set forth herein.

[3] Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Application.

2. The Care Pavilion Debtors are authorized to retain and employ the Interim Officers as CRO, Assistant CRO, and Director of Finance, and SOLIC as their restructuring advisors, effective *nunc pro tunc* to the Petition Date.

3. SOLIC and its affiliates shall not act in any other capacity (for example, and without limitation, claims agent/claims administrator, or investor/acquirer) in connection with the Care Pavilion Cases.

4. Together, the Interim Officers and SOLIC shall file, on a monthly basis, with the Court, and provide notice to (a) the U.S. Trustee, (b) counsel to any official committees, and (c) counsel to Argnt Holdings, LLC, of a staffing report for the immediately preceding month. Such reports shall contain summary charts that describe the services provided and itemize the expenses incurred. The reports shall include the names and functions of the individuals assigned along with the summary charts describing the services provided, the compensation earned by each executive officer and/or staff employee, and an itemization of expenses incurred. Time records shall (i) be appended to the staffing reports, (ii) contain detailed time entries describing the task(s) performed, and (iii) be organized by project category. The time entries for individuals charging the Debtors an hourly rate shall identify the time spent completing each task in 0.1hour increments and the corresponding charge (time multiplied by hourly rate) for each task. The time entries for individuals charging the Debtors a flat fee shall identify the time spent in 1.0 hour increments. Parties in interest in these Chapter 11 Cases shall have the right to object to the staffing reports within twenty-one (21) days of filing. SOLIC's staffing, compensation and expenses for the period covered by the staffing report shall be subject to review by the Court in the event that an objection is filed.

5. Notwithstanding the requirements of the immediately preceding paragraph, the Care Pavilion Debtors are authorized, but not directed, to pay in the ordinary course of business all amounts invoiced by the Interim Officers and SOLIC for fees and expenses incurred in connection with the Interim Officers' and SOLIC's retention.

6. The Interim Officers cannot be terminated from their positions with the Debtors without an order of the Court.

7. Notwithstanding any terms of the engagement agreement and **Exhibit B** attached thereto, the Care Pavilion Debtors are permitted to indemnify Mr. Luria and other persons serving as executive officers of the Care Pavilion Debtors on the same terms as provided to the Care Pavilion Debtors' other officers and managers under the applicable operating agreements, bylaws, and applicable state law, along with any existing insurance coverage under the Debtors' D&O policy. There shall otherwise be no indemnification of SOLIC and its affiliates, members, officers, directors, employees, independent contractors, controllers, or agents.. The Interim Officers and SOLIC shall disclose any and all facts that may have a bearing on whether the firm, its affiliates, and/or any individuals working on the engagement hold or represent any interest adverse to the Care Pavilion Debtors, its creditors, or other parties in interest. The obligation to disclose identified in this paragraph is a continuing obligation.

8. Prior to any increases in SOLIC's fee structure, SOLIC shall file a supplemental declaration with this Court and give ten (10) business days' notice to the Master Service List, which supplemental declaration shall explain the basis for the requested rate increases and indicate whether the Debtors have received notice of and approved the proposed rate increase.

9. For a period of three years after conclusion of the engagement, SOLIC, Mr. Luria, and/or any of their affiliates shall not make any investments in the debtors or reorganized debtors.

10. SOLIC shall use its reasonable best efforts and will coordinate with the Care Pavilion Debtors and its other retained professionals not to duplicate any of the services provided to the Care Pavilion Debtors by any of its retained professionals.

11. To the extent the Application or the Luria Declaration are inconsistent with this Order, the terms of this Order shall govern.

12. The Care Pavilion Debtors are authorized to take all reasonable actions necessary to effectuate the relief granted in this Order in accordance with the Application.

13. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

14. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Prepared by

/s/ Daniel R. Schimizzi
Daniel R. Schimizzi
Proposed Local Counsel to the Debtors

BY THE COURT

Date: December 13, 2024
Pittsburgh, PA

jsf
The Honorable Jeffery A. Deller
United States Bankruptcy Judge

Notice Recipients

District/Off: 0315−7	User: auto	Date Created: 12/13/2024
Case: 24−70418−JAD	Form ID: pdf900	Total: 6

Recipients of Notice of Electronic Filing:

ust	Office of the United States Trustee	ustpregion03.pi.ecf@usdoj.gov
aty	Daniel R. Schimizzi	dschimizzi@raineslaw.com
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aty	Kate Bradley	kate.m.bradley@usdoj.gov
aty	William M. Buchanan	william.buchanan@usdoj.gov

TOTAL: 5

Recipients submitted to the BNC (Bankruptcy Noticing Center):

op	Stretto	410 Exchange	Suite 100	Irvine, CA 92602

TOTAL: 1

Exhibit B

<u>Summary Schedule of Time by Professional</u>

COMPENSATION BY PROFESSIONAL

The attorneys who rendered professional services in these Chapter 11 Cases from August 1, 2025 through October 31, 2025 (the "Fee Period") are:

NAME OF PROFESSIONAL	POSITION	DEPT.	YEAR ADMITTED	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Daniel R. Schimizzi	Partner	Bankruptcy	2011	$615.00	43.1	$26,506.50
Ronald Crouch	Counsel	Bankruptcy	1981	$825.00	0.3	$247.50
Harry A. Readshaw	Counsel	Bankruptcy	2006	$665.00	0.5	$332.50
Sarah E. Wenrich	Associate	Bankruptcy	2018	$575.00	13.5	$7,762.50
Jordan N. Kelly	Associate	Bankruptcy	2020	$485.00	25.4	$12,319.00
Total for Attorneys:					**82.8**	**$47,168.00**

The paraprofessionals and other staff who rendered professional services in these Chapter 11 Cases during the Fee Period are:

NAME OF PARAPROFESSIONAL OR STAFF MEMBER	POSITION	DEPT.	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Lela M. Lescallette	Paralegal	Bankruptcy	$375.00	6.9	$2,587.50
Total for Paraprofessionals and Other Staff:				**6.9**	**$2,587.50**

Exhibit C

Summary Schedule of Time by Task Code

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE POTTSVILLE DEBTORS[1]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	2.5	$1,409.50
B120	Asset Analysis and Recovery	0.4	$194.00
B140	Relief-Stay/Adequate Protection	1.3	$753.50
B160	Fee Applications and Objections to Fee Applications	8.1	$4,055.50
B190	Other Contested Matters and Omnibus Hearings	12.1	$6,793.50
B205	State Court Matters	1.1	$701.50
B210	Business Operations	0.9	$392.50
B235	Financial Filings	1.4	$621.00
B320	Plan and Disclosure Statement	6.2	$3,420.00
	TOTAL:	**34**	**$18,341.00**

ITEMIZED EXPENSES RELATED TO THE POTTSVILLE DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[1] The Pottsville Debtors are 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.

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE CARE PAVILION DEBTORS[2]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	2.4	$1,352.00
B120	Asset Analysis and Recovery	0.4	$194.00
B140	Relief-Stay/Adequate Protection	17.1	$10,314.50
B160	Fee Applications / Objections	8.7	$4,373.50
B190	Other Contested Matters and Omnibus Hearings	13.6	$7,701.00
B205	State Court Matters	3.3	$2,029.50
B210	Business Operations	1.3	$542.50
B220	Employee Benefits	1.1	$676.50
B235	Financial Filings	1.4	$621.00
B310	Claims Administration	0.3	$247.50
B320	Plan and Disclosure Statement	6.1	$3,362.50
	TOTAL:	**55.7**	**$31,414.50**

ITEMIZED EXPENSES RELATED TO THE CARE PAVILION DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[2] The Care Pavilion Debtors are Bedrock Care, LLC; Care Pavilion Operating, LLC; Cliveden Operating, LLC; MAPA Operating, LLC; Maplewood Operating, LLC; Milton Operating, LLC; Parkhouse Operating, LLC; Tucker Operating, LLC; Watsontown Operating, LLC; and York Operating, LLC.

Exhibit D

Previously Filed Fee Statements

1) *Monthly Fee Statement of Raines Feldman Littrell, LLP for the Period of August 1, 2025 through August 31, 2025* (Doc. No. 1544)

2) *Monthly Fee Statement of Raines Feldman Littrell, LLP for the Period of September 1, 2024 through September 30, 2025* (Doc. No. 1667)

3) *Monthly Fee Statement of Raines Feldman Littrell, LLP for the Period of October 1, 2025 through October 31, 2025* (Doc. No. 1730)

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***
	Doc. No.:
POTTSVILLE OPERATIONS, LLC, *et al.*,	**Related to Document No.**
Movant,	**Hearing Date:**
-vs-	**Hearing Time:**
NO RESPONDENTS.	**Response Deadline: 4:00 PM (ET) on September 25, 2025**

MONTHLY FEE STATEMENT OF RAINES FELDMAN LITTRELL, LLP, FOR THE PERIOD FROM AUGUST 1, 2025 THROUGH AUGUST 31, 2025

Name of applicant: Raines Feldman Littrell, LLP

Authorized to provide professional services to: Pottsville Debtors and Care Pavilion Debtors (collectively, the "Debtors")

[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.

10612779.1

<u>Petition Date</u>:

Pottsville Debtors:	October 15, 2024
Care Pavilion Debtors:	November 18, 2024

<u>Date of Retention</u>:

Pottsville Debtors:	December 9, 2024, effective as of October 15, 2024, *see* Doc No. 346
Care Pavilion Debtors:	December 13, 2024, effective as of November 18, 2024, *see* Doc. No. 386

<u>This is a</u>: Monthly Fee Statement

<u>Period for which compensation and reimbursement are sought</u>:

Pottsville Debtors:	August 1, 2025, through August 31, 2025
Care Pavilion Debtors:	August 1, 2025, through August 31, 2025

<u>Amount of compensation sought as actual, reasonable, and necessary</u>:

Pottsville Debtors:	$4,106.80 (representing 80% of the fees of $5,133.50)
Care Pavilion Debtors:	$7,280.40 (representing 80% of the fees of $9,100.50)
Total Compensation:	**$11,387.20 (representing 80% of the total fees of $14,234.00)**

<u>Amount of expense reimbursement sought as actual, reasonable, and necessary</u>:

Pottsville Debtors:	$0.00
Care Pavilion Debtors:	$0.00
Total Expenses:	**$0.00**

<u>Blended hourly rate for this application</u>:

Pottsville Debtors:	$564.12
Care Pavilion Debtors:	$587.13

SUMMARY OF PRIOR MONTHLY FEE APPLICATIONS

DATE FILED	PERIOD COVERED	DEBTOR GROUP	REQUESTED		UNOPPOSED		PAID		HOLDBACK FEES
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES	
12/13/2024	10/15/2024-11/30/2024	**All Debtors**	$100,448.00	$297.00	$100,448.00	$297.00	$100,448.00	$297.00	$0.00[1]
		Pottsville	$80,358.40	$297.00	$80,358.40	$297.00	$80,358.40	$297.00	$0.00
		Care Pavilion	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
01/24/2025	11/18/2024-12/31/2024	**All Debtors**	$123,610.00	$395.86	$123,610.00	$395.86	$123,610.00	$395.86	$0.00
		Pottsville	$16,688.80	$194.16	$16,688.80	$194.16	$16,688.80	$194.16	$0.00
		Care Pavilion	$82,141.60	$201.70	$82,141.60	$201.70	$82,141.60	$201.70	$0.00
02/19/2025	1/1/2025-1/31/2025	**All Debtors**	$38,024.00	$174.54	$38,024.00	$174.54	$38,024.00	$174.54	$0.00
		Pottsville	$18,960.00	$0.00	$18,960.00	$0.00	$18,960.00	$0.00	$0.00
		Care Pavilion	$14,324.00	$174.54	$14,324.00	$174.54	$14,324.00	$174.54	$0.00
03/20/2025	2/1/2025-2/28/2025	**All Debtors**	$48,248.50	$19.43	$48,248.50	$19.43	$38,598.80	$19.43	$0.00
		Pottsville	$32,116.50	$0.00	$32,116.50	$0.00	$25,693.20	$0.00	$0.00
		Care Pavilion	$16,132.00	$19.43	$16,132.00	$19.43	$12,905.60	$19.53	$0.00
04/18/2025	03/01/2025-03/31/2025	**All Debtors**	$25,137.00	$0.00	$25,137.00	$0.00	$20,109.60	$0.00	$0.00
		Pottsville	$9,225.50	$0.00	$9,225.50	$0.00	$7,404.00	$0.00	$0.00
		Care Pavilion	$15,881.50	$0.00	$15,881.50	$0.00	$12,705.20	$0.00	$0.00
05/27/2025	04/01/2025-04/31/2025	**All Debtors**	$57,246.00	$0.00	$57,246.00	$0.00	$45,796.80	$0.00	$0.00
		Pottsville	$13,848.00	$0.00	$13,848.00	$0.00	$11,078.40	$0.00	$2,769.60
		Care Pavilion	$43,398.00	$0.00	$43,398.00	$0.00	$34,718.40	$0.00	$8,679.60
06/18/2025	05/01/2025 – 05/31/2025	**All Debtors**	$19,506.40	$0.00	$19,506.40	$0.00	$19,506.40	$0.00	$4,876.60
		Pottsville	$3,594.40	$0.00	$3,594.40	$0.00	$3,594.40	$0.00	$898.60
		Care Pavilion	$15,912.00	$0.00	$15,912.00	$0.00	$15,912.00	$0.00	$3,978.00

[1] The holdback fees for the periods from: October 15, 2024 through and including January 31, 2025 for all Debtors were paid following the entry of the Order [Doc. No. 904] approving the *First Interim Fee Application of Raines Feldman Littrell, LLP for Payment of Compensation and Reimbursement of Expenses for the Period of October 15, 2024 through January 31, 2025* [Doc. No. 762] (the "First Fee Application"); and from Freburary 1, 2025 through and including April 30, 2025 for all Debtors were paid following the entry of the Order [Doc. No. 1295] approving the *Second Interim Fee Application of Raines Feldman Littrell, LLP for Payment of Compensation and Reimbursement of Expenses for the Period of October 15, 2024 through January 31, 2025* [Doc. No. 1531] (the "Second Fee Application").

7/23/2025	06/01/2025 - 06/30/2025	**All Debtors**	$12,115.20	$591.30	$12,115.20	$591.30	$12,115.20	$591.30	$3,028.80
		Pottsville	$5,830.80	$0.00	$5,830.80	$0.00	$5,830.80	$0.00	$1,457.70
		Care Pavilion	$6,284.40	$591.30	$6,284.40	$591.30	$6,284.40	$591.30	$1,571.10
		All Debtors	$40,992.00	$0.00	$40,992.00	$0.00	$40,992.00	$0.00	$10,248.00
		Pottsville	$17,452.80	$0.00	$17,452.80	$0.00	$17,452.80	$0.00	$5,884.80
		Care Pavilion	$23,539.20	$0.00	$23,539.20	$0.00	$23,539.20	$0.00	$4,363.20
	Totals:		$465,367.60	$1,458.30	$465,367.60	$1,458.30	$465,367.60	$1,458.30	$44,279.70

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

DATE FILED	PERIOD COVERED	ORDER ENTERED	REQUESTED		ALLOWED		PAID	
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES
03/04/2025	10/15/2025- 01/31/2025	4/3/2025 [Doc. No. 904]	$262,122.00	$867.00	$262,122.00	$867.00	$262,122.00	$867.00
06/06/2025	02/01/2025- 04/30/2025	6/23/2025 [Doc. No. 1295]	$130,631.50	$19.43	$130,631.50	$19.43	$130,631.50	$19.43
09/03/2025	05/01/2025- 07/31/2025	N/A	$90,767.00	$591.30	N/A	N/A	N/A	N/A
		Totals:	$483,520.50	$1,477.73	$392,753.50	$886.43	$392,753.50	$886.43

COMPENSATION BY PROFESSIONAL

The attorneys who rendered professional services in these Chapter 11 Cases from August 1, 2025 through August 31, 2025 for the Debtors (the "Fee Period"), are:

NAME OF PROFESSIONAL	POSITION	DEPT.	YEAR ADMITTED	HOURLY BILLIG RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Daniel R. Schimizzi	Partner	Bankruptcy	2011	$615.00	15.5	$9,532.50
Ronald Crouch	Counsel	Bankruptcy	1981	$825.00	0.3	$247.50
Sarah Wenrich	Associate	Bankruptcy	2018	$575.00	3.9	$2,242.50
Jordan N. Kelly	Associate	Bankruptcy	2020	$485.00	3.4	$1,649.00
Total for Attorneys:					23.1	$13,671.50

The paraprofessionals and other staff who rendered professional services in these Chapter 11 Cases during the Fee Period are:

NAME OF PARAPROFESSIONAL OR STAFF MEMBER	POSITION	DEPT.	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Lela M. Lescallette	Paralegal	Bankruptcy	$375.00	1.5	$562.50
Total for Paraprofessionals and Other Staff:				1.5	$562.50

COMPENSATION BY PROFESSIONAL CATEGORY

PROFESSIONALS	BLENDED RATE	TOTAL HOURS	TOTAL COMPENSATION
Partners	$615.00	15.5	$9532.50
Counsel	$380.00	0.3	$247.50
Associates	$533.09	7.3	$3,891.50
Paraprofessionals	$375.00	1.5	$562.50
Blended Hourly Rate/Total Fees	$578.61	24.6	$14,234.00
Less 20% Holdback			$2,846.80
Total Adjusted Fees Requested			**$11,387.20**

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE POTTSVILLE DEBTORS[2]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	1.1	$644.50
B120	Asset Analysis and Recovery	0.1	$48.50
B140	Relief-Stay/Adequate Protection	0.7	$384.50
B160	Fee Applications and Objections to Fee Applications	1.1	$524.50
B190	Other Contested Matters and Omnibus Hearings	5.5	$3,188.50
B205	State Court Matters	0.4	$246.00
B210	Business Operations	0.2	$97.00
	TOTAL:	**9.1**	**$5,133.50**

ITEMIZED EXPENSES RELATED TO THE POTTSVILLE DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[2] The Pottsville Debtors are 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.

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE CARE PAVILION DEBTORS[3]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	1.1	$644.50
B120	Asset Analysis and Recovery	0.1	$48.50
B140	Relief-Stay/Adequate Protection	5.9	$3,570.50
B160	Fee Applications / Objections	1.1	$524.50
B190	Other Contested Matters and Omnibus Hearings	3.9	$2,280.50
B205	State Court Matters	1.4	$861.00
B210	Business Operations	0.6	$247.00
B220	Employee Benefits	1.1	$676.50
B310	Claims Administration and Objections	0.3	$247.50
	TOTAL:	15.5	$9,100.50

ITEMIZED EXPENSES RELATED TO THE CARE PAVILION DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
E124	$0.00
TOTAL:	$0.00

[3] The Care Pavilion Debtors are Bedrock Care, LLC; Care Pavilion Operating, LLC; Cliveden Operating, LLC; MAPA Operating, LLC; Maplewood Operating, LLC; Milton Operating, LLC; Parkhouse Operating, LLC; Tucker Operating, LLC; Watsontown Operating, LLC; and York Operating, LLC.

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, rule 2016 of the Federal Rules of Bankruptcy Procedure, rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Western District of Pennsylvania, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals* [Doc. No. 350] (the "Interim Compensation Order"), Raines Feldman Littrell, LLP ("Raines"), local counsel for Debtors, hereby files this monthly fee statement relating to compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection therewith, for the period commencing August 1, 2025, through and including August 31, 2025 Debtors (the "Fee Period"), and requests authorization, in accordance with the Interim Compensation Order, to be paid by the Debtors: (a) the aggregate amount of $11,387.20 (representing 80% of the total fees of $14,234.00 incurred on behalf of all Debtors), consisting of: (i) $4,106.80 (representing 80% of the fees of $5,133.50 incurred on behalf of the Pottsville Debtors); (ii) $7,280.40 (representing 80% of the fees of $9,100.50 incurred on behalf of the Care Pavilion Debtors); and (b) $0.00 in expenses incurred on behalf of the Care Pavilion Debtors.

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Dated: September 11, 2025

Respectfully submitted:

RAINES FELDMAN LITTRELL, LLP

By: /s/ Daniel R. Schimizzi
Daniel R. Schimizzi (PA ID No. 311869)
Mark A. Lindsay (PA ID No. 89487)
Jordan N. Kelly (PA ID No. 328896)
Sarah E. Wenrich (PA ID No. 325834)
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Local Counsel to the Debtors

\- and -

BAKER & HOSTETLER LLP

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Orlando, Florida 32801-3432
Telephone: (407) 649-4036
Facsimile: (407) 841-0168

Counsel for the Debtors

EXHIBIT A

Itemized Time Records by Project Category

RAINES
RAINES FELDMAN LITTRELL LLP

1900 Avenue of the Stars, 19th Floor
Los Angeles, CA 90067
(310) 440-4100
www.raineslaw.com
Federal Tax ID: 20-4515337

Invoice Date: 9/10/2025
Invoice Number: 138992

Kingston Operations, LLC

8137-002 / Post-Petition Matters

Professional Services				**Hours**	**Rate**	**Amount**
08/07/2025	DXS	B110	Conference with Debtors' professionals regarding strategy and next steps in case administration (split -.3); review Committee revisions to NDA and correspondence with Debtors' professionals regarding acceptance of the same and authority to execute (split -.2)	0.50	615.00	307.50
08/08/2025	SEW	B110	Phone call with Baker team and internal team regarding outstanding matters and delegating various tasks pertaining to same (time split)	0.20	575.00	115.00
08/25/2025	LL	B110	Review of docket	0.10	375.00	37.50
08/28/2025	DXS	B110	Conference with Debtors' Professionals regarding case status and next steps in administration (split -.3)	0.30	615.00	184.50
	Sub-total:	**B110**	**Case Administration**			**644.50**
08/01/2025	JNK	B120	Communications with co-counsel, SOLIC, and Committee relating to discovery response. (split)	0.10	485.00	48.50
	Sub-total:	**B120**	**Asset Analysis and Recovery**			**48.50**
08/12/2025	SEW	B140	Correspondence with Baker regarding deadline for motion for relief and prepare stipulation pertaining to extension of deadline for same	0.50	575.00	287.50
08/22/2025	JNK	B140	Prepare certification of counsel relating to stay motion. (split)	0.20	485.00	97.00
	Sub-total:	**B140**	**Relief-Stay/Adequate Protection**			**384.50**
08/07/2025	DXS	B160	Review certificate of no objection and approve for filing and correspondence with SOLIC regarding the same (split -.1)	0.10	615.00	61.50
08/07/2025	LL	B160	Prepare Certificate of No Objection to Raines June Fee Statement	0.10	375.00	37.50

08/11/2025	JNK	B160	Review/revise Baker monthly fee statement and notice (Split)	0.20	485.00	97.00
08/12/2025	LL	B160	File Baker & Hostetler's July Fee Statement	0.10	375.00	37.50
08/14/2025	JNK	B160	Prepare monthly fee statement (split)	0.60	485.00	291.00
	Sub-total:	**B160**	**Fee Applications/Objections**			**524.50**
08/04/2025	DXS	B190	Conference with Debtors' professionals regarding next steps in case administration (split -.2); research and analysis of issues relating to municipal liens and title company holding sale proceeds (1.2)	1.40	615.00	861.00
08/11/2025	JNK	B190	Review/revise fourth exclusivity motion	0.40	485.00	194.00
08/11/2025	LL	B190	Prepare Notice of Hearing on Fourth Motion to Extend Exclusity Period for Pottsville Debtors	0.20	375.00	75.00
08/11/2025	LL	B190	File Motion to Extend Exclusivity Period and Hearing Notice relating to same	0.10	375.00	37.50
08/19/2025	DXS	B190	Revise, revise, finalize, and file preliminary agenda for omnibus hearings on August 26, 2025 (split -.2)	0.40	615.00	246.00
08/19/2025	SEW	B190	Review and analyze docket and correspondence with internal team and Baker regarding upcoming hearing, then prepare agenda for same (time split)	0.30	575.00	172.50
08/21/2025	DXS	B190	Conference with Debtors' professionals regarding pending disputes and potential resolutions of the same (split -.4)	0.40	615.00	246.00
08/22/2025	DXS	B190	Review and revise final agenda and correspondence with Debtors' professionals regarding approval of the same for filing (split -.2)	0.20	615.00	123.00
08/22/2025	SEW	B190	Confer with internal team and with Baker regarding preparation for upcoming omnibus hearing, and prepare various pleadings for filing (split)	0.80	575.00	460.00
08/25/2025	DXS	B190	Multiple conferences with counsel for Movants and Debtors' professionals regarding unresolved motions scheduled for August 26th Omnibus Hearing and potential resolutions of the same (split -.7); review of and revisions to certifications of counsel, notices of cancellation, and stipulations to resolve pending matters (split -.4)	1.10	615.00	676.50
08/25/2025	JNK	B190	Draft motion to continue hearings (split)	0.20	485.00	97.00
	Sub-total:	**B190**	**Other Contested Matters/ Omnibus Hearing**			**3,188.50**
08/07/2025	DXS	B205	Correspondence with Debtors' professionals regarding state court litigation proceedings and review and update status report for state court proceedings (split -.4)	0.40	615.00	246.00
	Sub-total:	**B205**	**State Court Matters**			**246.00**

08/14/2025	JNK	B210	Attend debtors' professionals status call (split)	0.20	485.00	97.00
	Sub-total:	**B210**	**Business Operations**			**97.00**

Sub-total Fees:	$5,133.50

Total Current Billing:	**$5,133.50**
Previous Balance Due:	$31,596.13
Total Payments:	($17,452.80)
Total Now Due:	**$19,276.83**

Rate Summary

Jordan N. Kelly	1.90	hours at $485.00/hr	$921.50
Lela Lescallette	0.60	hours at $375.00/hr	$225.00
Daniel R. Schimizzi	4.80	hours at $615.00/hr	$2,952.00
Sarah Wenrich	1.80	hours at $575.00/hr	$1,035.00
Total hours:	9.10		$5,133.50

Payments

09/03/2025	Payment	WIRE: Hampton House Operations, LLC	17,452.80
		Sub-total Payments:	$17,452.80

Payment Terms: Due Upon Receipt

Payment Options:
Pay Online:
Bill.com: https://app.bill.com/p/rainesfeldmanllp
Credit Card: https://secure.lawpay.com/pages/rainesfeldman/operating

Pay by Wire/ACH:
Wells Fargo Bank, N.A.
Routing No.: 121000248
Account No.: 4941981821
BIC/Swift Code: WFBIUS6S
Account Title: Raines Feldman Littrell LLP
Client Name & Invoice #

Pay by Check via Mail:
Raines Feldman Littrell LLP
PO Box 848574
Los Angeles, CA 90084-8574

RAINES

RAINES FELDMAN LITTRELL LLP

1900 Avenue of the Stars, 19th Floor
Los Angeles, CA 90067
(310) 440-4100
www.raineslaw.com
Federal Tax ID: 20-4515337

Invoice Date: 9/10/2025
Invoice Number: 138999

Care Pavilion Operating, LLC et al
Jacob Zahler, Member

8206-002 / Post-Petition Matters

Professional Services				**Hours**	**Rate**	**Amount**
08/07/2025	DXS	B110	Conference with Debtors' professionals regarding strategy and next steps in case administration (split -.3); review Committee revisions to NDA and correspondence with Debtors' professionals regarding acceptance of the same and authority to execute (split -.2)	0.50	615.00	307.50
08/08/2025	SEW	B110	Phone call with Baker team and internal team regarding outstanding matters and delegating various tasks pertaining to same (time split)	0.20	575.00	115.00
08/25/2025	LL	B110	Review docket for recent filings and deadlines	0.10	375.00	37.50
08/28/2025	DXS	B110	Conference with Debtors' Professionals regarding case status and next steps in administration (split -.3)	0.30	615.00	184.50
08/01/2025	JNK	B120	Communications with co-counsel, SOLIC, and Committee relating to discovery response. (split)	0.10	485.00	48.50
08/08/2025	DXS	B140	Correspondence with B. Taylor regarding relief from stay practice and review of case management order to confirm applicable deadlines (.3); correspondence with B. Taylor and Raines' team regarding responses to pending stay motions (.5)	0.80	615.00	492.00
08/21/2025	DXS	B140	Correspondence with R. Lebovitz and B. Taylor regarding resolution of motion for relief from stay (.6); additional research issues relating to assignment of rights under insurance policies in connection with stay relief and process for transferring rights (.6)	1.20	615.00	738.00

08/21/2025	SEW	B140	Correspond with Baker team regarding request for relief from stay and draft pleading pertaining to same	0.80	575.00	460.00
08/22/2025	JNK	B140	Prepare certification of counsel relating to stay motion. (split)	0.20	485.00	97.00
08/22/2025	DXS	B140	Conferences with B. Taylor, R. Crouch, and R. Lebowitz regarding issues with relief from stay motion and potential resolutions of the same (1.8); research issues relating to compelling assignment of assets in connection with stay relief motion (.8); review and approve Weaver certification of counsel and correspondence with J. Kelly and B. Taylor regarding the same (.3)	2.90	615.00	1,783.50
08/07/2025	LL	B160	Prepare Certificate of No Objection to Raines June Fee Statement	0.10	375.00	37.50
08/07/2025	DXS	B160	Review certificate of no objection and approve for filing and correspondence with SOLIC regarding the same (split -.1)	0.10	615.00	61.50
08/11/2025	JNK	B160	Review/revise Baker monthly fee statement and notice (Split)	0.20	485.00	97.00
08/12/2025	LL	B160	File Baker & Hostetler's July Fee Statement	0.10	375.00	37.50
08/14/2025	JNK	B160	Prepare monthly fee statement (split)	0.60	485.00	291.00
08/04/2025	DXS	B190	Conference with Debtors' professionals regarding next steps in case administration (split -.2)	0.20	615.00	123.00
08/19/2025	DXS	B190	Revise, revise, finalize, and file preliminary agenda for omnibus hearings on August 26, 2025 (split -.2); prepare and file certificate of no objection for 3rd exclusivity motion (.3)	0.50	615.00	307.50
08/19/2025	SEW	B190	Review and analyze docket and correspondence with internal team and Baker regarding upcoming hearing, then prepare initial draft of agenda for same (time split)	0.30	575.00	172.50
08/21/2025	DXS	B190	Conference with Debtors' professionals regarding pending disputes and potential resolutions of the same (split -.4)	0.40	615.00	246.00
08/22/2025	DXS	B190	Review and revise final agenda and correspondence with Debtors' professionals regarding approval of the same for filing (split -.2)	0.20	615.00	123.00
08/22/2025	SEW	B190	Confer with internal team and with Baker regarding preparation for upcoming omnibus hearing, and prepare various pleadings for filing (split)	0.80	575.00	460.00
08/25/2025	JNK	B190	Draft motion to continue hearings (split)	0.20	485.00	97.00

08/25/2025	LL	B190	Prepare Notice of Cancellation of Omnibus hearings (0.1); file same with the Court (0.1)	0.20	375.00	75.00
08/25/2025	DXS	B190	Multiple conferences with counsel for Movants and Debtors' professionals regarding unresolved motions scheduled for August 26th Omnibus Hearing and potential resolutions of the same (split -.7); review of and revisions to certifications of counsel, notices of cancellation, and stipulations to resolve pending matters (split -.4)	1.10	615.00	676.50
08/06/2025	DXS	B205	Update case summary for state court status reports and coordinate with Debtors' professionals regarding the same	0.30	615.00	184.50
08/07/2025	DXS	B205	Correspondence with Debtors' professionals regarding state court litigation proceedings and review and update status report for state court proceedings (split -.4)	0.40	615.00	246.00
08/21/2025	DXS	B205	Review notices filed in state court proceedings requesting status reports and correspondence with B. Taylor and H. Readshaw regarding the same	0.40	615.00	246.00
08/28/2025	DXS	B205	Correspondence with arbitrator regarding status of bankruptcies and update summary to provide in response to the same	0.30	615.00	184.50
08/04/2025	LL	B210	File June Monthly Operating Reports for Care Pavilion Debtors	0.40	375.00	150.00
08/14/2025	JNK	B210	Attend debtors' professionals status call (split)	0.20	485.00	97.00
08/20/2025	DXS	B220	Correspondence with Department of Labor regarding 401(k) issue and review Debtors' information relating to the same (.9); correspondence with B. Taylor regarding next steps in resolving request (.2)	1.10	615.00	676.50
08/22/2025	RWC	B310	Confer with D. Schimizzi regarding bad faith insurance claims, standards and law	0.30	825.00	247.50

Sub-total Fees:	$9,100.50
Total Current Billing:	**$9,100.50**
Previous Balance Due:	$80,387.06
Total Payments:	($38,604.28)
Total Now Due:	**$50,883.28**

Rate Summary

Ronald W. Crouch	0.30	hours at $825.00/hr	$247.50
Jordan N. Kelly	1.50	hours at $485.00/hr	$727.50
Lela Lescallette	0.90	hours at $375.00/hr	$337.50
Daniel R. Schimizzi	10.70	hours at $615.00/hr	$6,580.50
Sarah Wenrich	2.10	hours at $575.00/hr	$1,207.50
Total hours:	15.50		$9,100.50

Trust Account

		Beginning Balance	$30,804.59
09/02/2025	WIRE: MAPA OPERATING LLC - Overage		17.26
		Ending Balance:	$30,821.85

Payments

09/02/2025	Payment	WIRE: MAPA OPERATING LLC	3,475.94
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	3,475.94
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	8,110.52
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	2,686.25
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	5,020.80
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	3,475.94
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	9,655.38
09/02/2025	Payment	WIRE: MAPA OPERATING LLC	2,703.51
		Sub-total Payments:	$38,604.28

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Payment Terms: Due Upon Receipt

Payment Options:

Pay Online:
Bill.com: https://app.bill.com/p/rainesfeldmanllp
Credit Card: https://secure.lawpay.com/pages/rainesfeldman/operating

Pay by Wire/ACH:
Wells Fargo Bank, N.A.
Routing No.: 121000248
Account No.: 4941981821
BIC/Swift Code: WFBIUS6S
Account Title: Raines Feldman Littrell LLP
Client Name & Invoice #

Pay by Check via Mail:
Raines Feldman Littrell LLP
PO Box 848574
Los Angeles, CA 90084-8574

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***
	Doc. No.:
POTTSVILLE OPERATIONS, LLC, *et al.*,	**Related to Document No.**
Movant,	**Hearing Date:**
-vs-	**Hearing Time:**
NO RESPONDENTS.	**Response Deadline: 4:00 PM (ET) on November 6, 2025**

MONTHLY FEE STATEMENT OF RAINES FELDMAN LITTRELL, LLP, FOR THE PERIOD FROM SEPTEMBER 1, 2025 THROUGH SEPTEMBER 30, 2025

Name of applicant:	Raines Feldman Littrell, LLP
Authorized to provide professional services to:	Pottsville Debtors and Care Pavilion Debtors (collectively, the "Debtors")

[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.

Petition Date:

Pottsville Debtors:	October 15, 2024
Care Pavilion Debtors:	November 18, 2024

Date of Retention:

Pottsville Debtors:	December 9, 2024, effective as of October 15, 2024, *see* Doc No. 346
Care Pavilion Debtors:	December 13, 2024, effective as of November 18, 2024, *see* Doc. No. 386

This is a: Monthly Fee Statement

Period for which compensation and reimbursement are sought:

Pottsville Debtors:	September 1, 2025, through September 30, 2025
Care Pavilion Debtors:	September 1, 2025, through September 30, 2025

Amount of compensation sought as actual, reasonable, and necessary:

Pottsville Debtors:	$6,296.00 (representing 80% of the fees of $7,870.00)
Care Pavilion Debtors:	$11,042.80 (representing 80% of the fees of $13,803.50)
Total Compensation:	**$17,338.80 (representing 80% of the total fees of $21,673.50)**

Amount of expense reimbursement sought as actual, reasonable, and necessary:

Pottsville Debtors:	$0.00
Care Pavilion Debtors:	$0.00
Total Expenses:	**$0.00**

Blended hourly rate for this application:

Pottsville Debtors:	$536.04
Care Pavilion Debtors:	$563.41

SUMMARY OF PRIOR MONTHLY FEE APPLICATIONS

DATE FILED	PERIOD COVERED	DEBTOR GROUP	REQUESTED		UNOPPOSED		PAID		HOLDBACK FEES
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES	
12/13/2024	10/15/2024-11/30/2024	**All Debtors**	$100,448.00	$297.00	$100,448.00	$297.00	$100,448.00	$297.00	$0.00[1]
		Pottsville	$80,358.40	$297.00	$80,358.40	$297.00	$80,358.40	$297.00	$0.00
		Care Pavilion	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
01/24/2025	11/18/2024-12/31/2024	**All Debtors**	$123,610.00	$395.86	$123,610.00	$395.86	$123,610.00	$395.86	$0.00
		Pottsville	$16,688.80	$194.16	$16,688.80	$194.16	$16,688.80	$194.16	$0.00
		Care Pavilion	$82,141.60	$201.70	$82,141.60	$201.70	$82,141.60	$201.70	$0.00
02/19/2025	1/1/2025-1/31/2025	**All Debtors**	$38,024.00	$174.54	$38,024.00	$174.54	$38,024.00	$174.54	$0.00
		Pottsville	$18,960.00	$0.00	$18,960.00	$0.00	$18,960.00	$0.00	$0.00
		Care Pavilion	$14,324.00	$174.54	$14,324.00	$174.54	$14,324.00	$174.54	$0.00
03/20/2025	2/1/2025-2/28/2025	**All Debtors**	$48,248.50	$19.43	$48,248.50	$19.43	$38,598.80	$19.43	$0.00
		Pottsville	$32,116.50	$0.00	$32,116.50	$0.00	$25,693.20	$0.00	$0.00
		Care Pavilion	$16,132.00	$19.43	$16,132.00	$19.43	$12,905.60	$19.53	$0.00
04/18/2025	03/01/2025-03/31/2025	**All Debtors**	$25,137.00	$0.00	$25,137.00	$0.00	$20,109.60	$0.00	$0.00
		Pottsville	$9,225.50	$0.00	$9,225.50	$0.00	$7,404.00	$0.00	$0.00
		Care Pavilion	$15,881.50	$0.00	$15,881.50	$0.00	$12,705.20	$0.00	$0.00
05/27/2025	04/01/2025-04/31/2025	**All Debtors**	$57,246.00	$0.00	$57,246.00	$0.00	$45,796.80	$0.00	$0.00
		Pottsville	$13,848.00	$0.00	$13,848.00	$0.00	$11,078.40	$0.00	$0.00
		Care Pavilion	$43,398.00	$0.00	$43,398.00	$0.00	$34,718.40	$0.00	$0.00
06/18/2025	05/01/2025 – 05/31/2025	**All Debtors**	$19,506.40	$0.00	$19,506.40	$0.00	$19,506.40	$0.00	$0.00
		Pottsville	$3,594.40	$0.00	$3,594.40	$0.00	$3,594.40	$0.00	$0.00
		Care Pavilion	$15,912.00	$0.00	$15,912.00	$0.00	$15,912.00	$0.00	$0.00
7/23/2025	06/01/2025 - 06/30/2025	**All Debtors**	$12,115.20	$591.30	$12,115.20	$591.30	$12,115.20	$591.30	$0.00
		Pottsville	$5,830.80	$0.00	$5,830.80	$0.00	$5,830.80	$0.00	$0.00
		Care Pavilion	$6,284.40	$591.30	$6,284.40	$591.30	$6,284.40	$591.30	$0.00
8/15/2025	07/01/2025-	**All Debtors**	$40,992.00	$0.00	$40,992.00	$0.00	$40,992.00	$0.00	$0.00

[1] The holdback fees for the periods from: October 15, 2024 through and including July 31, 2025 for all Debtors were paid following the entry of the interim fee orders. *See* Doc. Nos. 904, 1295, 1585.

	07/31/2025	**Pottsville**	$17,452.80	$0.00	$17,452.80	$0.00	$17,452.80	$0.00	$0.00
		Care Pavilion	$23,539.20	$0.00	$23,539.20	$0.00	$23,539.20	$0.00	$0.00
9/11/2025	08/01/2025-08/31/2025	**All Debtors**	$11,387.20	$0.00	$11,387.20	$0.00	$11,387.20	$0.00	$2,846.80
		Pottsville	$4,106.80	$0.00	$4,106.80	$0.00	$4,106.80	$0.00	$1,026.70
		Care Pavilion	$7,280.40	$0.00	$7,280.40	$0.00	$7,280.40	$0.00	$1,820.10
	Totals:		$476,754.80	$1,458.30	$476,754.80	$1,458.30	$476,754.80	$1,458.30	$2,846.80

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

DATE FILED	PERIOD COVERED	ORDER ENTERED	REQUESTED		ALLOWED		PAID	
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES
03/04/2025	10/15/2025-01/31/2025	4/3/2025 [Doc. No. 904]	$262,122.00	$867.00	$262,122.00	$867.00	$262,122.00	$867.00
06/06/2025	02/01/2025-04/30/2025	6/23/2025 [Doc. No. 1295]	$130,631.50	$19.43	$130,631.50	$19.43	$130,631.50	$19.43
09/03/2025	05/01/2025-07/31/2025	9/23/2025 [Doc. No. 1585]	$90,767.00	$591.30	$90,767.00	$591.30	$90,767.00	$591.30
		Totals:	$483,520.50	$1,477.73	$483,520.50	$1,477.73	$483,520.50	$1,477.73

COMPENSATION BY PROFESSIONAL

The attorneys who rendered professional services in these Chapter 11 Cases from September 1, 2025 through September 30, 2025 for the Debtors (the "Fee Period"), are:

NAME OF PROFESSIONAL	POSITION	DEPT.	YEAR ADMITTED	HOURLY BILLIG RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Daniel R. Schimizzi	Partner	Bankruptcy	2011	$615.00	17.8	$10,947.00
Harry Readshaw	Counsel	Bankruptcy	2006	$665.00	0.5	$332.50
Sarah Wenrich	Associate	Bankruptcy	2018	$575.00	5.6	$3,220.00
Jordan N. Kelly	Associate	Bankruptcy	2020	$485.00	13.4	$6,499.00
Total for Attorneys:					37.3	$20,998.50

The paraprofessionals and other staff who rendered professional services in these Chapter 11 Cases during the Fee Period are:

NAME OF PARAPROFESSIONAL OR STAFF MEMBER	POSITION	DEPT.	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Lela M. Lescallette	Paralegal	Bankruptcy	$375.00	1.8	$675.00
Total for Paraprofessionals and Other Staff:				1.8	$675.00

COMPENSATION BY PROFESSIONAL CATEGORY

PROFESSIONALS	BLENDED RATE	TOTAL HOURS	TOTAL COMPENSATION
Partners	$615.00	17.8	$10,947.00
Counsel	$665.00	0.5	$332.50
Associates	$511.53	19.0	$9,719.00
Paraprofessionals	$375.00	1.8	$675.00
Blended Hourly Rate/Total Fees	$554.31	39.1	$21,673.50
Less 20% Holdback			$4,334.70
Total Adjusted Fees Requested			**$17,338.80**

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COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE POTTSVILLE DEBTORS[2]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	0.9	$517.50
B120	Asset Analysis and Recovery	0.3	$145.50
B160	Fee Applications and Objections to Fee Applications	6.0	$3,090.00
B190	Other Contested Matters and Omnibus Hearings	3.1	$1,764.50
B205	State Court Matters	0.5	$332.50
B210	Business Operations	0.7	$295.50
B235	Financial Filings	0.4	$246.00
B320	Plan and Disclosure Statement	2.7	$1,478.50
	TOTAL:	**14.6**	**$7,870.00**

ITEMIZED EXPENSES RELATED TO THE POTTSVILLE DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[2] The Pottsville Debtors are 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.

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COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE CARE PAVILION DEBTORS[3]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	0.9	$517.50
B120	Asset Analysis and Recovery	0.3	$145.50
B140	Relief-Stay/Adequate Protection	7.5	$4,468.50
B160	Fee Applications / Objections	6.5	$3,359.50
B190	Other Contested Matters and Omnibus Hearings	3.8	$2,247.00
B205	State Court Matters	1.7	$1,045.50
B210	Business Operations	0.7	$295.50
B235	Financial Filings	0.4	$246.00
B320	Plan and Disclosure Statement	2.7	$1,478.50
	TOTAL:	24.50	$13,803.50

ITEMIZED EXPENSES RELATED TO THE CARE PAVILION DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
E124	$0.00
TOTAL:	$0.00

[3] The Care Pavilion Debtors are Bedrock Care, LLC; Care Pavilion Operating, LLC; Cliveden Operating, LLC; MAPA Operating, LLC; Maplewood Operating, LLC; Milton Operating, LLC; Parkhouse Operating, LLC; Tucker Operating, LLC; Watsontown Operating, LLC; and York Operating, LLC.

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, rule 2016 of the Federal Rules of Bankruptcy Procedure, rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Western District of Pennsylvania, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals* [Doc. No. 350] (the "Interim Compensation Order"), Raines Feldman Littrell, LLP ("Raines"), local counsel for Debtors, hereby files this monthly fee statement relating to compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection therewith, for the period commencing September 1, 2025, through and including September 30, 2025 Debtors (the "Fee Period"), and requests authorization, in accordance with the Interim Compensation Order, to be paid by the Debtors: (a) the aggregate amount of $17,338.80 (representing 80% of the total fees of $21,673.50 incurred on behalf of all Debtors), consisting of: (i) $6,296.00 (representing 80% of the fees of $7,870.00 incurred on behalf of the Pottsville Debtors); (ii) $11,042.80 (representing 80% of the fees of $13,803.50 incurred on behalf of the Care Pavilion Debtors); and (b) $0.00 in expenses incurred on behalf of the Care Pavilion Debtors.

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Dated: October 23, 2025

Respectfully submitted:

RAINES FELDMAN LITTRELL, LLP

By: /s/ Daniel R. Schimizzi
Daniel R. Schimizzi (PA ID No. 311869)
Mark A. Lindsay (PA ID No. 89487)
Jordan N. Kelly (PA ID No. 328896)
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Local Counsel to the Debtors

- and -

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Counsel for the Debtors

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EXHIBIT A

Itemized Time Records by Project Category

Raines Feldman Littrell LLP
1900 Avenue of the Stars, 19th Floor
Los Angeles, CA 90067
(310) 440-4100
www.raineslaw.com
Federal Tax ID: 20-4515337

Invoice Date: 10/13/2025
Invoice Number: 140367

Kingston Operations, LLC

8137-002 / Post-Petition Matters

Professional Services				**Hours**	**Rate**	**Amount**
09/02/2025	DXS	B110	Conference with Debtors' professionals to discuss strategy and next steps in case administration (split -.2)	0.20	615.00	123.00
09/03/2025	LL	B110	Review docket and update hearing and objection deadlines	0.10	375.00	37.50
09/04/2025	SEW	B110	Attention to correspondence regarding ombudsman report response and anticipated motion (time split)	0.20	575.00	115.00
09/11/2025	DXS	B110	Conference with Debtors' professionals regarding strategy and next steps in case administration (split -.3)	0.30	615.00	184.50
09/25/2025	SEW	B110	Attend weekly SOLIC/Baker call (time split)	0.10	575.00	57.50
	Sub-total:	**B110**	**Case Administration**			**517.50**
09/16/2025	JNK	B120	Discussion with D. Schimizzi regarding production of documents and preparation of documents for discovery. (Split)	0.30	485.00	145.50
	Sub-total:	**B120**	**Asset Analysis and Recovery**			**145.50**
09/02/2025	JNK	B160	Review/revise Baker interim fee application and notice requirements (split)	0.50	485.00	242.50
09/02/2025	JNK	B160	Draft third interim fee application. (Split)	2.20	485.00	1,067.00
09/02/2025	LL	B160	File Baker Hostetler Third Interim Fee Application	0.10	375.00	37.50
09/02/2025	DXS	B160	Attention to review and approval of fee applications and correspondence with J. Kelly regarding the same (split -.2); correspondence with Debtors' professionals payment of approved administrative fees (split -.2)	0.40	615.00	246.00
09/03/2025	JNK	B160	Continue preparation of third interim application including exhibits and notices. (0.5) (Split); Draft Amended notices relating to debtors' counsels' interim fee application (0.2) (split)	0.70	485.00	339.50

09/03/2025	DXS	B160	Review of and revisions to Raines' 3rd Interim Fee Application and correspondence with J. Kelly regarding the same (split -.5); review, approve, and file amended hearings notices on fee applications (split -.1)	0.60	615.00	369.00
09/10/2025	JNK	B160	Prepare/revise August fee statement. (split)	0.60	485.00	291.00
09/11/2025	DXS	B160	Review, revise, finalize, and file Baker August fee statement and correspondence regarding service instructions for the same (split -.2)	0.20	615.00	123.00
09/18/2025	DXS	B160	Attention to resolution of interim fee application disputes and correspondence with Debtor and Committee professionals regarding the same (split -.3)	0.30	615.00	184.50
09/18/2025	SEW	B160	Confer with D. Schimizzi regarding status of interim fee applications and agreement with Committee pertaining to same (time split)	0.20	575.00	115.00
09/30/2025	LL	B160	File CNO on Raines August Fee Statement	0.10	375.00	37.50
09/30/2025	LL	B160	File CNO on Baker's August Fee Statement	0.10	375.00	37.50
	Sub-total:	**B160**	**Fee Applications/Objections**			**3,090.00**
09/04/2025	DXS	B190	Review and analysis of ombudsman's report (split -.4); review of response to ombudsman's report and finalize, file, and instruct on service of the same (split -.3); Correspondence with Debtors' professionals regarding status of outstanding matters and next steps regarding the same (split -.3)	1.00	615.00	615.00
09/23/2025	JNK	B190	Multiple communications with D. Schimizzi and B. Taylor regarding case status (0.2); Prepare preliminary agenda (0.4) (split)	0.60	485.00	291.00
09/23/2025	DXS	B190	Review and revise preliminary agenda and correspondence with B. Taylor regarding the same (split -.3)	0.30	615.00	184.50
09/26/2025	LL	B190	Prepare CNO on Fourth Motion to Extend Exclusvity (0.1); file same with the Court (0.1)	0.20	375.00	75.00
09/26/2025	DXS	B190	Review and update final agenda, correspondence with B. Taylor regarding approval of the same, and coordinate filing and service of the same (split -.3)	0.30	615.00	184.50
09/26/2025	SEW	B190	Review docket and confer with internal team and Baker team in preparation for upcoming omnibus hearing, and preparation for same (time split)	0.40	575.00	230.00
09/29/2025	DXS	B190	Finalize and file CNO's on pending matters, review orders approving the same, and approve filing of notice of cancellation of omnibus hearings (split -.3)	0.30	615.00	184.50
	Sub-total:	**B190**	**Other Contested Matters/ Omnibus Hearing**			**1,764.50**

09/09/2025	HAR	B205	Receive and review state-court orders regarding Yeadon Operations pending actions (.4); Forward same to bankruptcy counsel with comment (.1)	0.50	665.00	332.50
Sub-total:		**B205**	**State Court Matters**			**332.50**
09/02/2025	LL	B210	File Pottsville Debtors Monthly Operating Reports	0.40	375.00	150.00
09/04/2025	JNK	B210	Professionals conference call regarding status of matters. (split)	0.10	485.00	48.50
09/04/2025	JNK	B210	Discussions with D. Schimizzi and B. Taylor regarding status of ombudsman in chapter 11 cases. (split)	0.20	485.00	97.00
Sub-total:		**B210**	**Business Operations**			**295.50**
09/02/2025	DXS	B235	Review monthly operating reports and authorize L. Lescallette to file (split -.4)	0.40	615.00	246.00
Sub-total:		**B235**	**Financial Filings**			**246.00**
09/11/2025	DXS	B320	Review and compile fully-executed non-disclosure agreement, review production, and correspondence with Z. Brandwein and Debtors' professionals regarding production (split -.4)	0.40	615.00	246.00
09/16/2025	JNK	B320	Review/analysis of Committee's chapter 11 plan and disclosure statement. (split)	1.40	485.00	679.00
09/18/2025	DXS	B320	Attend status call with Debtors' professionals (split -.1) and review and analysis of plan and disclosure statement filed by the Committee (split -.8)	0.90	615.00	553.50
Sub-total:		**B320**	**Plan and Disclosure Statement**			**1,478.50**
				Sub-total Fees:		$7,870.00

Rate Summary

Jordan N. Kelly	6.60 hours at $485.00/hr	$3,201.00
Lela Lescallette	1.00 hours at $375.00/hr	$375.00
Harry A. Readshaw	0.50 hours at $665.00/hr	$332.50
Daniel R. Schimizzi	5.60 hours at $615.00/hr	$3,444.00
Sarah Wenrich	0.90 hours at $575.00/hr	$517.50

Total hours:	14.60	$7,870.00

Payment Terms: Due Upon Receipt

<u>Payment Options:</u>
Pay Online:
[redacted]

[redacted]

Pay by Check via Mail:
Raines Feldman Littrell LLP
PO Box 848574
Los Angeles, CA 90084-8574

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***
	Doc. No.:
POTTSVILLE OPERATIONS, LLC, *et al.*,	**Related to Document No.**
Movant,	**Hearing Date:**
-vs-	**Hearing Time:**
NO RESPONDENTS.	**Response Deadline: 4:00 PM (ET) on December 9, 2025**

MONTHLY FEE STATEMENT OF RAINES FELDMAN LITTRELL, LLP, FOR THE PERIOD FROM OCTOBER 1, 2025 THROUGH OCTOBER 31, 2025

Name of applicant:	Raines Feldman Littrell, LLP
Authorized to provide professional services to:	Pottsville Debtors and Care Pavilion Debtors (collectively, the "Debtors")

[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.

Petition Date:

Pottsville Debtors:	October 15, 2024
Care Pavilion Debtors:	November 18, 2024

Date of Retention:

Pottsville Debtors:	December 9, 2024, effective as of October 15, 2024, *see* Doc No. 346
Care Pavilion Debtors:	December 13, 2024, effective as of November 18, 2024, *see* Doc. No. 386

This is a: Monthly Fee Statement

Period for which compensation and reimbursement are sought:

Pottsville Debtors:	October 1, 2025, through October 31, 2025
Care Pavilion Debtors:	October 1, 2025, through October 31, 2025

Amount of compensation sought as actual, reasonable, and necessary:

Pottsville Debtors:	$4,270.00 (representing 80% of the fees of $ 5,337.50)
Care Pavilion Debtors:	$6,808.40 (representing 80% of the fees of $ 8,510.50)
Total Compensation:	**$11,078.40 (representing 80% of the total fees of $13.848.00)**

Amount of expense reimbursement sought as actual, reasonable, and necessary:

Pottsville Debtors:	$0.00
Care Pavilion Debtors:	$0.00
Total Expenses:	**$0.00**

Blended hourly rate for this application:

Pottsville Debtors:	$ 518.20
Care Pavilion Debtors:	$ 542.07

SUMMARY OF PRIOR MONTHLY FEE APPLICATIONS

DATE FILED	PERIOD COVERED	DEBTOR GROUP	REQUESTED		UNOPPOSED		PAID		HOLDBACK FEES
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES	
12/13/2024	10/15/2024-11/30/2024	**All Debtors**	$100,448.00	$297.00	$100,448.00	$297.00	$100,448.00	$297.00	$0.00[1]
		Pottsville	$80,358.40	$297.00	$80,358.40	$297.00	$80,358.40	$297.00	$0.00
		Care Pavilion	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
01/24/2025	11/18/2024-12/31/2024	**All Debtors**	$123,610.00	$395.86	$123,610.00	$395.86	$123,610.00	$395.86	$0.00
		Pottsville	$16,688.80	$194.16	$16,688.80	$194.16	$16,688.80	$194.16	$0.00
		Care Pavilion	$82,141.60	$201.70	$82,141.60	$201.70	$82,141.60	$201.70	$0.00
02/19/2025	1/1/2025-1/31/2025	**All Debtors**	$38,024.00	$174.54	$38,024.00	$174.54	$38,024.00	$174.54	$0.00
		Pottsville	$18,960.00	$0.00	$18,960.00	$0.00	$18,960.00	$0.00	$0.00
		Care Pavilion	$14,324.00	$174.54	$14,324.00	$174.54	$14,324.00	$174.54	$0.00
03/20/2025	2/1/2025-2/28/2025	**All Debtors**	$48,248.50	$19.43	$48,248.50	$19.43	$38,598.80	$19.43	$0.00
		Pottsville	$32,116.50	$0.00	$32,116.50	$0.00	$25,693.20	$0.00	$0.00
		Care Pavilion	$16,132.00	$19.43	$16,132.00	$19.43	$12,905.60	$19.53	$0.00
04/18/2025	03/01/2025-03/31/2025	**All Debtors**	$25,137.00	$0.00	$25,137.00	$0.00	$20,109.60	$0.00	$0.00
		Pottsville	$9,225.50	$0.00	$9,225.50	$0.00	$7,404.00	$0.00	$0.00
		Care Pavilion	$15,881.50	$0.00	$15,881.50	$0.00	$12,705.20	$0.00	$0.00
05/27/2025	04/01/2025-04/31/2025	**All Debtors**	$57,246.00	$0.00	$57,246.00	$0.00	$45,796.80	$0.00	$0.00
		Pottsville	$13,848.00	$0.00	$13,848.00	$0.00	$11,078.40	$0.00	$0.00
		Care Pavilion	$43,398.00	$0.00	$43,398.00	$0.00	$34,718.40	$0.00	$0.00
06/18/2025	05/01/2025 – 05/31/2025	**All Debtors**	$19,506.40	$0.00	$19,506.40	$0.00	$19,506.40	$0.00	$0.00
		Pottsville	$3,594.40	$0.00	$3,594.40	$0.00	$3,594.40	$0.00	$0.00
		Care Pavilion	$15,912.00	$0.00	$15,912.00	$0.00	$15,912.00	$0.00	$0.00
7/23/2025	06/01/2025 - 06/30/2025	**All Debtors**	$12,115.20	$591.30	$12,115.20	$591.30	$12,115.20	$591.30	$0.00
		Pottsville	$5,830.80	$0.00	$5,830.80	$0.00	$5,830.80	$0.00	$0.00
		Care Pavilion	$6,284.40	$591.30	$6,284.40	$591.30	$6,284.40	$591.30	$0.00

[1] The holdback fees for the periods from: October 15, 2024 through and including July 31, 2025 for all Debtors were paid following the entry of the interim fee orders. *See* Doc. Nos. 904, 1295, 1585.

8/15/2025	07/01/2025-07/31/2025	**All Debtors**	$40,992.00	$0.00	$40,992.00	$0.00	$40,992.00	$0.00	$0.00
		Pottsville	$17,452.80	$0.00	$17,452.80	$0.00	$17,452.80	$0.00	$0.00
		Care Pavilion	$23,539.20	$0.00	$23,539.20	$0.00	$23,539.20	$0.00	$0.00
9/11/2025	08/01/2025-08/31/2025	**All Debtors**	$11,387.20	$0.00	$11,387.20	$0.00	$11,387.20	$0.00	$2,846.80
		Pottsville	$4,106.80	$0.00	$4,106.80	$0.00	$4,106.80	$0.00	$1,026.70
		Care Pavilion	$7,280.40	$0.00	$7,280.40	$0.00	$7,280.40	$0.00	$1,820.10
9/11/2025	09/01/2025-09/30/2025	**All Debtors**	$21,673.50	$0.00 $13,848.00	$21,673.50	$0.00 $13,848.00	$21,673.50	$0.00 $13,848.00	$4,334.70
		Pottsville	$7.870.00	$0.00 $5,337,50	$7.870.00	$0.00 $5,337,50	$7.870.00	$0.00 $5,337,50	$1,574.00
		Care Pavilion	$13,803.50	$0.00 $8,510.50	$13,803.50	$0.00 $8,510.50	$13,803.50	$0.00 $8,510.50	$2,760.70
	Totals:		$498,428.30	$591.30	$498,428.30	$591.30	$498,428.30	$591.30	$7,181.50

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

DATE FILED	PERIOD COVERED	ORDER ENTERED	REQUESTED		ALLOWED		PAID	
			FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES
03/04/2025	10/15/2025-01/31/2025	4/3/2025 [Doc. No. 904]	$262,122.00	$867.00	$262,122.00	$867.00	$262,122.00	$867.00
06/06/2025	02/01/2025-04/30/2025	6/23/2025 [Doc. No. 1295]	$130,631.50	$19.43	$130,631.50	$19.43	$130,631.50	$19.43
09/03/2025	05/01/2025-07/31/2025	9/23/2025 [Doc. No. 1585]	$90,767.00	$591.30	$90,767.00	$591.30	$90,767.00	$591.30
		Totals:	$483,520.50	$1,477.73	$483,520.50	$1,477.73	$483,520.50	$1,477.73

COMPENSATION BY PROFESSIONAL

The attorneys who rendered professional services in these Chapter 11 Cases from October 1, 2025 through October 31, 2025 for the Debtors (the "Fee Period"), are:

NAME OF PROFESSIONAL	POSITION	DEPT.	YEAR ADMITTED	HOURLY BILLIG RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Daniel R. Schimizzi	Partner	Bankruptcy	2011	$615.00	9.8	$6,027.00
Sarah Wenrich	Associate	Bankruptcy	2018	$575.00	4.0	$2,300.00
Jordan N. Kelly	Associate	Bankruptcy	2020	$485.00	8.6	$4,171.00
Total for Attorneys:					22.4	$12,498.00

The paraprofessionals and other staff who rendered professional services in these Chapter 11 Cases during the Fee Period are:

NAME OF PARAPROFESSIONAL OR STAFF MEMBER	POSITION	DEPT.	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Lela M. Lescallette	Paralegal	Bankruptcy	$375.00	3.6	$1,350.00
Total for Paraprofessionals and Other Staff:				3.6	$1,350.00

COMPENSATION BY PROFESSIONAL CATEGORY

PROFESSIONALS	BLENDED RATE	TOTAL HOURS	TOTAL COMPENSATION
Partners	$615.00	9.8	$6,027.00
Associates	$511.53	12.6	$6,471.00
Paraprofessionals	$375.00	3.6	$1,350.00
Blended Hourly Rate/Total Fees	$532.62	26	$13,848.00
Less 20% Holdback			$4,334.70
Total Adjusted Fees Requested			**$11,078.40**

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE POTTSVILLE DEBTORS[2]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	0.5	$247.50
B140	Relief-Stay/Adequate Protection	0.6	$369.00
B160	Fee Applications and Objections to Fee Applications	1.0	$441.00
B190	Other Contested Matters and Omnibus Hearings	3.5	$1,840.50
B205	State Court Matters	0.2	$123.00
B235	Financial Filings	1.0	$375.00
B320	Plan and Disclosure Statement	3.5	$1,941.50
	TOTAL:	**10.3**	**$5,337.50**

ITEMIZED EXPENSES RELATED TO THE POTTSVILLE DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[2] The Pottsville Debtors are 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.

COMPENSATION BY PROJECT CATEGORY FOR WORK RELATED TO THE CARE PAVILION DEBTORS[3]

NO.	PROJECT CATEGORY	TOTAL HOURS BILLED	TOTAL COMPENSATION
B110	Case Administration	0.4	$190.00
B140	Relief-Stay/Adequate Protection	3.7	$2,275.50
B160	Fee Applications / Objections	1.1	$489.50
B190	Other Contested Matters and Omnibus Hearings	5.9	$3,173.50
B205	State Court Matters	0.2	$123.00
B235	Financial Filings	1.0	$375.00
B320	Plan and Disclosure Statement	3.4	$1,884.00
	TOTAL:	**15.7**	**$8,510.50**

ITEMIZED EXPENSES RELATED TO THE CARE PAVILION DEBTORS

EXPENSE CATEGORY	TOTAL EXPENSES
N/A	
TOTAL:	$0.00

[3] The Care Pavilion Debtors are Bedrock Care, LLC; Care Pavilion Operating, LLC; Cliveden Operating, LLC; MAPA Operating, LLC; Maplewood Operating, LLC; Milton Operating, LLC; Parkhouse Operating, LLC; Tucker Operating, LLC; Watsontown Operating, LLC; and York Operating, LLC.

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, rule 2016 of the Federal Rules of Bankruptcy Procedure, rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Western District of Pennsylvania, and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals* [Doc. No. 350] (the "Interim Compensation Order"), Raines Feldman Littrell, LLP ("Raines"), local counsel for Debtors, hereby files this monthly fee statement relating to compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection therewith, for the period commencing October 1, 2025, through and including October 31, 2025 Debtors (the "Fee Period"), and requests authorization, in accordance with the Interim Compensation Order, to be paid by the Debtors: (a) the aggregate amount of $11,078.40 (representing 80% of the total fees of $13,848.00 incurred on behalf of all Debtors), consisting of: (i) $4,270.00 (representing 80% of the fees of $5,337.50 incurred on behalf of the Pottsville Debtors); (ii) $6,808.40 (representing 80% of the fees of $8,510.50 incurred on behalf of the Care Pavilion Debtors); and (b) $0.00 in expenses incurred on behalf of the Debtors.

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Case 24-70418-JAD Doc 1305 Filed 11/25/25 Entered 11/25/25 12:40:39 Desc
Document Page 9 of 9

Dated: November 25, 2025

Respectfully submitted:

RAINES FELDMAN LITTRELL, LLP

By: /s/ Daniel R. Schimizzi
Daniel R. Schimizzi (PA ID No. 311869)
Mark A. Lindsay (PA ID No. 89487)
Jordan N. Kelly (PA ID No. 328896)
Sarah E. Wenrich (PA ID No. 325834)
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Local Counsel to the Debtors
- and -

BAKER & HOSTETLER LLP

Elizabeth A. Green, Esq. (*pro hac vice*)
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200 South Orange Avenue
Orlando, Florida 32801-3432
Telephone: (407) 649-4036
Facsimile: (407) 841-0168

Counsel for the Debtors

<u>EXHIBIT A</u>

Itemized Time Records by Project Category

RAINES

Raines Feldman Littrell LLP
1900 Avenue of the Stars, 19th Floor
Los Angeles, CA 90067
(310) 440-4100
www.raineslaw.com
Federal Tax ID: 20-4515337

Invoice Date: 11/13/2025
Invoice Number: 141574

Kingston Operations, LLC

8137-002 / Post-Petition Matters

Professional Services				**Hours**	**Rate**	**Amount**
10/10/2025	LL	B110	Review docket and update calendars for upcoming hearings	0.10	375.00	37.50
10/16/2025	SEW	B110	Weekly call with Baker and Solic regarding outstanding issues and concerns (split)	0.30	575.00	172.50
10/23/2025	LL	B110	Review docket and update hearing and objection deadlines	0.10	375.00	37.50
	Sub-total:	**B110**	**Case Administration**			**247.50**
10/30/2025	DXS	B140	Review of prior relief from stay orders correspondence with H. Readshaw and B. Taylor regarding identifying state court proceedings no longer subject to the automatic stay and coordinating with defense counsel regarding the same (split -.6)	0.60	615.00	369.00
	Sub-total:	**B140**	**Relief-Stay/Adequate Protection**			**369.00**
10/08/2025	JNK	B160	Revise SOLIC fee report. (split)	0.30	485.00	145.50
10/10/2025	JNK	B160	Revise Baker monthly fee statement and related notice. (split)	0.10	485.00	48.50
10/10/2025	LL	B160	File Baker's Monthly Fee Statement	0.10	375.00	37.50
10/22/2025	JNK	B160	Draft September fee statement (Split)	0.20	485.00	97.00
10/23/2025	LL	B160	File September Fee Statement	0.10	375.00	37.50
10/28/2025	LL	B160	Prepare CNO on Baker's Monthly Fee Statement (0.1); file with the court (0.1)	0.20	375.00	75.00
	Sub-total:	**B160**	**Fee Applications/Objections**			**441.00**
10/09/2025	JNK	B190	Draft motion to terminate patient care ombudsman. (split)	1.60	485.00	776.00

10/10/2025	SEW	B190	Review motion to dismiss case (split)	0.10	575.00	57.50
10/16/2025	JNK	B190	Prepare preliminary hearing agenda (split).	0.40	485.00	194.00
10/16/2025	LL	B190	Prepare CNO on Joint Motion to Approve Settlement	0.10	375.00	37.50
10/16/2025	DXS	B190	Review of and revisions to preliminary agenda and supplemental filings for pending motions (split -.3)	0.30	615.00	184.50
10/17/2025	DXS	B190	Correspondence with counsel for movants, B. Taylor, and chambers regarding matters scheduled for omnibus hearing on October 22, 2025 (split -.4); review of and revisions to preliminary agenda for omnibus hearing and instruct L. Lescallette on submission of the same (split -.4)	0.80	615.00	492.00
10/20/2025	LL	B190	Prepare Final Hearing Agenda	0.10	375.00	37.50
10/30/2025	DXS	B190	Attend conference with Debtors' professionals regarding strategy and next steps in case administration (split -.1)	0.10	615.00	61.50
	Sub-total:	**B190**	**Other Contested Matters/ Omnibus Hearing**			**1,840.50**
10/17/2025	DXS	B205	Correspondence with H. Readshaw and B. Taylor regarding state court actions continuing against Debtors following relief from stay (split -.2)	0.20	615.00	123.00
	Sub-total:	**B205**	**State Court Matters**			**123.00**
10/20/2025	LL	B235	Filing of August Montly Operating Reports for PA6 entities	0.60	375.00	225.00
10/28/2025	LL	B235	Filing of Monthly Operating Reports for PA8 debtors	0.40	375.00	150.00
	Sub-total:	**B235**	**Financial Filings**			**375.00**
10/06/2025	DXS	B320	Correspondence with counsel for various creditors regarding plan inquiries and related issues (split -.3); review and analysis of plan and disclosure statement regarding inquiries (split -.3)	0.60	615.00	369.00
10/07/2025	JNK	B320	Analysis/review of objection to disclosure statement and motion to dismiss. (split)	0.30	485.00	145.50
10/20/2025	JNK	B320	Review/analysis of reply to objection to disclosure statement (0.2)(split); Review/analysis of Amended Plan and Disclosure Statement (0.4) (split)	0.60	485.00	291.00
10/21/2025	SEW	B320	Review pleadings in preparation for the upcoming hearing, including revised proposed order and objection by Argnt (split)	0.50	575.00	287.50
10/22/2025	JNK	B320	Hearing on Conditional Disclosure Statement (Split)	0.20	485.00	97.00
10/22/2025	SEW	B320	Prepare for and attend hearing on motion to conditionally approve disclosure statement (split)	1.20	575.00	690.00

10/23/2025	DXS	B320	Strategy call with Debtors' professionals regarding next steps in plan issues (split -.1)	0.10	615.00	61.50
Sub-total:		**B320**	**Plan and Disclosure Statement**			**1,941.50**

Sub-total Fees:	$5,337.50

Total Current Billing:	**$5,337.50**
Previous Balance Due:	$8,916.53
Total Payments:	($6,296.00)
Total Now Due:	**$7,958.03**

Rate Summary

Jordan N. Kelly	3.70	hours at $485.00/hr	$1,794.50
Lela Lescallette	1.80	hours at $375.00/hr	$675.00
Daniel R. Schimizzi	2.70	hours at $615.00/hr	$1,660.50
Sarah Wenrich	2.10	hours at $575.00/hr	$1,207.50
Total hours:	10.30		$5,337.50

Payments

11/10/2025	Payment	WIRE:Pottsville Operations, LLC	6,296.00
		Sub-total Payments:	$6,296.00

[redacted]

[redacted]

[redacted]

[redacted]

Raines Feldman Littrell LLP
1900 Avenue of the Stars, 19th Floor
Los Angeles, CA 90067
(310) 440-4100
www.raineslaw.com
Federal Tax ID: 20-4515337

RAINES

Invoice Date: 11/13/2025
Invoice Number: 141547

Care Pavilion Operating, LLC et al
Jacob Zahler, Member

8206-002 / Post-Petition Matters

Professional Services				**Hours**	**Rate**	**Amount**
10/10/2025	LL	B110	Review docket and update calendars for upcoming hearings	0.10	375.00	37.50
10/16/2025	SEW	B110	Weekly call with Baker and Solic regarding outstanding issues and concerns (split)	0.20	575.00	115.00
10/23/2025	LL	B110	Review docket and update hearing and objection deadlines	0.10	375.00	37.50
10/29/2025	DXS	B140	Correspondence with L. Green regarding Argnt stipulation and conference with Debtors' professionals and DIP Lender's counsel regarding stipulation and relief from stay	0.80	615.00	492.00
10/30/2025	DXS	B140	Review and analysis of information relating Argnt/Committee dispute and proposed stipulation (2.1); correspondence with M. Shiner regarding the same (.2); review of prior relief from stay orders correspondence with H. Readshaw and B. Taylor regarding identifying state court proceedings no longer subject to the automatic stay and coordinating with defense counsel regarding the same (split -.6)	2.90	615.00	1,783.50
10/08/2025	JNK	B160	Revise SOLIC fee report. (split)	0.30	485.00	145.50
10/10/2025	JNK	B160	Revise Baker monthly fee statement and related notice. (split)	0.10	485.00	48.50
10/10/2025	LL	B160	File Baker's Monthly Fee Statement	0.10	375.00	37.50
10/22/2025	JNK	B160	Draft September Fee statement (split)	0.30	485.00	145.50
10/23/2025	LL	B160	File September Fee Statement	0.10	375.00	37.50

10/28/2025	LL	B160	Prepare CNO on Baker's Monthly Fee Statement (0.1); file with the court (0.1)	0.20	375.00	75.00
10/09/2025	JNK	B190	Analysis of DIP Lenders Motion to Dismiss CP Cases and Motion to Expedite	1.10	485.00	533.50
10/09/2025	JNK	B190	Draft motion to terminate patient care ombudsman. (split)	1.60	485.00	776.00
10/09/2025	DXS	B190	Review and analysis of Argnt's Motion to Dismiss and review information referenced therein	1.10	615.00	676.50
10/09/2025	DXS	B190	Correspondence with representative of Clear Blue Insurance Group and B. Taylor regarding information request	0.20	615.00	123.00
10/10/2025	SEW	B190	Review motion to dismiss case (split)	0.10	575.00	57.50
10/16/2025	JNK	B190	Prepare preliminary hearing agenda (split).	0.40	485.00	194.00
10/16/2025	LL	B190	Prepare CNO on Joint Motion to Approve Settlement	0.10	375.00	37.50
10/16/2025	DXS	B190	Review of and revisions to preliminary agenda and supplemental filings for pending motions (split -.3)	0.30	615.00	184.50
10/17/2025	DXS	B190	Correspondence with counsel for movants, B. Taylor, and chambers regarding matters scheduled for omnibus hearing on October 22, 2025 (split -.4); review of and revisions to preliminary agenda for omnibus hearing and instruct L. Lescallette on submission of the same (split -.4)	0.80	615.00	492.00
10/20/2025	LL	B190	Prepare Final Hearing Agenda	0.10	375.00	37.50
10/30/2025	DXS	B190	Attend conference with Debtors' professionals regarding strategy and next steps in case administration (split -.1)	0.10	615.00	61.50
10/17/2025	DXS	B205	Correspondence with H. Readshaw and B. Taylor regarding state court actions continuing against Debtors following relief from stay (split -.2)	0.20	615.00	123.00
10/20/2025	LL	B235	Filing of Monthly Operating Reports for PA8 entitites	0.60	375.00	225.00
10/28/2025	LL	B235	Filing of Monthly Operating Reports for PA6 debtors	0.40	375.00	150.00

10/06/2025	DXS	B320	Correspondence with counsel for various creditors regarding plan inquiries and related issues (split -.3); review and analysis of plan and disclosure statement regarding inquiries (split -.3)	0.60	615.00	369.00
10/07/2025	JNK	B320	Analysis/review of objection to disclosure statement and motion to dismiss. (split)	0.30	485.00	145.50
10/20/2025	JNK	B320	Review/analysis of reply to objection to disclosure statement (0.2)(split); Review/analysis of Amended Plan and Disclosure Statement (0.4) (split)	0.60	485.00	291.00
10/21/2025	SEW	B320	Review pleadings in preparation for the upcoming hearing, including revised proposed order and objection by Argnt (split)	0.50	575.00	287.50
10/22/2025	JNK	B320	Hearing on Conditional Disclosure Statement (Split)	0.20	485.00	97.00
10/22/2025	SEW	B320	Prepare for and attend hearing on motion to conditionally approve disclosure statement (split)	1.10	575.00	632.50
10/23/2025	DXS	B320	Strategy call with Debtors' professionals regarding next steps in plan issues (split -.1)	0.10	615.00	61.50

Sub-total Fees:	$8,510.50
Total Current Billing:	**$8,510.50**
Previous Balance Due:	$22,572.28
Total Payments:	($11,042.80)
Total Now Due:	**$20,039.98**

Rate Summary

Jordan N. Kelly	4.90	hours at $485.00/hr	$2,376.50
Lela Lescallette	1.80	hours at $375.00/hr	$675.00
Daniel R. Schimizzi	7.10	hours at $615.00/hr	$4,366.50
Sarah Wenrich	1.90	hours at $575.00/hr	$1,092.50
Total hours:	15.70		$8,510.50

Payments

11/07/2025	Payment	WIRE:MAPA OPERATING LLC	11,042.80
		Sub-total Payments:	$11,042.80

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Exhibit D - Previously Filed Fee Statements Page 52 of 9

[redacted]

[redacted]

[redacted]

[redacted]

[redacted]

Exhibit E

Customary and Comparable Compensation

Category of Timekeeper	**Blended Hourly Rate**	
	Billed **Firm-wide for preceding year (1/6/25 to 1/6/26)**	**Billed** **This Application**
Partner	$825.50	$615.00
Counsel	$730.00	$725.00
Associate	$580.50	$516.23
Aggregated	$712.00	$569.66

Exhibit F

Proposed Order

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

In Re: **POTTSVILLE OPERATIONS, LLC, *et al.*,**[1] **Debtors.**	**Case No.: 24-70418-JAD** **Chapter 11** ***Jointly Administered*** **Doc. No.:**
POTTSVILLE OPERATIONS, LLC, *et al.*, **Movant,** **-vs -** **NO RESPONDENTS.**	**Related to Document No.** **Hearing Date: February 24, 2026** **Hearing Time: 10:00 A.M. EST** **Response Deadline: February 17, 2026 at 4:00 PM EST**

ORDER OF THE COURT

AND NOW, this ____ day of February, 2026, upon due consideration of the foregoing *Fourth Interim Fee Application of Raines Feldman Littrell, LLP, for Payment of Compensation and Reimbursement of Expenses for the Period of August 1, 2025 through October 31, 2025* (the "Fourth Interim Application") filed by Raines Feldman Littrell, LLP, local counsel to the above-

[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.

captioned debtors (collectively, the "Debtors"), and the Court having reviewed the Fourth Interim Application and any objections filed thereto; and the Court finding that: (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) venue of these chapter 11 cases and the Fourth Interim Application is proper under 28 U.S.C. §§ 1408 and 1409; (iii) notice of the Fourth Interim Application, the opportunity to object, and for the hearing thereon was provided and sufficient under the circumstances; and (iv) based on the forgoing, no further notice or hearing is required and good cause exists to grant the relief requested in the Fourth Interim Application,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Fourth Interim Application is **APPROVED** as set forth herein.

2. Raines Feldman Littrell, LLP, is allowed interim compensation for professional services rendered to the Debtors during the Fee Period in the amount of $49,755.50 and reimbursement of expenses billed during the Fee Period in the amount of $0.00.

3. The Debtors are authorized to forthwith pay Raines Feldman Littrell, LLP, $9,951.10, representing the compensation approved pursuant to this Order ($49,755.50), as reduced by the amounts previously received by Raines ($39,804.40) pursuant to the Monthly Fee Statements.

4. The interim allowance of such compensation and reimbursement of expenses is without prejudice to the rights of Raines Feldman Littrell, LLP, to seek such further compensation for the full value of services performed and expenses incurred.

5. This Court retains jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

Prepared by: /s/ Daniel R. Schimizzi
Daniel R. Schimizzi, Local Counsel to the Debtors

BY THE COURT

____
The Honorable Jeffrey A. Deller
United States Bankruptcy Court