

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AAC HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11648 (JTD)

(Jointly Administered)

Re: Docket No. 120

**ORDER (I) FIXING DEADLINES FOR FILING PROOFS OF CLAIM
AND (II) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the *Motion of the Debtors for Entry of an Order (I) Fixing Deadlines for Filing Proofs of Claim, and (II) Approving the Form and Manner of Notice Thereof* (the “Motion”);² and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012; and this matter being a core proceeding pursuant to 28

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Recovery First of Florida, LLC (3005); Fitrx, LLC (5410); Oxford Treatment Center, LLC (7853); Oxford Outpatient Center, LLC (0237); Concorde Treatment Center, LLC (6483); New Jersey Addiction Treatment Center, LLC (7108); ABTTC, LLC (7601); Laguna Treatment Hospital, LLC (0830); AAC Las Vegas Outpatient Center, LLC (5381); Greenhouse Treatment Center, LLC (4402); AAC Dallas Outpatient Center, LLC (6827); Forterus Health Care Services, Inc. (4758); Solutions Treatment Center, LLC (8175); San Diego Addiction Treatment Center, Inc. (1719); River Oaks Treatment Center, LLC (0640); Singer Island Recovery Center LLC (3015); B&B Holdings Intl LLC (8549); The Academy Real Estate, LLC (9789); BHR Oxford Real Estate, LLC (0023); Concorde Real Estate, LLC (7890); BHR Greenhouse Real Estate, LLC (4295); BHR Ringwood Real Estate, LLC (0565); BHR Aliso Viejo Real Estate, LLC (2910); Behavioral Healthcare Realty, LLC (2055); Clinical Revenue Management Services, LLC (8103); Recovery Brands, LLC (8920); Referral Solutions Group, LLC (7817); Taj Media LLC (7047); Sober Media Group, LLC (4655); American Addiction Centers, Inc. (3320); Tower Hill Realty, Inc. (0039); Lincoln Catharine Realty Corporation (5998); AdCare Rhode Island, Inc. (2188); Green Hill Realty Corporation (4951); AdCare Hospital of Worcester, Inc. (3042); Diversified Healthcare Strategies, Inc. (3809); AdCare Criminal Justice Services, Inc. (1653); AdCare, Inc. (7005); Sagenex Diagnostics Laboratory, LLC (7900); RI - Clinical Services, LLC (6291); Addiction Labs of America, LLC (1133); AAC Healthcare Network, Inc. (0677); AAC Holdings, Inc. (6142); San Diego Professional Group, P.C. (9334). Grand Prairie Professional Group, P.A. (2102); Palm Beach Professional Group, Professional Corporation (7608); Pontchartrain Medical Group, A Professional Corporation (1271); Oxford Professional Group, P.C. (8234); and Las Vegas Professional Group - Calarco, P.C. (5901). The location of the Debtors’ corporate headquarters is 200 Powell Place, Brentwood, TN 37027.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

U.S.C. § 157(b); and this Court having jurisdiction to enter a final order consistent with Article III of the United States Constitution; and venue of these Chapter 11 Cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and this Court having held a hearing (the “Hearing”) to consider the relief requested in the Motion; and upon the record of the Hearing, this Court having determined that there is good and sufficient cause for the relief set forth in this Order; and after due deliberation thereon,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. All “claims” (as defined in section 101(5) of the Bankruptcy Code) of a person or entity (other than a governmental unit) arising before the Petition Date, including any claims under section 503(b)(9) of the Bankruptcy Code against the Debtors’ estates and administrative expenses against a Debtor for the value of goods sold to such Debtor in the ordinary course of business and received by such Debtor within 20 days before the Petition Date, based upon the Debtors’ primary, secondary, direct, indirect, fixed, secured, unsecured, contingent, guaranteed, disputed, undisputed, liquidated, unliquidated, matured, unmatured, legal, or equitable liability or otherwise, except as otherwise provided for or specifically excepted in the Motion, shall be filed with Donlin, Recano & Company, Inc. (“DRC”) pursuant to the procedures provided in this Order so as to be actually received on or before **August 26, 2020 at 5:00 p.m.** (prevailing Eastern Time) (the “General Bar Date”).
3. All governmental units (as defined in section 101(27) of the Bankruptcy Code, including any such entities that hold a claim arising from prepetition tax years or periods or prepetition transactions to which a Debtor was a party) holding or wishing to assert claims against the Debtors arising before the Petition Date are required to file a proof of claim so that

any such proof of claim is actually received by DRC on or before **December 17, 2020 at 5:00 p.m.** (prevailing Eastern Time) (the “Government Bar Date”).

4. If the Debtors amend or supplement their Schedules of Assets and Liabilities (the “Schedules”) after the Bar Date Notice is served, in accordance with Local Rule 1009-2, the Debtors shall give notice of any amendment or supplement to the holders of claims affected thereby within 14 days thereof, and such holders, as set forth in any such notice, shall have until the later of (i) the applicable Bar Date and (ii) 21 days from the date of service of such notice to file a proof of claim. Any such holder that fails to timely file a proof of claim as provided for in this paragraph 4 shall be barred from filing a proof of claim.

5. Holders of claims against the Debtors arising from the rejection by the Debtors of an executory contract or unexpired lease must file a proof of claim on or before the later of (a) the General Bar Date, (b) 30 days after service of an order by the Court authorizing such rejection, or (c) such other date, if any, as the Court may fix in the order authorizing such rejection. Notwithstanding the foregoing, a party to an executory contract or unexpired lease that asserts a claim (other than a rejection damages claim) on account of unpaid amounts or other obligations accrued and outstanding as of the Petition Date pursuant to such executory contract or unexpired lease must file a Proof of Claim for such amounts or obligations on or before the General Bar Date or Government Bar Date, as applicable, unless such party is expressly excluded from filing a Proof of Claim by this Order.

6. The following persons and entities are ***not*** required to file a proof of claim on or before the applicable Bar Dates with respect to the types of claims described in this paragraph:

- a. pursuant to paragraph 27 of the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (I) Authorizing Debtors to Obtain Senior Secured Priming Superpriority Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative*

Expense Status, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, and (VI) Granting Related Relief [Docket No. 159], the DIP Secured Parties and the Prepetition Secured Parties (each as defined therein) shall not be required to file proofs of claim in any of the Chapter 11 Cases for any claim against the Debtors;

- b. any person or entity who has already duly filed a proof of claim in these Chapter 11 Cases with DRC or with the Clerk of the Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware, 19801, on account of a particular claim, except to the extent such claimant wishes to amend its previously filed proof of claim;
- c. any person or entity whose claim is listed on the applicable Debtors' Schedules, provided that (i) the claim is not listed on the Schedules as "disputed," "contingent," or "unliquidated," (ii) the person or entity does not dispute the amount, nature, and priority of the claim as set forth in the Schedules, (iii) the person or entity does not dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules, and (iv) the person or entity does not have or assert any other claims against the Debtors (the assertion of which would require the filing of a proof of claim unless another exception applies);
- d. any person or entity that holds an equity security interest in the Debtors, which interest exclusively is based upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; provided that if any such holder asserts a ***claim*** (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a proof of claim must be filed on or before the applicable Bar Date; provided, further, that the Debtors reserve all rights with respect to any such claims including, *inter alia*, to assert that such claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code;³
- e. any holder of a claim by a Debtor against another Debtor, with respect to such claim;
- f. any person or entity whose claim has been paid in full;
- g. any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estates, except for a holder of a claim arising under section 503(b)(9) of the

³ The Debtors reserve the right to establish at a later time a bar date requiring holders of equity interests to file proofs of interest. If such a bar date is established, holders of equity interests will be notified of the bar date for filing proofs of interest at the appropriate time.

Bankruptcy Code, which must be asserted by filing a proof of claim on or prior to the applicable Bar Date;

- h. any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- i. any holder of a claim for which a separate deadline is (or has been) fixed by this Court; and
- j. any holder of a claim that has been allowed by an order of this Court entered on or before the applicable Bar Date.

7. The Debtors retain the right to seek relief at a later date to establish a bar date requiring holders of equity interests to file proofs of interest.

8. Any creditor whose prepetition claim against the Debtors is not listed in the Schedules or is listed as “disputed,” “contingent,” or “unliquidated” and that desires to participate in these Chapter 11 Cases or share in any distribution in these Chapter 11 Cases, and any creditor whose prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount, must file a proof of claim on or before the applicable Bar Date for such claim.

9. Each proof of claim, to be properly filed pursuant to this Order, shall: (i) be signed, (ii) be written in the English language, (iii) be denominated in currency of the United States, (iv) conform substantially to the Proof of Claim Form attached hereto as **Exhibit 2**, (v) be submitted with copies of supporting documents (or a summary if voluminous) or an explanation of why such document is not available, and (vi) specify the Debtor, by name and case number, against which the proof of claim is filed.

10. In addition to meeting all the other requirements of the immediately preceding paragraph above, any Proof of Claim asserting a section 503(b)(9) claim must (i) include the value of the goods delivered to and received by the Debtor in the 20 days prior to the Petition Date, (ii) attach any documentation identifying the date such goods were received by the Debtor, (iii) state whether the amount asserted in the Proof of Claim represents a combination of goods

and services and, if applicable, the portion of the claim that relates solely to the value of goods, and (iv) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted.

11. Proofs of Claim filed with DRC will be deemed timely filed only if ***actually received*** by DRC on or before the applicable Bar Date associated with such claim either: (i) if by U.S. Mail, Donlin Recano & Company, Inc., Re: AAC Holdings, Inc, et al., P.O. Box 199043, Blythebourne Station, Brooklyn, NY 11219; (ii) if by hand delivery or overnight mail, Donlin Recano & Company, Inc., Re: AAC Holdings, Inc, et al., 6201 15th Avenue, Brooklyn, NY 11219; or (iii) electronically using the interface available on the website maintained by DRC in these Chapter 11 Cases (<https://www.donlinrecano.com/Clients/aac/FileClaim>). **DRC shall not accept proofs of claim submitted by facsimile, telecopy, or email.**

12. Any creditor asserting a claim against more than one Debtor is required to submit separate proofs of claim and identify on each proof of claim the Debtor against which the claim is asserted.

13. Parties who file an originally executed proof of claim and wish to receive from DRC a proof of receipt of their proofs of claim, must also include with their original Proof of Claim a copy of such claim and a self-addressed and pre-stamped envelope. A party who files a proof of claim electronically can verify receipt of its claim by reviewing claims on the website of DRC at <https://www.donlinrecano.com/Clients/aac/ClaimsSearch>.

14. All holders of claims under section 503(b)(9) of the Bankruptcy Code shall be required to file a Proof of Claim on or before to the applicable Bar Date.

15. Pursuant to Bankruptcy Rule 3003(c)(2), any holder of a claim who is required to timely file a Proof of Claim on or before the applicable Bar Date as provided herein, but fails to

do so, shall not be treated as a creditor of any Debtor for purposes of voting upon or receiving distributions under any plan or plans of reorganization or liquidation in these Chapter 11 Cases. If it is unclear from the Schedules whether a creditor's claim is disputed, contingent, or unliquidated as to amount or is otherwise properly listed and classified, such creditor ***must*** file a proof of claim on or before the applicable Bar Date. Any creditor that relies on the Schedules bears responsibility for determining that its claim is accurately listed therein.

16. The proposed Bar Date Notice and the Proof of Claim Form, substantially in the forms annexed hereto as **Exhibit 1** and **Exhibit 2**, respectively, are approved.

17. In accordance with Bankruptcy Rule 2002, the Debtors are authorized and directed to serve the Bar Date Notice and a Proof of Claim Form by first-class mail, postage prepaid, within five business days following the date on which this Order is entered on: (a) all creditors and other known holders of claims; (b) all persons and entities with whom the Debtors conducted business post-petition; (c) parties listed on the Debtors' mailing matrix; (d) all parties to pending litigation against the Debtors; (e) all entities which have filed a notice of appearance in these Chapter 11 Cases; (f) the Securities and Exchange Commission; (g) the Internal Revenue Service; (h) local taxing authorities; (i) all relevant state attorneys general; (j) counsel to the official committee of unsecured creditors; (k) the Office of the United States Trustee for the District of Delaware; and (l) all known shareholders and the transfer agents for any class of equity interests in AAC Holdings, Inc., provided that all registered holders of equity interests in AAC Holdings, Inc. shall be required to serve the Bar Date Notice and Proof of Claim Form on any holder for whose benefit such registered holder holds such interests down the chain of ownership for all such holders of equity interests in AAC Holdings, Inc. Each party in interest that is entitled to receive notice hereunder will receive a Proof of Claim Form; provided,

however, that such Proof of Claim Form may be customized for each creditor whose claim is listed on the Schedules with the creditor's name, address, and information regarding the nature, amount, and status of its claim(s) as reflected in the Schedules.

18. Prior to mailing the Bar Date Package, the Debtors may cause to be filled in any missing dates and other information, correct any typographical errors, conform the provisions thereof to this Order, and make such other non-material changes to the Bar Date Notice and the Proof of Claim Form as the Debtors deem necessary or appropriate.

19. After the initial mailing of the Bar Date Package, the Debtors may, in their discretion, make supplemental mailings of notices or packages, including in the event that: (i) notices are returned by the post office with forwarding addresses; (ii) certain parties acting on behalf of parties in interest (e.g., banks and brokers with respect to equity or interest holders) decline to pass along notices to these parties and instead return their names and addresses to the Debtors for direct mailing; and (iii) additional potential claimants become known as a result of the Bar Date mailing process. If notices are returned as "return to sender" without a forwarding address, the Debtors shall not be required to mail additional notices to such creditors. If the Debtors determine after the Bar Date Notice Mailing Date that additional parties should receive the Bar Date Package, then the date by which a Proof of Claim must be filed by such parties shall be the later of (i) the General Bar Date or the Government Bar Date, as applicable, and (ii) 21 days from the mailing of the Bar Date Package to such parties (the "Supplemental Bar Date").

20. The Debtors, through DRC, shall post the Proof of Claim Form and the Bar Date Notice on the website established by DRC in these Chapter 11 Cases: <https://www.donlinrecano.com/Clients/aac/Static/POC>.

21. The Debtors retain all rights to (i) object to any Proof of Claim on any grounds; (ii) dispute, or assert offsets or defenses to, any claim reflected on the Schedules, or any amendments thereto, as to amount, liability, classification, or otherwise; and (iii) subsequently designate any claim as disputed, contingent, unliquidated, or undetermined.

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

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

24. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

Dated: July 23rd, 2020
Wilmington, Delaware

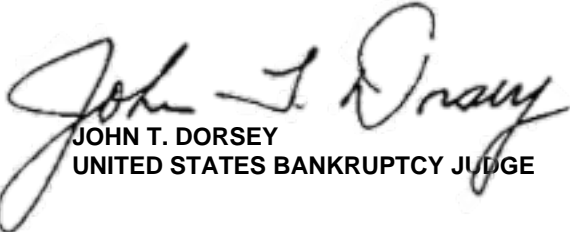

JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Bar Date Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AAC HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11648 (JTD)

(Jointly Administered)

**NOTICE OF BAR DATES FOR FILING PROOFS OF CLAIM
INCLUDING SECTION 503(b)(9) CLAIMS**

The chapter 11 bankruptcy cases (the “Chapter 11 Cases”) concerning the above-captioned debtors and debtors in possession (collectively, the “Debtors”) were filed on June 20, 2020 (the “Petition Date”). You may be a creditor of one of the Debtors. On July __, 2020 the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) entered an order (the “Bar Date Order”) in the Chapter 11 Cases in accordance with Bankruptcy Rule 3003(c) fixing:

- (a) **August 26, 2020 at 5:00 p.m.** (prevailing Eastern Time) (the “General Bar Date”) as the last date for persons or entities, other than governmental units, to file proofs of claim against the Debtors on account of claims arising, or deemed to have arisen, prior to the Petition Date, including, for the avoidance of doubt, claims arising under section 503(b)(9) of title 11 of the United States Code (the “Bankruptcy Code”); and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Recovery First of Florida, LLC (3005); Fitrx, LLC (5410); Oxford Treatment Center, LLC (7853); Oxford Outpatient Center, LLC (0237); Concorde Treatment Center, LLC (6483); New Jersey Addiction Treatment Center, LLC (7108); ABTTC, LLC (7601); Laguna Treatment Hospital, LLC (0830); AAC Las Vegas Outpatient Center, LLC (5381); Greenhouse Treatment Center, LLC (4402); AAC Dallas Outpatient Center, LLC (6827); Forterus Health Care Services, Inc. (4758); Solutions Treatment Center, LLC (8175); San Diego Addiction Treatment Center, Inc. (1719); River Oaks Treatment Center, LLC (0640); Singer Island Recovery Center LLC (3015); B&B Holdings Intl LLC (8549); The Academy Real Estate, LLC (9789); BHR Oxford Real Estate, LLC (0023); Concorde Real Estate, LLC (7890); BHR Greenhouse Real Estate, LLC (4295); BHR Ringwood Real Estate, LLC (0565); BHR Aliso Viejo Real Estate, LLC (2910); Behavioral Healthcare Realty, LLC (2055); Clinical Revenue Management Services, LLC (8103); Recovery Brands, LLC (8920); Referral Solutions Group, LLC (7817); Taj Media LLC (7047); Sober Media Group, LLC (4655); American Addiction Centers, Inc. (3320); Tower Hill Realty, Inc. (0039); Lincoln Catharine Realty Corporation (5998); AdCare Rhode Island, Inc. (2188); Green Hill Realty Corporation (4951); AdCare Hospital of Worcester, Inc. (3042); Diversified Healthcare Strategies, Inc. (3809); AdCare Criminal Justice Services, Inc. (1653); AdCare, Inc. (7005); Sagenex Diagnostics Laboratory, LLC (7900); RI - Clinical Services, LLC (6291); Addiction Labs of America, LLC (1133); AAC Healthcare Network, Inc. (0677); AAC Holdings, Inc. (6142); San Diego Professional Group, P.C. (9334). Grand Prairie Professional Group, P.A. (2102); Palm Beach Professional Group, Professional Corporation (7608); Pontchartrain Medical Group, A Professional Corporation (1271); Oxford Professional Group, P.C. (8234); and Las Vegas Professional Group - Calarco, P.C. (5901). The location of the Debtors’ corporate headquarters is 200 Powell Place, Brentwood, TN 37027.

- (b) **December 17, 2020 at 5:00 p.m.** (prevailing Eastern Time) (the “Government Bar Date”)² as the last date for all governmental units, as defined in section 101(27) of the Bankruptcy Code, to file proofs of claim against the Debtors on account of claims arising, or deemed to have arisen, prior to the Petition Date.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a Proof of Claim to vote on any chapter 11 plan filed by the Debtors or to share in distributions from the Debtors’ bankruptcy estates if you have a claim (as defined in section 101(5) of the Bankruptcy Code) that arose prior to June 20, 2020 and it is not one of the types of claims described in section 2 subparagraphs (a) through (j) below. Acts or omissions of the Debtors that arose before the Petition Date may give rise to claims against the Debtors that must be filed by the applicable Bar Date, notwithstanding that such claims may not have matured or become fixed or liquidated prior to the Petition Date.

Under section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2. PARTIES WHO NEED NOT FILE A PROOF OF CLAIM

The following persons and entities are ***not*** required to file a Proof of Claim on or before the applicable Bar Dates with respect to the types of claims described in this paragraph:

- a. pursuant to paragraph 27 of the *Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (I) Authorizing Debtors to Obtain Senior Secured Priming Superpriority Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, and (VI) Granting Related Relief* [Docket No. 159], the DIP Secured Parties and the Prepetition Secured Parties (each as defined therein) shall not be required to file proofs of claim in any of the Chapter 11 Cases for any claim against the Debtors;
- b. any person or entity who has already duly filed a proof of claim in these Chapter 11 Cases with DRC or with the Clerk of the Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware, 19801, on account of a particular claim, except to the extent such claimant wishes to amend its previously filed proof of claim;

² The General Bar Date and the Government Bar Date shall hereinafter be collectively defined as the “Bar Dates”.

- c. any person or entity whose claim is listed on the applicable Debtors' Schedules of Assets and Liabilities (the "Schedules"), provided that (i) the claim is not listed on the Schedules as "disputed," "contingent," or "unliquidated," (ii) the person or entity does not dispute the amount, nature, and priority of the claim as set forth in the Schedules, (iii) the person or entity does not dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules, and (iv) the person or entity does not have or assert any other claims against the Debtors (the assertion of which would require the filing of a proof of claim unless another exception applies);³
- d. any person or entity that holds an equity security interest in the Debtors, which interest exclusively is based upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; provided, that if any such holder asserts a claim (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a proof of claim must be filed on or before the applicable Bar Date; provided, further, that the Debtors reserve all rights with respect to any such claims including, inter alia, to assert that such claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code;⁴
- e. any holder of a claim by a Debtor against another Debtor, with respect to such claim;
- f. any person or entity whose claim has been paid in full;
- g. any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estates, except for a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a proof of claim on or prior to the applicable Bar Date;
- h. any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930;
- i. any holder of a claim for which a separate deadline is (or has been) fixed by this Court; and
- j. any holder of a claim that has been allowed by an order of this Court entered on or before the applicable Bar Date.

³ The Debtors' Schedules may be viewed electronically on the website maintained by DRC at <https://www.donlinrecano.com/aac>.

⁴ The Debtors reserve the right to establish at a later time a bar date requiring holders of equity interests to file proofs of interest. If such a bar date is established, holders of equity interests will be notified of the bar date for filing proofs of interest at the appropriate time.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have a claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim against the Debtors or that the Debtors or the Court believe that you have such a claim. **YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS.**

If the Bankruptcy Court, in the future, fixes a date by which the claims and interests described in Section 2 subparagraphs (a) through (j) must be filed, you will be notified. If such bar date is established, holders of such claims and interests will be notified of the bar date for filing proofs of claim and proofs of interest at the appropriate time.

If the Debtors amend or supplement their Schedules after this Notice is served, the Debtors shall give notice of any amendment or supplement to the holders of claims affected thereby, and such holders, as set forth in any such notice, shall have until the later of (i) the applicable Bar Date and (ii) 21 days from the date of service of such notice to file a proof of claim. Any such holder that fails to timely file a proof of claim shall be barred from filing a proof of claim.

3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you hold a claim against the Debtors arising from the rejection of an executory contract or unexpired lease, you must file a proof of claim on or before the later of: (a) the General Bar Date; (b) 30 days after service of an order by the Court authorizing such rejection; or (c) such other date, if any, as the Court may fix in the order authorizing such rejection. Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you assert a claim (other than a rejection damages claim) on account of unpaid amounts accrued and outstanding as of the Petition Date pursuant to such executory contract or unexpired lease, you must file a Proof of Claim for such amounts on or before the General Bar Date or Government Bar Date, as applicable, unless you are expressly excluded from filing a Proof of Claim by the Bar Date Order.

4. WHEN AND WHERE TO FILE

All proofs of claim shall be filed with the Debtors' claims agent, Donlin, Recano & Company, Inc. ("DRC") pursuant to the procedures provided herein *so as to actually be received* on or before the applicable Bar Date, depending upon the nature of the claim, at the following address if delivered by first class mail, hand delivery, or overnight courier:

If sent by United States Postal Service, send to:

Donlin, Recano & Company, Inc.
Re: AAC Holdings, Inc., et al.
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

If sent by Hand Delivery or Overnight Delivery, send to:

Donlin, Recano & Company, Inc.
Re: AAC Holdings, Inc., et al.
6201 15th Avenue
Brooklyn, NY 11219

Proofs of claim sent by facsimile, telecopy, or electronic mail transmission will not be accepted.

Alternatively, proofs of claim may be submitted electronically using the interface available on the website maintained by DRC in these Chapter 11 Cases (<https://www.donlinrecano.com/Clients/aac/FileClaim>).

If you file an originally executed proof of claim and wish to receive from DRC a proof of receipt of your proof of claim, you must also include with your original Proof of Claim a copy of such claim and a self-addressed and pre-stamped envelope. If you file a proof of claim electronically, you can verify receipt of your claim by reviewing claims on the website maintained by DRC in these Chapter 11 Claims (<https://www.donlinrecano.com/Clients/aac/ClaimsSearch>).

5. WHAT TO FILE

The Debtors are enclosing a proof of claim form (the “Proof of Claim Form”) for use in these Chapter 11 Cases. To be properly filed pursuant to this Notice, each proof of claim must: (i) be signed, (ii) be written in the English language, (iii) be denominated in currency of the United States, (iv) conform substantially with the Proof of Claim Form provided with this Notice, (v) be submitted with copies of supporting documents (or a summary if voluminous) or an explanation of why such document is not available, and (vi) specify the Debtor, by name and case number, against which the proof of claim is filed. In addition, any Proof of Claim asserting a section 503(b)(9) claim must (i) include the value of the goods delivered to and received by the Debtor in the 20 days prior to the Petition Date, (ii) attach any documentation identifying the date such goods were received by the Debtor, (iii) state whether the amount asserted in the Proof of Claim represents a combination of goods and services and, if applicable, the portion of the claim that relates solely to the value of goods, and (iv) attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted.

The Proof of Claim Form can be obtained on the website established and maintained by DRC at <https://www.donlinrecano.com/Clients/aac/Static/POC>. Alternatively, the Official Bankruptcy Form B410 can be found at <http://www.uscourts.gov/forms/bankruptcy-forms>.

IF YOU ARE ASSERTING A CLAIM AGAINST MORE THAN ONE DEBTOR, SEPARATE PROOFS OF CLAIM MUST BE FILED AGAINST EACH SUCH DEBTOR AND YOU MUST IDENTIFY ON YOUR PROOF OF CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED AND THE CASE NUMBER OF THAT DEBTOR’S BANKRUPTCY CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR CASE NUMBERS IS AS FOLLOWS:

<u>Jointly Administered Cases</u>	<u>Case No.</u>
AAC Dallas Outpatient Center, LLC	20-11616
AAC Healthcare Network, Inc.	20-11647
AAC Holdings, Inc.	20-11648
AAC Las Vegas Outpatient Center, LLC	20-11614
ABTTC, LLC	20-11612
AdCare Criminal Justice Services, Inc.	20-11642
AdCare Hospital of Worcester, Inc.	20-11640
AdCare Rhode Island, Inc.	20-11638
AdCare, Inc.	20-11643
Addiction Labs of America, LLC	20-11646
American Addiction Centers, Inc.	20-11635
B&B Holdings Intl LLC	20-11622
Behavioral Healthcare Realty, LLC	20-11629
BHR Aliso Viejo Real Estate, LLC	20-11628
BHR Greenhouse Real Estate, LLC	20-11626
BHR Oxford Real Estate, LLC	20-11624
BHR Ringwood Real Estate, LLC	20-11627
Clinical Revenue Management Services, LLC	20-11630
Concorde Real Estate, LLC	20-11625
Concorde Treatment Center, LLC	20-11610
Diversified Healthcare Strategies, Inc.	20-11641
FitRX, LLC	20-11607
Forterus Health Care Services, Inc.	20-11617
Grand Prairie Professional Group, P.A.	20-11650
Green Hill Realty Corporation	20-11639
Greenhouse Treatment Center, LLC	20-11615
Laguna Treatment Hospital, LLC	20-11613
Las Vegas Professional Group - Calarco, P.C.	20-11654
Lincoln Catharine Realty Corporation	20-11637
New Jersey Addiction Treatment Center, LLC	20-11611
Oxford Outpatient Center, LLC	20-11609
Oxford Professional Group, P.C.	20-11653
Oxford Treatment Center, LLC	20-11608
Palm Beach Professional Group, Professional Corporation	20-11651
Pontchartrain Medical Group, A Professional Corporation	20-11652
Recovery Brands, LLC	20-11631
Recovery First of Florida, LLC	20-11606
Referral Solutions Group, LLC	20-11632
RI - Clinical Services, LLC	20-11645
River Oaks Treatment Center, LLC	20-11620
Sagenex Diagnostics Laboratory, LLC	20-11644
San Diego Addiction Treatment Center, Inc.	20-11619

<u>Jointly Administered Cases</u>	<u>Case No.</u>
San Diego Professional Group, P.C.	20-11649
Singer Island Recovery Center LLC	20-11621
Sober Media Group, LLC	20-11634
Solutions Treatment Center, LLC	20-11618
TAJ Media LLC	20-11633
The Academy Real Estate, LLC	20-11623
Tower Hill Realty, Inc.	20-11636

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS SET FORTH IN SECTION 2 SUBPARAGRAPHS (a) THROUGH (j) ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM ON OR BEFORE THE APPLICABLE BAR DATE SHALL NOT BE TREATED AS A CREDITOR OF ANY DEBTOR FOR PURPOSES OF VOTING UPON OR RECEIVING DISTRIBUTIONS UNDER ANY PLAN OR PLANS OF REORGANIZATION OR LIQUIDATION FILED IN THESE CHAPTER 11 CASES ABSENT FURTHER ORDER OF THE COURT.

7. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against the Debtors in the Schedules. Copies of the Debtors' Schedules and/or the Bar Date Order may be examined and inspected by interested parties during regular business hours at the office of the Clerk of the Bankruptcy Court, 824 Market Street, Wilmington, DE, 19801, or at the DRC website, <https://www.donlinrecano.com/aac>. If it is unclear from the Schedules whether your claim is disputed, contingent, or unliquidated as to amount or is otherwise properly listed and classified, you *must* file a proof of claim on or before the applicable Bar Date. Any creditor that relies on the Schedules bears responsibility for determining that its claim is accurately listed therein.

8. ADDITIONAL INFORMATION

If you require additional information regarding this Notice, you may contact DRC toll free at 1-877-476-4387 or by email at aacinfo@donlinrecano.com. The fact that you received this Notice does not mean that you have a claim or that the Debtors or the Bankruptcy Court concedes that you have a claim.

A holder of a possible claim against the Debtors should consult an attorney if such holder has any questions regarding this Notice, including whether the holder should file a proof of claim.

Dated: July 23, 2020
Wilmington, Delaware

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

Dennis A. Meloro (DE Bar No. 4435)
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1007 North Orange Street, Suite 1200
Wilmington, Delaware 19801
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- and -

David B. Kurzweil (admitted *pro hac vice*)
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Facsimile: (678) 553-2212
Email: kurzweild@gtlaw.com
franklinae@gtlaw.com

Counsel for the Debtors and Debtors in Possession

Exhibit 2

Proposed Proof of Claim Form

Fill in this information to identify the case:

In re: AAC Holdings, Inc., et al.

Debtor name: _____

United States Bankruptcy Court for the District of Delaware

Case number: 20-_____

Proof of Claim

Your claim is scheduled by the Debtor as:

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense other than a claim arising under section 503(b)(9). Make such a request according to 11 U.S.C. § 503. Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor? Name and address of the creditor.	Name and address of creditor (the person or entity to be paid for this claim):
--	--

Other names the creditor used with the debtor: _____

2. Has this claim been acquired from someone else? ☐ No ☐ Yes.
From whom? _____

3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)

Federal Rule of Bankruptcy
Procedure (FRBP) 2002(g).

Name: _____

Address:

City: _____ State: _____ Zip: _____

Phone: _____

Email: _____

Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____

4. Does this claim amend one already filed? ☐ No ☐ Yes. Claim number on court claims registry (if known): _____ Filed on (MM/DD/YYYY): _____

5. Do you know if anyone else has filed a proof of claim for this claim? ☐ No ☐ Yes. Who made the earlier filing?

Part 2: Give Information About the Claim as of the Date the Case was Filed

6. Do you have any number you use to identify the debtor? ☐ No ☐ Yes. Last 4 digits of the debtor's account or any identification number used:

7. How much is the claim? \$ _____

Does this amount include interest or other charges?

☐ No ☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim?	<p>Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.</p>
------------------------------------	---

9. Is all or part of the claim secured?	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.	Nature of property: <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other (describe): _____
Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)		
Value of property: \$ _____ Amount of the claim that is secured: \$ _____		
Amount of the claim that is unsecured (the sum of the secured and unsecured amounts should match the amount in line 7): \$ _____		
Amount necessary to cure any default as of the date of the petition: \$ _____		Annual interest rate (when case was filed): _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____	
11. Is this claim subject to a right of setoff?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____	
12. Is all or part of the claim entitled to: (i) priority under 11 U.S.C. § 507(a), or (ii) administrative expense under 11 U.S.C. § 503(b)(9)? A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority. <small>* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.</small>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <i>Check all that apply:</i> <input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies. <input type="checkbox"/> Value of goods received by the debtor within 20 days before the date of commencement of the case. 11 U.S.C. § 503(b)(9).	Amount entitled to priority \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- ☐ I am the creditor.
☐ I am the creditor's attorney or authorized agent.
☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

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

Executed on date (MM/DD/YYYY): _____

Signature: _____

Print the name of the person who is completing and signing this claim:

First name: _____ Middle: _____ Last: _____

Title: _____

Company (identify the corporate servicer as the company if the authorized agent is a servicer): _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Email: _____

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157 and 3571.

How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
- Fill in the caption at the top of the form. You must fill in the specific Debtor name and case number against which your claim is being asserted. If you are asserting claims against more than one Debtor, you MUST file a separate proof of claim for each debtor.
- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- Attach any supporting documents to this form.
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the reverse page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- Do not attach original documents because attachments may be destroyed after scanning.
- If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may access the claims agent’s website (www.donlinrecano.com/aac) to view the filed form.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.
11 U.S.C. § 503.

Administrative expense claim under 11 U.S.C. §503(b)(9): Administrative expense claims under 11 U.S.C. §503(b)(9) include those claims for the value of any goods received by the debtor, within 20 days before the date of commencement of a case under the Bankruptcy Code in which the goods have been sold to the debtor in the ordinary course of such debtor’s business. Attach documentation identifying which of the Debtors such goods were shipped to and the date such goods were received by such Debtors, state whether the value of the goods asserted in the proof of claim represents a combination of goods and services and, if applicable, the percentage of alleged value related to services and related to goods, and attach any documentation identifying the particular invoices for which the section 503(b)(9) claim is being asserted.

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Uniform claim identifier: An optional 24-character identifier that some creditors use to facilitate electronic payment.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

If Proof of Claim is sent by mail, send to:

Donlin, Recano & Company, Inc.
Re: AAC Holdings, Inc., et al.
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

If Proof of Claim is sent by Overnight Courier or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: AAC Holdings, Inc., et al.
6201 15th Avenue
Brooklyn, NY 11219

Alternatively, your claim may be filed electronically on DRC's website at:

<https://www.donlinrecano.com/Clients/aac/FileClaim>

Do not file these instructions with your form.