Vickie L. Driver Texas Bar No. 24026886 Christina W. Stephenson Texas Bar No. 24049535 HUSCH BLACKWELL LLP 2001 Ross Avenue. Suite 2000

Dallas, Texas 75201 Phone: (214) 999-6100 Fax: (214) 999-6170

Email: vickie.driver@huschblackwell.com Email: crissie.stephenson@huschblackwell.com

PROPOSED COUNSEL FOR THE DEBTORS

UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS FORT WORTH DIVISION

	§	
IN RE:	§	CHAPTER 11
	§	
FOUNDATION HEALTHCARE, INC.,	§	
et al.,	§	CASE NO. 17-42571
	§	
DEBTORS. ¹	§	Complex Case
	§	Jointly Administered

NOTES REGARDING SCHEDULES OF ASSETS AND **LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

On June 21, 2017 (the "Petition Date"), Foundation HealthCare, Inc., and University General Hospital, LLC each filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the "Bankruptcy Court"). The Debtors have requested, and the Bankruptcy Court has so ordered, that their cases be jointly administered under Case No. 17-42571.

With the assistance of its Bankruptcy Court approved advisors, the Debtors prepared the annexed Schedules of Assets and Liabilities (the "Schedules"), the Statement of Financial Affairs (the "SOFAs" and together with the Schedules, the "Schedules and SOFAs"), and the Lists of Equity Security Holders (the "Lists") pursuant to Section 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure. The Schedules and SOFAs and Lists are unaudited and do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States ("GAAP"), and they are not intended to be fully reconciled to the financial statements.

¹ The Debtors in these Chapter 11 cases are Foundation Healthcare, Inc. and University General Hospital, LLC.

Although the Debtors' advisors and remaining officers, directors and contract employees have made every reasonable effort to ensure that the Schedules and SOFAs and Lists are accurate and complete based on information that was available to them at the time of preparation, subsequent information or discovery may result in material changes to these Schedules and SOFAs and Lists, and inadvertent errors or omissions may have occurred. Subsequent receipt of information or an audit may result in material changes in financial data requiring amendment of the Schedules and SOFAs and Lists. These notes regarding each of the Debtor's Schedules and SOFAs and Lists (the "Notes") comprise an integral part of such Debtor's Schedules and SOFAs and Lists and should be referenced in connection with any review of the Schedules and SOFAs and Lists. Nothing contained in the Schedules and SOFAs or Lists shall constitute a waiver of any rights or claims of the Debtors against any third party, or in or with respect to any aspect of these chapter 11 cases.

- 1. <u>Amendments.</u> The Debtors reserve the right to amend or supplement the Schedules and SOFAs and Lists as necessary or appropriate.
- 2. <u>Asset Presentation.</u> Most assets and liabilities of the Debtors are shown on the basis of the book value in the respective Debtor's books and records, as of December 31, 2016, and not on the basis of current market values of such interest in property or liabilities; provided, however, that some adjustments have been made when the information was available subsequent thereto. In certain instances, where book value is known to be materially inaccurate, the Debtors listed some assets and liabilities as having an "unknown" value. The Debtors reserve their right to amend or adjust the value of each asset or liability set forth herein.
- 3. <u>Liabilities.</u> The Debtors sought to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and SOFAs. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtors also reserve the right to change the allocation of liability to the extent additional information becomes available.
- 4. <u>Causes of Action.</u> Despite reasonable efforts, the Debtors may not have identified or set forth all of its causes of action against third parties as assets in its Schedules and SOFAs. The Debtors reserve any and all of their rights with respect to any causes of action they each may have, and neither these Notes nor the Schedules and SOFAs shall be deemed a waiver of any such causes of action.
- 5. <u>Claim Description.</u> Any failure to designate a claim on the Schedules or SOFAs as "disputed," "contingent" or "unliquidated" does not constitute an admission by the respective Debtor that such claim is not "disputed," "contingent" or "unliquidated." The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on its Schedules and SOFAs as to amount, liability, priority, secured or unsecured status, or classification, or to otherwise designate any claim as "disputed," "contingent" or "unliquidated" by filing and serving an appropriate amendment. The Debtors also reserve the right to amend their Schedules or SOFAs as necessary or appropriate.

- 6. <u>Property and Equipment.</u> The Debtors have not completed a physical inventory of any of their owned equipment, merchandise or other physical assets and any information set forth in the Schedules and SOFAs may be over or understated. Further, nothing in the Schedules or SOFAs (including, without limitation, the failure to list leased property or equipment as owned property or equipment) is or shall be construed as an admission as to the determination of legal status of any lease (including whether any lease is a true lease or financing arrangement), and the Debtors reserve all of their rights with respect to such issues. Notwithstanding the foregoing, an inventory of supplies for UGH was conducted in December 2016.
- 7. <u>Insurance</u>. The Debtors have, in the past, maintained a variety of insurance policies including property, general liability, and workers' compensation policies and other employee- related policies. The Debtors' interest in these types of policies is limited to the amount of the premiums that the Debtors have prepaid, if any, as of Petition Date. To the best of each Debtor's knowledge, no such prepayments exist. The Debtors do reserve all rights to refunds of any overpayments of premiums paid on any insurance policies.
- 8. <u>Insiders.</u> In the circumstances where the Bankruptcy Schedules require information regarding insiders or officers and directors, included herein are the relevant Debtor's (a) directors (or persons in similar positions) and (b) officers. The listing of a party as an insider is not intended to be nor should it be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right or defense and all such rights, claims and defenses are hereby expressly reserved. Further, employees have been included in this disclosure for informational purposes only and should not be deemed to be "insiders" in terms of control of the Debtors, management responsibilities or functions, decision-making or corporate authority or as otherwise defined by applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.
- 9. <u>Schedule A/B—Real and Personal Property.</u> As of the Petition Date, certain equipment and property was foreclosed upon, repossessed, or picked up by various parties. While the Debtors have attempted to identify each such situation, that analysis is made complicated by the fact that the UGH Debtor is no longer in possession of that leased premises. To the extent any Debtor learns of a piece of property that has been subject to a repossession or foreclosure impacting the listing in this schedule, such Debtor reserves the right to amend such Schedule and SOFA reflecting same.
- 10. <u>Schedule D—Creditors Holding Secured Claims</u>. Except as specifically stated herein, real property lessors, utility companies and other parties which may hold security deposits have not been listed on Schedule D. The Debtors have not included on Schedule D all parties that may believe their claims are secured through setoff rights, deposits posted by, or on behalf of, the Debtors, or inchoate statutory lien rights. While reasonable efforts have been made, determination of the date upon which each claim in Schedule D was incurred or arose would be unduly and cost prohibitive, and therefore, the Debtors may not list a date for each claim listed on Schedule D.
- 11. <u>Schedule E—Creditors Holding Unsecured Priority Claims.</u> The listing of any claim on Schedule E does not constitute an admission by such Debtor that such claim is

entitled to priority under section 507 of the Bankruptcy Code. The Debtors reserve the right to dispute the priority status of any claim on any basis. While reasonable efforts have been made, determination of the date upon which each claim in Schedule E was incurred or arose would be unduly burdensome and cost prohibitive, and therefore, the Debtor may not list a date for each claim listed on Schedule E. Additionally, the Debtors have not included employee-related priority claims that existed as of the Petition Date to the extent that such claims have been or are approved for payment pursuant to orders entered by the Bankruptcy Court.

12. Schedule F—Creditors Holding Unsecured Nonpriority Claims. The liabilities identified in Schedule F are derived from the respective Debtor's books and records, which may or may not, in fact, be completely accurate, but they do represent a reasonable attempt by each Debtor to set forth its unsecured obligations. Accordingly, the actual amount of claims against each Debtor may vary from the represented liabilities. Parties in interest should not accept that the listed liabilities necessarily reflect the correct amount of any unsecured creditor's allowed claims or the correct amount of all unsecured claims. Similarly, parties in interest should not anticipate that recoveries in these cases will reflect the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules and SOFAs. Parties in interest should consult their own professionals or advisors with respect to pursuing a claim. Although the Debtors and their professionals have generated financials the Debtors believe to be reasonable, actual liabilities (and assets) may deviate from the Schedules and SOFAs due to certain events that may occur throughout the duration of these chapter 11 cases.

The claims listed on Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose may be unknown or subject to dispute. Although reasonable efforts have been made to determine the date upon which claims listed in Schedule F was incurred or arose, fixing that date for each claim in Schedule F would be unduly burdensome and cost prohibitive and, therefore, the Debtors may not have listed a date for each claim listed on Schedule F.

13. Schedule G—Executory Contracts. While effort has been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Petition Date or is valid or enforceable. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth separately on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of its business, such as easements, right of way, subordination, nondisturbance agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents are also not set forth in Schedule G.

The Debtors reserve all rights to dispute or challenge the characterization of the structure of any transaction or any document or instrument related to a creditor's claim. The Debtors may be party to certain agreements that have expired by their terms, but all parties continue to operate under the agreement. Out of an abundance of caution, the Debtors have listed such agreements on Schedule G. The Debtor's inclusion of such contracts or agreements on Schedule G is not an admission that such contract or agreement is an executory contract or unexpired lease.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission.

In some cases, the same supplier or provider may appear multiple times in the Schedules. Multiple listings, if any, reflect distinct agreements between such Debtor and such supplier or provider. The listing of any contract on Schedule G does not constitute an admission by the Debtor as to the validity of any such contract. The Debtors reserve the right to dispute the effectiveness of any such contract listed on Schedule G or to amend Schedule G at any time to remove any contract.

- 14. <u>Schedule H Codebtors.</u> It is possible that some of the Debtors affiliates, including one another in some instances, may be viewed by a particular creditor as being co-obligors on such debt. However, none of those affiliates are viewed by the Debtors as having any ability to pay those debts and many are owned in whole or in part by one of the Debtors, FHI. Finally, it would be unduly burdensome and of relatively little to no value to the Debtors' estates to attempt to delineate those co-obligors for each debt. Consequently, the Debtors have not listed those as co-debtors on Schedule H.
- 15. <u>Statement of Financial Affairs 19(d) Financial Statements.</u> The Debtors have each undertaken reasonable efforts to identify all financial institutions, creditors and other parties to whom a financial statement was issued within two years immediately preceding the Petition Date. The Debtors reserve their rights to subsequently supplement or amend Statement 19d upon discovery of additional information.
- 16. <u>Statement of Financial Affairs 4 and 30 Payments within One Year to Insider.</u> The information available at the time of filing has been included; however, information regarding stock options, redemptions, and potential loan reductions were unavailable and have not been included.
- 17. <u>Lists of Equity Security Holders.</u> The Debtors have exercised due diligence to provide the most accurate listings of Equity Security Holders available to them at this time. The Debtors reserve the right to amend or supplement the Lists.
- 18. <u>Specific Notes.</u> These General Notes are in addition to the specific notes set forth in the individual Schedules and SOFAs and Lists. Disclosure of information in one Schedule, SOFA, exhibit, List, or continuation sheet even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, SOFA, exhibit, List, or continuation sheet.

- 19. <u>Totals.</u> All totals that are included in the Schedules represent totals of the liquidated amounts for the individual schedule for which they are listed.
- 20. <u>Unliquidated Claim Amounts.</u> Claim amounts that could not be fairly quantified by the Debtors are scheduled as "unliquidated" or "unknown."
- 21. <u>General Reservation of Rights.</u> The Debtors specifically reserve the right to amend, modify, supply, correct, change or alter any part of their Schedules and SOFAs or Lists as and to the extent necessary as they each deem appropriate.

Fill in this information to identify the case:		
Debtor name Foundation Healthcare, Inc.		
United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS		
Case number (if known) 17-42571-mxm11		☐ Check if this is an amended filing
Official Form 207 Statement of Financial Affairs for Non-Individ The debtor must answer every question. If more space is needed, attach a	<u> </u>	
write the debtor's name and case number (if known).		
Part 1: Income		
Gross revenue from business		
☐ None.		
Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year	Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	Operating a business	\$195,771.80
From 1/01/2017 to Filing Date	☐ Other	
For prior year: From 1/01/2016 to 12/31/2016	■ Operating a business	\$2,267,595.89
11011 1/01/2010 (0 12/31/2010	☐ Other	
For year before that:	■ Operating a business	\$1,941,814.50
From 1/01/2015 to 12/31/2015	☐ Other	
 Non-business revenue Include revenue regardless of whether that revenue is taxable. Non-busines and royalties. List each source and the gross revenue for each separately. 		noney collected from lawsuits,
□ None.		
	Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date: From 1/01/2017 to Filing Date	Furniture Sales	\$10,000.00

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case
List payments or transfers—including expense reimbursements—to any creditor, other than

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

Official Form 207

D	Foundation Healthcare, Inc.			Case number (if k	(nown) 17-42571-m	xm11
	☐ None.					
	Creditor's Name and Address		Dates	Total amount of value	Reasons for na	yment or transfer
	2.4		Dates	Total amount of value	Check all that ap	
	See SOFA Exhibit 3.1 attached			\$2,708,376.36		
					Unsecured lo	
					Suppliers or \ Services	/endors
					Other	
4.	Payments or other transfers of property made List payments or transfers, including expense mor cosigned by an insider unless the aggregate may be adjusted on 4/01/19 and every 3 years listed in line 3. <i>Insiders</i> include officers, director debtor and their relatives; affiliates of the debto	eimburseme value of all after that w rs, and anyo	ents, made withi I property transfer ith respect to ca one in control of	n 1 year before filing this case of erred to or for the benefit of the ses filed on or after the date of a corporate debtor and their re	on debts owed to an insider is less than \$ adjustment.) Do not latives; general partr	66,425. (This amount include any payments ners of a partnership
	Insider's name and address		Dates	Total amount of value	Reasons for pa	yment or transfer
	Relationship to debtor 4.1. See attachment			\$0.00		
				·		
	List all property of the debtor that was obtained a foreclosure sale, transferred by a deed in lieu None Creditor's name and address	ı of foreclos		to the seller. Do not include pro		
	Texas Capital Bank	Founda	tion Surgical	Hospital Holdings,	06/01/2017	\$25,600,000,00
	2000 McKinney Avenue, Suite 700 Dallas, TX 75201	LLC	mon Surgical	nospitai noidings,	06/01/2017	\$25,600,000.00
	Texas Capital Bank 2000 McKinney Avenue, Suite 700 Dallas, TX 75201		sity General H mpany Note	ospital, LLC	06/01/2017	\$250,000.00
	Texas Capital Bank 2000 McKinney Avenue, Suite 700 Dallas, TX 75201	Healthc	rest Note		06/01/2017	\$1,650,000.00
	Texas Capital Bank 2000 McKinney Avenue, Suite 700 Dallas, TX 75201		tion Bariatric Intercompar	Hospital of San ny Note	06/01/2017	\$2,300,000.00
6.	Setoffs List any creditor, including a bank or financial ir of the debtor without permission or refused to n debt.					
	None					
	Creditor's name and address	Descript	ion of the actio	n creditor took	Date action was taken	Amount

Part 3: Legal Actions or Assignments

D	ebtor	Foundation Healthcare, Inc.		Case number ((if known) 1	7-42571-mx	m11	
7	l enal	actions, administrative proceedings, of	court actions executions	attachments or governme	ntal audi	te		
1.	List th	e legal actions, proceedings, investigation capacity—within 1 year before filing this	ns, arbitrations, mediations				debtor was in	volved
	□и	one.						
		Case title Case number	Nature of case	Court or agency's name a address	and	Status of ca	se	
	7.1.	Ninety Nine Healthcare Management LLC, et al. v Foundation Healthcare, Inc., et al. DC-17-00411	Breach of Contract	298th District Court, D. County, TX 600 Commerce Street Dallas, TX 75202	allas	Pending On appe Conclude		
	7.2.	Visual Image Media Consultants, Inc. dba VI Marketing and Branding V Foundation Surgical Hospital Management, LLC dba Foundation Healthcare, Inc. and dba Foundation Surgical Hospital of San Antonio CJ-2017-2905	Collection	District Court of Oklah County, OK 320 Robert S. Kerr Ave 409 County Office Buil Oklahoma City, OK 73	enue ding	■ Pending □ On appe □ Conclude		
	7.3.	Hejdi Inc dba Allied Health Services v. University General Hospital LLC, et al. 2017-23970	Collection	Harris County District (151st) 201 Caroline, Suite 420 Houston, TX 77002		Pending On appe Conclude		
8.	List ar	nments and receivership ny property in the hands of an assignee for er, custodian, or other court-appointed off one			g this cas	e and any prop	perty in the ha	inds of a
P	art 4:	Certain Gifts and Charitable Contribu	itions					
9.		Il gifts or charitable contributions the of the total that recipient is less than \$1,000 le		within 2 years before filing	this case	e unless the a	ggregate val	ue of
	■ N	one						
		Recipient's name and address	Description of the gifts	or contributions	Dates gi	iven		Value
P	art 5:	Certain Losses						
10	. All los	sses from fire, theft, or other casualty v	within 1 year before filing	this case.				
	■ N	one						
		cription of the property lost and varieties the loss occurred	Amount of payments re- If you have received payment example, from insurance, got tort liability, list the total received.	nts to cover the loss, for overnment compensation, or	Dates of	floss	Value of p	oroperty lost

Official Form 207

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

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Debtor	Foundation Healthcare, Inc.	Case number (if	known) 17-42571-m	xm11
Part 6:	Certain Payments or Transfers			
List a of this		operty made by the debtor or person acting on behalf torneys, that the debtor consulted about debt consolic		
	None.			
	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.	1. Lewis Brisbois Bisgaard & Smith LLP 2100 Ross Avenue, Suite 2000 Dallas, TX 75201		03/28/2017	\$34,700.00
	Email or website address www.lewisbrisbois.com			
	Who made the payment, if not debtor? Foundation HealthCare, Inc.			
11.	2. Husch Blackwell LLP 2001 Ross Avenue, Suite 2000 Dallas, TX 75201		05/10/2017	\$62,500.00
	Email or website address www.huschblackwell.com			
	Who made the payment, if not debtor? Foundation Surgical Hospital Management, LLC			
11.	3. Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750			
	Dallas, TX 75248		04/21/2017	\$27,140.04
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor?			
11.	4. Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248		04/27/2017	\$13,215.39
	Email or website address www.ankuraconsulting.com		_	
	Who made the payment, if not debtor?			

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.5.	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750		0.4/4.0/00.47	440 470 50
	Dallas, TX 75248		04/13/2017	\$13,479.58
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor	?		
11.6.	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750			
	Dallas, TX 75248		04/06/2017	\$13,472.08
	Email or website address			
	www.ankuraconsulting.com			
	Who made the payment, if not debtor	?		
11.7.	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248		05/10/2017	\$13,958.06
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor's Foundation Surgical Hospital Management, LLC	?		
11.8.	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248		05/17/2017	\$12,500.00
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor's Foundation Surgical Hospital Management, LLC	?		

Case number (if known) 17-42571-mxm11

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.9.	Ankura Consulting, LLC 15950 Dallas Parkway, Suite			
	750 Dallas, TX 75248		05/24/2017	\$13,297.95
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor's Foundation Surgical Hospital Management, LLC	?		
11.10	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750		05/24/2017	\$12,987.98
	Dallas, TX 75248		03/24/2017	\$12,907.90
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor's Foundation Surgical Hospital Management, LLC	?		
11.11	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248		06/02/2017	\$13,067.18
	Email or website address www.ankuraconsulting.com			
	Who made the payment, if not debtor's Foundation Surgical Hospital Management, LLC	?		
11.12	Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248		06/16/2017	\$62,000.00
	Email or website address			
	www.ankuraconsulting.com			
	Who made the payment, if not debtor?	?		

Debtor	Foundation Healthcare, Inc.	Case number (if known) 17-42571-mxm11			
	Who was paid or who received the transfer?	If not money, describe any property transfe	erred Dates	Total amount of value	
11.	Husch Blackwell LLP 2001 Ross Avenue, Suite 2000 Dallas, TX 75201		06/16/2017	\$24,500.00	
	Email or website address www.huschblackwell.com				
	Who made the payment, if not debt	or?			
11.	14 Donlin Recano 48 Wall Street New York, NY 10005		06/16/2017	\$15,000.00	
	Email or website address www.donlinrecano.com				
	Who made the payment, if not debt	or?			
11.	15 Husch Blackwell LLP 2001 Ross Avenue, Suite 2000 Dallas, TX 75201		6/20/2017	\$3,500.00	
	Email or website address www.huschblackwell.com				
	Who made the payment, if not debt	or?			
List a to a s Do n	settled trusts of which the debtor is a barry payments or transfers of property made self-settled trust or similar device. ot include transfers already listed on this st	e by the debtor or a person acting on behalf of the o	debtor within 10 years before	e the filing of this case	
Na	me of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value	
List a 2 yea	ars before the filing of this case to another p	nt sale, trade, or any other means made by the debte berson, other than property transferred in the ordinecurity. Do not include gifts or transfers previously	ary course of business or fin	alf of the debtor within ancial affairs. Include	
	None.				
	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value	
Part 7:	Previous Locations				
	ious addresses all previous addresses used by the debtor v	vithin 3 years before filing this case and the dates t	the addresses were used.		
	Does not apply				
	Address		Dates of occupancy From-To	/	
Official Fo	orm 207 Statemer	nt of Financial Affairs for Non-Individuals Filing for Ba	nkruptcv	page	

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Debtor	Foundation Healthcare, Inc.		Case numb	er (if known) 17-42571-	mxm11
	Address			Dates of occupar	псу
14.	1. 14000 N. Portland Avenue Oklahoma City, OK 73134				
Part 8:	Health Care Bankruptcies				
Is the	th Care bankruptcies e debtor primarily engaged in offering ser gnosing or treating injury, deformity, or di viding any surgical, psychiatric, drug trea	sease, or			
	No. Go to Part 9. Yes. Fill in the information below.				
	Facility name and address	Nature of the busines the debtor provides	s operation, including typ	an	debtor provides meals d housing, number of tients in debtor's care
Part 9:	Personally Identifiable Information				
16. Does	s the debtor collect and retain persona	ally identifiable informatio	n of customers?		
	No.				
	Yes. State the nature of the information	collected and retained.			
	Patient information and med Employee information	ical records			
	Does the debtor have a privacy po ☐ No —	licy about that information?			
	Yes				
	in 6 years before filing this case, have t-sharing plan made available by the c			any ERISA, 401(k), 403	(b), or other pension or
	No. Go to Part 10.				
	Yes. Does the debtor serve as plan adr	ministrator?			
	☐ No Go to Part 10.				
	Yes. Fill in below: Name of plan		Emp	loyer identification nu	mber of the plan
	Unknown			20-0180812	
	Has the plan been terminated? ☐ No				
	■ Yes				
Part 10:	Certain Financial Accounts, Safe Do	eposit Boxes, and Storag	e Units		
Withi	ed financial accounts in 1 year before filing this case, were any ed, or transferred?	financial accounts or instru	ments held in the debtor's r	name, or for the debtor's	s benefit, closed, sold,
Includ	de checking, savings, money market, or eratives, associations, and other financia		rtificates of deposit; and sha	ares in banks, credit uni	ons, brokerage houses,
	None				
	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
				Landiditou	

Case number (if known) 17-42571-mxm11

	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	XXXX-5680	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other Payroll	March 2017	\$0.00
18.2.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	XXXX-6590	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other <u>Credentialin</u> g_	March 2017	\$199.00
18.3.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	XXXX-8810	☐ Checking ☐ Savings ■ Money Market ☐ Brokerage ☐ Other	March 2017	\$6,943.45
18.4.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	XXXX-6970	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other Production	March 2017	\$216.12
18.5.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	xxxx-6300	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other <u>Tax</u> Escrow	March 2017	\$0.00
18.6.	Texas Capital Bank 2350 Lakeside Boulevard, Suite 800 Richardson, TX 75082	XXXX-4122	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other Payroll	February 2017	\$0.00
18.7.	Texas Capital Bank 2350 Lakeside Boulevard, Suite 800 Richardson, TX 75082	XXXX-4130	☐ Checking ☐ Savings ☐ Money Market ☐ Brokerage ■ Other Escrow	February 2017	\$0.00
18.8.	Bank SNB 6301 Waterford Boulevard, Suite 101 Oklahoma City, OK 73118	XXXX-7040	■ Checking □ Savings □ Money Market □ Brokerage □ Other	June 2017	\$543.76

Official Form 207

No.

Yes. Provide details below.

Case number (if known) 17-42571-mxm11

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address		Describe the nature of the business	Do not inclu	Employer Identification number Do not include Social Security number or ITIN. Dates business existed		
25.1.	TOUR Association 110	Holding Company	EIN:			
	TSH Acquisition, LLC	ricialing Company	EIN:	38-3912194		
			From-To	June 22, 2013 - Current		
25.2.	ApothecaryRx, LLC	Non Operating Pharmacy Company	EIN:	20-5084291		
			From-To	June 22, 2013 - Current		
25.3.	Ninety Nine Healthcare Management, LLC	Healthcare Management	EIN:			
			From-To			
25.4.	SDC Holdings, LLC	Holding Company of Non Operating Sleep Centers	EIN:	20-8354554		
			From-To	June 22, 2013 - Current		
25.5.	Foundation Hospital General of Houston,	Investment Vehicle	EIN:	38-3905481		
	7501 Fannin Street Houston, TX 77054		From-To	June 22, 2013 - Current		
25.6.	Surveillance, The Motion Picture, LLC	Motion Picture	EIN:	20-0180812		
	Picture, LLC		From-To	June 22, 2013 - Current		
25.7.	The Hunt, The Motion Picture, LLC	Motion Picture	EIN:	20-0180812		
	ricture, LLO		From-To	June 22, 2013 - Current		
25.8.	Fingerprint Productions, LLC	Motion Picture	EIN:	20-0180812		
			From-To	June 22, 2013 - Current		
25.9.	Soul's Midnight, LLC	Motion Picture	EIN:	20-0180812		
			From-To	June 22, 2013 - Current		

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26a.1.	Ben May 4201 Cailburn Parkway Edmond, OK 73034	12/2015 - 07/2016

aane di	nd address	Date of service From-To
26a.2.	Scott Blair 2737 NW 140th Street Apt. 311 Oklahoma City, OK 73134	04/2015 - 08/2016
26a.3.	Sarah Ryan 5036 Brittany Paige Drive Edmond, OK 73034	04/2014 - 12/2016
26a.4.	Loretta Trujillo Hogan Taylor LLP 11600 Broadway Ext., Suite 300 Oklahoma City, OK 73114	08/2016 - 12/2016
26a.5.	Adriana Lopez 23873 E 1035 Road Weatherford, OK 73096	Unknow - 03/2017
26a.6.	Matt Vanzant 8001 Curtis Terr Oklahoma City, OK 73132	09/2016 - 04/2017
26a.7.	Alicia Madole 4317 SW 22nd Street, Apt. 1812 Oklahoma City, OK 73108	05/2016 - 03/2017
26a.8.	Grant Christianson 11001 Seven Pines Lane Champlin, MN 55316	2010 - Current
26a.9.	Jena Lee Marr 11233 NW 105th Street Yukon, OK 73099	12/2016
26a.10.	Mark Kidd 335 S. Wilson Vinita, OK 74301	Unknown
 26a.11.	Marnie Fulton Unknown	Unknown
within	Il firms or individuals who have audited, compiled, or reviewed debtor's books of ac 2 years before filing this case.	count and records or prepared a financial statement
□ No Name aı	nd address	Date of service From-To
26b.1.	Administrative Fiduciary Svc Inc. 10777 Northwest Freeway, Suite 440 Houston, TX 77092	2015 - 2017
Name aı	nd address	Date of service From-To
26b.2.	Alan F. Segal & Associates 79 West Monroe Street, Suite 1000 Chicago, IL 60603	08/2016 - 10/2016
Name aı	nd address	Date of service From-To

White Oaks Investor Relations 8 B ridge Lane Minneapolis, MN 55424 Name and address CLG Health Care Analytics, LLC 22287 Mulholland Hwy Suite 343 Calabasas, CA 91302 Name and address Donnelley Financial, LLC PO Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC PO Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC PO Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC PO Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC Po Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC Po Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC Po Box 842282 Boston, MA 0288-00 Box 842282 Boston, MA 02284-2282 Name and address Donnelley Financial, LLC Po Box 842282 Boston, MA 02210 Name and address Donnelley Financial, LLC Po Box 842282 Boston, MA 02210 Name and address Donnelley Financial, LLC Box 842282 Boston, MA 02210 Name and address Donnelley Financial, LLC Box 842282 Boston, MA 02210 Name and address Donnelley Financial, LLC Box 842282 Boston, MA 02210 Name and address Donnelley Financial, LLC Box 842282 Boston, MA 02210 Name and address Box 842282 Donnelley Financial, LLC Box 84228 Donnelle	1/2015 - 03/2016
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White Oaks Investor Relations 8 Bridge Lane Minneapolis, MN 55424 Name and address	2/2016
White Oaks Investor Relations 8 Bridge Lane	ate of service
6b.4. Brooks O'Neill 12	2/2015 - 02/2017
	ate of service rom-To

Case number (if known) 17-42571-mxm11

Name and address		Date of service From-To
26b.15.	Mark Kidd 335 S. Wilson Vinita, OK 74301	2015 - 2017
Name ar	nd address	Date of service From-To
26b.16.	Moss, Krusick & Associates LLC 501 S. New York Avenue, Suite 100 Winter Park, FL 32789	11/2015
Name ar	nd address	Date of service From-To
26b.17.	Richard L. Zahn 3357 Brush Creek Road Oklahoma City, OK 73120	2015 - 2017
Name ar	nd address	Date of service From-To
26b.18.	Robison Gary Johnson & Associates 2575 Kelley Pointe Parkway, Sutie 140 Edmond, OK 73013	2015 - 2016
Name ar	nd address	Date of service From-To
26b.19.	RR Donnelley Receivables, Inc. PO Box 932721 Cleveland, OH 44193	2015 - 2016
Name ar	nd address	Date of service From-To
26b.20.	Spectrum Health Partners, LLC 109 International Drive, Suite 140 Franklin, TN 37067	12/2016 - Current
Name ar	nd address	Date of service From-To
26b.21.	Stanton Nelson 1501 Drury Lane Oklahoma City, OK 73116	2015 - 2017
Name ar	nd address	Date of service From-To
26b.22.	Robert M. Byers 15217 Stoney Springs Road Edmond, OK 73013	2015 - 2017
Name ar	nd address	Date of service From-To
26b.23.	Justin Bynum PO Box 847872 Dallas, TX 75248	09/2016 - 12/2016
Name ar	nd address	Date of service From-To
26b.24.	Hugh King 15536 Monarch Lane Oklahoma City, OK 73103	06/2014 - 10/2016
Name ar	nd address	Date of service From-To
26b.25.	Thomas Michaud 6600 Overview Road Edmond, OK 73025	2015 - 2017

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

Name and address If any books of account and records are unavailable, explain why 26c.1. Specturm Health Partners, LLC 109 International Ddrive, Suite 140 Franklin, TN 37067 26c.2. Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248 26c.3. Eide Bailey 5 Triad Center, Suite 600 Salt Lake City, UT 84180-1106 26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filling this case. None Name and address No Yes. Give the details about the two most recent inventories. Name of the person who supervised the taking of the inventory The dollar amount and basis (cost, mark or other basis) of each inventory 27.1 Eric Lyons 23/01/2017 Unknown Name and address of the person who has possession of inventory records Eric Lyons 1301 NW K Street 1301 NW K Street 140	Debt	or F	oundation Healthcare, Inc.	Ca	ase number (if known) _17-42571-mxm11
Name and address If any books of account and records are unavailable, explain why 26c.1. Specturm Health Partners, LLC 109 International Ddrive, Suite 140 Franklin, TN 37067 26c.2. Ankura Consulting, LLC 15950 Dallas Parkway, Suite 750 Dallas, TX 75248 26c.3. Eide Bailey 5 Triad Center, Suite 600 Salt Lake City, UT 84180-1106 26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case. None Name and address No Yes. Give the details about the two most recent inventories. Name of the person who supervised the taking of the inventory 27.1 Eric Lyons 03/01/2017 Unknown Name and address of the person who has possession of inventory records Eric Lyons 1301 NW K Street						
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inventory records Eric Lyons 1301 NW K Street		27.1	Eric Lyons	03/01/2017	Unknov	vn
1301 NW K Street						
Bentonville, AR 72/12			,			

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Richard Zahn	3357 Brush Creek Road Oklahoma City, OK 73120	Chairman of the Board	0
Name	Address	Position and nature of any interest	% of interest, if any
Thomas Michaud	6600 Overview Road Edmond, OK 73025	Board Member	Unknown
Name	Address	Position and nature of any interest	% of interest, if any
Steven List	850 Manor Drive Argyle, TX 76226	Board Member	Unknown

Name	Address	Position and nature of any interest	% of interest, if any
Michael Miller	15950 Dallas Parkway, Suite 750 Dallas, TX 75248	Chief Restructuring Officer	0
Name	Address	Position and nature of any interest	% of interest, if any
Lorin Patterson	17793 Brookwood Way Purcellville, VA 22903	Board Member	Unknown

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No
Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Stanton Nelson	1501 Drury Lane Oklahoma City, OK 73116	Chief Executive Officer Boad Member	01/2008 - 01/2017 01/2008 - 06/2017
Name	Address	Position and nature of any interest	Period during which position or interest was held
Thomas Michaud	6600 Overview Road Edmond, OK 73025	Chairman of the Board	01/1996 - 12/2016
Name	Address	Position and nature of any interest	Period during which position or interest was held
Joseph Harroz	2511 McGee Drive Norman, OK 73072	Board of Directors	Unknown
Name	Address	Position and nature of any interest	Period during which position or interest was held
Hugh King	15536 Monarch Lane Edmond, OK 73013	Chief Financial Officer	06/2014 - 10/2016
Name	Address	Position and nature of any interest	Period during which position or interest was held
Marcelo Puiggari	3221 Elmwood Avenue Oklahoma City, OK 73116	Chief Compliance Officer	01/2005 - 04/2017
Name	Address	Position and nature of any interest	Period during which position or interest was held
Cindy Braly	6950 E.Post Oak Road Noble, OK 73068	Chief Nursing Officer	08/2011 - 01/2017
Name	Address	Position and nature of any interest	Period during which position or interest was held
Travis Crenshaw	8608 NW 126th Stgreet Oklahoma City, OK 73142	Chief Information Officer	08/2014 - 12/2016

Debtor Foundation Healthcare, Inc.			Case number (if known) 17-42571-mxm11		
Name	Ad	ddress	Position an interest	d nature of any	Period during which position or interest was held
Robert Moren		21 N. Saint Vrain Street Paso, TX 79902	Board Me	mber	Unknown - 06/15/2017
Name	Ad	ddress	Position an interest	d nature of any	Period during which position or interest was held
Justin Bynum		O Box 847872 allas, TX 75248	Chief Fina	ncial Officer	09/2016 - 12/2016
loans, credits on loans, credits on loans, credits on loans, loans, loans, loans, loans, loans, credits on loans,	ans, stock redemptions,	e debtor provide an insider with value and options exercised? Amount of money or descriptoperty		Dates	Reason for providing the value
30.1 See attac	chment				
Relationsl	hip to debtor				
31. Within 6 years bef	ore filing this case, ha	s the debtor been a member of a	any consolidated group	for tax purposes?	
■ No □ Yes. Identify	below.				
Name of the paren	t corporation		Employ		imber of the parent
32. Within 6 years bef	ore filing this case, ha	s the debtor as an employer bee	en responsible for contr	ibuting to a pensio	on fund?
■ No □ Yes. Identify	below.				
Name of the paren	t corporation		Employ corpora		imber of the parent

Debtor	Foundation Healthcare, Inc.	Case number (if known) 17-42571-mxm11
Part 14:	Signature and Declaration	
coni		aking a false statement, concealing property, or obtaining money or property by fraud in up to \$500,000 or imprisonment for up to 20 years, or both.
	we examined the information in this <i>Statement of F</i> correct.	Financial Affairs and any attachments and have a reasonable belief that the information is true
I de	clare under penalty of perjury that the foregoing is	true and correct.
Execute	ed on	
/s/ Rich	hard Zahn	Richard Zahn
Signatur	re of individual signing on behalf of the debtor	Printed name
Position	or relationship to debtor Chairman	

Are additional pages to Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?

□ No

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Insider's Name	Address 1	Address 2	City	State	Zip	Date Relationship to debtor	Total Amount/Value Reason	Reason for transfer
Alex Michaud	214 NW 31ST		OKLAHOMA CITY		73118	9/3/2016	\$ 145.00 Expens	Expense reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	OK	73118		П	Gym membership reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	OK	73118	5/24/2016 Son of chairman of board	\$ 1,980.93 AMEX reimb	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	OK	73118		1	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	OK	73118		3,509.82	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	ŏ	73118		\neg	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	X ;	73118	9/23/2016 Son of chairman of board	8,365.65	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY) OK	73118		8,334.93	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	XO :	/3118	11/23/2016 Son of chairman of board	3,393.86	reimb
Alex Michaud	214 NW 31ST		OKLAHOMA CITY	ŏ	73118		369.83	reimb
Ben May	4201 CAILBURN PKWY		EDMOND	OK	73034	5/24/2016 VP of Finance	\neg	reimb
Ben May	4201 CAILBURN PKWY		EDMOND	OK	73034	6/23/2016 VP of Finance	\neg	reimb
Ben May	4201 CAILBURN PKWY		EDMOND	OK	73034	7/24/2016 VP of Finance	\$ 485.06 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	5/24/2016 Son of chairman of board	\$ 1,831.62 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	6/23/2016 Son of chairman of board	\$ 2,221.61 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	7/24/2016 Son of chairman of board	\$ 91.27 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	8/24/2016 Son of chairman of board	\$ 878.22 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	9/23/2016 Son of chairman of board	\$ 2,299.46 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	10/24/2016 Son of chairman of board	\$ 1,433.59 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	11/23/2016 Son of chairman of board	\$ 1,234.33 AMEX reimb	reimb
Ben Michaud	2516 RICHLAND DRIVE		EDMOND	OK	73012	12/23/2016 Son of chairman of board	\$ 190.00 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	5/24/2016 CFO	\$ 2,030.24 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	6/23/2016 CFO	\$ 1,790.51 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	7/24/2016 CFO	\$ 1,018.93 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	8/24/2016 CFO	\$ 2,201.55 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	9/23/2016 CFO	\$ 819.08 AMEX reimb	reimb
Hugh King	15536 MONARCH LANE		EDMOND	OK	73013	10/24/2016 CFO	\$ 375.60 AMEX reimb	reimb
Justin Bynum	PO Box 847872		Dallas	X	75248	10/24/2016 Interim CFO	\$ 1,365.11 AMEX reimb	reimb
Justin Bynum	PO Box 847872		Dallas	×	75248	11/23/2016 Interim CFO	\$ 169.41 AMEX reimb	reimb
Justin Bynum	PO Box 847872		Dallas	×	75248	12/23/2016 Interim CFO	\neg	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	OK	73120	5/24/2016 Admin Assistant FBO C Level	21,597.52	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	OK	73120	6/23/2016 Admin Assistant FBO C Level	\$ 30,558.78 AMEX reimb	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	OK	73120		9,821.60	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	ŏ	73120	8/24/2016 Admin Assistant FBO C Level	23,693.13	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	ŏ	73120	9/23/2016 Admin Assistant FBO C Level	24,904.74	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	ŏ	73120		3,648.40	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	ŏ	73120	11/23/2016 Admin Assistant FBO C Level	5,214.48	reimb
Karen Laster	2713 DRAKESTONE AVENUE		OKLAHOMA CITY	ŏ.	73120		6,263.42	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	ă i	/3116	5/24/2016 Officer - Chief Executive	11,711.50	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	OK OK	73116	6/23/2016 Officer - Chief Executive	4,017.81	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	χo ë	73116		4,675.95	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	ě	73116		7,991.39	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	X :	73116	9/23/2016 Officer - Chief Executive	2,612.48	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	OK	73116		1,455.62	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	OK Si OK	73116	11/23/2016 Officer - Chief Executive	3,457.99	reimb
Stanton Nelson	1501 DRURY LANE		NICHOLS HILLS	OK	73116	12/23/2016 Officer - Chief Executive	1,499.09	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	ΟĶ	73025		\neg	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	ŎĶ	73025	6/23/2016 Officer - Chairman of the Board	10,415.70	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	OK	73025	7/24/2016 Officer - Chairman of the Board	\neg	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	OK	73025		9,611.83	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	OK	73025	9/23/2016 Officer - Chairman of the Board	7,339.74	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	ΟĶ	73025	10/24/2016 Officer - Chairman of the Board	6,850.95	reimb
Tom Michaud	6600 OAK VIEW ROAD		EDMOND	o K	73025	11/23/2016 Officer - Chairman of the Board	7,490.41	reimb
Iom Michaud	6600 OAK VIEW ROAD		EDMOND CITY	o K	73025	12/23/2016 Officer - Chairman of the Board	\$ 4,539.72 AMEX reimb	reimb
Iravis Crenshaw	8608 NW 1261H SI		OKLAHOMA CITY	OK	/3142	5/24/2016 Officer - Chief Information	\$ 4,855.28 AMEX reimb	reimb

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Travis Crenshaw	8608 NW 126TH ST	OKI AHOMA CITY	_	73142 6/23/2016	2016 Officer - Chief Information	⋄	9.005.79 AMEX reimb
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Travis Crenshaw	8608 NW 126TH ST	OKLAHOMA CITY			2016 Officer - Chief Information	φ.	
Iravis Crenshaw	8608 NW 1261H ST	OKLAHOMA CILY			Officer - Chief Informat	л 4	94 AMEX
Travis Crenshaw	SOUS NW IZOTH ST	ONLAHOMA CITY				Λ 4	2,764.75 AMIEX reimb
Taris Cleristiaw	SOUS INV. IZOITISI	ONLAHOWIA CITY		73142 10/24/2016		<u>۸</u> - ۷	\neg
Travis Crenshaw	8608 NW 1261H ST	OKLAHOMA CITY	5 5	12/23	2016 Officer - Chief Information	Λ -	\neg
Ben May	4201 CALIBLIAN BKWV	FOMONO		6/10	VP of Ei	n 40	
Cindy Broky	4201 CAICBONN FRAVI	NOBIE				٠ ٠	\neg
Cindy Braly	6950 F. POST OAK ROAD	NOBLE	ž č			n 41	\neg
Stanton Nelson GCC	1501 DRIBY I ANF	STIH STORUM				· •	
Stanton Nelson GCC	1501 DRURY I ANF	NICHOIS HILLS				· •	\neg
Stanton Nelson GC	1501 DRIBY LANE	NICHOIS HILLS	šě			Դ • ⁄	\neg
Ctanton Nalson GC	1501 DRIBY I ANE	NICHOIS HILLS				٠ ٠	_
Stanton Nelson GC	1501 DRURY LANE	NICHOIS HILLS		1	2016 Officer - Chief Executive	Λ +∪	638 58 Country club reimb
Stanton Nelson GC	1501 DRIBY LANE	NICHOIS HILLS	ĭ č	7	Officer - Chief	n •	
Charten Notice CC	1501 DECEMBER	NICHOLS HILLS				٠ ٠	_
Stanton Nelson GCC	1501 DRUKI LANE	NICHOLS HILLS	5 8		2016 Officer - Cillel Executive	Λ -0	\neg
Statitudi Nelsoni Occ	DO DOUGHTON	MICHOLS HILLS	5 4	10/30/2010	2010 Officer - Ciller Executive	٠ ٠	1 680 00 Evanga saimb
Listin Bynum	PO Box 847872	Dallas	≤ ≥			Դ ↔	208 17 Expense reimb
Listin Bynum	DO BOX 047072	2000	≦ }	10/20		٠ ٠	\neg
lustin Bynum	PO Box 847872	Called	¥ ≱	11/1		Դ • ⁄	\neg
Tom Michaud Lincoln Natl	6600 OAK VIEW ROAD	FDMOND				n •/	\neg
Tom Michaud Lincoln Natl	6600 OAK VIEW ROAD	EDMOND				+ 401	1
Tom Michaud Lincoln Natl	6600 OAK VIEW ROAD	EDMOND				+ ₹0	÷
Bob Byers Lincoln Natl	15217 STONEY SPRING ROAD	EDMOND			2016 Officer - Office of the Chairman	٠.	_
Bob Byers Lincoln Natl	15217 STONEY SPRING ROAD	EDMOND	OK			. 40	т
Bob Byers Lincoln Natl	15217 STONEY SPRING ROAD	EDMOND			2016 Officer - Office of the Chairman	₩.	
Bob Byers Lincoln Natl	15217 STONEY SPRING ROAD	EDMOND	OK	73013 9/26/2016	2016 Officer - Office of the Chairman	\$	214.94 Bob Byer Ins
Lucas Puiggari	3221 ELMWOOD AVE	OKLAHOMA CITY	OK	73116 7/11/2016	2016 Son of General Counsel	❖	330.00 Contract labor
Marcelo Puiggari	3221 ELMWOOD AVE	OKLAHOMA CITY		73116 6/15/2	6/15/2016 Officer - General Counsel	\$	-
Marcelo Puiggari	3221 ELMWOOD AVE	ОКГАНОМА СІТУ	OK	1		\$	130.00 Expense reimb
Marcelo Puiggari	3221 ELMWOOD AVE	ОКГАНОМА СІТУ			2017 Officer - General Counsel	\$	\neg
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY			Officer -	.	_
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY				φ.	\neg
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY				∽	
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY	OK		Officer - General	ς,	\neg
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY	+		2016 Officer - General Counsel	∽ 4	\neg
Marcelo Puiggari USCC	3221 ELMWOOD AVE	OKLAHOMA CIIY		/3116 10/31/2016	_	л 4	849.26 Country club reimb
Marcelo Pulggari QSCC	3221 ELIMWOOD AVE	ONLAHOMA CITY	X 8		2016 Officer - General Counsel	Λ 4	621.89 Country club reimb
Marcelo Puiggari OSCC	3221 ELIMWOOD AVE	OKI AHOMA CITY		l		Λ •	_
Marcelo Puigoari OSCC	3221 ELMWOOD AVE	OKLAHOMA CITY				· •	-
Marcelo Puiggari QSCC	3221 ELMWOOD AVE	OKLAHOMA CITY	ž ŏ		_	+ ↔	1
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY			-	₩.	_
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY			2016 Board Member	· \$\$	_
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY				\$	633.67 Expense reimb
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY		73120 2/20/2017	2017 Board Member	\$	736.45 Expense reimb
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY		73120 1/23/2017	2017 Board Member	\$	979.90 Expense reimb
Robert Moreno	2121 N Saint Vrain St	El Paso				❖	793.39 Expense reimb
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS		/08/6	Officer -	\$.97 Expe
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS				\$	\neg
Steven List	850 Manor Drive	Argyle				· ·	\neg
Tatum	P O Box 847872	Dallas				ss.	\neg
latum	P O Box 847872	Dallas		╛		v> 4	\neg
latum T	P U BOX 84/8/2	Dallas		┵	-	Λ (_
latum	P U BOX 84/8/2	Dallas		\perp		Λ (\neg
Tatum	P U BOX 84/8/2	Dallas	<u> </u>	75284 10/23/2016	2016 Interim CFO	Λ •	9,000.00 Contract labor
Thomas A. Michaud	6600 OAK VIEW ROAD	EDMOND		1		r 47	\neg
Thomas A. Michaud	6600 OAK VIEW ROAD	FDMOND				. •	_
Thomas A Michaild	6600 OAK VIEW BOAD	EDMOND				· •	_

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Thomas A Michaild	6600 OAK VIEW BOAD	EDMOND	Ŋ	73075	10/3/2016 Interim CEO	v	1 350 81 Inc premium reimb
Thomas A. Wichaud	6600 OAV VIEW BOAD	EDMOND	5 5	72027	10/3/2010 Interim CFO	Դ 	
Thomas A Michaid	6600 OAK VIEW ROAD	FDMOND	šš	73025	10/23/2016 Interim CFO	٠ ٠	_
Travis Crenshaw	8608 NW 126TH ST	OKI AHOMA CITY	ž	73142		· •	_
Travis Crenshaw	8608 NW 126TH ST	OKLAHOMA CITY	ŏ X	73142	11/11/2016 Previous Chief Information Officer	↔ 40	_
Will Puiggari	3221 ELMWOOD AVE	OKLAHOMA CITY	OK	73116		٠.	-
30. Payments, Distributions, or withdrawls credited or given to inciders							
Insider's Name	Address 1 Address 2		State 7			Total	Total Amount/Value Reason for transfer
Bob Byers	15217 STONEY SPRING ROAD	EDMOND	OK.	73013		-γ-	\neg
Joseph Harroz Jr	2511 McGee	Norman	OK OK	73072		ν 4	\neg
Joseph Harroz Jr	2511 McGee	Norman	X o	73072	7/25/2016 Prior Board Member	vs 4	
Joseph Harroz Jr	ZSII McGee	Norman	ž č	73077	11/4/2016 Prior Board Member	Λ·4	\neg
Joseph Harroz Jr	2511 McGee	Norman	žč	73072	2/13/201/ Prior Board Member 4/18/2017 Prior Board Member	Λ ·/	5,000.00 Board payment
Lorin Patterson	17793 Brookwood Wav	Purcellville	X A	22903		· 40	_
Lorin Patterson	17793 Brookwood Way	Purcellville	۸۸	22903		٠,	1
Lorin Patterson	17793 Brookwood Way	Purcellville	VA	22903		÷	
Lorin Patterson	17793 Brookwood Way	Purcellville	۸۸	22903	2/13/2017 Board Member	❖	5,000.00 Board payment
Lorin Patterson	17793 Brookwood Way	Purcellville	۸۸	22903	4/18/2017 Board Member	-,	1
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	5/9/2016 Chairman of the Board	❖	2,000.00 Consulting payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	6/8/2016 Chairman of the Board	\$	2,000.00 Consulting payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	7/5/2016 Chairman of the Board	Ş	2,000.00 Consulting payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	8/7/2016 Chairman of the Board	Ş	2,000.00 Consulting payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120		÷	\neg
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	ŏ	73120		s.	\neg
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	ŎĶ	73120	11/11/2016 Chairman of the Board	s.	
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	χŏ	73120	2016	S 4	\neg
Richard L. Zahn	335/ Brush Creek Rd	OKLAHOMA CIIY	Š Č	/3120		∽ 4	_
Richard L. Zahn	335/ Brush Creek Rd	OKLAHOMA CILY	š č	/3120	//25/2016 Chairman of the Board	Λ (т
Dichard I Zaha	2357 Brush Crook Bd	ONEAHONIA CITY	5 5	73120	2/12/2017 Chairman of the Board	Դ 	5,000.00 Board payment
Richard I Zahn	3337 Blusil Creek Nd 3357 Brish Creek Rd	OKI AHOMA CITY	šš	73120	_	n √	5,000:00 Board payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	οK	73120	2/2/2017 Chairman of the Board	÷	$\overline{}$
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	/2017	↔	
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120		↔	_
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	4/18/2017 Chairman of the Board	❖	10,000.00 Board payment
Richard L. Zahn	3357 Brush Creek Rd	OKLAHOMA CITY	OK	73120	5/12/2017 Chairman of the Board	\$	20,000.00 Board payment
Robert Moreno	2121 N Saint Vrain St	El Paso	×	79902		s.	\neg
Robert Moreno	2121 N Saint Vrain St	El Paso	ž ž	79902		ۍ د	
Nobelt Moreio	2121 N Saint Vialli St	El Paso	<u> </u>	20667	2/12/2017 Prior Board Momber	n 4	5,000.00 Board payment
Robert Moreno	2121 N Saint Vrain St	FI Paso	<u> </u>	79907	_	٠ ٠	\neg
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS	OK.	73116	5/3/2016 Prior Board Member / Prior CEO	. ↔	
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS	OK	73116		٠,	1
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS	OK	73116	11/4/2016 Prior Board Member / Prior CEO	⋄	5,000.00 Board payment
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS	OK	73116	2/13/2017 Prior Board Member / Prior CEO	\$	5,000.00 Board payment
Stanton Nelson	1501 DRURY LANE	NICHOLS HILLS	OK	73116		\$	\neg
Steven List	850 Manor Drive	Argyle	Ϋ́	76226	5/3/2016 Board Member	Ş	5,000.00 Board payment
Steven List	850 Manor Drive	Argyle	X	76226	7/25/2016 Board Member	ş	\neg
Steven List	850 Manor Drive	Argyle	ĭ	76226	_	❖	5,000.00 Board payment
Steven List	850 Manor Drive	Argyle	ĭ	76226		φ.	
Steven List	850 Manor Drive	Argyle	ž ž	76226	2017	v r	\neg
Steven List	850 Manor Drive	Argyle	×	97797		Λ (\neg
Steven List	850 Manor Drive	Argyle	× À	76326		Λ (\neg
Steven List	850 Manor Drive	Argyle	××	76226	4/18/2017 Board Member 4/18/2017 Board Member	Λ 4	5,000.00 Board payment
Steven list	850 Manor Drive	Arayla	<u> </u>	76226		Դ •✓	\neg
Thomas A. Michaud	6600 OAK VIEW ROAD	EDMOND	š Š	73025	5/3/2016 Previous Chairman of the Board - Current Board Member		
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Thomas A. Michaud	6600 OAK VIEW ROAD	EDMOND	OK	73025 7/25/2016	7/25/2016 Previous Chairman of the Board - Current Board Member	\$	5,000.00 Board payment
Thomas A. Michaud	6600 OAK VIEW ROAD	EDMOND	OK	73025 11/4/2016	11/4/2016 Previous Chairman of the Board - Current Board Member	\$	5,000.00 Board payment
BYERS, ROBERT	15217 STONEY SPRING ROAD	EDMOND	OK	73013 Bi Weekly	Officer of Foundation Hospital Affiliates	\$ 55	253,846.08 Salary
CRENSHAW, TRAVIS	8608 NW 126TH ST	OKLAHOMA CITY	OK	73142 Bi Weekly	Previous Chief Information Officer	£ \$	230,769.36 Salary
KING, HUGH	15536 MONARCH LANE	EDMOND	OK	73013 Bi Weekly	Previous Chief Financial Officer	£ \$	230,769.36 Salary
MICHAUD, BENJAMIN	2516 RICHLAND DRIVE	EDMOND	OK	73012 Bi Weekly	Son of Board Member	5 \$	90,257.76 Salary
MICHAUD,T. ALEX	214 NW 31ST	OKLAHOMA CITY	OK	73118 Bi Weekly	Son of Board Member)T \$	100,900.80 Salary
MICHAUD, THOMAS	6600 OAK VIEW ROAD	EDMOND	OK	73025 Bi Weekly	Previous Chairman of the Board - Current Board Member	ZE \$	323,076.96 Salary
NELSON, STANTON	1501 DRURY LANE	NICHOLS HILLS	OK	73116 Bi Weekly	Prior Board Member / Prior Chief Executive Officer	žE \$	323,076.96 Salary
PUIGGARI, MARCELO	3221 ELMWOOD AVE	OKLAHOMA CITY	OK	73116 Bi Weekly	Prior Chief Compliance Officer / General Counsel	et \$	137,861.52 Salary
PUIGGARI, MARCELO	3221 ELMWOOD AVE	OKLAHOMA CITY	OK	73116 4/7/2017	4/7/2017 Prior Chief Compliance Officer / General Counsel	z \$	22,976.00 Key Employee Retention