

**EXHIBIT A**  
**Proposed Order**

**ORDER GRANTING DEBTORS' APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE RETENTION AND EMPLOYMENT OF HARNEY MANAGEMENT PARTNERS, LLC AS FINANCIAL ADVISOR AND (II) DESIGNATING KAREN G. NICOLAOU AS CHIEF RESTRUCTURING OFFICER FOR THE DEBTORS EFFECTIVE *NUNC PRO TUNC* TO THE PETITION DATE - Page 1**

**UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

<b>In re:</b>  <b>THE LASALLE GROUP, INC., et al.,<sup>1</sup></b>  <p style="text-align: center;"><b>DEBTORS.</b></p>	§ § § § § § § § §	<b>Chapter 11</b>  <b>Case No. 19-31484-sgj-11</b>  <b>(Jointly Administered)</b>
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**ORDER GRANTING DEBTORS’ APPLICATION FOR ENTRY OF AN ORDER (I)  
AUTHORIZING THE RETENTION AND EMPLOYMENT OF HARNEY  
MANAGEMENT PARTNERS, LLC AS FINANCIAL ADVISOR AND (II)  
DESIGNATING KAREN G. NICOLAOU AS CHIEF RESTRUCTURING OFFICER  
FOR THE DEBTORS EFFECTIVE *NUNC PRO TUNC* TO THE PETITION DATE**

ON THIS DATE this Court considered the *Debtors’ Application for Entry of an Order (I)*  
*Authorizing the Retention and Employment of Harney Management Partners, LLC as Financial*  
*Advisor, and (II) Designating Karen G. Nicolaou as Chief Restructuring Officer for the Debtors*

<sup>1</sup> A list of the Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, is attached to hereto as **Schedule 1**. The Debtors’ mailing address is 545 E. John Carpenter Freeway, Suite 500, Irving, Texas 75062.

*Effective Nunc Pro Tunc to the Petition Date* (the “Application”) filed by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) for the entry of an order (the “Order”) (i) authorizing the Debtors to retain and employ Harney Management Partners, LLC (“Harney Partners”) to provide financial and restructuring services to the Debtors, and (ii) designating Ms. Karen G. Nicolaou, Managing Director of Harney Partners, as the Debtors’ Chief Restructuring Officer (“CRO”), effective *nunc pro tunc* to the Petition Date<sup>2</sup>, pursuant to Sections 105(a) and 363(b) of Title 11 of the United States Code (the “Bankruptcy Code”). Upon review of the Application and the Declaration of Karen G. Nicolaou and upon consideration of the statements made in support of the Application at a hearing held before the Court (the “Hearing”), the Court finds that it has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; that the Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); that the venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted in this Order; and any objections filed in response to the Application have been withdrawn or overruled on the merits. Accordingly, **IT IS HEREBY ORDERED THAT:**

1. The Application is **GRANTED**.
2. The Debtors, pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code, are authorized to retain and employ Harney Partners and designate Ms. Karen G. Nicolaou as their

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<sup>2</sup> Capitalized terms used but not otherwise defined in this Order have the same meaning given to them in the Application.

CRO, in accordance with the terms and conditions set forth in the Application, effective *nunc pro tunc* to the Petition Date.

3. Harney Partners shall be compensated in accordance with the procedures set forth in the Application.

4. The Debtors and Harney Partners are each authorized to take all actions necessary to effectuate the relief granted pursuant to the Order.

5. Notice of the Application provided by the Debtors is deemed to be good and sufficient notice of the Application, and the requirements of the Local Rules are satisfied by the contents of the Application.

6. Notwithstanding any Federal Rule of Bankruptcy Procedure to the contrary, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

**### END OF ORDER ###**

PREPARED AND SUBMITTED BY:

**CROWE & DUNLEVY, P.C.**

By: /s/ Christina W. Stephenson

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**PROPOSED ATTORNEYS FOR DEBTORS**

**Schedule 1**  
**List of Debtors**

#	Debtor Name	Case No.	EIN
1	The LaSalle Group, Inc.	19-31484	0143
2	West Houston Memory Care, LLC	19-31485	2760
3	Cinco Ranch Memory Care, LLC	19-31486	2716
4	Pearland Memory Care, LLC	19-31488	5311
5	Riverstone Memory Care, LLC	19-31493	5407

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