

SHECHTMAN  
HALPERIN  
SAVAGE, LLP

*A Limited Liability Partnership*

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May 27, 2020

**NOTICE TO ALL CREDITORS AND PARTIES IN INTEREST**

**RE: Hopkins Manor, Ltd. and Hopkins Health Center, LLC.**

On May 27, 2020, the Rhode Island Superior Court entered an order appointing Jonathan N. Savage, Esq. as Permanent Special Master (the "Order") of the assets and business of Hopkins Manor, Ltd. and Hopkins Health Center, LLC (collectively, "Hopkins"), a copy of which is enclosed. You may have received notice of these proceedings previously when Attorney Savage was appointed Temporary Special Master on April 24, 2020.

A Special Master is an officer of the Court, appointed for the purpose of representing the interests of all creditors. Our office does not and has not represented Hopkins or its principals, and Attorney Savage has been appointed as a neutral, impartial Special Master for the immediate purpose of stabilizing Hopkins' financial affairs and/or liquidating its assets. Ultimately, it is the intention of the Special Master to market and sell Hopkins' assets for the highest value, **subject to Court approval and after notice to all creditors and parties in interest**, with the purpose of maximizing recovery for creditors. To the extent that funds will be available to pay creditors with pre-petition claims, said claims will be paid in the order to which they are entitled in accordance with their respective rights.

In order that your interests be protected, and to ensure that you receive notice of all pleadings in connection with this Special Mastership proceeding, I have enclosed a Proof of Claim form, which I suggest that you complete, **under oath and execute before a Notary Public**, and return to me at the earliest possible date, **but no later than September 28, 2020**. Please be sure to include any and all documentation in support of your claim.

All Proofs of Claim should be sent to:

Christopher J. Fragomeni, Esq.  
Counsel to the Special Master  
Shechtman Halperin Savage, LLP  
1080 Main Street  
Pawtucket, Rhode Island 02860

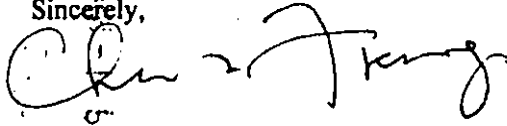
Please be advised that no private sale of Hopkins' assets, no approval of secured or any claims, and no distribution to creditors will take place without notice to all creditors and other parties in interest who file a Proof of Claim with the Special Master, which notice will include the date and time at which an interested party may be heard thereon before the Rhode Island Superior Court.

1080 Main Street  
Pawtucket, Rhode Island 02860  
p 401.272.1400 f 401.272.1403

www.shechtmanhalperinsavage.com

Should you have any questions regarding any aspect of the foregoing, please feel free to contact Christopher J. Fragomeni, Esq. at (401) 272-1400 or [cfragomeni@shslawfirm.com](mailto:cfragomeni@shslawfirm.com)

Sincerely,

A handwritten signature in black ink, appearing to read "Chris Fragomeni", written in a cursive style.

Christopher J. Fragomeni, Esq.  
Counsel to Jonathan N. Savage, Esq., solely in his  
capacity as Special Master of Hopkins Manor, Ltd.  
and Hopkins Health Center, LLC, and not individually

Enclosures.

STATE OF RHODE ISLAND  
PROVIDENCE, SC

SUPERIOR COURT

LAWRENCE S. GATES, in his capacity  
as Secretary of Hopkins Manor, Ltd.,  
and as Managing Member of Hopkins  
Health Center LLC,  
*Petitioner,*

vs.

HOPKINS MANOR, LTD., a Rhode Island  
Corporation, and HOPKINS HEALTH  
CENTER LLC, a Rhode Island Limited  
Liability Corporation,  
*Respondents,*

C.A. No. PC-2020-03413

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**ORDER APPOINTING PERMANENT SPECIAL MASTER**

The above-captioned matter came on for hearing before the Honorable Brian P. Stern on May 22, 2020 on the petition for appointment of a permanent Special Master for Hopkins Manor, Ltd., and Hopkins Health Center, LLC (collectively, "Respondents"). After consideration thereof, and the Court having considered Walker & Dunlop, LLC's ("W&D") Response and Limited Objection to Petitioner's Request for Appointment of Permanent Special Master ("Response and Limited Objection") and the statements and arguments of the Temporary Special Master and counsel for interested parties at such hearing, it is hereby

**ORDERED, ADJUDGED AND DECREED**

1. That Jonathan N. Savage, Esq. of Shechtman Halperin Savage, LLP, 1080 Main Street, Pawtucket, Rhode Island, be and hereby is appointed Permanent Special Master ("Special Master") of the Respondents, and of all the estate, assets, effects, property and business of Respondents of every name, kind, nature and description, with all the powers conferred upon the Special Master being the same as those powers conferred upon a receiver by the Rhode Island

General Laws, all other powers as set forth in this order, or otherwise, and all powers incidental to the Special Master's said Office.

2. That said Special Master shall, no later than five (5) days from the date hereof, file herein a bond in the amount of \$25,000 with corporate surety thereon authorized to do business in the State of Rhode Island conditioned that the Special Master will well and truly perform the duties of said office.

3. That said Special master be and hereby is authorized, empowered and directed to take possession and charge of said estate, assets, effects, property and business of the Respondents, including cash surrender value of any insurance owned by Respondents, and to preserve the same, and is hereby vested with title to the same; to collect and receive the debts, property and other assets and effects of said Respondents, including such cash surrender value, with full power to prosecute, defend, adjust and compromise all claims and suits of, by or against said Respondents and to appear, intervene or become a party in all suits, actions or proceedings relating to said estate, assets, effects and property as may in the judgment of the Special Master be necessary or desirable for the protection, maintenance and preservation of the property and assets of said Respondents.

4. That this appointment is made in succession to the appointment of Temporary Special Master heretofore made by order of this Court, and the Special Master shall take and be vested with the title to all assets, property and choses-in-action which have heretofore accrued to the Temporary Special Master with power to confirm and ratify in writing such agreements as are entered into by such Temporary Special Master and to carry out and perform the same.

5. That the Special Master is authorized, in the Special Master's discretion, to continue the business of the Respondents until further order of this Court, and to employ such

persons as may be desirable for the foregoing purposes (except that the Special Master shall first obtain *ex parte* approval to hire attorneys, accountants and turnaround professionals) and, in connection therewith, to use such moneys as shall come into the Special Master's hands and possession, as far as the same shall be reasonable and necessary, for the above purposes and for continuing the business of said Respondents until further Order of this Court.

6. That the Special Master is authorized to incur expenses for goods and services and to purchase for cash such merchandise, supplies and materials as in the Special Master's discretion may be desirable or necessary for continuance of the business of the Respondents; provided, however, that the Special Master must, after notice to all creditors, seek Court approval for payment from the Special Mastership estate of the Special Master's fees, costs, and expenses. W&D's rights as set forth in its Response and Limited Objection are preserved until further order of the Court. Any compensation paid to attorneys, accountants, and turn around professionals engaged on an *ex parte* basis must be authorized by the Court after notice to all creditors.

7. That said Special Master be and hereby is authorized and empowered to sell, transfer and convey said Special Master's right, title and interest and the right, title and interest of said Respondents in and to any real property or personal property, tangible or intangible, for such sum or sums of money as to said Special Master appears reasonable and proper, at private sale or sales, provided, however, that approval is first given for such sale or sales by this Court, including as to the terms and conditions thereof, after such prior notice to any secured creditors and other parties in interest and an opportunity to be heard as the Court directs.

8. That the Special Master is hereby authorized and empowered to sell at public auction any or all of the assets referred to in Paragraph 7. The Special Master is also authorized to engage an auctioneer and to insert such display ads within or without the State of Rhode

Island as the Special Master deems proper advertising for such sale. Such a public auction sale conducted by said Special Master in accordance with the provisions of this paragraph and Order shall be considered and is hereby declared to be a commercially reasonable sale, and that the same constitutes compliance with the requirements of a commercially reasonable sale as set forth in Article 9 of the Uniform Commercial Code as enacted in Rhode Island. Notwithstanding anything in this paragraph or Order to the contrary, no proposed engagement of an auctioneer nor any proposed sale of any real property or personal property of Respondents shall be effective unless prior notice of the same and an opportunity to be heard and opportunity to object to such sale, each as determined by the Court, including as to the terms and conditions of any such proposed engagement or sale, has been provided to all secured creditors and other parties in interest.

9. That said Special Master be, and hereby is, authorized and empowered, as soon as there are sufficient funds available, to pay all pre and post-petition property taxes and other municipal assessments, and City, State and United States taxes of any kind, nature and description, including withholding taxes, as well as any pre and post-petition wages earned in the normal course of business and determined by the Special Master to be due employees, with such employees being relieved of the necessity of filing claims with the Special Master unless the amount paid or shown on the books of the Respondent is not acceptable to any employee, in which case said employee may file his/her claim in the same manner as other creditors.

10. In fulfillment of the reporting requirements set forth in Rule 66 (e) of the Superior Court Rules of Civil Procedure, the Special Master shall file with the Court the Reports referred to in said Rule, as and when the Special Master deems necessary or advisable under the circumstances, or, in any event, as and when required by Order of this Court. In addition, the

Special Master shall file with the Court, on or before May 1 and October 1 of each year, a Receivership Control Calendar Report in accordance with Rhode Island Superior Court Administrative Order No. 98-7.

11. That the Special Master shall continue to discharge said Special Master's duties and trusts hereunder until further order of this Court; that the right is reserved to the Special Master and to all parties in interest to apply to this Court for any other or further instructions to said Special Master and that this Court reserves the right, upon such Notice, if any, as it shall deem proper, to make such further orders herein as may be proper, and to modify this Order from time to time.

12. All creditors or other claimants hereby are ordered to file under oath with the Special Master at 1080 Main Street, Pawtucket, RI 02860 on or before September 28, 2020, a statement setting forth their claims, including, but without limiting the generality of the foregoing, the name and address of the claimant, the nature and amount of such claim, a statement of any security or lien held by the claimant to which such claimant is or claims to be entitled, and also a statement as to any preference or priority which the claimant claims to be entitled to over the claims of any other or all other claimants or creditors.

13. Except as provided in paragraph 14 below, the commencement, prosecution, or continuance of the prosecution, of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Respondents or any of their property, in any Court, agency, tribunal, or elsewhere, or before any arbitrator, or otherwise by any creditor, stockholder, corporation, partnership or any other person, or the levy of any attachment, execution or other process upon or against any property of said Respondents,

or the taking or attempting to take into possession any property in the possession of the Respondents or of which the Respondents have the right to possession, or the cancellation at any time during the Special Mastership proceeding herein of any insurance policy, lease or other contract with Respondents, by any of such parties as aforesaid, other than the Special Master designated as aforesaid, or the termination of telephone, electric, gas or other utility service to Respondents, by any public utility, without obtaining prior approval thereof from this Honorable Court, in which connection said Special Master shall be entitled to prior notice and an opportunity to be heard, are hereby restrained and enjoined until further Order of this Court.

14. The foregoing paragraph does not stay the exercise of rights of a party to a swap agreement, securities contract, repurchase agreement, commodity contract, forward contract or master netting agreement, as those terms are defined in the Federal Bankruptcy Code, to the extent that a court would not have the power to stay the exercise if Respondents were a debtor under the Bankruptcy Code.

15. That Notice be given of the entry of this order by the Clerk of this Court by publication of a copy of the annexed Special Mastership Notice in *The Providence Journal* on or before June 12, 2020, and by the Special Master mailing on or before June 12 2020, a copy of said Special Mastership Notice to each creditor and stockholder of said Respondents known as such to the Special Master, or appearing as such on the books of said Respondents, addressed to each such stockholder or creditor at his last known address.

16. This Order is entered by virtue of and pursuant to this Court's equity powers and pursuant to its powers as authorized by the laws and statutes of the State of Rhode Island.



Case Number: PC-2020-03413  
Filed in Providence/Bristol County Superior Court  
Submitted: 5/26/2020 3:26 PM  
Envelope: 2599549  
Reviewer: Rachel L.

ENTERED, as an Order of this Court this 27th day of May, 2020.

BY ORDER:

ENTER:

Brian P. Stern, J.  
Stern, J.

/s/ Carin Miley  
Deputy Clerk I  
Clerk, Superior Court  
May 27, 2020

Presented by:

/s/ Christopher J. Fragomeni  
Christopher J. Fragomeni, Esq. (9476)  
Counsel to the Special Master  
SHECHTMAN HALPERIN SAVAGE, LLP  
1080 Main Street, Pawtucket, RI 02860  
P: 401-272-1400 | F:401-272-1403  
[cfragomeni@shslawfirm.com](mailto:cfragomeni@shslawfirm.com)

**CERTIFICATE OF SERVICE**

I hereby certify that on May 26, 2020, I have this date filed the foregoing document through the Court's electronic filing system. Such papers, having been electronically served, are available for viewing and/or downloading from the Rhode Island Judiciary's Electronic Filing System. Those who have entered their appearance electronically or who are otherwise entitled to receive such papers electronically through such system have or will receive the foregoing papers through such system.

/s/ Christopher J. Fragomeni, Esq.