

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

SOUND SHORE MEDICAL CENTER OF  
WESTCHESTER, et al.

Chapter 11  
Case No. 13-22840 (rdd)

Debtors.

(Jointly Administered)  
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**ORDER PURSUANT TO SECTION 327(A) OF THE BANKRUPTCY  
CODE AND LOCAL RULE 2014-1 AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF GARFUNKEL WILD, P.C. AS COUNSEL TO THE DEBTORS  
AND DEBTORS IN POSSESSION, *NUNC PRO TUNC* TO THE PETITION DATE**

Upon the Application, dated May 28, 2013, and the Amended Application, dated July 15, 2013 (together, the “**Application**”),<sup>1</sup> of Sound Shore Medical Center of Westchester and certain of its affiliated debtors, as debtor and debtor-in-possession (each a “**Debtor**” and collectively the “**Debtors**”), in these Chapter 11 Cases<sup>2</sup>, for an order, pursuant to Section 327(a) of Title 11, United States Code (the “**Bankruptcy Code**”), authorizing the Debtors to employ and retain Garfunkel Wild, P.C. (“**GW**”), as their counsel, *nunc pro tunc* to the Petition Date, all as more fully set forth in the Application; and upon the affidavits of Burton S. Weston, Esq., a shareholder of GW, sworn to on May 28, 2013 and July 15, 2013 (the “**Weston Affidavits**”) in support of the Application; and upon the record of the hearing held by the Court on June 25, 2013; and it appearing that the Court has jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157(a) and 1334(b) and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of

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<sup>1</sup> Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Application.

<sup>2</sup> The debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number include: Sound Shore Health System, Inc. (1398), Sound Shore Medical Center of Westchester (0117), The Mount Vernon Hospital, Inc. (0115), Howe Avenue Nursing Home d/b/a Helen and Michael Schaffer Extended Care Center (0781), NRHMC Services Corporation (9137), The M.V.H. Corporation (1514) and New Rochelle Sound Shore Housing, LLC ( ). There are certain additional affiliates of the Debtors who are not debtors and have not sought relief under Chapter 11.

New York, dated July 19, 1984, (Ward, Acting C.J.), as amended; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being satisfied based on the representations made in the Application and the Weston Affidavits that GW is a “disinterested” person within the meaning of Sections 101(14) and 327(a) of the Bankruptcy Code, that it does not hold or represent an adverse interest to the Debtors’ estates and its retention is in the best interests of the Debtors, their creditors, and all parties-in-interest; and it appearing that due and appropriate notice of the Application has been given under the circumstances and that no other or further notice need be given; and after due deliberation; and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED, that**

1. The Application is granted to the extent set forth herein.
2. In accordance with Section 327(a) of the Bankruptcy Code and Bankruptcy Rule 2014(a), the Debtors are authorized to employ and retain GW as their counsel on the terms set forth in the Application and the Weston Affidavits, to perform all of the services set forth in the Application on the terms set forth in the Application and in the Weston Affidavit, *nunc pro tunc* to the Petition Date.
3. GW shall be compensated for fees and reimbursed for reasonable and necessary expenses and will file interim and final fee applications for allowance of its compensation and expenses in accordance with Sections 330 and 331 of the Bankruptcy Code, as the case may be, the Bankruptcy Rules, the Local Rules, and the applicable fee and expense guidelines and orders of the Court.

4. Prior to any increases in GW's rates, GW shall file a supplemental affidavit with the Court and provide ten business days' notice to the Debtors, the United States Trustee and counsel for the Official Committee of Unsecured Creditors. The supplemental affidavit shall explain the basis for the requested rate increases in accordance with Section 330(a)(3)(F) of the Bankruptcy Code and state whether the Debtors have consented to the rate increase. The United States Trustee retains all rights to object to any rate increase on all grounds including, but not limited to, the reasonableness standard provided for in Section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to Section 330 of the Bankruptcy Code.

5. GW shall apply any remaining amounts of its prepetition retainer as a credit toward postpetition fees and expenses, after such postpetition fees and expenses are approved pursuant to the first Order of the Court awarding fees and expenses to GW.

6. To the extent the Application is inconsistent with this Order, the terms of this Order shall govern.

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

**NO OBJECTION: 7/15/13**

/s/ Susan D. Golden  
Office of the United States Trustee

Dated: New York, New York  
July 17, 2013

/s/ Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE