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Debtors and Debtors-in-Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:

SOUND SHORE MEDICAL CENTER INC.
OF WESTCHESTER, et al.

Chapter 11
Case No. 13-22840 (RDD)

Debtors.

(Jointly Administered)

-----X

**DEBTORS' APPLICATION TO EMPLOY AND RETAIN
GARBARINI & SCHER, P.C. AS MEDICAL MALPRACTICE
COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION
PURSUANT TO SECTIONS 327(e) OF THE BANKRUPTCY CODE**

Sound Shore Medical Center of Westchester ("SSMC") and its affiliated debtors, as debtors and debtors-in-possession (each a "**Debtors**" and collectively, the "**Debtors**")¹ in these chapter 11 cases (the "**Chapter 11 Cases**"), hereby submit this application (the "**Application**") for entry of an order (the "**Order**"), substantially in the form of Exhibit B hereto, authorizing the employment and retention of Garbarini & Scher, P.C. to serve as medical malpractice counsel in their Chapter 11 Cases. In support of this Application, the Debtors submit the Affidavit of Yuval D. Bar-Kokhba (the "**Bar-Kokhba Declaration**"), a partner of G&S, and attached hereto as Exhibit A. The Debtors also respectfully represents as follows:

¹ 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 (0117). There are certain additional affiliates of the Debtors who are not debtors in these Chapter 11 Cases and have not sought relief under Chapter 11.

INTRODUCTION

1. The Debtors are seeking entry of an order authorizing the Debtors to employ and retain Garbarini & Scher, P.C. (“**Garbarini**”) as their special medical malpractice counsel *nunc pro tunc* to the date of this Motion. To date, more than 140 medical malpractice, wrongful death and personal injury claims have been asserted against the Debtors and their estates (the “**Medical Malpractice Claims**”). The majority of the Medical Malpractice Claims have been asserted as general unsecured claims. Based on their current projections, the Debtors believe there may be sufficient funds in the Debtors’ estates to ultimately make a distribution to general unsecured creditors. Accordingly, the Debtors seek to retain Garbarini to advise them with respect to the resolution of all such claims, including but not limited to, assisting the Debtors in estimating their aggregate liability and advising the Debtors on the implementation of the claims resolution program previously approved by this Court.

JURISDICTION

2. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief requested herein are sections 327(e) of 11 U.S.C. § 101 et seq. (the “**Bankruptcy Code**”), and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

BACKGROUND

A. The Bankruptcy

4. On May 29, 2013 (the “**Petition Date**”), each of the Debtors commenced their respective Chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**). The Debtors have continued in possession and operation of their businesses and properties as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

5. On June 10, 2013, the United States Trustee for the Southern District of New York appointed the official committee of unsecured creditors (the “**Committee**”) [Docket No. 67]. The Committee has retained Alston Bird LLP as its counsel.

6. No trustee or examiner has yet been appointed in this case. The factual background relating to the Debtors’ commencement of these Chapter 11 Cases is set forth in detail in the Affidavit of John Spicer in Support of the First Day Motions, filed on the Petition Date and incorporated herein by reference.

B. The Debtors

7. Prior to the Sale, the Debtors, through their combined facilities, provided a range of specialized medical and related services, including orthopedic surgery, behavioral health, pediatrics, OB/GYN, continuing care facilities, a nursing home and community care clinics providing primary care services. Their affiliation with the New York College of Medicine also enabled the Debtors to provide a teaching environment in multiple disciplines to their community and patients. As the largest “safety net” providers for southern Westchester County, the Medical Centers serve a disproportionate share of patients in the Medicaid and uninsured populations.

8. A significant portion of the Debtors’ core business was focused around SSMC, located at 16 Guion Place, New Rochelle, New York 10802. SSMC was a not-for-profit 242-

bed, community-based teaching hospital offering primary, acute, emergency and long-term health care to the working class residents of southern Westchester. Also essential to the Debtors' operations were the services and revenue generated by Mount Vernon Hospital ("**MVH**") which was a voluntary, not-for-profit, 176-bed hospital located at 12 North Seventh Avenue, Mount Vernon, New York (the "**MVH Property**"), serving the City of Mount Vernon, the Pelhams, East Yonkers, New Rochelle and North Bronx. The final component of the services provided by the Debtors were centered around Howe Avenue Nursing Home d/b/a Helen and Michael Schaffer Extended Care Center ("**SECC**"). SECC was also located at 16 Guion Place, New Rochelle, New York (the "**SECC Property**"), operated as a comprehensive facility offering short-term rehabilitation/sub-acute care, as well as skilled long-term care.²

C. The Claims Resolution Process

9. On September 12, 2013, the Debtors filed their Motion for an Order (I) Approving Mandatory Claims Resolution Process to Resolve Certain Medical Malpractice and Related Indemnification Claims Against the Debtors and (II) Enjoining any Medical Malpractice Action Against Certain of the Debtors Medical Professionals (the "**Mediation Motion**"). [Docket No. 325] The Mediation Motion sought, *inter alia*, authorization for the implementation of a claims resolution process (the "**Claims Resolution Process**") to resolve and address claims filed against the Debtors for medical malpractice, wrongful death, personal injury and other similar claims, and potential indemnification obligations arising in connection therewith as to the Debtors' current and/or former employees and other medical professionals providing medical

² The remaining Debtors in these cases have limited or no operations. NRHMC Services Corporation is a for-profit corporation and wholly owned subsidiary of NRHMC, Inc. Its business activities consists primarily of locating, negotiating and providing physicians and other healthcare entities with real estate rentals. M.V.H. Corporation is a not-for-profit corporation which owns the parking garage located adjacent to the MVH property. Its average revenues for the last three years have been less than \$25,000 per year. It does not have any current operations, existing debt or other liabilities. New Rochelle Sound Shore Housing, LLC is a for-profit corporation which owns a 59,748 square foot medical office building located adjacent to the Sound Shore Medical Center of Westchester campus. SSMC occupies the building under a lease which expires in 2035.

services on behalf of the Debtors who were covered under the Debtors' third party malpractice insurance or under the Debtors' self insured malpractice plans. It was anticipated that under the proposed Claims Resolution Process, the Debtors would attempt to settle, rather than litigate, the Medical Malpractice Claims.

10. The Mediation Motion was subsequently approved by Order entered on October 25, 2013 [Docket No. 402].

RELIEF REQUESTED

11. As set forth above, by this Application, the Debtors request authorization to employ and retain Garbarini as their special medical malpractice counsel *nunc pro tunc* to the date of this Motion, and pursuant to section 327(e) of the Bankruptcy Code and Rules 2014(a) and 2016(a) of the Bankruptcy Rules. the Debtors respectfully request that the Court enter an order substantially in the form of Exhibit B hereto, approving the retention of Garbarini as special medial malpractice counsel, *nunc pro tunc* to the date hereof, and upon the terms and conditions set forth in the Bar-Kokhba Affidavit, attached hereto as Exhibit A.

A. Garbarini's Retention and Services to Be Rendered

12. The Debtors are seeking to retain Garbarini as their special medical malpractice counsel to assist with the implementation of their Claims Resolution Process. In connection therewith, the Debtors anticipate that Garbarini will be performing a number of tasks related to the Claims Resolution Process and the resolution of the Medical Malpractice Claims. Subject to the control and further order of this court, Garbarini will be expected to render the following services, among others, on behalf of the Debtors,

(a) representation of the Debtors in the mediation and/or litigation of the Medical Malpractice Claims,

(b) advising the Debtors in connection with the implementation and progress of the Claims Resolution Process,

(c) the estimation of liability for such claims,

(d) advising the Debtors in connection with designing the provisions of a plan of liquidation regarding treatment of Medical Malpractice Claims, and

(e) such other services as may be necessary and requested by the Debtors with respect to the Claims Resolution Process (collectively, the “**Medical Malpractice Matters**”). In rendering the foregoing services, Garbarini will also prepare, on behalf of the Debtors, any necessary motions, complaints, answers, declaration, orders, counterclaims, affidavits, reports and other legal papers relating to the Medical Malpractice Matters. When necessary, Garbarini will also appear before the Court in connection with any filings to ensure the Debtors’ interests are adequately protected.

13. The Debtors seek to retain Garbarini to handle the Medical Malpractice Matters because Garbarini enjoys an excellent reputation for its medical malpractice expertise. Garbarini has represented its clients in the New York Metropolitan area for over 40 years. Its clients include issuers of medical malpractice insurance policies, and also many self-insured clients in the mass tort, hospital and medical product related fields. Garbarini is active in litigation throughout the Tri-State Area and has advised numerous entities in resolving medical malpractice claims in chapter 11 proceedings including Union Hospital of the Bronx, the Brooklyn Hospital Center, the Flushing Hospital Creditors Committee, Cabrini Medical Center and Caritas Health Care, Inc. Based on Garbarini’s extensive experience, the Debtors believe that the attorneys at Garbarini are well-qualified to represent the Debtors as their special medical malpractice counsel. Moreover, as stated above, the Debtors will need seasoned medical malpractice attorneys to ensure the skillful and efficient resolution of the Medical Malpractice Claims. Accordingly, the Debtors submit that Garbarini’s retention is in the best interest of the Debtors and their estates.

14. The Debtors currently seek to retain Garbarini, subject to court approval, solely in connection with the Medical Malpractice Matters. While certain aspects of the representation

may necessarily involve Garbarini as well as bankruptcy counsel, or certain of the Debtors' other professionals, the Debtors believe that Garbarini's services will be complimentary to, rather than duplicative of, the services to be performed by any other retained counsel or professionals.

C. Garbarini's Disinterestedness

15. The Bar-Kokhba Affidavit, executed on behalf of Garbarini in accordance with sections 327(e), 329 and 504 of the Bankruptcy Code and Rules 2014(a) and 2016(b) of the Bankruptcy Rules, is filed contemporaneously herewith and is incorporated herein by reference. The Debtors' knowledge, information, and belief regarding the matters set forth in this Application are based on, and made in reliance upon, the Bar-Kokhba Affidavit.

16. To the best of the Debtors' knowledge, information and belief, Garbarini does not represent or hold any interest adverse to the Debtors or their estates with respect to the matters as to which Garbarini is to be employed. *See In re AroChem Corp.*, 176 F.3d 610, 622 (2d. Cir. 1999) (emphasizing that, under section 327(e) of the Bankruptcy Code, potential conflicts must be evaluated only with respect to the scope of the proposed retention). In addition, other than as set forth in the Bar-Kokhba Affidavit, annexed hereto as Exhibit A, Garbarini: (a) has no connection with the Debtors, other parties-in-interest, or the attorneys or accountants of any of the foregoing, or the United States Trustee or any person employed in the Office of the United States Trustee, (b) does not hold any interest adverse to the Debtors' estates; and (c) believes it is a "disinterested person" as defined by section 101(14) of the Bankruptcy Code.

17. Based on the foregoing and the disclosures set forth in the Bar-Kokhba Affidavit, the Debtors maintain that Garbarini does not hold or represent any interest adverse to the Debtors or the Debtors' estates with respect to the matters on which Garbarini is to be employed.

18. In addition, as set forth in the Bar-Kokhba Affidavit, Garbarini will conduct an ongoing review of its files to ensure that no disqualifying circumstances arise and if any new material facts or relationships are discovered or arise, Garbarini will supplement its disclosure to the Court.

COMPENSATION

19. In accordance with section 330(a) of the Bankruptcy Code, compensation will be payable to Garbarini on an hourly basis, plus reimbursement of actual and necessary expenses incurred by Garbarini, as set forth in the Bar-Kokhba Affidavit. As of December 1, 2013, Garbarini's hourly rates are \$200 for partners, \$165 for associates, and \$95 for paraprofessionals. The Debtors have been advised that the professionals expected to work on this case are as follows: Kurt Lee Weinmann, Partner; Yuval D. Bar-Kokhba, Partner; Pamela D. Field, Associate; and Arlene Murphy, Paralegal.

20. Garbarini's hourly rates are set at a level designed to compensate the firm fairly for the work provided by its attorneys and paraprofessionals and to cover routine overhead expenses. Garbarini's hourly rates are subject to adjustment from time to time. It is Garbarini's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the services rendered on behalf of the client. The expenses charged to clients include, among other things, photocopying, witness fees, travel expenses, any filing and recording fees, postage, express mail and messenger charges, computerized legal research charges and telecopy charges. Garbarini will charge the Debtors for these expense in a manner and at rates consistent with the charges generally made to its other clients. The time expended by Garbarini in rendering the proposed services will also be recorded contemporaneously in tenths of an hour in accordance with guidelines established by the U.S. Trustee.

21. It is anticipated that Garbarini's fees and expenses will be funded by the Debtors upon application therefor in accordance of the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Guide to Applications for Professional Compensation Issued by the U.S. Trustee (the "U.S. Trustee Guidelines"), the Local Rules and the Interim Order Pursuant to 11 U.S.C. §§ 105 and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the "Compensation Order") entered by the Court on July 1, 2013 [Docket No. 148].

22. Subject to the approval of this Court, and in accordance with the provisions of the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines, the Local Rules and the Compensation Order, the Debtors propose to pay Garbarini its customary hourly rates in effect from time to time, as set forth herein and in the Bar-Kokhba Affidavit. The Debtors submit that such rates are reasonable. The Debtors also propose to reimburse Garbarini for expenses incurred in connection with services rendered on behalf of the Debtors.

BASIS FOR RELIEF REQUESTED

23. The Debtors submit that the retention of Garbarini under the terms described herein is appropriate under section 327(e) of the Bankruptcy Code. Section 327(e) provides for the appointment of special counsel for a specific purpose where the proposed counsel does not possess any interest materially adverse to the debtor with regard to the matter(s) that will be handled by counsel. Simply put, section 327(e) of the Bankruptcy Code authorizes the retention of counsel provided that: (a) the appointment is in the best interest of the debtor's estate; (b) counsel does not hold an interest adverse to the estate with respect to the matter for which counsel is to be employed; and (c) the specified special purpose for which counsel is being

retained does not rise to the level of conducting the bankruptcy case for the debtor in possession. *See In re DeVlieg, Inc.*, 174 B.R. 497 (N.D. Ill. 1994).

24. Here, the employment and retention of Garbarini is in the best interest of the Debtors' estates. Complex matters such as the Medical Malpractice Matters are precisely the special purpose which motivated Congress to create section 327(e). *See In re DeVlieg*, 174 B.R. at 503 (citing Congressional reports). In addition, Garbarini does not hold or represent any interest adverse to the Debtors or the Debtors' estates with respect to the particular matters for which Garbarini is to be employed. Further, the specified special purpose for which Garbarini is to be employed does not rise to the level of "conducting the [bankruptcy] case" for the Debtors. The matters for which Garbarini will be retained as special medical malpractice counsel involve only the Medical Malpractice Matters.

25. Accordingly, the Debtors believe that the proposed retention of Garbarini as special medical malpractice counsel to the Debtors, *nunc pro tunc* to the date hereof, satisfies the standards of Section 327(e) of the Bankruptcy Code.

NOTICE

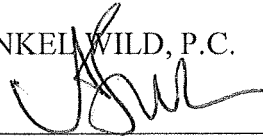
26. The Debtors intend to provide notice of this Motion to the following parties: (i) the Office of the United States Trustee; (ii) counsel for the Committee; and (iii) all parties required to be provided notice under the Case Management Order entered on July 1, 2013 [Docket No. 143]. In light of the nature of the relief requested herein, the Debtors submit that no further notice of the Application is necessary or required.

27. No previous application for the relief sought herein has been made by Applicant to this or any other Court.

WHEREFORE, the Debtors respectfully requests entry of the attached order authorizing the Debtors to employ and retain Garbarini & Scher, P.C. as medical malpractice counsel in connection with the prosecution of these cases and granting such other and further relief as is just and proper.

Dated: New York, New York
January 11, 2014

GARFUNKEL WILD, P.C.

By:  _____

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*Attorneys for Debtors
and Debtors- in-Possession*

EXHIBIT A

Affidavit of Yuval D. Bar-Kokhba

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:

SOUND SHORE MEDICAL CENTER,
OF WESTCHESTER, et al.

Chapter 11
Case No. 13-22840 (rdd)

Debtors.

(Jointly Administered)

-----X
**AFFIDAVIT IN SUPPORT OF APPLICATION FOR ORDER PURSUANT TO
SECTION 327(e) OF THE BANKRUPTCY CODE AND RULE 2014 OF
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AUTHORIZING
THE EMPLOYMENT AND RETENTION OF GARBARINI & SCHER, P.C.
AS SPECIAL MEDICAL MALPRACTICE COUNSEL TO THE DEBTORS**

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

Yuval D. Bar-Kokhba, being duly sworn, deposes and says:

1. I am a partner at the firm of Garbarini & Scher, P.C. located at 432 Park Avenue, 9th Floor, New York, New York 10016-8013 ("Garbarini").

2. This affidavit is submitted pursuant to sections 327(e) of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") in support of the Debtors' Application for an Order authorizing the above captioned debtors and debtors in possession (the "Debtors") to employ and retain Garbarini as special medical malpractice counsel in the above captioned chapter 11 cases (the "Chapter 11 Cases"), *nunc pro tunc* to the date of the Application. Unless otherwise stated herein, I have personal knowledge of the facts set forth herein.

3. The Debtors have requested that Garbarini act as special medical malpractice counsel to the Debtors and Garbarini has consented to provide such services.

4. Except as otherwise set forth herein, Garbarini is not connected with the Debtors, creditors, other parties in interest or the United States Trustee or any person employed by the Office of the United States Trustee, and, to the best of my knowledge, after due inquiry, Garbarini does not, by reason of any direct or indirect relationship to, or connection with the Debtors or other parties in interest, hold or represent any interest adverse to the Debtors or to the estates with respect to the matters upon which it is to be engaged.

5. To the best of knowledge, neither I, Garbarini, nor any member, counsel to, or associate of Garbarini represents any other entity other than the Debtors in connection with the Debtors' Chapter 11 cases. In addition, except as set forth herein, after due inquiry, neither I, Garbarini, nor any member, counsel to, or associate of Garbarini represents any party-in-interest in these Chapter 11 cases, including without limitation, any creditors, their respective attorneys and accountants and the United States Trustee, in matters related to the Debtors' Chapter 11 Cases.

Garbarini's Disclosure Procedures

6. As part of its customary practice, Garbarini is retained in cases, proceedings, and transactions involving many different parties. Garbarini has in the past represented, currently represents, and may in the future represent entities that are claimants or interest holders of the Debtors in matters unrelated to the Debtors' pending Chapter 11 Cases. Garbarini does not perform services for any such person in connection with the Debtors or these Chapter 11 cases. In addition, Garbarini does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

7. In preparing this Affidavit, I used a set of procedures developed by Garbarini to ensure compliance with the requirements of the Bankruptcy Code, the Bankruptcy

Rules, and the Local Bankruptcy Rules for the Southern District of New York, regarding the retention of professionals by a debtor under the Bankruptcy Code (the "Firm Disclosure Procedures"). Pursuant to the Firm Disclosure Procedures, I performed, or caused to be performed, the following actions, to identify the parties relevant to this affidavit and to ascertain Garbarini's connection to such parties:

- (a) Garbarini obtained a comprehensive list the types of entities who may have contacts with the Debtors, including the thirty (30) largest unsecured creditors and five (5) secured creditors as well as the professionals involved in the Chapter 11 cases (the "Retention Checklist") from Garfunkel Wild, P.C.
- (b) Garbarini compared each of the parties on the Retention Checklist to the names that Garbarini has compiled into a master client database from its conflicts clearance and billing records, comprised of the names of the entities for which any attorney time charges have been billed since the database was first created (the "Client Database"). The Client Database includes the name of each current or former client, and the names of the Garbarini personnel who are or were responsible for current or former matters for such client.
- (c) Any matches between the Client Database and the list of parties on the Retention Checklist were identified, together with the names of the respective Garbarini personnel responsible for the current or former matters for the entities on the list. The matches were thoroughly reviewed and compiled for the purpose of this Affidavit and the nature of the services rendered by Garbarini in connection with any such matches is set forth below.

**Garbarini's Connections with Parties in
Interest in Matters Unrelated to these Chapter 11 Cases**

8. Upon review of the Client Match List, Garbarini has determined that it does not hold or represent any interest adverse to the Debtors or their estates by reason of any direct or indirect relationship to, or connection with the Debtors or other parties in interest, with respect to the matters with which Garbarini will be employed and is a "disinterested person" as defined by the Bankruptcy Code.

9. Out of an abundance of caution, Garbarini hereby discloses that Kurt Lee Weinmann and Yuval D. Bar-Kokhba, members of Garbarini & Scher, P.C., are Lecturers in a class on Law & Health at New York Medical College, which is listed as a creditor. This academic activity is unrelated to the Debtors' Chapter 11 Cases and does not create an interest adverse to the Debtors therein.

Garbarini's Rates and Billing Practices

10. Pursuant to the terms of Garbarini's retention, Garbarini's hourly rates are \$200 for partners, \$165 for associates, and \$95 for paraprofessionals and staff expected to work on these chapter 11 cases. It is anticipated that the following professionals and paraprofessionals will have primary responsibility for this case: Kurt Lee Weinmann, Partner; Yuval D. Bar-Kokhba, Partner; Pamela D. Field, Associate; and Arlene Murphy, Paralegal.

11. Garbarini's existing disbursement policies provide for a pass through to clients of all out-of-pocket expenses at actual cost or at estimated actual cost when the actual cost is difficult to determine. These expenses include, among other things, photocopying, witness fees, travel expenses, filing and recording fees, postage, express mail and messenger charges, computerized legal research charges, and telecopy charges.

12. As of the date hereof, the Debtors do not owe Garbarini for any services provided or expenses accrued.

13. No promises have been received by Garbarini or any member, counsel or associate thereof as to the payment or compensation in connection with these cases other than in accordance with the provisions set forth herein. Neither I nor any principal of or professional

employed by Garbarini has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of Garbarini.

14. The Debtors' Application requests approval of Garbarini's employment and retention as special medical malpractice counsel to the Debtors, *nunc pro tunc* to the date of the Application, on rates, terms and conditions consistent with what Garbarini charges non-chapter 11 debtors, namely prompt payment of its customary hourly rates as adjusted from time to time and reimbursement of out-of-pocket expenses at cost or based on formulas that approximate the actual cost where the actual cost is not easily ascertainable. Subject to these terms and conditions, Garbarini intends to apply to this Court, pursuant to section 330 of the Bankruptcy Code, for allowances of compensation for professional services rendered in these Chapter 11 Cases and for reimbursement of actual and necessary expenses incurred in connection therewith.

15. The foregoing constitutes the statement of Garbarini pursuant to sections 327(e), 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014(a) and 2016(b). If at any time during the period of its employment Garbarini should discover any additional facts or information which require an amendment or modification of the facts disclosed herein, Garbarini will file a supplemental Affidavit with the Court reflecting any such amendment or modification.


Yuval D. Bar-Kokhba

Sworn to me this 17th
day of January, 2014

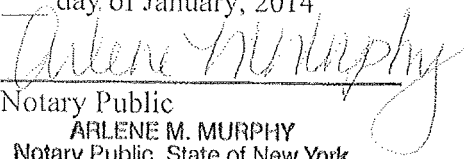

Notary Public
ARLENE M. MURPHY
Notary Public, State of New York
No. 01MU5036360
Qualified in New York County
Commission Expires November 21, 2014

EXHIBIT B

Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re:

Chapter 11

SOUND SHORE MEDICAL CENTER
OF WESTCHESTER, et al.

Case No. 13-22840(RDD)

Debtors.

(Jointly Administered)

-----X

**ORDER AUTHORIZING RETENTION AND EMPLOYMENT
GARBARINI & SCHER, P.C. AS MEDICAL MALPRACTICE
COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION
PURSUANT TO SECTIONS 327(e) OF THE BANKRUPTCY CODE**

Upon the Application¹ of Sound Shore Medical Center of Westchester ("**SSMC**") and certain of its affiliates, as Chapter 11 debtors and debtors in possession (each a "**Debtor**" and collectively, the "**Debtors**")², for an order authorizing the retention and employment of Garbarini & Scher, P.C.. ("**Garbarini**") as special medical malpractice counsel in their Chapter 11 Cases, to among other things, (i) represent the Debtors in the mediation and/or litigation of the Medical Malpractice Claims, (ii) advise the Debtors in connection with the implementation and progress of the Claims Resolution Process; (iii) advise on the estimation of liability for such claims; (iv) advise the Debtors in connection with designing the provisions of a plan of liquidation regarding treatment of Medical Malpractice Claims, and, (v) such other services as may be necessary and requested by the Debtors with respect to the Claims Resolution Process; and upon the Affidavit of Yuval D. Bar-Kokhba submitted in support of the Application, and the Court having subject matter jurisdiction to consider the Application and the relief requested therein; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

² 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 (0117). There are certain additional affiliates of the Debtors who are not debtors in these Chapter 11 Cases and have not sought relief under Chapter 11.

§ 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and good and sufficient notice of the Application having been given; and no other or further notice being required; and it appearing that the employment of Garbarini is in the best interests of the Debtors, the estates and creditors; and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT :

1. In accordance with Section 327(e) of the Bankruptcy Code, the Debtors be, and hereby are authorized to employ and retain Garbarini as special medical malpractice counsel for the Debtors, on the terms set forth in the Application and the Bar-Kokhba Affidavit.

2. Garbarini shall apply for compensation and reimbursement in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, applicable provisions of the Bankruptcy Rules, the Local Bankruptcy Rules for the Southern District of New York, the guidelines established by the Office of the United States Trustee, and such procedures as fixed by order of this Court

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

4. Ten business days' notice must be provided by Garbarini to the Debtors, the United States Trustee and any official committee prior to any increases in the rates set forth in the Application, and such notice must be filed with the Court.

5. Notwithstanding any provision to the contrary in the Application, the Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

Dated: January ____, 2014
White Plains, New York

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION: 1/17/14

OFFICE OF THE UNITED STATES TRUSTEE
FOR THE SOUTHERN DISTRICT OF NEW YORK

By: /s/ Susan D. Golden