

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION**

www.flmb.uscourts.gov

In re:	Chapter 11
Landmark Holdings of Florida, LLC,	Case No. 2:25-bk-00397
	Jointly Administered With
Landmark Management Services of Florida, LLC,	Case No. 2:25-bk-00398
Landmark Rehabilitation Hospital of Columbia, LLC,	Case No. 2:25-bk-00399
Landmark Hospital of Athens, LLC,	Case No. 2:25-bk-00400
Landmark Hospital of Cape Girardeau, LLC,	Case No. 2:25-bk-00401
Landmark Hospital of Columbia, LLC,	Case No. 2:25-bk-00402
Landmark Hospital of Joplin, LLC,	Case No. 2:25-bk-00403
Landmark Hospital of Savannah, LLC,	Case No. 2:25-bk-00404
Reorganized Debtors. ¹	

**REORGANIZED DEBTORS' MOTION FOR ENTRY
OF FINAL DECREE CLOSING CERTAIN OF THE CHAPTER 11 CASES**

**NOTICE OF OPPORTUNITY TO
OBJECT AND REQUEST FOR HEARING**

If you object to the relief requested in this paper you must file a response with the Clerk of Court at Sam M. Gibbons United States Courthouse, 801 N. Florida Avenue, Suite 555, Tampa,

¹ The Reorganized Debtors (and Wind-Down Debtors, as applicable), in these cases, along with the last four digits of their federal tax identification number, are: Landmark Holdings of Florida, LLC (1217); Landmark Management Services of Florida, LLC (7031); Landmark Rehabilitation Hospital of Columbia, LLC (5424); Landmark Hospital of Athens, LLC (2745); Landmark Hospital of Cape Girardeau, LLC (1155); Landmark Hospital of Columbia, LLC (5424); Landmark Hospital of Joplin, LLC (9493); and, Landmark Hospital of Savannah, LLC (8003).

Florida 33602 within fourteen (14) days from the date of the attached proof of service, plus an additional three days if this paper was served on any party by U.S. Mail.

If you file and serve a response within the time permitted, the Court will either notify you of a hearing date or the Court will consider the response and grant or deny the relief requested in this paper without a hearing. If you do not file a response within the time permitted, the Court will consider that you do not oppose the relief requested in the paper, and the Court may grant or deny the relief requested without further notice or hearing.

You should read these papers carefully and discuss them with your attorney if you have one. If the paper is an objection to your claim in this bankruptcy case, your claim may be reduced, modified, or eliminated if you do not timely file and serve a response.

The Reorganized Debtors,² through their undersigned counsel, file this motion (the “Motion”) seeking entry of a final decree (the “Final Decree”) (i) closing all of the above-captioned cases except the case of Landmark Holdings of Florida, LLC, Case No. 2:25-bk-00397 (the “Remaining Case”, and Landmark Holdings of Florida, LLC the “Remaining Debtor”), (ii) authorizing a change to the case caption to reflect only the Remaining Case; and (iii) granting related relief. In support of the Motion, the Reorganized Debtors submit as follows:

I. Jurisdiction, Venue, and Predicates for Relief

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this Court under 28 U.S.C. §§ 1408 and 1409.
2. This matter is a core proceeding within the meaning of 28 U.S.C. 157(b)(2).
3. The bases for the relief requested herein are section 350(a) of title 11 of the United States Code (the “Bankruptcy Code”), rule 3022 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”), and rule 3022-1 of the Local Rules for the United States Bankruptcy Court for the Middle District of Florida (the “Local Rules”).

² Capitalized terms used herein but not otherwise defined shall have the meaning ascribed in the *Third Amended Joint Chapter 11 Plan For Landmark Holdings of Florida, LLC and Its Debtor Affiliates* [Docket No. 417] (the “Plan”).

II. Background

4. On March 9, 2025, each of the above-captioned Debtors filed voluntary petitions under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”).

5. On March 10, 2025, the Court entered the *Order Pursuant to Fed. R. Bankr. P. 1015(b) Directing Joint Administration of Related Chapter 11 Cases* [Docket No. 7] (the “Joint Administration Order”) directing the joint administration of these Chapter 11 Cases.

6. The jointly administered cases are:

Debtor	Case Number
Landmark Holdings of Florida, LLC	2:25-bk-00397
Landmark Management Services of Florida, LLC	2:25-bk-00398
Landmark Rehabilitation Hospital of Columbia, LLC	2:25-bk-00399
Landmark Hospital of Athens, LLC	2:25-bk-00400
Landmark Hospital of Cape Girardeau, LLC	2:25-bk-00401
Landmark Hospital of Columbia, LLC	2:25-bk-00402
Landmark Hospital of Joplin, LLC	2:25-bk-00403
Landmark Hospital of Savannah, LLC	2:25-bk-00404

7. On October 9, 2025, the Court entered the *Order Approving Disclosure Statement and Confirming Third Amended Chapter 11 Plan of Landmark Holdings of Florida, LLC and Its Debtor Affiliates* [Docket No. 421] (the “Confirmation Order”), confirming the *Third Amended Joint Chapter 11 Plan For Landmark Holdings of Florida, LLC and Its Debtor Affiliates* [Docket No. 417] (the “Plan”). The Confirmation Order is final and non-appealable.

8. On December 12, 2025, the Plan was substantially consummated and the Effective Date occurred. *See Notice of Occurrence of Effective Date* [Docket No. 486].

9. As more specifically provided in the Plan, as of the Effective Date: (i) substantial consummation of the Plan was deemed to have occurred; (ii) the Definitive Documents were executed; (iii) the Savannah Transaction was closed; (iv) the New Equity was issued; (v) the New Board was appointed in accordance with the New Organizational Documents for each of the

Reorganized Debtors; (vi) the GUC Trust was created; (vii) the Debtors' assets vested in the Reorganized Debtors, the Wind-Down Debtors, or the GUC Trust, as applicable; (viii) the Take Back Loans were executed; (ix) the New Lease Documents were executed; (x) the Management Incentive Plan was adopted; (xi) the Allowed DIP Claim was paid in full, and the DIP Facility converted to the Exit Facility; (xii) Allowed Professional Fee Claims were paid in full; and (xiii) the Restructuring Transactions were otherwise consummated to effectuate the Plan.

10. Since the Petition Date, certain parties filed proofs of claim against the Debtors. As of the date hereof, the Reorganized Debtors believe that all of these claims, to the extent allowed, have (a) received treatment in accordance with the Plan, (b) been withdrawn, or (c) been unaltered by the bankruptcy. Additionally, the Reorganized Debtors, the GUC Trust, or any Entity (as defined in the Plan) authorized pursuant to the Plan, as applicable, to file an objection to any claim reserve all rights to dispute any asserted claims in the Remaining Case.

11. Additionally, the Joint Administration Order already contemplates that any objections to claims will be filed in the Remaining Case, which served as the Lead Case during the pendency of these chapter 11 proceedings. *See* Joint Administration Order at ¶ 8(b). This is consistent with the Local Rules. *See* Local Rule 1015-1(3)(C) (“Creditors shall file separate proofs of claim in each of the jointly administered cases in which a creditor asserts a claim, and the Clerk shall maintain separate claims registers for each of the jointly administered cases. ... ***However, objections to claims shall be filed in the Lead Case and shall specify the jointly administered case to which the objection applies.***”) (*emphasis supplied*). As a result, the Reorganized Debtors anticipate that, notwithstanding entry of the Final Decree, the Reorganized Debtors, the GUC Trust, or any Entity (as defined in the Plan) authorized pursuant to the Plan, as applicable, to file an objection to any claim may file such objection in the Remaining Case.

III. Relief Requested

12. By this Motion, the Reorganized Debtors request that this court enter a Final Decree

(i) closing the cases (the “Affiliate Cases”) of the following Debtors (the “Closed Debtors”):

Debtor	Case Number
Landmark Management Services of Florida, LLC	2:25-bk-00398
Landmark Rehabilitation Hospital of Columbia, LLC	2:25-bk-00399
Landmark Hospital of Athens, LLC	2:25-bk-00400
Landmark Hospital of Cape Girardeau, LLC	2:25-bk-00401
Landmark Hospital of Columbia, LLC	2:25-bk-00402
Landmark Hospital of Joplin, LLC	2:25-bk-00403
Landmark Hospital of Savannah, LLC	2:25-bk-00404

(ii) providing that the Remaining Case shall remain open and that all pending or future matters, whether they pertain to the Remaining Case or the Affiliate Cases, be filed, administered, and adjudicated, including, without limitation, filing any causes of action and objecting to any claims or interest filed against any of the Closed Debtors or the Remaining Debtor; and (iii) authorizing the amendment of the case caption to reflect only that of the Remaining Case, as follows:

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION
www.flmb.uscourts.gov

In re:

Landmark Holdings of Florida, LLC,

 Reorganized Debtor.

Chapter 11

Case No. 2:25-bk-00397

IV. Basis for Relief

13. Section 350(a) of the Bankruptcy Code provides that “[a]fter an estate is fully administered ... the court shall close the case.” 11 U.S.C. § 350(a). Bankruptcy Rule 3022, which implements section 350 of the Bankruptcy Code, further provides that “[a]fter an estate is fully

administered in a chapter 11 reorganization case, the court, on its own motion or on motion of a party in interest, shall enter a final decree closing the case.” Fed. R. Bankr. P. 3022.

14. The term “fully administered” is not defined in the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules. *In re JCP Props. Ltd.*, 540 B.R. 596, 605 (Bankr. S.D. Tex. 2015) (citing *In re SLI, Inc.*, No. 02-12608, 2005 WL 1668396, at *1 (Bankr. D. Del. June 24, 2005)). The Advisory Committee Note to Bankruptcy Rule 3022 (the “Advisory Committee Note”), however, sets forth the following non-exclusive factors to be considered in determining whether a case has been fully administered:

- a. whether the order confirming the plan has become final;
- b. whether deposits required by the plan have been distributed;
- c. whether the property proposed by the plan to be transferred has been transferred;
- d. whether the debtor or the successor of the debtor under the plan has assumed the business or the management of the property dealt with by the plan;
- e. whether payouts under the plan have commenced; and
- f. whether all motions, contested matters, and adversary proceedings have been finally resolved.

Fed. R. Bankr. P. 3022, Advisory Committee Note (1991).

15. The factors listed in the Advisory Note are not exhaustive, nor must a party demonstrate that all of the factors listed therein are satisfied before a court can find that a chapter 11 case has been fully administered for entry of a final decree. *In re Union Home & Indus., Inc.*, 375 B.R. 912, 917 (B.A.P. 10th Cir. 2007); *Spieler v. Federated Dep’t Stores, Inc. (In re Federated Department Stores, Inc.)*, 43 F. App’x 820, 822 (6th Cir. 2022).

16. Instead, courts have found that Bankruptcy Rule 3022 was intended to provide bankruptcy courts with flexibility and discretion to determine if a chapter 11 case has been fully

administered on a case-by-case basis, taking into consideration the factors listed in the Advisory Note and other relevant factors, such as “numerous case-specific, procedural and practical factors.” *In re Union Home & Indus., Inc.*, 375 B.R. at 917; *In re Federated Department Stores, Inc.*, 43 F. App’x at 822 (citing *In re Jay Bee Enters., Inc.*, 207 B.R. 536, 539 (Bankr. E.D. Ky. 1997)).

17. Importantly, “fully administered” refers to the bankruptcy *estate* rather than the bankruptcy *case*. *In re Roman Catholic Church of Archdiocese of Santa Fe*, 2023 WL 2747061, at *3 (Bankr. D.N.M. March 31, 2023). The distinction is key in the context of a business chapter 11 case, where assets of an estate are often assumed and transferred pursuant to a confirmed plan with no assets remaining in the *estate* thereafter and, as a result, “courts should encourage and facilitate the expeditious exit from bankruptcy court.” *Id.* at *6 (quoting *Pettibone Corp., et al. v. Easley, et al.*, 935 F.2d 120, 122 (7th Cir. 1991) (“Once the bankruptcy court confirms a plan of reorganization, the debtor may go about its business without further supervision or approval...”). Consistent with that dynamic, courts have also taken into account the continued accrual of U.S. Trustee fees pursuant to 28 U.S.C. 1930(a)(6), which, until a case is converted, dismissed or closed, can impose a material burden on a reorganized debtor. *Id.* at *5.

18. Here, the majority of the foregoing factors weigh strongly in favor of closing the Affiliate Cases. Taking each factor in turn, the Effective Date has occurred, and (a) the Confirmation Order is final by virtue of being entered on October 9, 2025, all applicable appeals periods have expired; (b) the distributions and payments required under the Plan have been made or will be made consistent with the timing anticipated under the Plan; (c) property has vested in the Reorganized Debtors, the Wind-Down Debtors, and the GUC Trust, as applicable, under the Plan and any property to be transferred pursuant to the Plan has been transferred; (d) the Reorganized Debtors have assumed management and operation of the reorganized businesses;

(e) the Reorganized Debtors have fully paid or have commenced paying administrative and priority claims under the Plan, including to professionals; and (f) there are no motions, applications, contested matters, or adversary proceedings pending, and the Reorganized Debtors anticipate that any remaining actions are limited to claims reconciliation and pursuit of causes of actions that were transferred to the GUC Trust for the benefit of Holders of Allowed Class 4 Claims.

19. In addition to weighing the six Advisory Committee Note factors for purposes of determining whether a case has been fully administered, courts also consider whether the plan has been substantially consummated. *See JCP Props.*, 540 B.R. at 605 (noting that “substantial consummation is the pivotal question here to determine the propriety of closing the . . . case by Final Decree.”). As described above, substantial consummation of the Plan occurred on the Effective Date pursuant to the terms of the Plan and the Confirmation Order.

20. This Court has allowed the closing of related cases for administrative purposes. *See In re Red Lobster Management LLC*, 24-02486 (GER) [Docket No. 1549] (Bankr. M.D. Fla. Dec. 27, 2024) (entering a final decree closing affiliate cases and allowing, without limitation, any and all pending or future matters, whether they pertain to the remaining case or the subsidiary cases to be filed, administered, and adjudicated in the remaining case); *In re WOB Holdings, LLC*, 24-04538 (CPM) [Docket No. 344] (Bankr. M.D. Fla. March 31, 2025) (same); *In re Legacy-Xspire, Holdings LLC*, 23-04251 (RCT) [Docket No. 42] (Bankr. M.D. Fla. March 25, 2025) (same).

21. Finally, entry of a final decree closing the Affiliate Cases will not adversely affect the substantive rights of any party in interest. *See In re Clayton*, 101 F.3d 697, 1996 WL 661099, at *1 (5th Cir. 1996) (“[E]ntry of a final decree is merely a perfunctory, administrative event and nothing more than a ministerial housekeeping act which was never designed to determine with finality the substantive rights of parties involved in a Chapter 11 case.”) (quoting *Greater*

Jacksonville Transp. Co. v. Willis (In re Greater Jacksonville Transp. Co.), 169 B.R. 221, 224 (Bankr. M.D. Fla. 1994)); *see also In re Gould*, 437 B.R. 34, 38 (Bankr. D. Conn. 2010) (noting that a final decree “simply delineates on the docket that the case is closed; it represents the administrative conclusion of the case for recording keeping purposes.”).

22. For the reasons set forth above, the Reorganized Debtors submit that closing all of the Affiliate Cases is appropriate.

[Remainder of page left blank intentionally]

WHEREFORE, the Reorganized Debtors respectfully request that the Court enter the Final Decree, substantially in the form attached hereto as Exhibit A, granting the relief requested in this Motion and granting such other and further relief as is appropriate under the circumstances.

Dated: January 7, 2026
Fort Myers, Florida

Respectfully submitted,

/s/ Jennifer E. Wuebker

HUNTON ANDREWS KURTH LLP

Jamie Z. Isani (FL 728861)

333 SE 2nd Avenue, Suite 2400

Miami, Florida 33131

Telephone: (305) 810-2500

Facsimile: (305) 810-2460

Email: jisani@hunton.com

- and -

Justin F. Paget (admitted *pro hac vice*)

Jennifer E. Wuebker (admitted *pro hac vice*)

951 E. Byrd Street

Richmond, Virginia 23219

Telephone: (804) 788-8200

Facsimile: (804) 788-8218

Email: jpaget@hunton.com

jwuebker@hunton.com

*Counsel to the Debtors and
Debtors in Possession*

Exhibit A

Proposed Final Decree

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION**

www.flmb.uscourts.gov

In re:	Chapter 11
Landmark Holdings of Florida, LLC,	Case No. 2:25-bk-00397
	Jointly Administered With
Landmark Management Services of Florida, LLC,	Case No. 2:25-bk-00398
Landmark Rehabilitation Hospital of Columbia, LLC,	Case No. 2:25-bk-00399
Landmark Hospital of Athens, LLC,	Case No. 2:25-bk-00400
Landmark Hospital of Cape Girardeau, LLC,	Case No. 2:25-bk-00401
Landmark Hospital of Columbia, LLC,	Case No. 2:25-bk-00402
Landmark Hospital of Joplin, LLC,	Case No. 2:25-bk-00403
Landmark Hospital of Savannah, LLC,	Case No. 2:25-bk-00404
Reorganized Debtors. ¹	

¹ The Reorganized Debtors (and Wind-Down Debtors, as applicable), in these cases, along with the last four digits of their federal tax identification number, are: Landmark Holdings of Florida, LLC (1217); Landmark Management Services of Florida, LLC (7031); Landmark Rehabilitation Hospital of Columbia, LLC (5424); Landmark Hospital of Athens, LLC (2745); Landmark Hospital of Cape Girardeau, LLC (1155); Landmark Hospital of Columbia, LLC (5424); Landmark Hospital of Joplin, LLC (9493); and, Landmark Hospital of Savannah, LLC (8003).

FINAL DECREE CLOSING CERTAIN OF THE CHAPTER 11 CASES

Upon the motion (the “Motion”)² of the Reorganized Debtors for entry of a final decree (this “Final Decree”) closing the Affiliate Cases, all as more fully described in the Motion; and the Court having reviewed the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion has been given under the circumstances and that no other or further notice is necessary; and all objections, if any, to entry of this Order having been withdrawn, resolved, overruled; and upon the record herein; and after due deliberation thereon; the Court having determined that there is good and sufficient cause for the relief granted in the Order,

it is hereby **ORDERED THAT:**

1. The following Chapter 11 Cases (the “Affiliate Cases”) of the following Debtors (the “Closed Debtors”) are closed and a final decree is granted, effective as of the date hereof:

Debtor	Case Number
Landmark Management Services of Florida, LLC	2:25-bk-00398
Landmark Rehabilitation Hospital of Columbia, LLC	2:25-bk-00399
Landmark Hospital of Athens, LLC	2:25-bk-00400
Landmark Hospital of Cape Girardeau, LLC	2:25-bk-00401
Landmark Hospital of Columbia, LLC	2:25-bk-00402
Landmark Hospital of Joplin, LLC	2:25-bk-00403
Landmark Hospital of Savannah, LLC	2:25-bk-00404

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

2. Notwithstanding anything to the contrary in this Final Decree, the Court shall retain jurisdiction as provided in the Plan, the Confirmation Order, and this Final Decree.

3. The Chapter 11 Case of Landmark Holdings of Florida, LLC (the “Remaining Debtor”), Case No. 2:25-bk-00397 (the “Remaining Case”), shall remain open pending the entry of a final decree by this Court closing the Remaining Case.

4. The following caption shall be used in the Remaining Case going forward:

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION**
www.flmb.uscourts.gov

In re:

Landmark Holdings of Florida, LLC,

Reorganized Debtor.

Chapter 11

Case No. 2:25-bk-00397

5. Without limitation, any and all pending or future matters, whether they pertain to the Remaining Case or the Affiliate Cases, shall be filed, administered, and adjudicated in the Remaining Case without the need to reopen the Affiliate Cases.

6. Without limitation, any claims or interests that were filed against any of the Closed Debtors or the Remaining Debtor, may be objected to and filed, administered and adjudicated in the Remaining Case, without the need to reopen the Affiliate Cases, and all such claims and interests shall, otherwise, remain unaffected by this Final Decree.

7. Any failure of the Reorganized Debtors, the GUC Trust, or any Entity (as defined in the Plan) authorized pursuant to the Plan, as applicable, to file an objection to any claim or interest in the Affiliate Cases on or prior to entry of this Final Decree shall not constitute allowance of the claim or interest and shall not result in such claim or interest being deemed Allowed against

any Reorganized Debtor (or Wind-Down Debtor, as applicable). Any objections to claims against the Closed Debtors may be filed, administered, and adjudicated in the Remaining Case.

8. Entry of this Final Decree is without prejudice to (a) the rights of the Reorganized Debtors or any party in interest to seek to reopen any of these Affiliate Cases for cause pursuant to section 350(b) of the Bankruptcy Code, (b) the rights of the Reorganized Debtors, the GUC Trust, or any Entity authorized pursuant to the Plan, as applicable, to dispute, in the Bankruptcy Court or any applicable non-bankruptcy forum, any claims that were filed against the Debtors, the Reorganized Debtors, or the Wind-Down Debtors, as applicable, in these Chapter 11 Cases, as contemplated by the Plan and the Confirmation Order, and (c) the rights of the GUC Trust or GUC Trustee to pursue litigation against any third parties. No third party shall have any defense to any litigation or claim objection brought by the GUC Trust or GUC Trustee by virtue of the entry of the Final Decree in any of the Affiliate Cases or the closure of the Affiliate Cases.

9. Notwithstanding anything to the contrary contained in the Plan, any failure of the Reorganized Debtors, the GUC Trust, or any Entity authorized pursuant to the Plan, as applicable, to file an objection to any claim in the Chapter 11 Cases shall not constitute allowance of the claim and shall not result in such claim being deemed Allowed against any Reorganized Debtor.

10. Quarterly disbursements for the Remaining Debtor will be reported, and quarterly fees will be paid, in the ordinary course, pending the entry of a final decree by this Court closing the Remaining Case. Quarterly disbursements for each of the Closed Debtors will be reported, and quarterly fees for each of the Closed Debtors will be paid, in the ordinary course for disbursements made before the entry of a final decree by this Court for each Closed Case. All further reporting concerning the administration of the assets and liabilities of the Closed Debtors or Remaining Debtor shall be filed in the Remaining Case.

11. Notwithstanding anything to the contrary in this Final Decree, all of the terms and conditions of this Final Decree shall be immediately effective and enforceable.

12. The Reorganized Debtors, Wind-Down Debtors, Plan Administrator and GUC Trustee are authorized to take all actions necessary to effectuate the relief granted in this Final Decree in accordance with the Motion.

13. Notwithstanding the entry of this Final Decree, and pursuant to the Plan, the Court retains jurisdiction to hear and determine all matters arising from or related to the Chapter 11 Cases of the Closed Debtors and the Remaining Debtor, to the fullest extent permitted by law, including, without limitation, to enforce the Confirmation Order and all matters arising from or related to the implementation, interpretation, and enforcement of this Final Decree.

Counsel for the Reorganized Debtors is directed to serve a copy of this Final Decree on interested parties who did not receive service by CM/ECF and file proof of service within three days of entry of this Final Decree.