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PROPOSED ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

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

In re:	§	CASE NO. 14-32821-11
	§	
SEARS METHODIST RETIREMENT SYSTEM, INC., <i>et al.</i>¹	§	CHAPTER 11
	§	
Debtors.	§	Joint Administration Pending
	§	

**MOTION FOR AN ORDER PURSUANT TO BANKRUPTCY
RULE 1007 GRANTING AN EXTENSION OF TIME FOR
FILING SCHEDULES AND STATEMENTS OF FINANCIAL AFFAIRS**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”), by their proposed attorneys, DLA Piper LLP (US), hereby move (the “Motion”) this Court for entry of an order, pursuant to Rule 1007(a)(5) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), extending the deadline by which the Debtors must file their Schedules and Statements (as such terms are hereinafter defined). In support of this Motion, the Debtors respectfully represent as follows:

¹ The debtors in these chapter 11 cases, along with the last four (4) digits of their taxpayer identification numbers, are: Sears Methodist Retirement System, Inc. (6330), Canyons Senior Living, L.P. (8545), Odessa Methodist Housing, Inc. (9569), Sears Brazos Retirement Corporation (8053), Sears Caprock Retirement Corporation (9581), Sears Methodist Centers, Inc. (4917), Sears Methodist Foundation (2545), Sears Panhandle Retirement Corporation (3233), Sears Permian Retirement Corporation (7608), Sears Plains Retirement Corporation (8233), Sears Tyler Methodist Retirement Corporation (0571) and Senior Dimensions, Inc. (4016). The mailing address of each of the debtors, solely for purposes of notices and communications, is 2100 Ross Avenue 21st Floor, c/o Paul Rundell, Dallas, Texas 75201.

Jurisdiction and Venue

1. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein is section 521 chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Bankruptcy Rules 1007 and 9006 and L.B.R. 1007-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas (the “Local Rules”).

Background

4. On June 10, 2014 (the “Petition Date”), the Debtors commenced these cases by each filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

5. The Debtors remain in possession of their assets and continue to operate and manage their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

6. No trustee, examiner or committee of creditors has been appointed in these cases.

7. The factual background regarding each of the Debtors, including their current and historical business operations and the events precipitating these chapter 11 filings, is set forth in detail in the Declaration of Paul B. Rundell in Support of First Day Motions, filed substantially contemporaneously herewith and incorporated herein by reference.

Relief Requested

8. Pursuant to Bankruptcy Code section 521 and Bankruptcy Rule 1007, if the bankruptcy petition is accompanied by a list of all the debtor’s creditors and their addresses, each debtor is required, within fifteen days from the date of filing, to file with the court (a) a schedule of assets and liabilities, (b) a statement of financial affairs, (c) a schedule of current income and

expenditures, (d) a statement of executory contracts and unexpired leases and (e) a list of equity security holders (collectively, the “Schedules and Statements”). By this Motion, the Debtors seek an order extending the required time for filing the Schedules and Statements for an additional forty-five days (for a total of sixty days) through and including August 8, 2014.

9. In addition, although the Debtors have commenced preparation of their schedules and statements, as a result of the large numbers of creditors and parties in interest in the Debtors’ chapter 11 cases, the fifteen day automatic extension of time to file such Schedules and Statements provided by Bankruptcy Rule 1007(c) will not be sufficient to permit completion of the Schedules and Statements. At this juncture, the Debtors estimate that an extension of forty-five days (for a total of sixty days) will provide sufficient time to prepare and file the Schedules and Statements. The Debtors thus request that the Court establish August 8, 2014 as the date on or before which they must file their Schedules and Statements, without prejudice to the Debtors’ right to seek any further extensions from this Court, or to seek a waiver of the requirement of filing certain Schedules.

10. Bankruptcy Rule 1007(c) provides for an extension, for cause, of the time for the filing of Schedules and Statements. In view of the large number of debtors and creditors in these cases, the Debtors submit that cause exists for the requested extension. Further, courts in this district have previously granted similar relief. See, e.g., In re Erickson Ret. Cmtys., LLC, et al., Case No. 09-37010 (Bankr. N.D. Tex. Nov. 2, 2009) [Dkt. No. 240]; In re Cornerstone E&P Co., L.P., et. al., Case No. 09-35228 (Bankr. N.D. Tex. Aug. 13, 2009) [Dkt. No. 50]; In re Pilgrim’s Pride, Case No. 08-45664 (Bankr. N.D. Tex. Dec. 3, 2008) [Dkt. No. 77].

11. In accordance with Local Rule 1007-1(b), attached to this Motion is a certification of the Debtors’ proposed counsel that a conference took place between Debtors’ proposed

counsel and the Office of the United States Trustee for the Northern District of Texas (the “U.S. Trustee”) during which the U.S. Trustee stated that this Motion would not be opposed by the U.S. Trustee.

12. For the forgoing reasons, the Debtors submit that the relief requested in this Motion should be granted.

Notice

13. Notice of this Motion has been provided to (a) the Office of the United States Trustee for the Northern District of Texas; (b) the Office of the Attorney General of the State of Texas; (c) each of the Debtor’s twenty (20) largest unsecured creditors; (d) counsel to Wells Fargo Bank, N.A. as trustee; (e) counsel to UMB Bank, N.A., as trustee; and (f) counsel to the Debtors’ prepetition secured lenders. The Debtors submit that, in light of the nature of the relief requested, no other or further notice is necessary or required.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially in the form annexed hereto as Exhibit A, (a) extending the time for filing the Schedules and Statements for an additional forty-five days through and including August 8, 2014, and (b) granting such other and further relief as is just and proper.

Dated: June 10, 2014
Dallas, Texas

DLA PIPER LLP (US)

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Proposed Attorneys for the Debtors
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Exhibit A

Proposed Order

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FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	CASE NO. 14-32821-11
	§	
SEARS METHODIST RETIREMENT SYSTEM, INC., <i>et al.</i>¹	§	CHAPTER 11
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Debtors.	§	Joint Administration Pending
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**ORDER GRANTING EXTENSION OF
TIME TO FILE SCHEDULES AND STATEMENTS**

Upon the Debtors' Motion for an Order Granting Extension of Time to File Schedules and Statements (the "Motion"),² dated June 10, 2014, and all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and

¹ The debtors in these chapter 11 cases, along with the last four (4) digits of their taxpayer identification numbers, are: Sears Methodist Retirement System, Inc. (6330), Canyons Senior Living, L.P. (8545), Odessa Methodist Housing, Inc. (9569), Sears Brazos Retirement Corporation (8053), Sears Caprock Retirement Corporation (9581), Sears Methodist Centers, Inc. (4917), Sears Methodist Foundation (2545), Sears Panhandle Retirement Corporation (3233), Sears Permian Retirement Corporation (7608), Sears Plains Retirement Corporation (8233), Sears Tyler Methodist Retirement Corporation (0571) and Senior Dimensions, Inc. (4016). The mailing address of each of the debtors, solely for purposes of notices and communications, is 2100 Ross Avenue 21st Floor, c/o Paul Rundell, Dallas, Texas 75201.

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

1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, and due and proper notice of the Motion having been provided to the necessary parties; and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the “Hearing”); and all of the proceedings had before the Court; and no objections having been received; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the Motion is GRANTED; and it is further

ORDERED that each of the Debtors’ time to file their respective Schedules and Statements as required by Bankruptcy Rule 1007 is hereby extended until and through August 8, 2014; and it is further

ORDERED that the entry of this Order shall be without prejudice to the Debtors’ right to seek further extensions of time within which to file the Schedules and Statements; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion; and it is further

ORDERED that this Court will retain jurisdiction to address all disputes related to the interpretation or enforcement of this Order.

End of Order