

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

In re:)	
)	Chapter 11
BUCKINGHAM SENIOR LIVING COMMUNITY, INC.¹)	Case No. 25-80595-MVL
)	Related to Docket No. 22
Debtor.)	
)	

DECLARATION OF SCOTT MACGREGOR OF FOCUS SH ACQUISITIONS, LLC IN SUPPORT OF DEBTOR’S MOTION FOR ENTRY OF AN ORDER (I)(A) APPROVING BIDDING PROCEDURES AND BID PROTECTIONS, (B) APPROVING THE DEBTOR’S ENTRY INTO THE STALKING HORSE APA, (C) SCHEDULING CERTAIN DATES AND DEADLINES, (D) APPROVING THE FORM AND MANNER OF NOTICE THEREOF, AND (E) ESTABLISHING NOTICE AND PROCEDURES FOR THE ASSUMPTION AND ASSIGNMENT OF CONTRACTS AND LEASES; (II)(A) AUTHORIZING THE SALE OF THE ASSETS FREE AND CLEAR OF ENCUMBRANCES AND (B) APPROVING THE ASSUMPTION AND ASSIGNMENT OF THE ASSUMED CONTRACTS, AND (III) GRANTING RELATED RELIEF

Scott MacGregor, being duly sworn, states the following under penalty of perjury:

1. I am a Managing Director of Focus Healthcare Partners LLC (“**Focus**”), a real estate investment and asset management firm and an affiliate of Focus SH Acquisitions, LLC (collectively with Focus, the “**Buyer**”). I am authorized to submit this declaration in support of the *Debtor’s Motion for Entry of an Order (I)(A) Approving Bidding Procedures and Bid Protections, (B) Approving the Debtor’s Entry Into the Stalking Horse APA, (C) Scheduling Certain Dates and Deadlines, (D) Approving the Form and Manner of Notice Thereof, and (E) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases (II)(A) Authorizing the Sale of the Assets Free and Clear of Encumbrances and (B) Approving the Assumption and*

¹ The last four digits of the Debtor’s federal tax identification number are 7872. The location of the Debtor’s principal place of business and the service address for the Debtor is 8580 Woodway Drive, Houston, Texas 77063.

Assignment of the Assumed Contracts, and (III) Granting Related Relief [Dkt. No. 22] (the “**Sale Motion**”).²

2. I have more than 20 years of experience in senior housing and real estate, and Focus’ senior management team has more than 105 collective years of experience in the senior living industry, as an investor, operator and lender. We have an exemplary reputation owning senior living communities across the United States, including 44 assets and over \$1.8 billion of assets since Focus’s inception.

3. In recent years, we have acquired and successfully converted the business operations of the following four (4) continuing care retirement communities from entrance fee to rental business models: (i) The Virginian, located in Fairfax, Virginia; (ii) The Roosevelt at Salt Creek, located in Elmhurst, Illinois; (iii) The Oaks at Bartlett, located in Bartlett, Illinois; and (iv) The Harborside, located in Port Washington, New York. All four (4) communities are financially sound and maintain strong reputations for operational excellence.

4. We intend to use Life Care Services (“LCS”) as the day-to-day manager. LCS has more than 50 years of experience in the senior living industry, currently operates at least 122 communities nationwide, and is ranked as one of the largest operators of senior housing, specializing in independent living, assisted living, memory care, and lifecare communities.

5. We have substantial financial wherewithal to close the sale on the terms proposed in the Sale Motion and the APA, which includes the obligation to pay the Purchase Price to the Debtor.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Sale Motion and/or the APA, as applicable.

6. We intend to commit significant capital and other resources as necessary to renovate the building, site, systems and facilities at The Buckingham, and we have sufficient experience and financial wherewithal to do so. Operationally, we intend to position this community to be the premier asset in the market. This will include, without limitation, offering a 5-star restaurant style culinary program, meaningfully expanded activity programming that includes trips and events outside the community, hotel-quality housekeeping, and a high level of general professionalism from staff.

7. To the extent that executory contracts and/or unexpired leases are designated for assumption and assignment, subject to the procedures set forth in the Sale Motion, we have sufficient financial wherewithal to satisfy any cure obligations and provide adequate assurance of future performance.

Executed this 26th day of January 2026

Focus SH Acquisitions, LLC

/s/ Scott MacGregor

Scott MacGregor

Authorized Signatory