

**Monthly Operating Report
CASH BASIS**

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ
JUDGE:	Stacey G.C. Jernigan

**UNITED STATES BANKRUPTCY COURT
NORTHERN & EASTERN DISTRICTS OF TEXAS
REGION 6**

MONTHLY OPERATING REPORT

MONTH ENDING: May^[1] 2021
MONTH YEAR

IN ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED STATES CODE, I DECLARE UNDER PENALTY OF PERJURY THAT I HAVE EXAMINED THE FOLLOWING MONTHLY OPERATING REPORT (CASH BASIS-1 THROUGH CASH BASIS-6) AND THE ACCOMPANYING ATTACHMENTS AND, TO THE BEST OF MY KNOWLEDGE, THESE DOCUMENTS ARE TRUE, CORRECT, AND COMPLETE. DECLARATION OF THE PREPARER (OTHER THAN RESPONSIBLE PARTY) IS BASED ON ALL INFORMATION OF WHICH PREPARER HAS ANY KNOWLEDGE.

RESPONSIBLE PARTY:

<u>/s/ Mark Shapiro</u>	<u>Chief Restructuring Officer</u>
ORIGINAL SIGNATURE OF RESPONSIBLE PARTY	TITLE
<u>Mark Shapiro</u>	<u>6/21/2021</u>
PRINTED NAME OF RESPONSIBLE PARTY	DATE

PREPARER:

<u>/s/ Tess Wolff</u>	<u>Financial Advisor</u>
ORIGINAL SIGNATURE OF PREPARER	TITLE
<u>Tess Wolff</u>	<u>6/21/2020</u>
PRINTED NAME OF PREPARER	DATE

Notes:

[1] This report also includes the stub period from the filing date through month-end, 4/20/21 through 4/30/21.

CASE NAME: Ryan's Restaurant Group, LLC
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Notes to the Monthly Operating Report

General:

On April 20, 2021 (the "Petition Date"), Fresh Acquisitions, LLC filed a voluntary petition with the United States Bankruptcy Court under Chapter 11 of the Bankruptcy Code [Case No.: 21-30721-11], along with the following fourteen (14) affiliated entities (including last 4 digits of taxpayer identification number): Alamo Fresh Payroll, LLC (1590); Fresh Acquisitions, LLC (2795); Alamo Ovation, LLC (9002); Buffets LLC (2294); Hometown Buffet, Inc. (3002); Tahoe Joe's Inc. (7129); OCB Restaurant Company, LLC (7607); OCB Purchasing, Co. (7610); Ryan's Restaurant Group, LLC (7895); Fire Mountain Restaurants, LLC (8003); Food Management Partners, Inc. (7374); FMP SA Management Group, LLC (3031); FMP-Fresh Payroll, LLC (8962); FMP-Ovation Payroll, LLC (1728); and Alamo Buffets Payroll, LLC (0998).

Debtor-in-Possession Financial Statements - The accompanying schedules herein are prepared on a cash basis and are unaudited, preliminary, and may not comply with generally accepted accounting principles in the United States of America ("U.S. GAAP") in all material respects.

The Monthly Operating Report is limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the monthly reporting requirements of the Bankruptcy Court and the United States Trustee. The information presented herein has not been subjected to all procedures that would typically be applied to financial information presented in accordance with U.S. GAAP. Upon the application of such procedures, the financial information could be subject to changes, and these changes could be material.

Reservation of Rights: Given the complexity of the Debtors' business, inadvertent errors, omissions or over inclusions may have occurred. Accordingly, the Debtors hereby reserve all of their rights to dispute the validity, status, enforceability, or executory nature of any claim amount, representation or other statement in this Monthly Operating Report and reserve the right to amend or supplement this Monthly Operating Report, if necessary, but shall be under no obligation to do so.

Monthly Operating Report
CASH BASIS-1

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ

CASH RECEIPTS AND DISBURSEMENTS	MONTH	MONTH	MONTH	MONTH
	Apr-21	May-21		
1. CASH - BEGINNING OF MONTH	\$ -	\$ -		
RECEIPTS				
2. CASH SALES	-	-		
3. ACCOUNTS RECEIVABLE COLLECTIONS	-	-		
4. LOANS AND ADVANCES	-	-		
5. SALE OF ASSETS	-	-		
6. LEASE & RENTAL INCOME	-	-		
7. WAGES	-	-		
8. OTHER (ATTACH LIST)	-	-		
9. TOTAL RECEIPTS	-	-	\$ -	\$ -
DISBURSEMENTS				
10. NET PAYROLL	-	-		
11. PAYROLL TAXES PAID	-	-		
12. SALES,USE & OTHER TAXES PAID	-	-		
13. INVENTORY PURCHASES	-	-		
14. MORTGAGE PAYMENTS	-	-		
15. OTHER SECURED NOTE PAYMENTS	-	-		
16. RENTAL & LEASE PAYMENTS	-	-		
17. UTILITIES	-	-		
18. INSURANCE	-	-		
19. VEHICLE EXPENSES	-	-		
20. TRAVEL	-	-		
21. ENTERTAINMENT	-	-		
22. REPAIRS & MAINTENANCE	-	-		
23. SUPPLIES	-	-		
24. ADVERTISING	-	-		
25. HOUSEHOLD EXPENSES	-	-		
26. CHARITABLE CONTRIBUTIONS	-	-		
27. GIFTS	-	-		
28. OTHER (ATTACH LIST)	-	-		
29. TOTAL ORDINARY DISBURSEMENTS	-	-	\$ -	\$ -
REORGANIZATION EXPENSES				
30. PROFESSIONAL FEES	-	-		
31. U.S. TRUSTEE FEES	-	-		
32. OTHER (ATTACH LIST)	-	-		
33. TOTAL REORGANIZATION EXPENSES	-	-	\$ -	\$ -
34. TOTAL DISBURSEMENTS	-	-	\$ -	\$ -
35. NET CASH FLOW	-	-	\$ -	\$ -
36. CASH - END OF MONTH	\$ -	\$ -	\$ -	\$ -

CASE NAME: Ryan's Restaurant Group, LLC
CASE NUMBER: 21-30728-SGJ

OTHER RECEIPTS	MONTH Apr-21	MONTH May-21	MONTH	FILING TO DATE
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
				-
TOTAL OTHER RECEIPTS	\$ -	\$ -	\$ -	\$ -

OTHER DISBURSEMENTS	MONTH Apr-21	MONTH May-21	MONTH	FILING TO DATE
TOTAL OTHER DISBURSEMENTS	\$ -	\$ -	\$ -	\$ -

Notes:

Monthly Operating Report
CASH BASIS-1A

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ

CASH DISBURSEMENTS DETAIL MONTH: _____ May _____

CASH DISBURSEMENTS				
	DATE	PAYEE	PURPOSE	AMOUNT
TOTAL CASH DISBURSEMENTS				\$ -

BANK ACCOUNT DISBURSEMENTS				
CK#	DATE	PAYEE	PURPOSE	AMOUNT
TOTAL BANK ACCOUNT DISBURSEMENTS				\$ -

TOTAL DISBURSEMENTS FOR THE MONTH	\$	-
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Monthly Operating Report
CASH BASIS-2

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ

BANK RECONCILIATIONS	Acct #1	Acct #2	Acct #3	
A. BANK:	N/A			TOTAL
B. ACCOUNT NUMBER:				
C. PURPOSE (TYPE):				
1. BALANCE PER BANK STATEMENT				\$ -
2. ADD: TOTAL DEPOSITS NOT CREDITED				\$ -
3. SUBTRACT: OUTSTANDING CHECKS				\$ -
4. OTHER RECONCILING ITEMS				\$ -
5. MONTH END BALANCE PER BOOKS				\$ -
6. NUMBER OF LAST CHECK WRITTEN				

INVESTMENT ACCOUNTS	DATE OF PURCHASE	TYPE OF INSTRUMENT	PURCHASE PRICE	CURRENT VALUE
BANK, ACCOUNT NAME & NUMBER				
7.				
8.				
9.				
10.				
11. TOTAL INVESTMENTS			\$ -	\$ -

CASH	
12. CURRENCY ON HAND	\$ -
13. TOTAL CASH - END OF MONTH	\$ -

Monthly Operating Report
CASH BASIS-3

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ

ASSETS OF THE ESTATE

SCHEDULE "A" REAL PROPERTY	SCHEDULE AMOUNT	MONTH	MONTH	MONTH
		Apr-21	May-21	
1.	\$ -			
2.				
3.				
4. OTHER (ATTACH LIST)				
5. TOTAL REAL PROPERTY ASSETS	\$ -	\$ -	\$ -	\$ -

SCHEDULE "B" PERSONAL PROPERTY				
1. CASH ON HAND	-	-	-	
2. CHECKING, SAVINGS, ETC.	-	-	-	
3. SECURITY DEPOSITS	-	-	-	
4. HOUSEHOLD GOODS	-	-	-	
5. BOOKS, PICTURES, ART	-	-	-	
6. WEARING APPAREL	-	-	-	
7. FURS AND JEWELRY	-	-	-	
8. FIREARMS & SPORTS EQUIPMENT	-	-	-	
9. INSURANCE POLICIES	-	-	-	
10. ANNUITIES	-	-	-	
11. EDUCATION	-	-	-	
12. RETIREMENT & PROFIT SHARING	-	-	-	
13. STOCKS	-	-	-	
14. PARTNERSHIPS & JOINT VENTURES	-	-	-	
15. GOVERNMENT & CORPORATE BONDS	-	-	-	
16. ACCOUNTS RECEIVABLE	-	-	-	
17. ALIMONY	-	-	-	
18. OTHER LIQUIDATED DEBTS	-	-	-	
19. EQUITABLE INTERESTS	-	-	-	
20. CONTINGENT INTERESTS	-	-	-	
21. OTHER CLAIMS	-	-	-	
22. PATENTS, TRADEMARKS & COPYRIGHTS	-	-	-	
23. LICENSES & FRANCHISES	-	-	-	
24. CUSTOMER LISTS	-	-	-	
25. AUTOS, TRUCKS & OTHER VEHICLES	-	-	-	
26. BOATS & MOTORS	-	-	-	
27. AIRCRAFT	-	-	-	
28. OFFICE EQUIPMENT	-	-	-	
29. MACHINERY, FIXTURES & EQUIPMENT	-	-	-	
30. INVENTORY	-	-	-	
31. ANIMALS	-	-	-	
32. CROPS	-	-	-	
33. FARMING EQUIPMENT	-	-	-	
34. FARM SUPPLIES	-	-	-	
35. OTHER	-	-	-	
36. TOTAL PERSONAL PROPERTY ASSETS	\$ -	\$ -	\$ -	\$ -
37. TOTAL ASSETS	\$ -	\$ -	\$ -	\$ -

Monthly Operating Report
CASH BASIS-4

CASE NAME:	Ryan's Restaurant Group, LLC
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MONTH: May

LIABILITIES OF THE ESTATE^[1]

PREPETITION LIABILITIES	SCHEDULE AMOUNT	PAYMENTS
1. SECURED	\$ 500,000	\$ -
2. PRIORITY	\$ -	\$ -
3. UNSECURED	\$ 1,409,203	\$ -
4. OTHER	\$ -	\$ -
5. TOTAL PREPETITION LIABILITIES	\$ 1,909,203	\$ -

POSTPETITION LIABILITIES	DATE INCURRED	AMOUNT OWED	DUE DATE	AMOUNT PAST DUE
1. FEDERAL INCOME TAXES				
2. FICA/MEDICARE				
3. STATE TAXES				
4. REAL ESTATE TAXES		\$ -		\$ -
5. OTHER TAXES (ATTACH LIST)				
6. TOTAL TAXES		\$ -		\$ -
OTHER POSTPETITION LIABILITIES INCLUDING TRADE CREDITORS (LIST NAMES OF CREDITORS)				
7. VitaNova Brands ^[2]	04/16/21	\$ 1,500,000.00	08/20/21	\$ -
8.				
9.				
10.				
11.				
12.				
13.				
14.				
15.				
16.				
17.				
18.				
19.				
20.				
21.				
22.				
23.				
24.				
25.				
26.				
27.				
28.				
29. (IF ADDITIONAL ATTACH LIST)				
30. TOTAL OF LINES 7 - 29		\$ 1,500,000.00		\$ -
31. TOTAL POSTPETITION LIABILITIES		\$ 1,500,000.00		\$ -

[1] Buffets, LLC and its direct subsidiaries have not kept accounts payable for themselves, therefore payables of Buffets, LLC subsidiaries including Hometown Buffets, Inc, OCB Restaurant Company, LLC, OCB Purchasing, Co., Ryan's Restaurant Group, LLC and Fire Mountain Restaurants, LLC are included in Buffets, LLC.

[2] DIP Facility.

Monthly Operating Report
CASH BASIS-4A

CASE NAME:	Ryan's Restaurant Group, LLC
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MONTH: May

ACCOUNTS RECEIVABLE AGING	SCHEDULE	MONTH	MONTH	MONTH
	AMOUNT	Apr-21	May-21	
1. 0 - 30	\$ -	\$ -	-	
2. 31 - 60	-	-	-	
3. 61 - 90	-	-	-	
4. 91 +	-	-	-	
5. TOTAL ACCOUNTS RECEIVABLE	-	-	-	-
6. AMOUNT CONSIDERED UNCOLLECTIBLE	-	-	-	
7. ACCOUNTS RECEIVABLE (NET)	\$ -	\$ -	-	-

AGING OF POSTPETITION TAXES AND PAYABLES	0 - 30	31-60	90+	Total
	DAYS	DAYS	DAYS	
TAXES PAYABLE				
1. FEDERAL	\$ -	\$ -	\$ -	\$ -
2. STATE	-	-	-	-
3. LOCAL	-	-	-	-
4. OTHER (ATTACH LIST)	-	-	-	-
5. TOTAL TAXES PAYABLE	\$ -	\$ -	\$ -	\$ -
6. OTHER POST-PETITION LIABILITIES ^[1]	\$ 1,500,000	\$ -	\$ -	\$ 1,500,000

STATUS OF POSTPETITION TAXES	BEGINNING	AMOUNT	AMOUNT	ENDING
	TAX	WITHHELD	PAID	TAX
	LIABILITY	OR ACCRUED		LIABILITY
FEDERAL				
1. WITHHOLDING	\$ -	\$ -	\$ -	\$ -
2. FICA-EMPLOYEE	-	-	-	-
3. FICA-EMPLOYER	-	-	-	-
4. UNEMPLOYMENT	-	-	-	-
5. INCOME	-	-	-	-
6. OTHER (ATTACH LIST)	-	-	-	-
7. TOTAL FEDERAL TAXES	\$ -	\$ -	\$ -	\$ -
STATE AND LOCAL				
8. WITHHOLDING	-	-	-	-
9. SALES	-	-	-	-
10. EXCISE	-	-	-	-
11. UNEMPLOYMENT	-	-	-	-
12. REAL PROPERTY	-	-	-	-
13. PERSONAL PROPERTY	-	-	-	-
14. OTHER (ATTACH LIST)	-	-	-	-
15. TOTAL STATE & LOCAL	\$ -	\$ -	\$ -	\$ -
16. TOTAL TAXES	\$ -	\$ -	\$ -	\$ -

Notes:

[1] Balance consists of \$1.5 million DIP facility.

**Monthly Operating Report
CASH BASIS-5**

CASE NAME:	Ryan's Restaurant Group, LLC
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MONTH: May

PAYMENTS TO INSIDERS AND PROFESSIONALS

INSIDERS			
NAME	TYPE OF PAYMENT	AMOUNT PAID	TTL PD TO DATE
1.		\$ -	\$ -
2.		-	-
3.		-	-
4.		-	-
5.		-	-
6.		-	-
7.		-	-
TOTAL PAYMENTS TO INSIDERS		\$ -	\$ -

PROFESSIONALS					
NAME	DATE OF COURT ORDER AUTHORIZING PAYMENT	AMOUNT APPROVED	AMOUNT PAID	TTL PAID TO DATE	TOTAL INCURRED & UNPAID
1.		\$ -	\$ -	\$ -	\$ -
2.		\$ -	\$ -	\$ -	\$ -
3.		\$ -	\$ -	\$ -	\$ -
4.		\$ -	\$ -	\$ -	\$ -
5.		\$ -	\$ -	\$ -	\$ -
6.		\$ -	\$ -	\$ -	\$ -
7.		\$ -	\$ -	\$ -	\$ -
TOTAL PAYMENTS TO PROFESSIONALS		\$ -	\$ -	\$ -	\$ -

POSTPETITION STATUS OF SECURED NOTES, LEASES PAYABLE AND ADEQUATE PROTECTION PAYMENTS

NAME OF CREDITOR	SCHEDULED MONTHLY PAYMENTS DUE	AMOUNTS PAID DURING MONTH	TOTAL UNPAID POST-PETITION
1. VitaNova Brands	\$ -	\$ -	\$ -
2.			\$ -
3.			
4.			
5.			
6. TOTAL	\$ -	\$ -	\$ -

Monthly Operating Report
CASH BASIS-6

2021

CASE NAME:	Ryan's Restaurant Group, LLC
CASE NUMBER:	21-30728-SGJ

MONTH: May

QUESTIONNAIRE

	YES	NO
1. HAVE ANY ASSETS BEEN SOLD OR TRANSFERRED OUTSIDE THE NORMAL COURSE OF BUSINESS THIS REPORTING PERIOD?		✓
2. HAVE ANY FUNDS BEEN DISBURSED FROM ANY ACCOUNT OTHER THAN A DEBTOR IN POSSESSION ACCOUNT?		✓
3. ARE ANY POSTPETITION RECEIVABLES (ACCOUNTS, NOTES OR LOANS) DUE FROM RELATED PARTIES?		✓
4. HAVE ANY PAYMENTS BEEN MADE ON PREPETITION LIABILITIES THIS REPORTING PERIOD?		✓
5. HAVE ANY POSTPETITION LOANS BEEN RECEIVED BY THE DEBTOR FROM ANY PARTY?	✓	
6. ARE ANY POSTPETITION PAYROLL TAXES PAST DUE?		✓
7. ARE ANY POSTPETITION STATE OR FEDERAL INCOME TAXES PAST DUE?		✓
8. ARE ANY POSTPETITION REAL ESTATE TAXES PAST DUE?		✓
9. ARE ANY OTHER POSTPETITION TAXES PAST DUE?		✓
10. ARE ANY AMOUNTS OWED TO POSTPETITION CREDITORS DELINQUENT?		✓
11. HAVE ANY PREPETITION TAXES BEEN PAID DURING THE REPORTING PERIOD?		✓
12. ARE ANY WAGE PAYMENTS PAST DUE?		✓

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "YES"; PROVIDE A DETAILED EXPLANATION OF EACH ITEM. ATTACH ADDITIONAL SHEETS IF NECESSARY.

5. DIP Financing from VitaNova Brands dated April 16, 2021 [doc. 16].

INSURANCE

	YES	NO
1. ARE WORKER'S COMPENSATION, GENERAL LIABILITY AND OTHER NECESSARY INSURANCE COVERAGES IN EFFECT?	✓	
2. ARE ALL PREMIUM PAYMENTS PAID CURRENT?	✓	
3. PLEASE ITEMIZE POLICIES BELOW		

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "NO" OR IF ANY POLICIES HAVE BEEN CANCELED OR NOT RENEWED DURING THIS REPORTING PERIOD, PROVIDE AN EXPLANATION BELOW. ATTACH ADDITIONAL SHEETS IF NECESSARY.

INSTALLMENT PAYMENTS

TYPE OF POLICY	CARRIER	PERIOD COVERED	PAYMENT AMOUNT & FREQUENCY
SEE ATTACHED SCHEDULE OF INSURANCE			

Ryan's Restaurant Group, LLC
21-30728-SGJ
Schedule of Insurance - As of May 31, 2021

Policy Type	Name of Carrier	Policy Number	Payment Schedule	Annual Premium	Coverage Period Start	Coverage Period End
Workers' Compensation	Liberty Mutual	WC7-641-408065-040	25% up front, then 6 monthly installments \$41,256 Combined each payment	\$ 330,048.00	8/1/2020	8/1/2021
General Liability(Liquor Liability included)	Liberty Mutual	TB2-641-408065-030	25% up front, then 6 monthly installments \$21782.88 each payment	\$ 174,263.00	8/1/2020	8/1/2021
Business Auto	Liberty Mutual	AS2-641-408065-060	100% up front	\$ 6,360.00	8/1/2020	8/1/2021
Property	Affiliated FM Insurance Company	ES646	\$15092.74 each payment(9 monthly Installment)	\$ 177,442.00	8/1/2020	8/1/2021
Umbrella	Liberty Mutual	TH7-641-408065-050	\$9943.45 each payment (12 monthly Installment)	\$ 119,224.00	8/1/2020	8/1/2021
D & O	Nationwide	EK13350904	\$724.21 each payment (7 monthly Installment)	\$ 7,049.00	10/16/2020	8/1/2021
D& O	Berkley Professional Liability	BPRO8067872	None	\$ 124,998.00	4/20/2021	4/20/2022
Excess Private Management Liability	Navigators Insurance Company	CH19DOL338977IV	\$724.21 each payment (7 monthly Installment)	\$ 7,049.00	10/16/2020	8/1/2021
<p>Note: Annual Premium for Berkley D&O policy cover all debtor entities. Annual Premium of other policies cover Alamo Buffets Payroll, LLC, Buffets, LLC together with all of its subsidiaries.</p>						