

Jason S. Brookner
Texas Bar No. 24033684
Aaron M. Kaufman
Texas Bar No. 24060067
Amber M. Carson
Texas Bar No. 24075610

GRAY REED

1601 Elm Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 954-4135
Facsimile: (214) 953-1332
Email: jbrookner@grayreed.com
akaufman@grayreed.com
acarson@grayreed.com

**PROPOSED COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION**

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

In re:	§	Chapter 11
FRESH ACQUISITIONS, LLC, <i>et al.</i> , ¹	§	Case No. 21-30721 (SGJ)
Debtors.	§	(Joint Administration Requested)

NOTICE OF DESIGNATION AS COMPLEX CHAPTER 11 BANKRUPTCY CASE

On April 20, 2021, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code. Counsel for the Debtors believe that these chapter 11 cases qualify as complex chapter 11 cases pursuant to this Court’s *Procedures for Complex Chapter 11 Cases* for the following reasons:

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number are as follows: 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). The Debtors’ principal offices are located at 2338 N. Loop 1604 W., Suite 350, San Antonio TX, 78248, United States.

- The Debtors have total debt of more than \$10 million;
- There are more than 50 parties in interest in this case;
- Interests in the Debtors are publicly traded.
- Other (Substantial explanation is required. Attach additional sheets if necessary.)

A copy of the proposed Order Granting Complex Chapter 11 Bankruptcy Case Treatment is attached hereto as **Exhibit A**.

Respectfully submitted this 20th day of April, 2021.

GRAY REED

By: /s/ Jason S. Brookner
Jason S. Brookner
Texas Bar No. 24033684
Aaron M. Kaufman
Texas Bar No. 24060067
Amber M. Carson
Texas Bar No. 24075610
1601 Elm Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 954-4135
Facsimile: (214) 953-1332
Email: jbrookner@grayreed.com
akaufman@grayreed.com
acarson@grayreed.com

**PROPOSED COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

I certify that on April 20, 2021, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Jason Brookner
Jason Brookner

Exhibit A

Proposed Order

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

<p>In re:</p> <p>FRESH ACQUISITIONS, LLC, <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 21-30721 (SGJ)</p> <p>(Joint Administration Requested)</p> <p>Re: Docket No. _</p>
--	---	---

ORDER GRANTING CHAPTER 11 COMPLEX CASE TREATMENT

The above-captioned chapter 11 cases (collectively, the “Cases”) were filed on April 20, 2021. A *Notice of Designation as Complex Chapter 11 Bankruptcy Case* was filed on the same date. After review of the initial pleadings filed in these Cases, the Court concludes that these Cases appear to be complex chapter 11 cases and warrant the following treatment.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number are as follows: 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). The Debtors’ principal offices are located at 2338 N. Loop 1604 W., Suite 350, San Antonio TX, 78248, United States.

ACCORDINGLY, IT IS ORDERED AS FOLLOWS:

1. The Debtors shall maintain a Limited Service List identifying the parties that must be served whenever a motion or other pleading requires notice. Unless required by the Bankruptcy Code or Bankruptcy Rules, notices of motions and other matters will be limited to the parties on the service list.

- a. The Limited Service List shall initially include the Debtors, Debtors' counsel, counsel for any unsecured creditors' committee, the U.S. Trustee, all secured creditors, the 30 largest unsecured creditors on a consolidated basis, and any party that requests notice.
- b. Any party in interest that wishes to receive notice, other than those listed on the Limited Service List, shall be added to the Limited Service List by filing and serving the Debtors and Debtors' counsel with a notice of appearance and request for service.
- c. Parties on the Limited Service List who have not otherwise consented to service by e-mail, through the act of becoming a registered e-filer in this District, are encouraged to provide e-mail addresses for service of process and to authorize service by e-mail; consent to e-mail service may be included in the party's notice of appearance and request for service. In the event a party has not consented to e-mail service, a "hard copy" shall be served by fax or regular mail.
- d. The initial Limited Service List shall be filed within three (3) days after entry of this Order. A revised Limited Service List shall be filed seven (7) days after the initial Limited Service List is filed. The Debtors shall update the Limited Service List and file a copy of the updated Limited Service List (i) at least every seven (7) days during the first thirty (30) days of the Cases; (ii) at least every fifteen (15) days during the next sixty (60) days of the Cases; and (iii) at least every thirty (30) days thereafter throughout the Cases.

2. The Debtors may request that the Court set specific dates and times as the pre-set hearing date and time for hearing all motions and other matters in these Cases during the first two months of the Cases. Special settings may be requested and granted on a matter-by-matter basis. Settings for subsequent months will be noticed separately by counsel for the Debtors or published

by the Court no later than thirty (30) days prior to the first hearing date in the said subsequent months.

3. All motions and other matters requiring hearing, but not requiring expedited or emergency hearing, shall be noticed for hearing, on the next hearing day that is at least twenty-four (24) days after the notice is mailed. As a preface to each pleading, just below the caption, in lieu of the language required by any Local Bankruptcy Rule, the pleading shall state:

A HEARING WILL BE CONDUCTED ON THIS MATTER ON ____ AT ____ AM/PM, BEFORE THE HONORABLE STACEY JERNIGAN, IN THE EARLE CABELL FEDERAL BUILDING, 1100 COMMERCE STREET, FLOOR 14, COURTROOM #1 DALLAS, TEXAS 75242-1496. IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING, SPECIFICALLY ANSWERING EACH PARAGRAPH OF THIS PLEADING. UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE WITH THE CLERK OF THE BANKRUPTCY COURT WITHIN TWENTY-FOUR (24) DAYS FROM THE DATE YOU WERE SERVED WITH THIS PLEADING. YOU MUST SERVE A COPY OF YOUR RESPONSE ON THE PERSON WHO SENT YOU THE NOTICE; OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

4. All motions and other matters requiring expedited or emergency hearing shall comply with the usual Court requirements for explanation and verification of the need for emergency or expedited hearing. Specifically, if a party in interest has a situation that it believes requires consideration on less than twenty-four (24) days' notice, or an emergency that it believes requires consideration on less than five (5) business days' notice, then the party should file and serve a separate, written motion for expedited hearing with respect to the underlying motion. The Court will make its best effort to rule on the motion for expedited or emergency hearing within twenty-four (24) hours of the time it is presented. If the Court grants the motion for expedited or emergency hearing, the underlying motion will be set by the courtroom deputy at the next available

pre-set hearing day or at some other appropriate shortened date approved by the Court. The party requesting the hearing shall be responsible for providing proper notice in accordance with this order and the Bankruptcy Code and Bankruptcy Rules.

5. Hearings in this case, including emergency and expedited hearings, may be conducted by WebEx video conference or telephone. WebEx information and instructions will be posted on the Court's website 48–72 hours prior to the hearing. Parties may request additional information by contacting the courtroom deputy at sgj_settings@txnb.uscourts.gov or 214-753-2046.

6. If a matter is properly noticed for hearing and the parties reach a settlement of the dispute prior to the final hearing, then the parties may announce the settlement at the scheduled hearing. If the Court determines that the notice of the dispute and the hearing is adequate notice of the effects of the settlement (*i.e.*, that the terms of the settlement are not materially different from what parties in interest would have expected if the dispute were fully litigated), then the Court may approve the settlement at the hearing without further notice of the terms of the settlement.

7. The Debtors (or their agent) shall give notice of this Order to all parties in interest within seven (7) days. If any party in interest, at any time, objects to the provisions of this Order, that party shall file a motion articulating the objection and the relief requested. After hearing the objection and any responses, the Court may reconsider any part of this Order and may grant relief, if appropriate.

END OF ORDER

Submitted by:

Jason S. Brookner

Texas Bar No. 24033684

Aaron M. Kaufman

Texas Bar No. 24060067

Amber M. Carson

Texas Bar No. 24075610

GRAY REED

1601 Elm Street, Suite 4600

Dallas, Texas 75201

Telephone: (214) 954-4135

Facsimile: (214) 953-1332

Email: jbrookner@grayreed.com

akaufman@grayreed.com

acarson@grayreed.com

**PROPOSED COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION**