




CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.


United States Bankruptcy Judge

Signed July 21, 2021

**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.	§	(Jointly Administered)
	§	Re: Docket Nos. 307, 157, 203 & 211

**AGREED ORDER
(I) CONTINUING THE SALE HEARING,
(II) MODIFYING THE BIDDING PROCEDURES ORDER
TO EXTEND CERTAIN DATES; (III) EXTENDING CERTAIN MILESTONES
UNDER THE DIP FINANCING ORDER; AND (IV) GRANTING RELATED RELIEF**

Upon the unopposed motion (the “Motion”)² filed by the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of this Agreed Order; and this Court

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.

² Unless otherwise defined, all capitalized terms used herein shall have the meaning ascribed to them in the Motion.

having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this 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 this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having reviewed the Motion; and this 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 therefor, it is **HEREBY ORDERED THAT:**

1. The Sale Hearing is hereby continued to **August 10, 2021, at 9:30 a.m., Central Time**. As soon as practicable after entry of this Agreed Order, the Debtors shall file and serve an amended Sale Notice on the parties listed in the limited service list approved in these cases.

2. The Final DIP Order is hereby amended to extend the deadline for entry of a Sale Order as described in Paragraph 13(iii)(e) of the Final DIP Order through and including **August 11, 2021**, but such deadline shall not be extended further.

3. The Bid Deadline is hereby extended to **4:00 p.m. on July 23, 2021**, for the Potential Bidder that submitted its written offer letter to the Debtors on July 16, 2021, but which Bid did not meet the qualifications set forth under the Bidding Procedures. Nothing in this Agreed Order shall extend the Bid Deadline for any other Potential Bidders.

4. An Auction, if necessary, shall take place on **July 27, 2021**, at a time and place to be determined by the Debtors, after consulting with the Consultation Parties and Stalking Horse Bidder.

5. As soon as practicable following the conclusion of the Auction (if any), and no later than **July 29, 2021**, the Debtors shall file with the Court a notice setting forth the results of the Auction, including the operative asset purchase agreement (the "APA") to be approved, with the

Assumed Contract Schedule and any other necessary exhibits and schedules, to the extent available. Such notice of final APA shall include a comparison to the original Stalking Horse APA filed at Docket No. 178.

6. The Auction Results Objections Deadline (as defined in Paragraph 14 of the Bidding Procedures Order) is hereby extended to **4:00 p.m. Central Time on August 2, 2021**. Nothing in this Agreed Order shall extend any other Objection Deadlines for any parties.

7. The Bidding Procedures Order is hereby amended to be consistent with the terms of this Agreed Order.

END OF ORDER

AGREED AS TO FORM AND CONTENT:

/s/ Aaron M. Kaufman

GRAY REED

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