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**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> , <sup>1</sup>	§	Case No. 21-30721 (SGJ)
Debtors.	§	(Jointly Administered)

**NOTICE OF APPROVED BUDGET**

**PLEASE TAKE NOTICE** that, pursuant to Paragraph 4(i) of the *Final Order* (I) *Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral,* (II) *Granting Liens and Superpriority Administrative Expense Claims,* (III) *Granting Adequate*

<sup>1</sup> 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.

*Protection, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief* [Docket No. 157]

(the “Final DIP Order”), attached hereto as **Exhibit A** is the updated Approved Budget.

Respectfully submitted this 10th day of August, 2021.

**GRAY REED**

By: /s/ Jason S. Brookner

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**CERTIFICATE OF SERVICE**

I certify that on August 10, 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 S. Brookner

Jason S. Brookner

**Exhibit A**  
**Approved Budget**

FRESH ACQUISITIONS, LLC, et al.

Cash Flow Forecast Through Week Ending November 26, 2021  
(\$ thousands)

Week Number ->	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	Total	
Week Ending, Friday ->	16-Jul	23-Jul	30-Jul	6-Aug	13-Aug	20-Aug	27-Aug	3-Sep	10-Sep	17-Sep	24-Sep	1-Oct	8-Oct	15-Oct	22-Oct	29-Oct	5-Nov	12-Nov	19-Nov	26-Nov		
<b>Total Cash Inflows</b>	405	415	532	539	690	543	439	440	561	505	-	-	-	-	-	-	-	-	-	-	\$5,069	
<b>Operating Expenses - Variable</b>																						
Food Cost	151	63	184	183	234	184	153	149	190	171	-	-	-	-	-	-	-	-	-	-	1,663	
Payroll & Taxes	320	3	321	3	375	3	432	3	308	3	-	-	-	-	-	-	-	-	-	-	1,771	
Utilities	18	7	31	12	22	22	18	18	22	20	-	-	-	-	-	-	-	-	-	-	195	
Sales & Use Tax	-	-	-	164	-	146	-	-	-	-	-	-	-	-	-	-	-	-	-	-	310	
Miscellaneous	25	143	69	78	123	79	64	63	88	72	-	-	24	-	-	-	24	-	-	-	852	
<b>Subtotal - Operating Expenses Variable</b>	<b>513</b>	<b>216</b>	<b>605</b>	<b>439</b>	<b>760</b>	<b>433</b>	<b>667</b>	<b>233</b>	<b>608</b>	<b>267</b>	<b>-</b>	<b>-</b>	<b>24</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,790</b>	
<b>Other Expense - Fixed</b>																						
Occupancy (Rent, CAM, Property Tax, Ins)	7	5	117	40	9	7	116	-	-	-	-	-	-	-	-	-	-	-	-	-	300	
Monthly Credit Card Fees	16	3	4	30	5	4	30	-	-	-	-	-	-	-	-	-	-	-	-	-	91	
Monthly Insurance (GL, W/C, etc.)	2	2	64	25	-	-	-	25	-	-	-	-	-	-	-	-	-	-	-	-	118	
<b>Subtotal - Other Expenses Fixed</b>	<b>25</b>	<b>11</b>	<b>184</b>	<b>95</b>	<b>13</b>	<b>11</b>	<b>146</b>	<b>25</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>509</b>	
<b>Total Expenses - Recurring</b>	<b>538</b>	<b>227</b>	<b>789</b>	<b>534</b>	<b>773</b>	<b>444</b>	<b>812</b>	<b>258</b>	<b>608</b>	<b>267</b>	<b>-</b>	<b>-</b>	<b>24</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,299</b>	
<b>Total Non-Recurring Outflows</b>	<b>-</b>	<b>-</b>	<b>27</b>	<b>7</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>33</b>	
<b>Restructuring Disbursements</b>																						
U.S. Trustee Fees	-	-	45	-	-	-	65	8	-	-	-	-	-	-	-	75	-	-	-	-	194	
Debtors' Professionals	-	-	152	195	-	-	80	225	-	70	-	226	-	-	164	-	-	-	-	-	1,112	
Committee Professionals	-	-	-	-	-	-	-	30	-	-	-	30	-	-	-	-	-	-	-	-	60	
DIP Financing Related Fees, Interest, etc.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Arizona Bank & Trust	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
503(b)(9) claims	-	-	-	-	-	-	75	-	-	-	-	-	-	-	-	-	-	-	-	-	75	
<b>Total Restructuring Disbursements</b>	<b>-</b>	<b>-</b>	<b>197</b>	<b>195</b>	<b>-</b>	<b>-</b>	<b>220</b>	<b>263</b>	<b>-</b>	<b>70</b>	<b>-</b>	<b>256</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>239</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,441</b>	
<b>Net Cash Flow</b>	<b>(\$133)</b>	<b>\$188</b>	<b>(\$481)</b>	<b>(\$197)</b>	<b>(\$83)</b>	<b>\$99</b>	<b>(\$594)</b>	<b>(\$82)</b>	<b>(\$47)</b>	<b>\$168</b>	<b>\$0</b>	<b>(\$256)</b>	<b>(\$24)</b>	<b>\$0</b>	<b>\$0</b>	<b>(\$239)</b>	<b>(\$24)</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>(\$1,705)</b>	
<b>Beginning Cash</b>	1,089	955	1,144	663	466	382	981	1,088	1,006	959	1,127	1,127	1,166	1,142	1,142	1,142	903	879	879	879	1,089	
<b>Net Cash Flow</b>	<b>(133)</b>	<b>188</b>	<b>(481)</b>	<b>(197)</b>	<b>(83)</b>	<b>99</b>	<b>(594)</b>	<b>(82)</b>	<b>(47)</b>	<b>168</b>	<b>-</b>	<b>(256)</b>	<b>(24)</b>	<b>-</b>	<b>(239)</b>	<b>(24)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,705)</b>	
<b>Debtor-In-Possession Funding</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>500</b>	<b>700</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>295</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,495</b>	
<b>Ending Cash</b>	<b>\$955</b>	<b>\$1,144</b>	<b>\$663</b>	<b>\$466</b>	<b>\$382</b>	<b>\$981</b>	<b>\$1,088</b>	<b>\$1,006</b>	<b>\$959</b>	<b>\$1,127</b>	<b>\$1,127</b>	<b>\$1,166</b>	<b>\$1,142</b>	<b>\$1,142</b>	<b>\$1,142</b>	<b>\$903</b>	<b>\$879</b>	<b>\$879</b>	<b>\$879</b>	<b>\$879</b>	<b>\$879</b>	
<b>Less: Utility Adequate Assurance</b>	34	34	34	34	34	34	34	34	34	34	-	-	-	-	-	-	-	-	-	-	-	
<b>Less: Accrued professional fees</b>	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	836	
<b>Adjusted Ending Cash</b>	<b>\$85</b>	<b>\$274</b>	<b>(\$207)</b>	<b>(\$405)</b>	<b>(\$488)</b>	<b>\$111</b>	<b>\$218</b>	<b>\$136</b>	<b>\$89</b>	<b>\$256</b>	<b>\$291</b>	<b>\$330</b>	<b>\$306</b>	<b>\$306</b>	<b>\$306</b>	<b>\$67</b>	<b>\$43</b>	<b>\$43</b>	<b>\$43</b>	<b>\$43</b>	<b>\$43</b>	
<b>DIP Loan</b>																						
Beginning Balance	1,500	1,500	1,500	1,500	1,500	1,500	2,000	2,700	2,700	2,700	2,700	2,700	2,995	2,995	2,995	2,995	2,995	2,995	2,995	2,995	2,995	1,500
Borrowing	-	-	-	-	-	500	700	-	-	-	-	295	-	-	-	-	-	-	-	-	-	1,495
<b>Ending Balance</b>	<b>\$1,500</b>	<b>\$1,500</b>	<b>\$1,500</b>	<b>\$1,500</b>	<b>\$1,500</b>	<b>\$2,000</b>	<b>\$2,700</b>	<b>\$2,700</b>	<b>\$2,700</b>	<b>\$2,700</b>	<b>\$2,700</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	<b>\$2,995</b>	

Professional Fee Accruals as of July 9, 2021

<u>Gray Reed</u>		<u>Dickinson Wright</u>	
Previously accrued	376	Previously accrued	85
Budget accrual		Budget accrual	
Total		Total	
less: payments - 80% fees and 100% exp		less: payments - 80% fees and 100% exp	
Ending balance		Ending balance	
<u>B. Riley</u>		<u>Caliber Advisors</u>	
Previously accrued	200	Previously accrued	45
Budget accrual		Budget accrual	
Total		Total	
less: payments - 80% fees and 100% exp		less: payments - 80% fees and 100% exp	
Ending balance		Ending balance	
<u>BMC Group</u>		<u>Total</u>	
Previously accrued	100	Previously accrued	836
Budget accrual		Budget accrual	
Total		Total	
less: payments - 80% fees and 100% exp		less: payments - 80% fees and 100% exp	
Ending balance		Ending balance	
<u>Hilco Real Estate</u>			
Previously accrued	30		
Budget accrual			
Total			
less: payments - 80% fees and 100% exp			
Ending balance			