

From: [Jason R. Kemp](#)
To: [Martin Cortes](#); [Adele Wang](#)
Subject: FW: Completed: Action Required – PPP Loan Forgiveness Review by SBA
Date: Thursday, March 11, 2021 10:02:56 AM
Attachments: [SBA+Form+3509+PPP+Loan+Necessity+Questionnaire+For-Profit.pdf](#)
[3508 \(8\).docx.pdf](#)
[Copy of Buffets P320 Balance Sheet.pdf](#)
[THJ P1120 Corp PL 23PS.pdf](#)

Jason Kemp
Co-Founder, CEO & President
VitaNova Brands
210-268-2006

From: DocuSign NA3 System <dse_NA3@docusign.net>
Sent: Thursday, March 11, 2021 10:01 AM
To: Jason R. Kemp <jrkemp@vitanb.com>
Subject: Completed: Action Required – PPP Loan Forgiveness Review by SBA



Your document has been completed

[VIEW COMPLETED DOCUMENTS](#)

James Popp
jpopp@htlf.com

All parties have completed Action Required – PPP Loan Forgiveness Review by SBA.

Buffets LLC

SBA PPP Loan Number: 4794777110

Lender PPP Loan Number: 511443580

PPP Loan Amount: \$10,000,000

The U.S. Small Business Administration (SBA) has notified Arizona Bank & Trust that it is performing a review of your Paycheck Protection Program (PPP) loan. You are receiving this secure DocuSign communication because you will need to compile and return the requested documentation by 10 business days of your receipt of this communication, in order to complete the forgiveness process.

SBA Form 3508 Additional Information Request:

Attached to this DocuSign email is a copy of your company's PPP Loan Forgiveness Application including the PPP Schedule A Worksheet to support your completion of the SBA's request for additional documentation.

Also attached is the SBA Loan Necessity Questionnaire For Profit Businesses # 3509. This is a fillable PDF questionnaire – you will need to save this file to your computer and attach it and return it with the following documents if not already provided:

- a. Documentation supporting the listing of each individual employee in PPP Schedule A Worksheet Table 1, including the "Salary/Hourly Wage Reduction" calculation, if necessary.
- b. Documentation supporting the listing of each individual employee in PPP Schedule A Worksheet Table 2; specifically, that each listed employee received during any single pay period in 2019 compensation at an annualized rate of more than \$100,000.
- c. Documentation regarding any employee job offers and refusals, refusals to accept restoration of reductions in hours, firings for cause, voluntary resignations, written requests by any employee for reductions in work schedule, and any inability to hire similarly qualified employees for unfilled positions on or before December 31, 2020.
- d. Documentation supporting the certification, if applicable, that the Borrower was unable to operate between February 15, 2020, and the end of the Covered Period at the same level of business activity as before February 15, 2020 due to compliance with requirements established or guidance issued between March 1, 2020 and December 31, 2020 by the Secretary of Health and Human Services, the Director of the Centers for Disease Control and Prevention, or the Occupational Safety and Health Administration, related to the maintenance of standards of sanitation, social distancing, or any other work or customer safety requirement related to COVID-19. This documentation must include copies of the applicable requirements for each

borrower location and relevant borrower financial records.

e. Documentation supporting the PPP Schedule A Worksheet "FTE Reduction Safe Harbor 2."

f. [Any documentation missing from original loan file]

Uploading documents in DocuSign

Attach requested documentation in DocuSign using the attach document function. You will find open document placeholders at the bottom of the document where you sign. Please make sure your document file names indicate the type of document you have uploaded.

Thank you for your attention to this important matter. If you have questions regarding this request, you may contact James Popp, at jpoppp@htlf.com.

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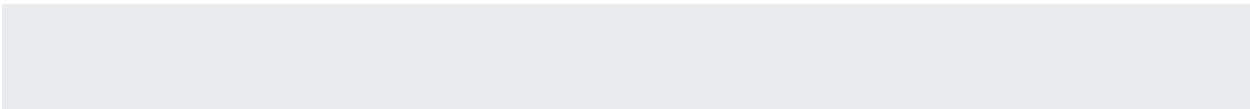
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OMB Control Number: 3245-0407
Expiration Date: 11/30/2020

PAYCHECK PROTECTION PROGRAM
LOAN NECESSITY QUESTIONNAIRE (FOR-PROFIT BORROWERS)

The purpose of this form is to facilitate the collection of supplemental information that will be used by SBA loan reviewers to evaluate the good-faith certification that you made on your PPP Borrower Application (SBA Form 2483 or Lender's equivalent form) that economic uncertainty made the loan request necessary. Each for-profit Borrower that, together with its affiliates,¹ received PPP loans with an original principal amount of \$2 million or greater is required to complete this form and submit it, along with the required supporting documents, to the Lender servicing Borrower's PPP loan. **The completed form is due to the Lender servicing your PPP loan within ten business days of receipt from your Lender.**

SBA is reviewing these loans to maximize program integrity and protect taxpayer resources. The information collected will be used to inform SBA's review of your good-faith certification that economic uncertainty made your loan request necessary to support your ongoing operations. Receipt of this form does not mean that SBA is challenging that certification. After this form is submitted, SBA may request additional information, if necessary, to complete the review. SBA's determination will be based on the totality of your circumstances.

Failure to complete the form and provide the required supporting documents may result in SBA's determination that you were ineligible for either the PPP loan, the PPP loan amount, or any forgiveness amount claimed, and SBA may seek repayment of the loan or pursue other available remedies.

Within five business days after you provide a complete form with all required responses, supporting documents, and signatures and certifications, the Lender servicing your loan is required to upload the form and documents to the SBA PPP Forgiveness Platform (forgiveness.sba.gov) and separately input your responses to each question into the web form available in the platform.

Additional instructions are set forth on the next page.

Paperwork Reduction Act – You are not required to respond to this collection of information unless it displays a currently valid OMB Control Number. The estimated time for completing this questionnaire, including gathering data needed, is 90 minutes. Comments about this time or the information requested should be sent to Small Business Administration, Director, Records Management Division, 409 3rd St., SW, Washington DC 20416, and/or SBA Desk Officer, Office of Management and Budget, New Executive Office Building, Washington DC 20503. **PLEASE DO NOT SEND FORMS TO THESE ADDRESSES.**

¹ See [85 FR 20817](https://www.federalregister.gov/documents/2020/04/15/2020-0817) (April 15, 2020) regarding application of SBA's affiliation rules.

Part A – Borrower Information

Business Legal Name (“Borrower”)	DBA or Tradename, if applicable	
Alamo buffets payroll, llc	hometown bufet, ryans, old country, tahoe joes	
Business Address	Business TIN (EIN, SSN)	Business Phone
2338 n loop 1604 #350 san antonio, tx 78248	83-2860998	2104033725
	Primary Contact	E-mail Address
	jason kemp	jr Kemp@vitanb.com
SBA PPP Loan Number	Original Principal Amount of PPP Loan (\$)	
4794777110	10000000	

Part B – For-Profit Borrower Questionnaire

Eligible types of for-profit borrowers include sole proprietors, partnerships, C-corporations, S-corporations, limited liability companies, independent contractors, eligible self-employed individuals, Tribal businesses (sec. 31(b)(2)(C) of Small Business Act), and electric and telephone cooperatives exempt from federal income taxation under section 501(c)(12) of the Internal Revenue Code.

Instructions:

- For the Business Activity Assessment section below, you must include supporting documentation for your answers to question #1 as part of your submission.
- For the Liquidity Assessment section below, you must include supporting documentation for your answers to questions #1, 2.B, 3.B, 4.C, and 5.C as part of your submission.
- For each question, in the right-hand column (labeled “Confidential?”), select “YES” or “NO” to indicate whether your answers or information provided in response to the question are customarily kept confidential.
- SBA may request additional supporting documentation as part of the loan review.

Business Activity Assessment	Confidential?
1. Provide answers and supporting documentation for questions 1.A and either 1.B or 1.C: A. What was Borrower’s gross revenue in the second calendar quarter (Q2) of 2020? <i>Seasonal borrowers may provide gross revenue in the third calendar quarter (Q3) of 2020 instead of Q2 2020.</i>	Yes
B. If Borrower existed in Q2 2019, what was Borrower’s gross revenue in Q2 2019? <i>Seasonal borrowers that entered gross revenue in Q3 2020 for question 1.A must enter gross revenue in Q3 2019.</i>	Yes

<p>C. If Borrower did not exist in Q2 2019, what was Borrower's gross revenue in the first calendar quarter (Q1) of 2020? <i>Seasonal borrowers that entered gross revenue in Q3 2020 for question 1.A must enter gross revenue in Q3 2019.</i></p>	<p>\$</p>	
<p>2. A. Since the COVID-19 National Emergency Declaration issued by President Trump on March 13, 2020, has Borrower been ordered to shut down by a state or local authority due to COVID-19?</p>	<p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>Yes</p>
<p>B. If the answer to 2.A is YES, which state or local authority issued the shutdown order?</p>	<p>various</p>	<p>Yes</p>
<p>C. If the answer to 2.A is YES, provide start and end dates of the shutdown order (if ongoing, write "present" under "End").</p>	<p>Start mar 13 End present</p>	<p>Yes</p>
<p>3. A. At any time since March 13, 2020, has Borrower been ordered to significantly alter its operations by a state or local authority due to COVID-19?</p>	<p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>Yes</p>
<p>B. If the answer to 3.A is YES, provide start and end dates of the order to alter its operations (if ongoing, write "present" under "End").</p>	<p>Start mar 13 End present</p>	<p>Yes</p>
<p>C. If the answer to 3.A is YES, how were Borrower's operations altered due to the order? (select all that apply)</p> <p>i. The number of people permitted in a location at one time was reduced or capped.</p>	<p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>Yes</p>
<p>ii. Service was restricted to outdoors.</p>	<p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>Yes</p>
<p>iii. Employee workspaces were reconfigured.</p>	<p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>Yes</p>
<p>iv. Other (please describe) [1,000-character max].</p>		<p>Yes</p>
<p>D. If the answer to 3.A is YES, what were Borrower's approximate additional cash outlays for these mandatory alterations?</p>	<p>\$ greater than 10,000</p>	<p>Yes</p>

4.	A. At any time since March 13, 2020, has Borrower voluntarily ceased or reduced its operations due to COVID-19?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	B. If the answer to 4.A is YES, provide start and end dates when Borrower voluntarily ceased or reduced operations (if ongoing, write "present" under "End").	Start mar 13	End present Yes
	C. If the answer to 4.A is YES, why did Borrower voluntarily cease or reduce operations? (select all that apply)	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	i. Employee(s) contracted COVID-19.		
	ii. COVID-19 significantly disrupted Borrower's supply chain (e.g., a supplier of goods or services that are essential to Borrower's operations was unable to deliver due to COVID-19).	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	iii. Other (please describe) [1,000-character max].		Yes
5.	A. At any time since March 13, 2020, has Borrower voluntarily altered its operations due to COVID-19 (other than ceasing or reducing operations)?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	B. If the answer to 5.A is YES, provide start and end dates when the voluntary alterations were in place (if ongoing, write "present" under "End"; if staggered, provide multiple start and end dates).	Start mar 13	End present Yes
	C. If the answer to 5.A is YES, how were Borrower's operations voluntarily altered? (select all that apply)		
	i. The number of people permitted in a location at one time was reduced or capped.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	ii. Service was restricted to outdoors.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes
	iii. Employee workspaces were reconfigured.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	Yes

iv. Other (please describe) [1,000-character max].		Yes
D. If the answer to 5.A is YES, what were Borrower's approximate additional cash outlays for these voluntary alterations?	\$ greater than 5,000	Yes
6. A. Between March 13, 2020 and the end of the loan forgiveness covered period of the PPP loan, did Borrower begin any new capital improvement projects not due to COVID-19?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes
B. If the answer to 6.A is YES, what were Borrower's approximate cash outlays for those projects?	\$	Yes
7. What is Borrower's primary six-digit NAICS code?	541219	Yes
8. Optional – provide additional comments on any question in this Business Activity Assessment section [1,000-character max]. bussiness is affiliated with Alamo Buffets, LLC - 81-4648933 Buffets, LLC 41-1462294 Ryan's Restaurant Group, LLC 57-0657895 Fire Mountain Restaurants, LLC 57-0968003 Hometown Buffet, Inc. 33-0463002 Tahoe Joe's, Inc.-91-1957129		Yes
Liquidity Assessment		Confidential?
1. As of the last day of the calendar quarter immediately before the date of Borrower's PPP loan application, how much did Borrower own in cash and cash equivalents? Provide supporting documentation.	\$ (1,092,015)	Yes
2. A. Between March 13, 2020 and the end of the loan forgiveness covered period of the PPP loan, has Borrower paid any dividends or other capital distributions (other than for pass-through estimated tax payments ²) to its owners?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes

² Distributions made by a partnership or S-corporation that are designed to be used only for owners' estimated quarterly tax payments are excepted, as long as they do not exceed the tax liability on profits earned in the first three quarters of 2020, 110 percent of the pro-rata share of last year's tax liability on distributions, and/or 100 percent of the pro-rata share of tax liability on total distributions in 2020.

B. If the answer to 2.A is YES, what was the total amount of all dividends or other capital distributions between March 13, 2020 and the end of the loan forgiveness covered period of the PPP loan? Provide supporting documentation.	\$	Yes
3. A. Between March 13, 2020 and the end of the loan forgiveness covered period of the PPP loan, has Borrower prepaid any outstanding debt (i.e., paid before contractually due)?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes
B. If the answer to 3.A is YES, what was the total amount of all debt prepayments between March 13, 2020 and the end of the loan forgiveness covered period of the PPP loan? Provide supporting documentation.	\$	Yes
4. A. During the loan forgiveness covered period of the PPP loan, were any of Borrower's employees compensated in an amount that exceeds \$250,000 on an annualized basis? (Compensation for this purpose covers gross salary, gross wages, gross tips, gross commissions, and allowances for dismissal or separation.)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes
B. If the answer to 4.A is YES, how many employees?		Yes
C. If the answer to 4.A is YES, what was the total amount of compensation during the loan forgiveness covered period of all of those employees included in the answer to 4.B? Provide supporting documentation.	\$	Yes
5. A. During the loan forgiveness covered period of the PPP loan, were any of Borrower's owners who work at Borrower compensated by Borrower in an amount that exceeds \$250,000 on an annualized basis? (Compensation for this purpose covers gross salary, gross wages, gross tips, gross commissions, and allowances for dismissal or separation.)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes
B. If the answer to 5.A is YES, how many owners?		Yes
C. If the answer to 5.A is YES, what was the total amount of compensation during the loan forgiveness covered period of all of those owners included in the answer to 5.B? Provide supporting documentation.	\$	Yes
6. A. On the date of Borrower's PPP loan application, were any of Borrower's equity securities listed on a national securities exchange?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes

B.	If the answer to 6.A is YES, what was Borrower's market capitalization on the date of Borrower's PPP loan application?	\$	Yes
7. A.	On the date of Borrower's PPP loan application, did any publicly traded company own 20 percent or more of any class of Borrower's outstanding equity securities?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	Yes
B.	If the answer to 7.A is YES, what was the name and market capitalization of the publicly traded company on the date of Borrower's PPP loan application?		
	Company A (name):	\$	
	Company B (name):	\$	
	Company C (name):	\$	
	Company D (name):	\$	
	Company E (name):	\$	
8.	If the answer to 6.A is NO, what was the book value (shareholders' equity value) of Borrower as of the last day of the calendar quarter immediately before the date of Borrower's PPP loan application?	\$ 1000000	
9. A.	On the date of Borrower's PPP loan application, was Borrower a subsidiary of (i.e., was at least 50 percent of Borrower's common equity, or equivalent equity interest, owned by) another company (the parent company)?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	
B.	If the answer to 9.A is YES, what was the name of the parent company?	Alamo Buffets LLC	
C.	If the answer to 9.A is YES, was the parent company organized or incorporated under the laws of a jurisdiction outside the U. S.?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	
D.	If the answer to 9.A is YES, and if any of the equity securities of Borrower's parent company are listed on a national securities exchange or on a securities exchange in a non-U.S. jurisdiction, what was the market capitalization of the parent company on the date of Borrower's PPP loan application?	\$ 0	
10.	On the date of Borrower's PPP loan application, was 20 percent or more of any class of Borrower's outstanding equity securities owned by a private equity firm, venture capital firm, or hedge fund (including a fund managed by any such firm)?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	

<p>11. A. On the date of Borrower’s PPP loan application, was Borrower an affiliate³ or a subsidiary (i.e., was at least 50 percent of Borrower’s common equity, or equivalent equity interest, directly or indirectly owned or controlled by) of a foreign, state-owned enterprise (i.e., a company at least 50 percent owned by a foreign state) or of a department, agency, or instrumentality of a foreign state?</p>	
<p>B. If the answer to 11.A is YES, what was the name of the foreign, state-owned enterprise or of the foreign state’s department, agency, or instrumentality?</p>	
<p>12. A. Did Borrower directly receive any funds from any CARES Act program other than PPP, excluding tax benefits?</p>	
<p>B. If the answer to 12.A is YES, please provide funding amount.</p>	
<p>C. If the answer to 12.A is YES, please provide the program name or describe the funding source. [1,000-character max]</p>	
<p>13. Optional – provide additional comments on any question in this Liquidity Assessment section[1,000-character max].</p>	

³ For purposes of this question, apply the affiliation test as described in SBA’s interim final rule on affiliates, 85 FR 20817 (April 15, 2020).

CERTIFICATIONS

The Authorized Representative of Borrower must certify to all of the below by initialing next to each item:

- JK* I certify that I have the authority to sign and submit this questionnaire on behalf of the Borrower.
- JK* I certify that the information provided in this questionnaire and in all supporting documentation is true and correct in all material respects. I make this certification after reasonable inquiry of people, systems, and other information available to the Borrower.
- JK* I understand that knowingly making a false statement to obtain a guaranteed loan or forgiveness of an SBA-guaranteed loan is punishable under the law, including under 18 U.S.C. 1001 and 3571 by imprisonment of not more than five years and/or a fine of up to \$250,000; under 15 U.S.C. 645 by imprisonment of not more than two years and/or a fine of not more than \$5,000; and, if submitted to a federally insured institution, under 18 U.S.C. 1014 by imprisonment of not more than thirty years and/or a fine of not more than \$1,000,000.

Jason Kemp

Signature of Authorized Representative of Borrower
jason r kemp



Print Name
president

Title

3/5/2021

Date



Loan Forgiveness Application Revised June 16, 2020

Expiration Date: 10/31/2020

PPP Loan Forgiveness Calculation Form

Business Legal Name ("Borrower")	DBA or Tradename, if applicable	
Buffets LLC		
Business Address	Business TIN (EIN, SSN)	Business Phone
120 Chula Vista SAN ANTONIO, TX 78232	411462294	2108679956
	Primary Contact	E-mail Address
	Jason Kemp	jr Kemp@vitanb.com

SBA PPP Loan Number: 4794777110

Lender PPP Loan Number: 511443580

PPP Loan Amount: \$10,000,000.00

PPP Loan Disbursement Date: 4/20/2020

Employees at Time of Loan Application: 230

Employees at Time of Forgiveness Application: 2227

EIDL Advance Amount: 0.00

EIDL Application Number:

Payroll Schedule: The frequency with which payroll is paid to employees is:

Weekly Biweekly (every other week) Twice a month Monthly Other

Covered Period: 4/20/2020 to 10/4/2020

Alternative Payroll Covered Period, if applicable: 4/21/2020 to 10/5/2020

If Borrower (together with affiliates, if applicable) received PPP loans in excess of \$2 million, check here:

Forgiveness Amount Calculation:

Payroll and Nonpayroll Costs

Line 1. Payroll Costs (enter the amount from PPP Schedule A, line 10):	\$6,363,536.34
Line 2. Business Mortgage Interest Payments:	\$0.00
Line 3. Business Rent or Lease Payments:	\$6,993,765.48
Line 4. Business Utility Payments:	\$2,147,729.90

Adjustments for Full-Time Equivalency (FTE) and Salary/Hourly Wage Reductions

Line 5. Total Salary/Hourly Wage Reduction (enter the amount from PPP Schedule A, line 3):	\$0.00
Line 6. Add the amounts on lines 1, 2, 3, and 4, then subtract the amount entered in line 5:	\$15,505,031.72
Line 7. FTE Reduction Quotient (enter the number from PPP Schedule A, line 13):	1.000000000

Potential Forgiveness Amounts

Line 8. Modified Total (multiply line 6 by line 7):	\$15,505,031.72
Line 9. PPP Loan Amount:	\$10,000,000.00
Line 10. Payroll Cost 60% Requirement (divide line 1 by 0.60):	\$10,605,893.90

Forgiveness Amount

Line 11. Forgiveness Amount (enter the smallest of lines 8, 9, and 10):	\$10,000,000.00
-------------------------------------------------------------------------	-----------------



Loan Forgiveness Application Revised June 16, 2020

OMB Control Number 3245-0407 Expiration Date: 10/31/2020

By Signing Below, You Make the Following Representations and Certifications on Behalf of the Borrower:

The authorized representative of the Borrower certifies to all of the below by **initialing** next to each one.

jr The dollar amount for which forgiveness is requested:

- was used to pay costs that are eligible for forgiveness (payroll costs to retain employees; business mortgage interest payments; business rent or lease payments; or business utility payments);
- includes all applicable reductions due to decreases in the number of full-time equivalent employees and salary/hourly wage reductions;
- includes payroll costs equal to at least 60% of the forgiveness amount;
- if a 24-week Covered Period applies, does not exceed 2.5 months' worth of 2019 compensation for any owner-employee or self-employed individual/general partner, capped at \$20,833 per individual; and
- if the Borrower has elected an 8-week Covered Period, does not exceed 8 weeks' worth of 2019 compensation for any owner-employee or self-employed individual/general partner, capped at \$15,385 per individual.

jr I understand that if the funds were knowingly used for unauthorized purposes, the federal government may pursue recovery of loan amounts and/or civil or criminal fraud charges.

jr The Borrower has accurately verified the payments for the eligible payroll and nonpayroll costs for which the Borrower is requesting forgiveness.

jr I have submitted to the Lender the required documentation verifying payroll costs, the existence of obligations and service (as applicable) prior to February 15, 2020, and eligible business mortgage interest payments, business rent or lease payments, and business utility payments.

jr The information provided in this application and the information provided in all supporting documents and forms is true and correct in all material respects. I understand that knowingly making a false statement to obtain forgiveness of an SBA-guaranteed loan is punishable under the law, including 18 U.S.C. 1001 and 3571 by imprisonment of not more than five years and/or a fine of up to \$250,000; under 15 U.S.C. 645 by imprisonment of not more than two years and/or a fine of not more than \$5,000; and, if submitted to a Federally insured institution, under 18 U.S.C. 1014 by imprisonment of not more than thirty years and/or a fine of not more than \$1,000,000.

jr The tax documents I have submitted to the Lender are consistent with those the Borrower has submitted/will submit to the IRS and/or state tax or workforce agency. I also understand, acknowledge, and agree that the Lender can share the tax information with SBA's authorized representatives, including authorized representatives of the SBA Office of Inspector General, for the purpose of ensuring compliance with PPP requirements and all SBA reviews.

jr I understand, acknowledge, and agree that SBA may request additional information for the purposes of evaluating the Borrower's eligibility for the PPP loan and for loan forgiveness, and that the Borrower's failure to provide information requested by SBA may result in a determination that the Borrower was ineligible for the PPP loan or a denial of the Borrower's loan forgiveness application.

jr If the Borrower has checked the box for FTE Reduction Safe Harbor 1 on PPP Schedule A, the Borrower was unable to operate between February 15, 2020 and the end of the Covered Period at the same level of business activity as before February 15, 2020 due to compliance with requirements established or guidance issued between March 1, 2020 and December 31, 2020, by the Secretary of Health and Human Services, the Director of the Centers for Disease Control and Prevention, or the Occupational Safety and Health Administration, related to the maintenance of standards of sanitation, social distancing, or any other work or customer safety requirement related to COVID-19.

The Borrower's eligibility for loan forgiveness will be evaluated in accordance with the PPP regulations and guidance issued by SBA through the date of this application. SBA may direct a lender to disapprove the Borrower's loan forgiveness application if SBA determines that the Borrower was ineligible for the PPP loan.

Signature of Authorized Representative of Borrower

Date

Print Name

Title

PPP Schedule A

PPP Schedule A Worksheet, Table 1 Totals

Line 1. Enter Cash Compensation (Box 1) from PPP Schedule A Worksheet, Table 1: \$5,483,661.88

Line 2. Enter Average FTE (Box 2) from PPP Schedule A Worksheet, Table 1: 334.0

Line 3. Enter Salary/Hourly Wage Reduction (Box 3) from PPP Schedule A Worksheet, Table 1: \$0.00
 If the average annual salary or hourly wage for each employee listed on the PPP Schedule A Worksheet, Table 1 during the Covered Period or the Alternative Payroll Covered Period was at least 75% of such employee's average annual salary or hourly wage between January 1, 2020 and March 31, 2020, check here and enter 0 on line 3.

PPP Schedule A Worksheet, Table 2 Totals

Line 4. Enter Cash Compensation (Box 4) from PPP Schedule A Worksheet, Table 2: \$197,339.19

Line 5. Enter Average FTE (Box 5) from PPP Schedule A Worksheet, Table 2: 0.0

Non-Cash Compensation Payroll Costs During the Covered Period or the Alternative Payroll Covered Period

Line 6. Total amount paid or incurred by Borrower for employer contributions for employee health insurance: \$610,569.81

Line 7. Total amount paid or incurred by Borrower for employer contributions to employee retirement plans: \$0.00

Line 8. Total amount paid or incurred by Borrower for employer state and local taxes assessed on employee compensation: \$71,965.46

Compensation to Owners

Line 9. Total amount paid to owner-employees/self-employed individual/general partners: \$0.00
 This amount may not be included in PPP Schedule A Worksheet, Table 1 or 2. If there is more than one individual included, attach a separate table that lists the names of and payments to each.

Total Payroll Costs

Line 10. Payroll Costs (add lines 1, 4, 6, 7, 8, and 9): \$6,363,536.34

Full-Time Equivalency (FTE) Reduction Calculation

If you satisfy **any** of the following three criteria, check the appropriate box, skip lines 11 and 12, and enter **1.0** on line 13; otherwise, complete lines 11, 12, and 13:

No reduction in employees or average paid hours: If you have not reduced the number of employees or the average paid hours of your employees between January 1, 2020 and the end of the Covered Period, check here .

FTE Reduction Safe Harbor 1: If you were unable to operate between February 15, 2020, and the end of the Covered Period at the same level of business activity as before February 15, 2020 due to compliance with requirements established or guidance issued between March 1, 2020 and December 31, 2020, by the Secretary of Health and Human Services, the Director of the Centers for Disease Control and Prevention, or the Occupational Safety and Health Administration related to the maintenance of standards for sanitation, social distancing, or any other worker or customer safety requirement related to COVID-19, check here .

FTE Reduction Safe Harbor 2: If you satisfy FTE Reduction Safe Harbor 2 (see PPP Schedule A Worksheet), check here .

Line 11. Average FTE during the Borrower's chosen reference period:

Line 12. Total Average FTE (add lines 2 and 5):

Line 13. FTE Reduction Quotient (divide line 12 by line 11) or enter 1.0 if any of the above criteria are met: 1.00000000

PPP Schedule A Worksheet

Table 1: List employees who:

- Were employed by the Borrower at any point during the Covered Period or the Alternative Payroll Covered Period whose principal place of residence is in the United States; and
- Received compensation from the Borrower at an annualized rate of less than or equal to \$100,000 for all pay periods in 2019 or were not employed by the Borrower at any point in 2019.

Employee's Name	Employee Identifier	Cash Compensation	Average FTE	Salary / Hourly Wage Reduction
FTE Reduction Exceptions:				
Totals:		Box 1	Box 2	Box 3

Table 2: List employees who:

- Were employed by the Borrower at any point during the Covered Period or the Alternative Payroll Covered Period whose principal place of residence is in the United States; and
- Received compensation from the Borrower at an annualized rate of more than \$100,000 for any pay period in 2019.

Employee's Name	Employee Identifier	Cash Compensation	Average FTE
Totals:		Box 4	Box 5

Attach additional tables if additional rows are needed.

FTE Reduction Safe Harbor 2:

- Step 1. Enter the borrower's total average FTE between February 15, 2020 and April 26, 2020. Follow the same method that was used to calculate Average FTE in the PPP Schedule A Worksheet Tables. Sum across all employees and enter: _____.
- Step 2. Enter the borrower's total FTE in the Borrower's pay period inclusive of February 15, 2020. Follow the same method that was used in step 1: _____.
- Step 3. If the entry for step 2 is greater than step 1, proceed to step 4. Otherwise, FTE Reduction Safe Harbor 2 is not applicable and the Borrower must complete line 13 of PPP Schedule A by dividing line 12 by line 11 of that schedule.
- Step 4. Enter the borrower's total FTE as of the earlier of December 31, 2020, and the date this application is submitted: _____.
- Step 5. If the entry for step 4 is greater than or equal to step 2, enter 1.0 on line 13 of PPP Schedule A; the FTE Reduction Safe Harbor 2 has been satisfied. Otherwise, FTE Reduction Safe Harbor 2 does not apply and the Borrower must complete line 13 of PPP Schedule A by dividing line 12 by line 11 of that schedule.



PPP Borrower Demographic Information Form (Optional)

Instructions

1. **Purpose.** Veteran/gender/race/ethnicity data is collected for program reporting purposes only.
2. **Description.** This form requests information about each of the Borrower’s Principals. Add additional sheets if necessary.
3. **Definition of Principal.** The term “Principal” means:
 - For a self-employed individual, independent contractor, or a sole proprietor, the self-employed individual, independent contractor, or sole proprietor.
 - For a partnership, all general partners and all limited partners owning 20% or more of the equity of the Borrower, or any partner that is involved in the management of the Borrower’s business.
 - For a corporation, all owners of 20% or more of the Borrower, and each officer and director.
 - For a limited liability company, all members owning 20% or more of the Borrower, and each officer and director.
 - Any individual hired by the Borrower to manage the day-to-day operations of the Borrower (“key employee”).
 - Any trustor (if the Borrower is owned by a trust).
 - For a nonprofit organization, the officers and directors of the Borrower.
4. **Principal Name.** Insert the full name of the Principal.
5. **Position.** Identify the Principal’s position; for example, self-employed individual; independent contractor; sole proprietor; general partner; owner; officer; director; member; or key employee.

Principal Name		Position
Jason Kemp		Vice President Human Resources
Veteran	1=Non-Veteran; 2=Veteran; 3=Service-Disabled Veteran; 4=Spouse of Veteran; X=Not Disclosed	
Gender	M=Male; F=Female; X=Not Disclosed	
Race (more than 1 may be selected)	1=American Indian or Alaska Native; 2=Asian; 3=Black or African-American; 4=Native Hawaiian or Pacific Islander; 5=White; X=Not Disclosed	
Ethnicity	H=Hispanic or Latino; N=Not Hispanic or Latino; X=Not Disclosed	

Disclosure is voluntary and will have no bearing on the loan forgiveness decision

Paperwork Reduction Act – You are not required to respond to this collection of information unless it displays a currently valid OMB Control Number. The estimated time for completing this application, including gathering data needed, is 180 minutes. Comments about this time or the information requested should be sent to Small Business Administration, Director, Records Management Division, 409 3rd St., SW, Washington DC 20416, and/or SBA Desk Officer, Office of Management and Budget, New Executive Office Building, Washington DC 20503. **PLEASE DO NOT SEND FORMS TO THESE ADDRESSES.**

As of 3/18/2020

Assets**Current Assets**

Cash-Ap-Us Bank	0
Cash-Main-Us Bank	(1,408,440)
Depository-Temp Investments	0
Deposit Account	(0)
Deposit Account-Arm Car-5th 3rd	(0)
Depository Account Rsv	0
Cash-Credit Card-Wachovia	0
Cash-Payroll	0
Cash On Hand-Drawer	316,425
A/R-Deposits In Transit	0
Cash & Cash Equivalents	(1,092,015)
A/R Credit Cards	(38,960)
A/R Online Orders	(14,407)
A/R-General	31,999
A/R-Restaurant Level	(11,806)
A/R-Third Party Delivery	363
A/R-WComp Excess Claims	0
A/R-Payroll Tax	131,496
A/R-Utility Processor	0
A/R-Due To/From THJ	(1,777,910)
Vending Income A/R-Accrual	(0)
Income Tax Receivable	0
A/R-Furr's	0
Receivables	(1,679,224)
Raw Materials	0
Work In Process	0
Finished Goods	0
Equipment Inventory	0
Components	0
Inventory Rework	0
Manufacturing Inventory	0
Facilities Inventory	0
Inventory-Smallwares	0
Inventory	1,475,947
Inventory	1,475,947
Prepaid Expenses	0
Total Current Assets	(1,295,292)

Non-Current Assets

Furniture, Fixtures, & Equipment	35,220,745
Land	490,000
Leasehold-CIP Costs/Other	25,500,856
Misc Transactions Clearing	0
Property, Plant & Equipment	61,211,601
Accumulated Depreciation	(54,074,628)
Accum Amortization	0
Assets To Be Sold	10,000
Less: Accumulated Depreciation	(54,064,628)
Property, Plant & Equipment, net	7,146,973

Other Assets

Liquor Licenses	247,903
Intangible Assets	1,482,396
Internal Use Software	0
Leasehold Interest	0
Intangible Assets	1,730,299
Deposits	1,273,614
Restricted Deposits	0
Deferred Taxes	0
Inv In Subs-Equity Contrib	9
Assets Held For Sale	0
Split Dolar Life Ins Receivable	0
Capitalized Lease Collateral	0
LL A/R- Allowance & LL Contrib	0
Debt Issuance Costs-Bank Debt	0
Notes Receivable	0
Trx-Related Cash Clearing	0
Entries To Be Reclassified	0
Other Non-Current Assets	3,003,923
Total Non-Current Assets	10,150,895

Total Assets 8,855,604**Liabilities & Shareholders' Equity****Current Liabilities**

	As of 3/18/2020
Trade Accounts Payable	(2,009,030)
A/P Accrual-Gen Liab/Tax/Other	0
Accrued - Utilities	0
Accrued - Ap/Ppds Rcls	0
Accrued - Open Po	0
Accrued Expenses	10,688,403
Accrued Taxes-Prop-Real	2,019,466
Accrued Exp-Landlord	0
Accrued Percentage Rent	0
Workers Comp Payable	18,418
Sales/Use Tax Payable-Accrual	1,495,217
Sales/Use Tax Payable-Payment	0
Accrued Payroll Taxes-Fed W/H	0
Accrued Payroll Taxes-ST W/H	0
Accrued Payroll Taxes-FUTA	15,210
Accrued Payroll	(1,753,626)
Accrued Payroll Taxes-SUTA	207,925
Accrued Benefits-Disability-Crew	0
Accrued Payroll Taxes-SUI	0
Accrued Benefits-Health Plan	82,221
Accrued Benefits-Dental	0
Accrued Benefits-Vision	0
Garnishments	156,497
Unclaimed Property	0
Payroll Accrual-401(K)	73,333
Accrued Fintech ACH	1,021,623
Gift Card Sold/Redeemed	1,146,700
Accrued Marketing	0
Accrued Taxes-Business/Occupancy	0
Income Tax Payable	0
Deferred Tax Value Allow Asset-LT	0
Deferred Revenue-Current-Promo/Trade	0
Current Portion of LT Debt	0
Capital Leases-Current-Equip	0
Accrued Interest	351,780
Unsecured Creditor's Trust	0
Accrued Expenses	15,523,166
Accrued Management Fees	3,819,035
Total Current Liabilities	17,333,170
Non-Current Liabilities	
Alamo CRG Loan	326,448
Notes Payable - Furr's	0
Notes Payable - Sushi Zushi	0
PPP Loan	0
Notes Payable	326,448
Accrued Interest-1st Lien PFLC	0
LH Interest-Provision For Loss	0
Deferred Income Tax-Noncurrent	0
Income Tax Reserve-Non-Current	0
Deferred Revenue-Non-Current	0
Accrued Rest Close Cost Non-Curr	0
Post Retirement Benefits Payable	0
Discount On Bank Debt	0
Oid Amortization-Bank	0
Capital Leases-Noncurrent-Equip	0
Deferred Rent	0
Other Non-Current Liabilities	0
Total Non-Current Liabilities	326,448
Total Liabilities	17,659,618
Equity	
Common Stock	10
Addl Paid In Cap-Common Stock	27,493,963
Contributed Cap From Parent	7,107,160
Noncash Interco Contr-OP Subs	(0)
PIC - Intercompany Elimination	0
Intercompany	(0)
Paid-In Capital	34,601,122
Retained Earnings	(42,775,120)
Retained Earnings - Current P/L	(630,026)
Accumulated Deficit	(43,405,147)
Total Shareholders' Equity	(8,804,015)
Total Liabilities & Equity	8,855,604

