



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.

Signed September 17, 2021

  
United States Bankruptcy Judge

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

In re:	§	Chapter 11
FRESH ACQUISITIONS, L.L.C., <i>et al.</i> , <sup>1</sup>	§	Case No. 21-30721 (S.G.J.)
Debtors.	§	(Jointly Administered)
	§	Re: Docket Nos. 165, 203 & 326

**ORDER DENYING THE SALE OF SUBSTANTIALLY ALL OF THE  
DEBTORS' ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND INTERESTS**

Upon the motion [Docket No. 165], as supplemented by the *Notice of (I) Cancellation of Auction, (II) Designation of VitaNova Brands, LLC as Successful Bidder, Including (A) the Proposed Form of Asset Purchase Agreement and (B) the List of Assumed Executory Contracts and Unexpired Leases; and (III) the Proposed Form of Sale Order* [Docket No. 326] (the

<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.

“Sale Motion”), filed by the above-captioned debtors and debtors in possession (the “Debtors”), pursuant to the *Order (A) Approving Bidding Procedures and Certain Bid Protections, (B) Scheduling Bid Deadline, Auction Date, and Sale Hearing and Approving Form and Manner of Notice Thereof, and (C) Approving Cure Procedures and the Form and Manner of Notice Thereof* [Docket No. 203] (the “Bidding Procedures Order”),<sup>1</sup> seeking entry of a Sale Order, and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (N), and (O); and this Court having found that venue of this proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having reviewed the Sale Motion and having considered the evidence and arguments presented at hearing on August 24, 2021 (the “Sale Hearing”); and after due deliberation and upon the record established at the Sale Hearing;

**IT IS HEREBY ORDERED THAT:**

1. Based on the findings stated on the record at the Sale Hearing and incorporated herein by reference, the Sale Motion is denied.
2. The Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the interpretation, implementation, or enforcement of this Order denying the Sale Motion.

### END OF ORDER ###

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<sup>1</sup> All capitalized terms utilized but not defined herein shall have the meaning ascribed in the Bidding Procedures Order.

Submitted by:

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