

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

HRI HOLDING CORP., *et al.*¹

Debtors.

Chapter 11

Case No. 19-12415 ()

(Joint Administration Requested)

**NOTICE OF FILING OF CHAPTER 11 PETITIONS
AND RELATED MOTIONS AND DECLARATIONS**

PLEASE TAKE NOTICE that on November 14, 2019, HRI Holding Corp.; Houlihan’s Restaurants, Inc.; HDJG Corp; Red Steer, Inc.; Sam Wilson’s/Kansas, Inc.; Darryl’s of St. Louis County, Inc.; Darryl’s of Overland Park Inc.; Houlihan’s of Ohio, Inc.; HRI O’Fallon, Inc.; Algonquin Houlihan’s Restaurant, L.L.C.; Geneva Houlihan’s Restaurant, L.L.C.; Hanley Station Houlihan’s Restaurant, LLC; Houlihan’s Texas Holdings, Inc.; Houlihan’s Restaurants of Texas, Inc.; JGIL Mill OP LLC; JGIL Millburn, LLC; JGIL Milburn Op LLC; JGIL, LLC; JGIL Holding Corp.; JGIL Omaha, LLC; HOP NJ NY, LLC; HOP Farmingdale LLC; HOP Cherry Hill LLC; HOP Paramus LLC; HOP Lawrenceville LLC; HOP Brick LLC; HOP Secaucus LLC; HOP Heights LLC; HOP Bayonne LLC; HOP Fairfield LLC; HOP Ramsey LLC; HOP Bridgewater LLC; HOP Parsippany LLC; HOP Westbury LLC; HOP Weehawken LLC; HOP New Brunswick LLC; HOP Holmdel LLC; HOP Woodbridge LLC; and Houlihan’s of Chesterfield, Inc. (the “Debtors”), filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (the “Court”).

A. VOLUNTARY CHAPTER 11 PETITIONS

1. Voluntary Petition – HRI Holding Corp, Case No. 19-12415 () [D.I. 1]

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: HRI Holding Corp. (4677), Houlihan’s Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Sam Wilson’s/Kansas, Inc. (5739), Darryl’s of St. Louis County, Inc. (7177), Darryl’s of Overland Park, Inc. (3015), Houlihan’s of Ohio, Inc. (6410), HRI O’Fallon, Inc. (4539), Algonquin Houlihan’s Restaurant, L.L.C. (0449), Geneva Houlihan’s Restaurant, L.L.C. (3156), Hanley Station Houlihan’s Restaurant, LLC (4948), Houlihan’s Texas Holdings, Inc. (5485), Houlihan’s Restaurants of Texas, Inc. (4948), JGIL Mill OP LLC (0741), JGIL Millburn, LLC (6071), JGIL Milburn Op LLC (N/A), JGIL, LLC (5485), JGIL Holding Corp. (N/A), JGIL Omaha, LLC (5485), HOP NJ NY, LLC (1106), HOP Farmingdale LLC (7273), HOP Cherry Hill LLC (5012), HOP Paramus LLC (5154), HOP Lawrenceville LLC (5239), HOP Brick LLC (4416), HOP Secaucus LLC (5946), HOP Heights LLC (6017), HOP Bayonne LLC (7185), HOP Fairfield LLC (8068), HOP Ramsey LLC (8657), HOP Bridgewater LLC (1005), HOP Parsippany LLC (1520), HOP Westbury LLC (2352), HOP Weehawken LLC (2571), HOP New Brunswick LLC (2637), HOP Holmdel LLC (2638), HOP Woodbridge LLC (8965), and Houlihan’s of Chesterfield, Inc. (5073). The Debtors’ corporate headquarters and the mailing address is 8700 State Line Road, Suite 100, Leawood, Kansas 66206.



2. Voluntary Petition – Houlihan’s Restaurants, Inc., Case No. 19-12416 () [D.I. 1]
3. Voluntary Petition – HDJG Corp., Case No. 19-12417 () [D.I. 1]
4. Voluntary Petition – Red Steer, Inc., Case No. 19-12418 () [D.I. 1]
5. Voluntary Petition – Sam Wilson’s/Kansas, Inc., Case No. 19-12419 () [D.I. 1]
6. Voluntary Petition – Darryl’s of St. Louis County, Inc., Case No. 19-12420 () [D.I.1]
7. Voluntary Petition – Darryl’s of Overland Park, Inc., Case No. 19-12421 () [D.I. 1]
8. Voluntary Petition – Houlihan’s of Ohio, Inc., Case No. 19- 12422 () [D.I. 1]
9. Voluntary Petition – HRI O’Fallon, Inc., Case No. 19- 12423 () [D.I. 1]
10. Voluntary Petition – Algonquin Houlihan’s Restaurant, L.L.C. Case No. 19-12424 () [D.I. 1]
11. Voluntary Petition – Houlihan’s Texas Holdings, Inc., Case No. 19-12425 () [D.I. 1]
12. Voluntary Petition – Houlihan’s Restaurants of Texas, Inc., Case No. 19-12426 () [D.I. 1]
13. Voluntary Petition – Geneva Houlihan’s Restaurant, L.L.C., Case No. 19-12427 () [D.I. 1]
14. Voluntary Petition – Hanley Station Houlihan’s Restaurant, LLC, Case No. 19-12428 () [D.I. 1]
15. Voluntary Petition – JGIL Mill OP LLC, Case No. 19-12429 () [D.I. 1]
16. Voluntary Petition – JGIL Millburn, LLC, Case No. 19-12430 () [D.I. 1]
17. Voluntary Petition – JGIL Milburn Op LLC, Case No. 19-12431 () [D.I. 1]
18. Voluntary Petition – JGIL, LLC, Case No. 19-12432 () [D.I. 1]
19. Voluntary Petition – JGIL Holding Corp., Case No. 19-12433 () [D.I. 1]
20. Voluntary Petition – JGIL Omaha, LLC, Case No. 19-12434 () [D.I. 1]
21. Voluntary Petition – HOP NJ NY, LLC, Case No. 19-12435 () [D.I. 1]
22. Voluntary Petition – HOP Farmingdale LLC, Case No. 19-12436 () [D.I. 1]
23. Voluntary Petition – HOP Cherry Hill LLC, Case No. 19-12437 () [D.I. 1]
24. Voluntary Petition – HOP Paramus LLC, Case No. 19-12438 () [D.I. 1]

25. Voluntary Petition – HOP Lawrenceville LLC, Case No. 19-12439 () [D.I. 1]
26. Voluntary Petition – HOP Brick LLC, Case No. 19-12440 () [D.I. 1]
27. Voluntary Petition – HOP Secaucus LLC, Case No. 19-12441 () [D.I. 1]
28. Voluntary Petition – HOP Heights LLC, Case No. 19-12442 () [D.I. 1]
29. Voluntary Petition – HOP Bayonne LLC, Case No. 19-12443 () [D.I. 1]
30. Voluntary Petition – HOP Fairfield LLC, Case No. 19-12444 () [D.I. 1]
31. Voluntary Petition – HOP Ramsey LLC, Case No. 19-12445 () [D.I. 1]
32. Voluntary Petition – HOP Bridgewater LLC, Case No. 19-12446 () [D.I. 1]
33. Voluntary Petition – HOP Parsippany LLC, Case No. 19-12447 () [D.I. 1]
34. Voluntary Petition – HOP Westbury LLC, Case No. 19-12448 () [D.I. 1]
35. Voluntary Petition – HOP Weehawken LLC, Case No. 19-12449 () [D.I. 1]
36. Voluntary Petition – HOP New Brunswick LLC, Case No. 19-12450 () [D.I. 1]
37. Voluntary Petition – HOP Holmdel LLC, Case No. 19-12451 () [D.I. 1]
38. Voluntary Petition – HOP Woodbridge LLC, Case No. 19-12452 () [D.I. 1]
39. Voluntary Petition – Houlihan’s of Chesterfield, Inc., Case No. 19-12453 () [D.I. 1]

B. FIRST DAY DECLARATION

1. Declaration of Matthew R. Manning in Support of the Debtors’ Chapter 11 Petitions and First Day Pleadings [D.I. 2]

C. FIRST DAY MOTIONS

1. Motion of Debtors for Entry of an Order Directing Joint Administration of Chapter 11 Cases [D.I. 20]
2. Motion for Entry of Interim and Final Orders Authorizing the Debtors to Pay Prepetition Wages, Compensation, Employee Benefits and Other Associated Obligations [D.I. 10]
3. Debtors’ Application for Authorization to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective *Nunc Pro Tunc* to the Petition Date [D.I. 3]

4. Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing the Maintenance of Bank Accounts and Continued Use of Existing Business Forms and Checks, (B) Authorizing the Continued Use of Existing Cash Management System and (C) Granting Limited Relief from the Requirements of Bankruptcy Code Section 345(b) and the United States Trustee Operating Guidelines [D.I. 4]
5. Motion of the Debtors for Entry of Interim and Final Orders (A) Prohibiting Utilities from Altering, Refusing or Discontinuing Service, (B) Deeming Utilities Adequately Assured of Future Performance and (C) Establishing Procedures for Determining Adequate Assurance of Payment [D.I. 5]
6. Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Pay Certain Prepetition Tax and Fee Obligations and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [D.I. 9]
7. Motion of the Debtors for Interim and Final Orders Authorizing the Debtors to (I) Maintain Existing Insurance Policies and Pay All Policy Premiums Arising Thereunder and Renew or Enter into New Policies and (II) Continue Insurance Premium Financing Program, Pay Insurance Premium Financing Obligations Arising in Connection Therewith and Renew or Enter into New Premium Financing Arrangements [D.I. 6]
8. Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Pay All or a Portion of the Prepetition Claims of Certain Critical Vendors and (B) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [D.I. 7]
9. Motion of the Debtors for Entry of Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105(a), 363, 507(a)(2), 541, 1107(a), and 1108 (I) Authorizing the Payment of Prepetition Claims Arising Under (A) the Perishable Agricultural Commodities Act and (B) the Packers and Stockyards Act and (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related to the Foregoing [D.I. 8]
10. Motion for Entry of an Order Authorizing the Debtors to Honor Certain Prepetition Obligations to Customers and to Otherwise Continue Certain Customer Practices and Programs in the Ordinary Course of Business [D.I. 11]
11. Motion of the Debtors and Debtors-in-Possession for Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Post-Petition Financing, (B) Grant Liens and Superpriority Administrative Expense Claims to Post-Petition Lenders and (C) Utilize Cash Collateral, (II) Providing Adequate Protection to the Pre-Petition Secured Parties, (III) Modifying the Automatic Stay, (IV) Granting Related Relief, Pursuant to 11 U.S.C. Sections 105, 361, 362, 363, 364 and 507, and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Local Rule 4001-2 [D.I. 12]
12. Declaration of Jean E. Hosty in Support of the Motion of the Debtors and Debtors-in-Possession for Interim and Final Orders (I) Authorizing the Debtors, on an Interim Basis, to (A) Obtain Post-Petition Financing, (B) Grant Liens and Superpriority Administrative

Expense Claims to Post-Petition Lenders and (C) Utilize Cash Collateral, (II) Providing Adequate Protection to the Pre-Petition Secured Parties, (III) Modifying the Automatic Stay, (IV) Granting Related Relief, Pursuant to 11 U.S.C. Sections 105, 361, 362, 363, 364 and 507, and (V) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and Local Rule 4001-2 [D.I. 13]

D. APPLICATIONS/MOTIONS FILED FOR SCHEDULING

1. Debtors' Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [D.I. 16]
2. Debtors' First Omnibus Motion for Entry of an Order (I) Authorizing the Debtors to (A) Reject Certain Unexpired Leases Nunc Pro Tunc to the Petition Date and (B) Abandon Any Remaining Property at the Rejected Locations and (II) Authorizing and Approving Procedures to Reject Executory Contracts and Unexpired Leases [D.I. 18]
3. Motion of the Debtors for Entry of an Order (A) Approving Bidding Procedures in Connection with a Transaction by Public Auction; (B) Scheduling a Hearing to Consider the Transaction; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Contract Procedures; and (E) Granting Related Relief [D.I. 14]
4. Motion of the Debtors for Entry of an Order (I) Approving Asset Purchase Agreement and Authorizing the Sale of Certain Assets of the Debtors Outside The Ordinary Course of Business, (II) Authorizing the Sale of Assets Free and Clear of All Claims and Liens, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief [D.I. 15]

PLEASE TAKE FURTHER NOTICE that a hearing on the First Day Motions will be scheduled at the convenience of the Court and will be held at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, Wilmington, Delaware 19801 (the "First Day Hearing") at which time the Court may grant any and all of the First Day Motions without further notice. You will receive an additional notice once the Court has scheduled the First Day Hearing and the Second Day Hearing.

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PLEASE TAKE FURTHER NOTICE that if you would like to receive copies of any of the First Day Motions referenced above prior to the First Day Hearing, copies may be obtained from the website of the United States Bankruptcy Court for the District of Delaware www.deb.uscourts.gov or the Debtors' case information website located at www.kccllc.net/hri. If you would like to receive copies of these motions by email you may contact Nicolas E. Jenner, Esq. at jenner@lrclaw.com.

Dated: November 14, 2019
Wilmington, Delaware

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