

**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 (MFW)

(Jointly Administered)

**SCHEDULES OF ASSETS AND LIABILITIES FOR
HOP WESTBURY LLC (CASE NO. 19-12448)**

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 (8058), 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.



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**SCHEDULES OF ASSETS AND LIABILITIES
AND STATEMENTS OF FINANCIAL AFFAIRS**

GLOBAL NOTES

These Global Notes and Disclaimers (the “Global Notes”) regarding the Schedules of Assets and Liabilities (the “Schedules”) and Statements of Financial Affairs (the “Statements”) and together with Schedules, the “Schedules and Statements”) for HRI Holding Corp. and its thirty-eight (38) affiliates set forth in footnote one herein (each a “Debtor” and collectively, the “Debtors”) are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to and reviewed in connection with any review of the Schedules and Statements.

1. ***Description of Cases.*** On November 14, 2019 (the “Petition Date”), the Debtors filed voluntary petitions with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) under chapter 11 of title 11, United States Code 11 U.S.C. §§ 101, *et seq.* (as amended or modified, the “Bankruptcy Code”) under case numbers 19-12415 (MFW), 19-12416 (MFW), 19-12417 (MFW), 19-12418 (MFW), 19-12419 (MFW), 19-12420 (MFW), 19-12421 (MFW), 19-12422 (MFW), 19-12423 (MFW), 19-12424 (MFW), 19-12425 (MFW), 19-12426 (MFW), 19-12427 (MFW), 19-12428 (MFW), 19-12429 (MFW), 19-12430 (MFW), 19-12431 (MFW), 19-12432 (MFW), 19-12433 (MFW), 19-12434 (MFW), 19-12435 (MFW), 19-12436 (MFW), 19-12437 (MFW), 19-12438 (MFW), 19-12439 (MFW), 19-12440 (MFW), 19-12441 (MFW), 19-

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 (8058), 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.

12442 (MFW), 19-12443 (MFW), 19-12444 (MFW), 19-12445 (MFW), 19-12446 (MFW), 19-12447 (MFW), 19-12448 (MFW), 19-12449 (MFW), 19-12450 (MFW), 19-12451 (MFW), 19-12452 (MFW), and 19-12453 (MFW) (collectively, the “Chapter 11 Cases”), and orders for relief were entered by the Bankruptcy Court. The Chapter 11 Cases have been consolidated for the purpose of joint administration only under case number 19-12415 (MFW). The Debtors currently are operating their businesses as debtors-in-possession under the Bankruptcy Code.

On the Petition Date, the Debtors filed the *Declaration of Matthew R. Manning in Support of the Debtors’ Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”) [D.I. 2], which provides information regarding the circumstances leading to the commencement of these Chapter 11 Cases and information regarding the Debtors’ business and capital structure.²

2. ***General Reservation of Rights.*** The Schedules and Statements have been prepared by the Debtors’ management and are unaudited. While the Debtors’ management has made every effort to ensure that the Schedules and Statements are accurate and complete based on information that was available at the time of preparation, the subsequent receipt of information may result in material changes to the financial data contained in the Schedules and Statements, and inadvertent errors or omissions may exist. To the extent the Debtors discover a material error or omission, or become aware of additional information that may suggest a material difference, the Debtors will amend the applicable Schedules or Statements to reflect such changes. Accordingly, the Debtors do not make any representations or warranties as to the completeness or accuracy of the information set forth herein and reserve all rights to amend the Schedules or Statements as may be necessary or appropriate.

Exclusion of any asset should not be construed as an admission that such property rights have been abandoned, terminated, or otherwise expired by their terms, or assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.

3. ***Basis of Presentation.*** Given the differences between the information requested in the Schedules and Statements and the financial information utilized under generally accepted accounting principles in the United States (“GAAP”), the aggregate asset values and claim amounts set forth in the Schedules and Statements do not reflect the amounts that would be set forth in a balance sheet prepared in accordance with GAAP. Therefore, the Schedules and Statements do not purport to represent financial statements prepared in accordance with GAAP nor are they intended to reconcile fully with any consolidated financial statements prepared by the Debtors. Unlike the consolidated financial statements, the Schedules and Statements reflect the assets and liabilities of each separate Debtor, except where otherwise indicated. Information contained in the Schedules and Statements has been derived from the Debtors’ books and records and historical financial statements.

² Except where otherwise indicated, capitalized terms used but not defined in these Global Notes have the meanings ascribed to them in the First Day Declaration.

The Schedules and Statements have been signed by Matthew R. Manning, the Debtors' Chief Restructuring Officer. Mr. Manning is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Manning has relied upon the efforts, statements and representations of various personnel employed by the Debtors and their professionals. Mr. Manning has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts and creditor addresses.

4. **Reporting Date.** Unless otherwise indicated, all amounts are listed as of the Petition Date or as of the latest available record date prior to the Petition Date.
5. **Fiscal Year.** Each Debtor reports fiscal year results of operations based on 52 or 53-week periods ending on the Sunday closest to September 30th. Each Debtor's most recent complete fiscal year ended on September 29, 2019.
6. **Currency.** Unless otherwise indicated, all amounts are reflected in U.S. dollars.
7. **Payments.** Prior to the Petition Date, the Debtors maintained a consolidated cash management system in the ordinary course of business. As described more fully in the Cash Management Motion,³ the Debtors generally pay their obligations through Debtor Houlihan's Restaurants, Inc. ("HRI"), even though the applicable account, contract or lease may be with a different Debtor entity. To the extent that the Debtors were able to report information on an unconsolidated basis, the Schedules reflect such information. The Debtors reserve the right to modify or amend their Schedules and Statements to attribute any payments to a different legal entity, if appropriate.
8. **Current Values.** It would be prohibitively expensive, unduly burdensome and an inefficient use of estate assets for the Debtors to obtain current market valuations for all of their assets. Accordingly, unless otherwise indicated, the Debtors' Schedules and Statements reflect net book values as of the Petition Date. Book values of assets prepared in accordance with GAAP generally do not reflect the current performance of the assets and may differ materially from the actual value and/or performance of the underlying assets. The amounts represented in the Schedules and Statements are totals of all known amounts. When necessary, the Debtors have indicated that the value of certain assets is "Unknown." To the extent that any assets have been identified as having an "Unknown" value, the actual total may be different from the total listed in the Schedules and Statements.
9. **Estimates.** To close the books and records of the Debtors as of the Petition Date and to prepare such information on a legal entity basis, the Debtors were required to make estimates, allocations and assumptions that affect the reported amounts of assets,

³ The term "Cash Management Motion" refers to the *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* (the "Cash Management Motion") [Docket No. 4].

liabilities, revenue, and expenses as of the Petition Date. The Debtors reserve all rights, but shall not be required, to amend the reported amounts of assets, liabilities, revenue, and expenses to reflect changes in those estimates and assumptions.

10. **Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information from research that was conducted in connection with the preparation of the Schedules. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtors also reserve the right to change the attribution of liability from a particular Debtor to another to the extent additional information becomes available and amend the Schedules without notice as applicable.

Some of the scheduled liabilities are unknown and unliquidated at this time. In such cases, the amounts are listed as “Unknown.” Accordingly, the Schedules and Statements do not accurately reflect the aggregate amount of the Debtors’ liabilities.

The liabilities listed on the Schedules do not reflect any analysis of claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor’s claims.

11. **Excluded Assets and Liabilities.** The Debtors have excluded certain categories of assets and liabilities from the Schedules and Statements, such as tax accruals, accrued salaries, employee benefit accruals, and accrued accounts payable. The Debtors also have excluded potential rejection damage claims of counterparties to executory contracts and unexpired leases that have been or may be rejected. In addition, other immaterial assets and liabilities may also have been excluded.
12. **Entity Classification Issues.** The Debtors have endeavored in good faith to identify the assets owned by each Debtor and the liabilities owed by each Debtor. While the Schedules reflect the results of this effort, several factors may impact the ability of the Debtors to precisely assign assets and liabilities to particular Debtor entities, including, but not limited to: (a) certain assets may be primarily used by a Debtor other than the entity which holds title to such assets according to the Debtors’ books and records; (b) the Debtor entity that owns or holds title to certain assets may not be ascertainable given the consolidated manner in which the Debtors have operated their businesses and (c) certain liabilities may have been nominally incurred by one Debtor, yet such liabilities may have actually been incurred by, or the invoices related to such liabilities may have been issued to or in the name of, another Debtor.
13. **Intellectual Property Rights.** The Debtors historically (and in the Schedules and Statements) report the value of certain assets, such as intellectual property, on their books and records in their entirety as opposed to on an individual asset-by-asset basis. It would be prohibitively expensive and unduly burdensome for the Debtors to obtain individual valuations for each intellectual property right. Accordingly, the Debtors have not

identified individual values for each of their intellectual property assets. In addition, although the Debtors have made diligent efforts to attribute intellectual property to the rightful Debtor entity, in certain instances, intellectual property owned by one Debtor may, in fact, be owned by another. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all such intellectual property rights.

Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, terminated, assigned, expired by their terms or otherwise transferred pursuant to a sale, acquisition or other transaction.

14. ***Net Operating Losses.*** The Debtors carry certain unused net operating losses on their books and records (the “NOLs”). The Debtors have reported such NOLs on the Schedules and Statements in the amounts set forth on their 2016, 2017 and 2018 federal tax returns. However, the Debtors make no representations or warranties regarding the value of the Debtors’ interest in the NOLs.
15. ***Claims Description.*** Any failure to designate a claim listed in the Schedules as disputed, contingent or unliquidated does not constitute an admission by the Debtors that such amount is not disputed, contingent or unliquidated. The Debtors reserve all of their rights with respect to the claims listed in the Schedules or Statements, including, without limitation, the right to assert offsets or defenses to any claim reflected on the Schedules or Statements, or to further amend the Schedules or Statements to (i) dispute any claim on any basis, including, without limitation, as to amount, liability or classification or (ii) designate any claim as disputed, contingent or unliquidated.
16. ***Credits and Adjustments.*** The claims of creditors for, among other things, goods, products, services, or taxes are listed as the amounts entered on the Debtors’ books and records and do not reflect credits, rebates, refunds, or allowances that may be due from such creditors to the Debtors. The Debtors reserve all of their rights regarding any and all such credits, rebates, refunds, and allowances.
17. ***Classifications.*** The Debtors have sought to discover and properly classify all claims and interests in the Chapter 11 Cases, and to list all claims and interests against their estates accurately and completely. The Schedules or Statements should not be considered the final determination of the Debtors’ assets and liabilities, but rather the Debtors’ current compilation of such information as of the Petition Date based on their investigations to date.

In certain circumstances, the Debtors have not included the date claims were incurred as such information is not readily available and it would be prohibitively expensive and burdensome to determine such dates.

18. **Causes of Action.** Despite the Debtors' reasonable efforts to identify all known assets, the Debtors may not have set forth all of their causes of action or potential causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any Claims or causes of action (including avoidance actions arising under Chapter 5 of the Bankruptcy Code and actions under other applicable non-bankruptcy law to recover assets), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity, or pursuant to any other theory of law (collectively, "Causes of Action") they may have, and neither the Global Notes nor the Schedules and Statements shall be deemed a waiver of any Claims or Causes of Action or in any way prejudice or impair the assertion of such Claims or Causes of Action.
19. **Court Orders.** By separate orders of the Bankruptcy Court entered in these Chapter 11 Cases, the Debtors were authorized (but not directed) to pay, among other things, certain prepetition claims of critical vendors, PACA/PASA claimants, insurance carriers and taxing authorities. Consequently, certain prepetition fixed, liquidated and undisputed priority and general unsecured claims have been or may be paid under this authority. The Debtors have attempted to list on their Schedules all such known amounts outstanding as of the Petition Date.

Additionally, by order of the Bankruptcy Court, the Debtors were authorized (but not directed) to pay, among other things, certain prepetition claims of customers. Consequently, certain prepetition fixed, liquidated and undisputed general unsecured claims related to customer programs have been or may be paid under this authority. The Debtors have attempted to list on their Schedules all such known amounts outstanding as of the Petition Date; provided, however, where such claimants are unknown (e.g., in the instance of gift card claims and refunds), the Debtors have not listed such claims on their Schedules.

The Debtors also were authorized (but not directed) by order of the Bankruptcy Court to pay, among other things, certain prepetition claims of employees. Consequently, certain prepetition fixed, liquidated and undisputed priority and general unsecured claims related to employees have been or may be paid under this authority. The prepetition liabilities related to ordinary course wages and compensation that have been paid postpetition to employees have been excluded from the Schedules.

20. **Insiders.** In the circumstances where the Schedules or Statements require information regarding insiders and/or officers and directors, included therein are each of the Debtors' (a) directors (or persons in similar positions) and (b) employees that are, or were during the relevant period, officers (or persons in control). The listing of a party as an insider is

not intended to be nor should it be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims and defenses are hereby expressly reserved. Further, employees have been included in this disclosure for informational purposes only and should not be deemed to be “insiders” in terms of control of the Debtors, management responsibilities or functions, decision-making or corporate authority and/or as otherwise defined by applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.

21. ***Property and Equipment.*** Unless otherwise noted therein, the Schedules and Statements reflect the net book value of the liabilities as listed in the Debtors’ books and records; however, particularly with respect to furniture, fixtures and equipment, the Debtors believe the actual value may be substantially lower. Where known, accumulated depreciation of assets has been accounted for.
22. ***Setoffs.*** The Debtors have not included on Schedule D parties that may believe their claims are secured through setoff rights, deposits posted by or on behalf of the Debtors or inchoate statutory lien rights.
23. ***Reservations.*** Neither the Debtors, their agents, their employees, nor their attorneys or advisors guarantee or warrant the accuracy, the completeness or correctness of the data that is provided herein or in the Schedules and Statements, and neither is liable for any loss or injury arising out of or caused in whole or in part by the acts, errors or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating or delivering the information. While every effort has been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys and advisors expressly do not undertake any obligation to update, modify, revise or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised or re-categorized. In no event shall the Debtors or their agents, attorneys and advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused.
24. ***Global Notes Control.*** In the event that the Schedules and Statements differ from the Global Notes, these Global Notes shall control.

Specific Disclosures with Respect to the Debtors’ Schedules and Statement

1. ***Schedule A/B 22.*** In the ordinary course of business, the Debtors take inventory at or near the end of each month. For purposes of Schedule A/B 22, the Debtors’ inventory is reported as of the last completed physical inventory.

2. **Schedule A/B 25.** The Debtors' inventory consists primarily of perishable items, and the Debtors do not track which purchases have been consumed or remain in inventory. Accordingly, it would be prohibitively expensive and unduly burdensome to ascertain the amount listed in inventory that has been purchased within 20 days of the Petition Date.
3. **Schedule A/B 55.** While the Debtors have identified their owned land and leasehold improvements on Schedule A/B, question 55, the underlying leases have been listed on Schedule G for the applicable Debtor. The Debtors' failure to list any rights in real property on Schedule A/B should not be construed as a waiver of any such rights that may exist, whether known or unknown at this time.
4. **Schedule D.** Except as otherwise agreed pursuant to a stipulation or agreed order or general order entered by the Bankruptcy Court, the Debtors reserve the right to dispute or challenge the validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any Debtor. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including, without limitation, any intercreditor agreement) related to such creditor's claim. In certain instances, a Debtor may be a co-obligor or guarantor with respect to scheduled claims of the other Debtors, and no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in these Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements. Except as specifically stated herein, real property lessors, utility companies and other parties which may hold security deposits have not been listed on Schedule D.

Pursuant to that certain Credit and Guaranty Agreement dated as of December 17, 2015 (the "Prepetition Credit Agreement"), the borrowers (the "Borrowers") thereunder are: HRI Holding Corp., Houlihan's Restaurants, Inc., Red Steer, Inc., Sam Wilson's/Kansas, Inc., Darryl's of St. Louis County, Inc., Darryl's of Overland Park, Inc., Houlihan's of Chesterfield, 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, and Houlihan's Texas Holdings, Inc. The remaining Debtors are guarantors (the "Guarantors") under the Prepetition Credit Agreement. As of the Petition Date, the outstanding balance under the Prepetition Credit Agreement was \$46,834,180 (the "Secured Debt Amount"). The Secured Debt Amount is reflected on Schedule D for each Debtor that is either a Borrower or Guarantor under the Prepetition Credit Agreement.

5. **Schedule E/F.** The Debtors have included various governmental agencies on Schedule E/F-1 out of an abundance of caution whose obligation may not be "taxes" pursuant to

the applicable law. The Debtors reserve all rights to dispute or challenge that these claims are not taxes and are not subject to priority under the Bankruptcy Code.

Schedule E/F does not include certain deferred charges, deferred liabilities or general reserves. Such amounts, however, are reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific claims as of the Petition Date.

The Debtors also have excluded potential rejection damage claims of counterparties to executory contracts and unexpired leases that have been or may be rejected.

The claims listed in Schedule E/F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. Although reasonable efforts have been made to identify the date of incurrence of each claim, determination of the date upon which each claim in Schedule E/F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each claim listed on Schedule E/F.

6. **Schedule G.** Although reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors, omissions or over inclusions may have occurred. The Debtors hereby reserve all rights to dispute the validity, status or enforceability of any contract or other agreement set forth in Schedule G that may have expired or may have been modified, amended and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, and other document, instruments and agreements which may not be listed therein. Also, Schedule G is intended to contain all of the Debtors' contracts and agreements as of the Petition Date. It is possible that some of the contracts or agreements listed on Schedule G have expired or otherwise terminated pursuant to their terms since the Petition Date. The presence of a contract or agreement on Schedule G does not constitute an admission by the Debtors that such contract or agreement is an executory contract or unexpired lease.

Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth separately on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of business, such as easements, rights of way, subordinations, nondisturbance and attornment agreements, supplemental agreements, amendments/letter agreements, title agreements, and confidentiality agreements. Such documents also are not set forth in Schedule G.

The Debtors have not included certain categories of accrued occupancy expense on the Schedules and Statements, such as accrued rent, common area maintenance and real property taxes paid as rent. The Debtors accrue these amounts based on historical knowledge and estimates for each open location, but have not included them as an account payable because the respective invoices for the period have not yet been received.

In addition, certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financings. The Debtors reserve all rights to dispute or challenge the characterization of the structure of any transaction, or any document or instrument (including, without limitation, any intercreditor agreement) related to a creditor's claim.

While identifying the contracts and leases on Schedule G, the Debtors have not necessarily set forth these contracts and leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors' estates.

7. **Statement 3.** Statement 3 includes any disbursement or other transfer made by the Debtors except for those made to insiders (included in Statement 4), employee payroll and expense reimbursements and interbank transfers done as part of the Debtors' cash management system. In Statement 3, disbursements made on account of multiple invoices may be reflected as a single payment.
8. **Statement 4 and 30.** For purposes of Statement 4 and 30, all payments made on behalf of each of the Debtors to insiders were made through the Debtors' consolidated cash management system and paid through HRI, even though some of the payments may have been to or for the benefit of one or more other Debtors. As such, the payments made to insiders in connection with such insider's services to each Debtor have not been expressly allocated among the Debtors and, instead, have been listed in Statement question 4 and 30 for HRI.
9. **Statement 7.** The Debtors reserve all of their rights and defenses with respect to any and all listed lawsuits and administrative proceedings. The listing of any such suits and proceedings shall not constitute an admission by the Debtors of any liabilities or that the actions or proceedings were correctly filed against the Debtors or any affiliates of the Debtors. The Debtors also reserve their rights to assert that neither the Debtors nor any affiliates of the Debtors are an appropriate party to such actions or proceedings. The Debtors have not included on Statement 7 parties that may have asserted informal workers' compensation claims or other claims that were resolved or otherwise addressed without formal litigation or an administrative hearing or similar proceeding having been commenced. Additionally, to the extent that events occurred prior to the Petition Date, but any lawsuit or administrative proceeding related thereto was filed after the Petition Date, such suits or proceedings may not be listed Statement 7.
10. **Statement 11.** For purposes of Statement 11, all payments made on behalf of each of the Debtors for consultation concerning relief under the bankruptcy laws or preparation of a petition in bankruptcy within one (1) year immediately preceding the commencement of these Chapter 11 Cases, were made through the Debtors' consolidated cash management system and paid through HRI. As such, the costs of these services on behalf of each Debtor have not been expressly allocated among the Debtors and, instead, have been listed in Statement question 11 for HRI.

11. **Statement 21.** Pursuant to that certain management agreement (the “Management Agreement”) dated October 31, 2003 between Winghaven Restaurant Partners, LLC (“Winghaven”) and HRI, HRI manages and operates the Bristol Seafood Grill restaurant location in O’Fallon, Missouri (the “Restaurant”). While the Restaurant is operated under the exclusive direction and supervision of HRI, Winghaven owns all of the associated assets and is responsible for all costs and liabilities. For purposes of Statement 21, while HRI operates the Restaurant and exerts certain levels of control over the Restaurant and the property maintained thereat, the Debtors have not identified the assets owned by Winghaven that are operated by HRI.

12. **Statement 26d.** The Debtors have provided financial statements in the ordinary course of their businesses to numerous financial institutions, creditors, and other parties within two years immediately before the Petition Date. The disclosure of each of such parties would be impractical and burdensome as the Debtors generally do not track such sharing. Moreover, the parties with which the Debtors have shared such financial statements may have in turn further shared the financial statements with other entities without the Debtors’ knowledge or consent.

Fill in this information to identify the case:

Debtor Name: In re : HOP Westbury LLC
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): 19-12448 (MFW)

Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*

\$ 0.00

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*

\$ 24,364.00

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*

\$ 24,364.00

Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*

\$ 46,834,180.53

3. *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*

\$ 39,066.07

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*

+ \$ 3,001.11

4. **Total liabilities**

Lines 2 + 3a + 3b

\$ 46,876,247.71

Fill in this information to identify the case:	
Debtor Name: In re : HOP Westbury LLC	
United States Bankruptcy Court for the: District of Delaware	
Case number (if known): 19-12448 (MFW)	

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. **Cash on hand**

2.1 Safe Funds at Store No. 235	\$	24,364.00
---------------------------------	----	-----------

3. **Checking, savings, money market, or financial brokerage accounts** (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number		
3.1 UMB Bank, N.A.	Restaurant Depository	5284	\$	0.00

4. **Other cash equivalents** (Identify all)

4.1 None	\$	
----------	----	--

5. **Total of Part 1**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$	24,364.00
----	-----------

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

_____ \$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

_____ \$ _____

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$		0.00
----	--	------

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

	Description	face amount	doubtful or uncollectible accounts		
11a.	90 days old or less:	\$ _____	- \$ _____	=.... →	\$ _____
11b.	Over 90 days old:	\$ _____	- \$ _____	=.... →	\$ _____

12. Total of Part 3.

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ _____	0.00
----------	------

Debtor: HOP Westbury LLC
Name

Case number (if known): 19-12448

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes. Fill in the information below.

Valuation method used for current value	Current value of debtor's interest
---	------------------------------------

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

_____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity: _____ % of ownership:

_____ \$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

_____ \$ _____

17. Total of Part 4.

Add lines 14 through 16. Copy the total to line 83.

\$ _____	0.00
----------	------

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
19.1 None		\$		\$
20. Work in progress				
20.1 None		\$		\$
21. Finished goods, including goods held for resale				
21.1 None		\$		\$
22. Other inventory or supplies				
22.1 See Schedule A/B 22 Attachment		\$ 42,500.51		\$ Unknown

23. Total of Part 5.

Add lines 19 through 22. Copy the total to line 84.

\$ 0.00

24. Is any of the property listed in Part 5 perishable?

- No
- Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. See Schedule A/B 22

Description Attachment Book value \$ Unknown Valuation method Current value \$ Unknown

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6	\$ _____	_____	\$ _____

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$ _____	0.00
----------	------

34. Is the debtor a member of an agricultural cooperative?

- No
- Yes. Is any of the debtor's property stored at the cooperative?
 - No
 - Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. Description _____ Book value \$ _____ Valuation method _____ Current value \$ _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- No
- Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC
Name

Case number (if known): 19-12448

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
39.1 Furniture, Fixtures and Equipment	\$ 23,017.98		\$ Unknown
40. Office fixtures			
40.1 Included in Schedule A/B 39	\$		\$
41. Office equipment, including all computer equipment and communication systems equipment and software			
41.1 Software	\$ 2,326.59		\$ Unknown
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 None	\$		\$

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$	0.00
----	------

44. Is a depreciation schedule available for any of the property listed in Part 7?

- No
- Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	(Where available)		

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

_____ \$ _____ \$ _____

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

_____ \$ _____ \$ _____

49. Aircraft and accessories

_____ \$ _____ \$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

_____ \$ _____ \$ _____

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$ _____	0.00
----------	------

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
- Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 9: Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property <small>Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.</small>	Nature and extent of debtor's interest in property	Net book value of debtor's interest <small>(Where available)</small>	Valuation method used for current value	Current value of debtor's interest
55.1 Land Improvement - 725 Merrick Avenue, Westbury, NY 11590-6608 (235)	Owner	\$ 6,340.60		\$ Unknown
55.2 Leasehold Improvement - 725 Merrick Avenue, Westbury, NY 11590-6608 (235)	Owner	\$ 21,940.01		\$ Unknown

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$	0.00
----	------

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC
Name

Case number (if known): 19-12448

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
60.1 <u>None</u>	\$ _____		\$ _____
61. Internet domain names and websites			
61.1 <u>None</u>	\$ _____		\$ _____
62. Licenses, franchises, and royalties			
62.1 <u>Liquor License for Store No. 235 (Westbury, NY)</u>	\$ _____ 3,000.00		\$ _____ Unknown
63. Customer lists, mailing lists, or other compilations			
63.1 <u>None</u>	\$ _____		\$ _____
64. Other intangibles, or intellectual property			
64.1 <u>None</u>	\$ _____		\$ _____
65. Goodwill			
65.1 <u>None</u>	\$ _____		\$ _____

66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$ _____ 0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- No
- Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- No
- Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- No
- Yes

Debtor: HOP Westbury LLC
Name

Case number (if known): 19-12448

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
Include all interests in executory contracts and unexpired leases not previously reported on this form.
- No. Go to Part 12.
 Yes. Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)	Total face amount	doubtful or uncollectible accounts	
71.1 None	\$	- \$	=.... → \$

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)	—	Tax year	\$
72.1 None			

73. Interests in insurance policies or annuities

73.1 None \$

74. Causes of action against third parties (whether or not a lawsuit has been filed)

Clemcla Realty Corp. and HOP Westbury, LLC d/b/a Houlihan's vs. Beechwood Jericho Building Corp and Beechwood Merrick, LLC		\$	Unknown
Nature of claim	Suit for injunctive relief and declaratory judgment re easement violation and irreparable harm to business.		
Amount requested	\$ Non monetary seeking easement		

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

75.1 See Global Notes		\$	
Nature of claim			
Amount requested	\$		

76. Trusts, equitable or future interests in property

76.1 None \$

77. Other property of any kind not already listed Examples: Season tickets, country club membership

77.1 None \$

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$	0.00
----	------

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- No
 Yes

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ 24,364.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ 0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ 0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ 0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ 0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ 0.00	
88. Real property. <i>Copy line 56, Part 9.....</i> →		\$ 0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ 0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	\$ 0.00	
91. Total. Add lines 80 through 90 for each column.....91a.	\$ 24,364.00	\$ 0.00 + 91b.
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ 24,364.00

Fill in this information to identify the case:

Debtor Name: In re : HOP Westbury LLC
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): 19-12448 (MFW)

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A
Amount of claim
 Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

2.1 Creditor's name

Describe debtor's property that is subject to a lien

See Schedule D, Part 1 Attachment \$ 46,834,180.53 \$ Unknown

Creditor's Name

Creditor's mailing address

Describe the lien

Notice Name

Street

Is the creditor an insider or related party?

- No
- Yes

City State ZIP Code

Is anyone else liable on this claim?

- No
- Yes. Fill out *Schedule H: Codebtors(Official Form 206H)*.

Country

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is:

- Check all that apply.
- Contingent
 - Unliquidated
 - Disputed

Do multiple creditors have an interest in the same property?

- No
- Yes. Have you already specified the relative priority?
 - No. Specify each creditor, including this creditor, and its relative priority.
 - Yes. The relative priority of creditors is specified on lines

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$ 46,834,180.53

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
See Schedule D, Part 2 Attachment	Line _____	_____
Name		
Notice Name		
Street		
City	State	ZIP Code
Country		

Fill in this information to identify the case:

Debtor Name: In re : HOP Westbury LLC
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): 19-12448 (MFW)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to Line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
\$ 39,066.07	\$ 39,066.07

2.1 Priority creditor's name and mailing address

NASSAU COUNTY
 Creditor Name

Creditor's Notice name

1 WEST ST
 Address

MINEOLA NY 11501
 City State ZIP Code

Country

Date or dates debt was incurred

Various

Last 4 digits of account number N/A

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is: \$

Check all that apply.

- Contingent
- Unliquidated
- Disputed

Basis for the claim:

Tax Claim

Is the claim subject to offset?

- No
- Yes

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address
 BEECHWOOD JERICHO BUILDING CORP AND BEECHWOOD MERRICK, LLC
 Creditor Name

ATTN RONALD J. ROSENBERG, ESQ.
 Creditor's Notice name

C/O ROSENBERG, CALICA & BURNEY LLP
 Address

100 GARDEN CITY PLAZA SUITE 408

GARDEN CITY NY 11530
 City State ZIP Code

Country

As of the petition filing date, the claim is: \$ Unknown

Check all that apply.

Contingent
 Unliquidated
 Disputed

Basis for the claim:
 Litigation

Date or dates debt was incurred
 Various

Last 4 digits of account number

Is the claim subject to offset?

No
 Yes

3.2 Nonpriority creditor's name and mailing address
 EMPIRE MERCHANTS
 Creditor Name

Creditor's Notice name

16 BRIDGEWATER ST
 Address

BROOKLYN NY 11222
 City State ZIP Code

Country

As of the petition filing date, the claim is: \$ 2,392.96

Check all that apply.

Contingent
 Unliquidated
 Disputed

Basis for the claim:
 Trade Debt

Date or dates debt was incurred
 Various

Last 4 digits of account number

Is the claim subject to offset?

No
 Yes

Debtor: HOP Westbury LLC

Case number (if known): 19-12448

Name

3.3 Nonpriority creditor's name and mailing address

MANHATTAN BEER DISTRIBUTORS

Creditor Name

As of the petition filing date, the claim is: \$ 608.15

Check all that apply.

Contingent

Unliquidated

Disputed

Creditor's Notice name

955 EAST 149TH STREET

Address

Basis for the claim:

Trade Debt

NEW YORK

NY

10455-2097

City

State

ZIP Code

Country

Date or dates debt was incurred

Various

Is the claim subject to offset?

No

Yes

Last 4 digits of account

number

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors. If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1 _____ Name _____ None _____ Notice Name _____ Street _____ _____ _____ City _____ State _____ ZIP Code _____ Country _____	Line _____ <input type="checkbox"/> Not Listed.Explain _____	_____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ <u>39,066.07</u>
5b. Total claims from Part 2	5b. +	\$ <u>3,001.11</u>
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ <u>42,067.18</u>

Fill in this information to identify the case:

Debtor Name: In re : HOP Westbury LLC
 United States Bankruptcy Court for the: District of Delaware
 Case number (if known): 19-12448 (MFW)

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

Lease - HOP/Westbury (235)

CLEMCLA REALTY CORP.

Name

ATT S. SPOONER

Notice Name

640 JOHNSON AVE.

Address

STE. 102

State the term remaining

Undetermined

List the contract number of any government contract

BOHEMIA

City

NY

State

11716

ZIP Code

Country

Fill in this information to identify the case:
Debtor Name: In re : HOP Westbury LLC
United States Bankruptcy Court for the: District of Delaware
Case number (if known): 19-12448 (MFW)

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1	See Schedule H Attachment Street City State ZIP Code Country		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:

Debtor Name: In re : HOP Westbury LLC
United States Bankruptcy Court for the: District of Delaware
Case number (if known): 19-12448 (MFW)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature


I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/12/2019
MM / DD / YYYY


✱ _____
Signature of individual signing on behalf of debtor

Matthew R. Manning
Printed name
Chief Restructuring Officer
Position or relationship to debtor

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule A/B 22

Other inventory or supplies

General description	Location	Date of the last physical inventory	Net book value of debtor's interest (where available)	Valuation method used for current value	Current value of debtor's interest
Bar Food	Westbury, NY	10/27/2019	\$1,234.80		Unknown
Beer	Westbury, NY	10/27/2019	\$4,599.03		Unknown
Bread	Westbury, NY	10/27/2019	\$415.66		Unknown
Dairy	Westbury, NY	10/27/2019	\$1,118.01		Unknown
Fish	Westbury, NY	10/27/2019	\$1,324.17		Unknown
Groceries	Westbury, NY	10/27/2019	\$7,336.78		Unknown
Liquor	Westbury, NY	10/27/2019	\$13,525.06		Unknown
Meat	Westbury, NY	10/27/2019	\$2,833.21		Unknown
Poultry	Westbury, NY	10/27/2019	\$1,860.27		Unknown
Produce	Westbury, NY	10/27/2019	\$1,147.60		Unknown
Wine	Westbury, NY	10/27/2019	\$7,105.92		Unknown
		TOTAL:	\$42,500.51	TOTAL:	Unknown

In re: HOP Westbury LLC
 Case No. 19-12448
 Schedule D, Part 1
 Creditors Who Have Claims Secured by Property

Line	Creditor's Name	Creditor Notice Name	Address 1	Address 2	City	State	Zip	Date incurred	Account number (last 4 digits)	Multiple creditors (Y/N)	If multiple creditors, specify each creditor, including this creditor, and its relative priority.	Describe debtor's property that is subject to a lien	Describe the lien	Insider/related party (Y/N)	Codebtor (Y/N)	Contingent	Unliquidated	Disputed	Amount of claim <small>Do not deduct the value of collateral.</small>	Value of collateral that supports this claim
2.1	CIT BANK, N.A.	ATTN: ANTHONY MASCI	11 WEST 42ND STREET		NEW YORK	NY	10036	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Term Loan	N	Y				\$16,586,793.99	Unknown
2.2	GARRISON FUNDING 2018-1 LP	ATTN: ROBERT CHIMENTI	1290 AVENUE OF THE AMERICAS	STE 914	NEW YORK	NY	10104	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Term Loan	N	Y				\$4,064,772.74	Unknown
2.3	GARRISON FUNDING 2018-2 LTD.	ATTN: ROBERT CHIMENTI	1290 AVENUE OF THE AMERICAS	STE 914	NEW YORK	NY	10104	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Term Loan	N	Y				\$6,910,113.65	Unknown
2.4	GARRISON MID MARKET FUNDING II	ATTN: ROBERT CHIMENTI	1290 AVENUE OF THE AMERICAS	STE 914	NEW YORK	NY	10104	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Term Loan	N	Y				\$3,251,818.18	Unknown
2.5	GARRISON MIDDLE MARKET FUNDING	ATTN: ROBERT CHIMENTI	1290 AVENUE OF THE AMERICAS	STE 914	NEW YORK	NY	10104	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Term Loan	N	Y				\$7,200,236.78	Unknown
2.6	CIT BANK, N.A.	ATTN: ANTHONY MASCI	11 WEST 42ND STREET		NEW YORK	NY	10036	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Revolving Loan	N	Y				\$835,212.69	Unknown
2.7	CIT BANK, N.A.	ATTN: ANTHONY MASCI	11 WEST 42ND STREET		NEW YORK	NY	10036	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Delayed Draw Term Loan	N	Y				\$3,992,616.25	Unknown
2.8	GARRISON MIDDLE MARKET FUNDING	ATTN: ROBERT CHIMENTI	1290 AVENUE OF THE AMERICAS	STE 914	NEW YORK	NY	10104	12/17/2015	N/A	Y	Underlying Holders	Substantially all assets of the debtor	Delayed Draw Term Loan	N	Y				\$3,992,616.25	Unknown
TOTAL:																			\$46,834,180.53	Unknown

In re: HOP Westbury LLC

Case No. 19-12448

Schedule D, Part 2

Notice Parties to Creditors Who Have Claims Secured by Property

Line	Name	Notice Name	Address 1	Address 2	City	State	Zip	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
2.1	KATTEN MUCHIN ROSENMAN	ATTN: WILLIAM B. FREEMAN & JAN HARRIS CATE, ESQ.	515 SOUTH FLOWER ST.	SUITE 1000	LOS ANGELES	CA	90071	2.1 - 2.8	N/A

In re: HOP Westbury LLC

Case No. 19-12448

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.1	Algonquin Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.2	Algonquin Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.3	Algonquin Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.4	Algonquin Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.5	Algonquin Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.6	Darryl's of Overland Park, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.7	Darryl's of Overland Park, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.8	Darryl's of Overland Park, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.9	Darryl's of Overland Park, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.10	Darryl's of Overland Park, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.11	Darryl's of St. Louis County, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.12	Darryl's of St. Louis County, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.13	Darryl's of St. Louis County, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.14	Darryl's of St. Louis County, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.15	Darryl's of St. Louis County, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.16	Geneva Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.17	Geneva Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.18	Geneva Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.19	Geneva Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.20	Geneva Houlihan's Restaurant, L.L.C.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.21	Hanley Station Houlihan's Restaurant, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.22	Hanley Station Houlihan's Restaurant, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.23	Hanley Station Houlihan's Restaurant, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.24	Hanley Station Houlihan's Restaurant, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.25	Hanley Station Houlihan's Restaurant, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.26	HDJG Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.27	HDJG Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.28	HDJG Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.29	HDJG Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.30	HDJG Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.31	HOP Bayonne LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.32	HOP Bayonne LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.33	HOP Bayonne LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.34	HOP Bayonne LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.35	HOP Bayonne LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.36	HOP Brick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.37	HOP Brick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.38	HOP Brick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.39	HOP Brick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.40	HOP Brick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.41	HOP Bridgewater LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.42	HOP Bridgewater LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.43	HOP Bridgewater LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.44	HOP Bridgewater LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.45	HOP Bridgewater LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.46	HOP Cherry Hill LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.47	HOP Cherry Hill LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.48	HOP Cherry Hill LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.49	HOP Cherry Hill LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.50	HOP Cherry Hill LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.51	HOP Fairfield LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.52	HOP Fairfield LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.53	HOP Fairfield LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.54	HOP Fairfield LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.55	HOP Fairfield LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.56	HOP Farmingdale LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.57	HOP Farmingdale LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.58	HOP Farmingdale LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.59	HOP Farmingdale LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.60	HOP Farmingdale LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.61	HOP Heights LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.62	HOP Heights LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.63	HOP Heights LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.64	HOP Heights LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.65	HOP Heights LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.66	HOP Holmdel LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.67	HOP Holmdel LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.68	HOP Holmdel LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.69	HOP Holmdel LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.70	HOP Holmdel LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.71	HOP Lawrenceville LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.72	HOP Lawrenceville LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.73	HOP Lawrenceville LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.74	HOP Lawrenceville LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.75	HOP Lawrenceville LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.76	HOP New Brunswick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.77	HOP New Brunswick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.78	HOP New Brunswick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.79	HOP New Brunswick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.80	HOP New Brunswick LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.81	HOP NJ NY, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.82	HOP NJ NY, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.83	HOP NJ NY, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.84	HOP NJ NY, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.85	HOP NJ NY, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.86	HOP Paramus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.87	HOP Paramus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.88	HOP Paramus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.89	HOP Paramus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.90	HOP Paramus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.91	HOP Parsippany LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.92	HOP Parsippany LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.93	HOP Parsippany LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.94	HOP Parsippany LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.95	HOP Parsippany LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.96	HOP Ramsey LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.97	HOP Ramsey LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.98	HOP Ramsey LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.99	HOP Ramsey LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.100	HOP Ramsey LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.101	HOP Secaucus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.102	HOP Secaucus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.103	HOP Secaucus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.104	HOP Secaucus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.105	HOP Secaucus LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.106	HOP Weehawken LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.107	HOP Weehawken LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.108	HOP Weehawken LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.109	HOP Weehawken LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.110	HOP Weehawken LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.111	HOP Woodbridge LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.112	HOP Woodbridge LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.113	HOP Woodbridge LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.114	HOP Woodbridge LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.115	HOP Woodbridge LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.116	Houlihan's of Chesterfield, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.117	Houlihan's of Chesterfield, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.118	Houlihan's of Chesterfield, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.119	Houlihan's of Chesterfield, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.120	Houlihan's of Chesterfield, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.121	Houlihan's of Ohio, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.122	Houlihan's of Ohio, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.123	Houlihan's of Ohio, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.124	Houlihan's of Ohio, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.125	Houlihan's of Ohio, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.126	Houlihan's Restaurants of Texas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.127	Houlihan's Restaurants of Texas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.128	Houlihan's Restaurants of Texas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.129	Houlihan's Restaurants of Texas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.130	Houlihan's Restaurants of Texas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.131	Houlihan's Restaurants, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.132	Houlihan's Restaurants, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.133	Houlihan's Restaurants, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.134	Houlihan's Restaurants, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.135	Houlihan's Restaurants, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.136	Houlihan's Texas Holdings, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.137	Houlihan's Texas Holdings, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.138	Houlihan's Texas Holdings, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.139	Houlihan's Texas Holdings, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.140	Houlihan's Texas Holdings, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.141	HRI Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.142	HRI Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.143	HRI Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.144	HRI Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.145	HRI Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.146	HRI O'Fallon, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.147	HRI O'Fallon, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.148	HRI O'Fallon, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.149	HRI O'Fallon, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.150	HRI O'Fallon, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.151	JGIL Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.152	JGIL Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.153	JGIL Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.154	JGIL Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.155	JGIL Holding Corp.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.156	JGIL Milburn Op LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.157	JGIL Milburn Op LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.158	JGIL Milburn Op LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.159	JGIL Milburn Op LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.160	JGIL Milburn Op LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.161	JGIL Mill OP LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.162	JGIL Mill OP LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.163	JGIL Mill OP LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.164	JGIL Mill OP LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.165	JGIL Mill OP LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.166	JGIL Millburn, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.167	JGIL Millburn, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.168	JGIL Millburn, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.169	JGIL Millburn, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.170	JGIL Millburn, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		

In re: HOP Westbury LLC**Case No. 19-12448**

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.171	JGIL Omaha, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.172	JGIL Omaha, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.173	JGIL Omaha, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.174	JGIL Omaha, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.175	JGIL Omaha, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.176	JGIL, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.177	JGIL, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.178	JGIL, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.179	JGIL, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.180	JGIL, LLC	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.181	Red Steer, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.182	Red Steer, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		
2.183	Red Steer, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.184	Red Steer, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.185	Red Steer, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		
2.186	Sam Wilson's/Kansas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	CIT Bank, N.A.	X		
2.187	Sam Wilson's/Kansas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 018-1 LP	X		

In re: HOP Westbury LLC

Case No. 19-12448

Schedule H

Codebtors

Line	Name of codebtor	Address 1	Address 2	City	State	Zip	Name of creditor	D	E/F	G
2.188	Sam Wilson's/Kansas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Funding 2018-2 LTD.	X		
2.189	Sam Wilson's/Kansas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Mid Market Funding II	X		
2.190	Sam Wilson's/Kansas, Inc.	8700 State Line Road	Ste. 100	Leawood	KS	66206	Garrison Middle Market Funding	X		