

**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)

Related to Docket No. 915

**CERTIFICATION OF COUNSEL REGARDING THE LIQUIDATING TRUSTEE'S
SECOND OMNIBUS OBJECTION (SUBSTANTIVE)
OF THE PLAN ADMINISTRATOR TO CERTAIN PROOFS OF CLAIM**

The undersigned counsel to Anthony Saccullo, in his capacity as Plan Administrator in the above captioned cases hereby certify as follows:

1. On June 20, 2022 the *Second Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the "Objection") was filed in the United States Bankruptcy Court for the District of Delaware.
2. Responses to the Objection were to be filed and served no later than July 27, 2022.
3. The Plan administrator received informal comments to the Objection from the following Claimants: Uptown Station, LLC (Claim numbers 218, 664 and 667); Alliance Town Center I, L.P (Claim number 538), Constellation NewEnergy, Inc. (Claim number 500); and Constellation NewEnergy- Gas Division, LLC (claim number 515).
4. In consideration of the comments received, the parties have agreed to

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), Houlihan's of Ohio, Inc. (6410), HRI O'Fallon, Inc. (4539), Houlihan's Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors' Chapter 11 Cases. The Debtors' mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.



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disallow Claim numbers 218, 664 and 667 of Uptown Station, LLC. Uptown Station, LLC's remaining Claim 668, is modified to be a general unsecured claim in the amount of \$449,553.37.

5. Claim number 538 of Alliance Town Center I, L.P. is modified to an allowed administrative claim in the amount of \$7,797.30.

6. Claim number 500 filed by Constellation NewEnergy, Inc. shall be modified to allow a Section 503(b)(9) claim in the amount of \$17,365.00 and a general unsecured claim in the amount of \$27,235.95.

7. The Plan Administrator withdraws its objection to claim number 515 filed by Constellation NewEnergy- Gas Division, LLC.

8. CRG Financial informally responded with respect to claim numbers 545, 547, 467, 466, 464, 465, 463, 437 and 462 and the parties agreed to extend the response deadline until August 17, 2022 and continue the hearing with respect to those claim objections until the omnibus hearing scheduled for August 24, 2022. No formal response was filed by the August 17, 2022 deadline.

9. The Michigan Department of Treasury filed a formal response (Docket No 931) but has since withdrawn its response. See Docket No. 933.

10. The Plan Administrator withdraws his objections to claim No. 301 filed by Arts Refrigeration and claim no. 544 filed by SWQ 35/Forum Ltd. t/a The Village at Forum Parkway, Live Oak, TX

11. Attached hereto as Exhibit A is a revised proposed form of order removing or reclassifying the aforementioned claims and otherwise granting the Objection. Attached as Exhibit B is a blackline of the proposed order showing the revisions compared to the proposed order that was filed on June 20, 2022.

12. Wherefore, the Plan Administrator respectfully requests that the Bankruptcy Court enters the revised order attached hereto as Exhibit A at its earliest convenience.

Dated: August 22, 2022

/s/ Amy D. Brown
Gellert Scali Busenkell & Brown, LLC
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Counsel to the Plan Administrator

EXHIBIT A

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

In re: HRI HOLDING CORP., <i>et al.</i> , ¹ <div style="text-align: center;">Debtors.</div>	Chapter 11 Case No. 19-12415 (MFW) (Jointly Administered) Related to Docket No. _____
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**ORDER GRANTING SECOND OMNIBUS OBJECTION (SUBSTANTIVE)
OF THE PLAN ADMINISTRATOR TO CERTAIN PROOFS OF CLAIM**

Upon the *Second Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the “Objection”),² the Plan Administrator (the “Plan Administrator”) requests entry of an order (this “Order”) disallowing the claims identified on Exhibits 1-2 attached hereto, pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rules 3007-1 and 9016-1(d), all as more fully set forth in the Objection; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that

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² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Objection.

the relief requested in the Objection is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Plan Administrator's notice of the Objection and opportunity for a hearing on the Objection were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED THAT:

1. The Objection is granted as set forth herein.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. The claims identified on Exhibits 1-2 attached hereto are modified or disallowed as set forth therein.
4. Claim numbers 218, 664 and 667 of Uptown Station, LLC are hereby disallowed in their entirety. All rights of the Plan Administrator and Uptown Station, LLC are reserved with respect to Uptown Station, LLC's remaining Claim 668, which is modified herein to be a general unsecured claim in the amount of \$449,553.37.
5. Claim number 538 of Alliance Town Center I, L.P. is modified to an allowed administrative claim in the amount of \$7,797.30.
6. Claim number 500 filed by Constellation NewEnergy, Inc. shall be modified to allow a Section 503(b)(9) claim in the amount of \$17,365.00 and a general unsecured claim in the amount of \$27,235.95.

7. The Plan Administrator withdraws its objection to claim number 515 filed by Constellation NewEnergy- Gas Division, LLC.

8. The Plan Administrator withdraws his objections to claim No. 301 filed by Arts Refrigeration and claim no. 544 filed by SWQ 35/Forum Ltd. t/a The Village at Forum Parkway, Live Oak, TX.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

11. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit 1– Satisfied Claims

HRI Holding Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).					
Note: Claimants are listed alphabetically (individuals by last name)							
Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
1	Artisan Specialty Foods Inc	548	Houlihan's Restaurants, Inc.	Admin Priority: \$957.02	Admin Priority: \$957.02	Admin Priority: \$0.00	Admin Priority amount satisfied
2	Artisan Specialty Foods, INC.	550	Houlihan's Restaurants, Inc.	Admin Priority: \$11,440.90	Admin Priority: \$11,440.90	Admin Priority: \$0.00	Admin Priority amount satisfied
3	Brothers Produce of Austin, Inc.	518	Houlihan's Restaurants, Inc.	Admin Priority: \$294.38 General Unsecured: \$249.37	Admin Priority: \$294.38	Admin Priority: \$0.00 General Unsecured: \$249.37	Admin Priority amount satisfied
4	Brothers Produce of Dallas, Inc.	516	Houlihan's Restaurants, Inc.	Admin Priority: \$673.68 General Unsecured: \$668.79	Admin Priority: \$673.68	Admin Priority: \$0.00 General Unsecured: \$668.79	Admin Priority amount satisfied
5	C and C Produce, Inc.	521	Houlihan's Restaurants, Inc.	Admin Priority: \$6,289.53 General Unsecured: \$4,111.56	Admin Priority: \$6,289.53	Admin Priority: \$0.00 General Unsecured: \$4,111.56	Admin Priority amount satisfied
6	Checkmates Confectionery Co/Chipurnoi Inc	610	Houlihan's Restaurants of Texas, Inc.	Admin Priority: \$3,272.00 General Unsecured: \$796.00	Admin Priority: \$3,272.00	Admin Priority: \$0.00 General Unsecured: \$796.00	Admin Priority amount satisfied
7	CITY FISH MARKET INC	381	Houlihan's Restaurants, Inc.	Admin Priority: \$192.00 General Unsecured: \$432.14	Admin Priority: \$192.00	Admin Priority: \$0.00 General Unsecured: \$432.14	Admin Priority amount satisfied
8	Consumers Energy Company	557	Houlihan's Restaurants, Inc.	Admin Priority: \$120.41	Admin Priority: \$120.41	Admin Priority: \$0.00	Admin Priority amount satisfied
9	CRG Financial LLC	545	Houlihan's Restaurants, Inc.	Admin Priority: \$145.50	Admin Priority: \$145.50	Admin Priority: \$0.00	Admin Priority amount satisfied
10	CRG Financial LLC	547	Houlihan's Restaurants, Inc.	Admin Priority: \$2,697.67	Admin Priority: \$2,697.67	Admin Priority: \$0.00	Admin Priority amount satisfied
11	CRG Financial LLC (As Assignee of Country Clean Inc./Country Clean Paper Supplies)	467	Houlihan's Restaurants, Inc.	Admin Priority: \$65,732.48	Admin Priority: \$65,732.48	Admin Priority: \$0.00	Admin Priority amount satisfied
12	CRG Financial LLC (As Assignee of Hawaiian Fresh Seafood)	466	Houlihan's Restaurants, Inc.	Admin Priority: \$17,974.41	Admin Priority: \$17,974.41	Admin Priority: \$0.00	Admin Priority amount satisfied

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HRI Holding Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).					
Note: Claimants are listed alphabetically (individuals by last name)							
Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
13	CRG Financial LLC (As Assignee of MPress LLC)	464	Houlihan's Restaurants, Inc.	Admin Priority: \$1,222.04	Admin Priority: \$1,222.04	Admin Priority: \$0.00	Admin Priority amount satisfied
14	CRG Financial LLC (As Assignee of of Euro Gourmet Inc.)	465	Houlihan's Restaurants, Inc.	Admin Priority: \$700.63	Admin Priority: \$700.63	Admin Priority: \$0.00	Admin Priority amount satisfied
15	CRG Financial LLC (As Assignee of OS Salesco, Inc.)	463	Houlihan's Restaurants, Inc.	Admin Priority: \$907.27	Admin Priority: \$907.27	Admin Priority: \$0.00	Admin Priority amount satisfied
16	CRG Financial LLC (As Assignee of R Whittingham & Sons Inc)	437	Houlihan's Restaurants, Inc.	Admin Priority: \$2,125.90	Admin Priority: \$2,125.90	Admin Priority: \$0.00	Admin Priority amount satisfied
17	CRG Financial LLC (As Assignee of Temperature Service Co, Inc.)	462	Houlihan's Restaurants, Inc.	Admin Priority: \$1,430.00	Admin Priority: \$1,430.00	Admin Priority: \$0.00	Admin Priority amount satisfied
18	DNB Electrical Contracting Inc	409	Houlihan's Restaurants, Inc.	Admin Priority: \$100.00 General Unsecured: \$200.00	Admin Priority: \$100.00	Admin Priority: \$0.00 General Unsecured: \$200.00	Admin Priority amount satisfied
19	Ecolab, Inc	551	HRI Holding Corp.	Admin Priority: \$19,377.95	Admin Priority: \$19,377.95	Admin Priority: \$0.00	Admin Priority amount satisfied
20	Edward Don & Company	555	Houlihan's Restaurants, Inc.	Admin Priority: \$17,067.05	Admin Priority: \$17,067.05	Admin Priority: \$0.00	Admin Priority amount satisfied
21	Edward Don & Company	226	Houlihan's Texas Holdings, Inc.	Admin Priority: \$166,065.09 General Unsecured: \$236,864.71	Admin Priority: \$166,065.09	Admin Priority: \$0.00 General Unsecured: \$236,864.71	Admin Priority amount satisfied
22	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436752	204	HRI Holding Corp.	Admin Priority: \$1,620.96 General Unsecured: \$2,866.26	Admin Priority: \$1,620.96	Admin Priority: \$0.00 General Unsecured: \$2,866.26	Admin Priority amount satisfied
23	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436753	205	Houlihan's Restaurants, Inc.	Admin Priority: \$6,802.68 General Unsecured: \$4,965.86	Admin Priority: \$6,802.68	Admin Priority: \$0.00 General Unsecured: \$4,965.86	Admin Priority amount satisfied
24	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436754	208	Houlihan's Restaurants, Inc.	Admin Priority: \$4,930.67 General Unsecured: \$5,778.78	Admin Priority: \$4,930.67	Admin Priority: \$0.00 General Unsecured: \$5,778.78	Admin Priority amount satisfied

Exhibit 1– Satisfied Claims

HRI Holding Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).					
Note: Claimants are listed alphabetically (individuals by last name)							
Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
25	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436757	206	HRI Holding Corp.	Admin Priority: \$20,744.55 General Unsecured: \$27,633.33	Admin Priority: \$20,744.55	Admin Priority: \$0.00 General Unsecured: \$27,633.33	Admin Priority amount satisfied
26	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436759	202	HRI Holding Corp.	Admin Priority: \$7,105.55 General Unsecured: \$10,642.60	Admin Priority: \$7,105.55	Admin Priority: \$0.00 General Unsecured: \$10,642.60	Admin Priority amount satisfied
27	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436762	207	Houlihan's Restaurants, Inc.	Admin Priority: \$13,775.94 General Unsecured: \$21,418.55	Admin Priority: \$13,775.94	Admin Priority: \$0.00 General Unsecured: \$21,418.55	Admin Priority amount satisfied
28	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436763	200	HRI Holding Corp.	Admin Priority: \$2,249.84 General Unsecured: \$4,188.50	Admin Priority: \$2,249.84	Admin Priority: \$0.00 General Unsecured: \$4,188.50	Admin Priority amount satisfied
29	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436764	203	HRI Holding Corp.	Admin Priority: \$3,471.77 General Unsecured: \$5,363.48	Admin Priority: \$3,471.77	Admin Priority: \$0.00 General Unsecured: \$5,363.48	Admin Priority amount satisfied
30	Euler Hermes N. A. Insurance Co. Agent of Samuels and Son Seafood Co., Inc. Claim ID 000436558	220	HRI Holding Corp.	Admin Priority: \$7,801.11 General Unsecured: \$7,246.81	Admin Priority: \$7,801.11	Admin Priority: \$0.00 General Unsecured: \$7,246.81	Admin Priority amount satisfied
31	Euler Hermes N. A. Insurance Co. Agent of Samuels and Son Seafood Co., Inc. Claim Id 000436592	158	Houlihan's Restaurants, Inc.	Admin Priority: \$13,437.64 General Unsecured: \$17,656.31	Admin Priority: \$13,437.64	Admin Priority: \$0.00 General Unsecured: \$17,656.31	Admin Priority amount satisfied
32	FARM TO MARKET BREAD COMPANY	373	Houlihan's Restaurants, Inc.	Admin Priority: \$428.31 General Unsecured: \$546.72	Admin Priority: \$428.31	Admin Priority: \$0.00 General Unsecured: \$546.72	Admin Priority amount satisfied
33	FreshPoint Connecticut Inc.	188	Houlihan's Restaurants, Inc.	Admin Priority: \$23,537.38 General Unsecured: \$4,059.76	Admin Priority: \$23,537.38	Admin Priority: \$0.00 General Unsecured: \$4,059.76	Admin Priority amount satisfied

Exhibit 1– Satisfied Claims

HRI Holding Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).					
Note: Claimants are listed alphabetically (individuals by last name)							
Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
34	Get Fresh Produce, Inc.	501	Houlihan's Restaurants, Inc.	Admin Priority: \$9,652.16 General Unsecured: \$16,091.85	Admin Priority: \$9,652.16	Admin Priority: \$0.00 General Unsecured: \$16,091.85	Admin Priority amount satisfied
35	Harrisons Poultry Farm Inc.	313	HRI Holding Corp.	Admin Priority: \$2,051.51 General Unsecured: \$4,404.99	Admin Priority: \$2,051.51	Admin Priority: \$0.00 General Unsecured: \$4,404.99	Admin Priority amount satisfied
36	Harrisons Poultry Farm Inc.	314	HRI Holding Corp.	Admin Priority: \$2,051.51 General Unsecured: \$2,926.07	Admin Priority: \$2,051.51	Admin Priority: \$0.00 General Unsecured: \$2,926.07	Admin Priority amount satisfied
37	High End Uniforms, Inc.	268	HRI Holding Corp.	Admin Priority: \$2,262.26 General Unsecured: \$5,906.22	Admin Priority: \$2,262.26	Admin Priority: \$0.00 General Unsecured: \$5,906.22	Admin Priority amount satisfied
38	Highland Baking Company, LLC	499	Houlihan's Restaurants, Inc.	Admin Priority: \$1,013.08 General Unsecured: \$1,950.02	Admin Priority: \$1,013.08	Admin Priority: \$0.00 General Unsecured: \$1,950.02	Admin Priority amount satisfied
39	INTERNATIONAL GOURMET FOODS INC	303	Houlihan's Restaurants, Inc.	Admin Priority: \$963.20 General Unsecured: \$2,350.43	Admin Priority: \$963.2	Admin Priority: \$0.00 General Unsecured: \$2,350.43	Admin Priority amount satisfied
40	J. Ambrogi Food Distribution, Inc.	514	Houlihan's Restaurants, Inc.	Admin Priority: \$240.26 General Unsecured: \$161.03	Admin Priority: \$240.26	Admin Priority: \$0.00 General Unsecured: \$161.03	Admin Priority amount satisfied
41	JC LOVE INSTALLATIONS INC	326	Houlihan's Restaurants, Inc.	Admin Priority: \$324.03	Admin Priority: \$324.03	Admin Priority: \$0.00	Admin Priority amount satisfied
42	JONAS, MELISSA	391	HRI Holding Corp.	Secured: \$180.00	Secured: \$180.00	Secured: \$0.00	Secured amount satisfied
43	LaGrasso Bros., Inc.	520	Houlihan's Restaurants, Inc.	Admin Priority: \$900.38 General Unsecured: \$1,380.76	Admin Priority: \$900.38	Admin Priority: \$0.00 General Unsecured: \$1,380.76	Admin Priority amount satisfied

Exhibit 1– Satisfied Claims

HRI Holding Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).					
Note: Claimants are listed alphabetically (individuals by last name)							
Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
44	Need-A-Uniform LLC	496	HRI Holding Corp.	Admin Priority: \$463.47 General Unsecured: \$1,106.61	Admin Priority: \$463.47	Admin Priority: \$0.00 General Unsecured: \$1,106.61	Admin Priority amount satisfied
45	Oilmatic of New Jersey	328	Houlihan's Restaurants, Inc.	Admin Priority: \$2,889.50 General Unsecured: \$4,466.78	Admin Priority: \$2,889.5	Admin Priority: \$0.00 General Unsecured: \$4,466.78	Admin Priority amount satisfied
46	OPICI Family Distributing of NJ	423	HRI Holding Corp.	Admin Priority: \$751.89	Admin Priority: \$751.89	Admin Priority: \$0.00	Admin Priority amount satisfied
47	P J K Food Service, LLC dba Keany Produce and Gourmet	519	Houlihan's Restaurants, Inc.	Admin Priority: \$321.85 General Unsecured: \$888.52	Admin Priority: \$321.85	Admin Priority: \$0.00 General Unsecured: \$888.52	Admin Priority amount satisfied
48	Paul Vassallo	608	HRI Holding Corp.	Admin Priority: \$165.00	Admin Priority: \$165.00	Admin Priority: \$0.00	Admin Priority amount satisfied
49	PPINC, LLC d/b/a Premier Produce	522	Houlihan's Restaurants, Inc.	Admin Priority: \$457.21 General Unsecured: \$371.60	Admin Priority: \$457.21	Admin Priority: \$0.00 General Unsecured: \$371.60	Admin Priority amount satisfied
50	Preferred Business Services, Inc.	471	Houlihan's Restaurants, Inc.	Admin Priority: \$324.00	Admin Priority: \$324.00	Admin Priority: \$0.00	Admin Priority amount satisfied
51	Schneiders Dairy, Inc.	143	HRI Holding Corp.	Admin Priority: \$1,766.30 General Unsecured: \$258.06	Admin Priority: \$1,766.30	Admin Priority: \$0.00 General Unsecured: \$258.06	Admin Priority amount satisfied
52	Sirna and Sons, Inc.	523	Houlihan's Restaurants, Inc.	Admin Priority: \$3,861.35 General Unsecured: \$1,834.76	Admin Priority: \$3,861.35	Admin Priority: \$0.00 General Unsecured: \$1,834.76	Admin Priority amount satisfied
53	Southern Foods Group, LLC dba Oak Farms Dairy	537	Houlihan's Restaurants, Inc.	Admin Priority: \$920.40 General Unsecured: \$1,168.74	Admin Priority: \$920.40	Admin Priority: \$0.00 General Unsecured: \$1,168.74	Admin Priority amount satisfied
54	Stans Quality Produce	483	HRI Holding Corp.	Admin Priority: \$1,214.75	Admin Priority: \$1,214.75	Admin Priority: \$0.00	Admin Priority amount satisfied

Exhibit 1– Satisfied Claims**HRI Holding Corp.**

Note: Claimants are listed alphabetically
(individuals by last name)

The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).

Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
55	Sysco Baltimore, LLC	184	Houlihan's Restaurants, Inc.	Admin Priority: \$70,945.75 General Unsecured: \$27,740.13	Admin Priority: \$70,945.75	Admin Priority: \$0.00 General Unsecured: \$27,740.13	Admin Priority amount satisfied
56	Sysco Metro New York, LLC	210	Houlihan's Restaurants, Inc.	Admin Priority: \$739,003.86 Secured: \$22,424.97	Admin Priority: \$739,003.86 Secured: \$22,424.97	Admin Priority: \$0.00 Secured: \$0.00	Admin Priority and Secured amounts satisfied
57	Sysco Metro New York LLC	334	Houlihan's Restaurants, Inc.	Admin Priority: \$456.78	Admin Priority: \$456.78	Admin Priority: \$0.00	Admin Priority amount satisfied
58	Sysco South Florida, Inc.	185	Houlihan's Restaurants, Inc.	Admin Priority: \$23,079.04 General Unsecured: \$ 5,849.38	Admin Priority: \$23,079.04	Admin Priority: \$0.00 General Unsecured: \$5,849.38	Admin Priority amount satisfied

Exhibit 2– Reclassification Claims						
HRI Holdings Corp. Note: Claimants are listed alphabetically (individuals by last name)			The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).			
Seq. No.	Claim(s) To Be Modified				Correct Classification	Reason for Modification
	Claimants Name	Claim No.	Debtor	Claim Amount and Classification		
1	Alarcon, Raymond	378	Houlihan's Restaurants, Inc.	Priority Unsecured: \$700.00	Priority Unsecured: \$0.00 General Unsecured: \$700.00	Reclassify claim priority
2	All Systems Go	605	Houlihan's Restaurants, Inc.	Admin Priority: \$160.00	Admin Priority: \$0.00 General Unsecured: \$160.00	Reclassify claim priority
3	Alliance Town Center I, L.P.	538	Houlihan's Restaurants of Texas, Inc.	Admin Priority: \$8,042.36	Admin Priority: \$7,797.30	Reclassify claim priority
4	Aramark Uniform & Career Apparel, LLC	434	Houlihan's Restaurants, Inc.	Admin Priority: \$268.16 General Unsecured: \$485.76	Admin Priority: \$0.00 General Unsecured: \$753.92	Reclassify claim priority
5	Aramark Uniform & Career Apparel, LLC fka Aramark Uniform & Career Apparel, Inc.	183	Houlihan's Restaurants, Inc.	Priority Unsecured: \$32,154.42 General Unsecured: \$260,210.19	Priority Unsecured: \$0.00 General Unsecured: \$292,364.61	Reclassify claim priority
6						
7	Campbell Fire Protection Inc	631	HRI Holding Corp.	Admin Priority: \$662.14	Admin Priority: \$0.00 General Unsecured: \$662.14	Reclassify claim priority
8	Campbell, Yvonne	445	Houlihan's Restaurants, Inc.	Admin Priority: BLANK	Admin Priority: \$0.00 General Unsecured: BLANK	Reclassify claim priority
9						
10	Constellation NewEnergy, Inc.	500	Houlihan's Restaurants, Inc.	Admin Priority: \$23,153.23 General Unsecured: \$21,447.72	Admin Priority: \$17,365.00 General Unsecured: \$27,235.95	Reclassify claim priority
11	DELTA CHARTER TOWNSHIP	66	HRI Holding Corp.	Secured: \$4,535.64	Secured: \$0.00 Priority Unsecured: \$3,802.46 General Unsecured: \$733.18	Reclassify claim priority
12	Excel Linen Supply	487	HRI Holding Corp.	Admin Priority: \$15,894.28	Admin Priority: \$0.00 General Unsecured: \$15,894.28	Reclassify claim priority
13	Five Star Valet	448	Houlihan's Restaurants, Inc.	Admin Priority: \$5,040.00	Admin Priority: \$0.00 General Unsecured: \$5040.00	Reclassify claim priority
14	IZZYS ESPRESSO SERVICE INC	604	Houlihan's Restaurants, Inc.	Admin Priority: \$381.46	Admin Priority: \$0.00 General Unsecured: \$381.46	Reclassify claim priority
15	JOSEPH V POSKIN IV & ALICIA A POSKIN	412	Houlihan's Restaurants, Inc.	Priority Unsecured: \$360.00 General Unsecured: \$496.00	Priority Unsecured: \$0.00 General Unsecured: \$856.00	Reclassify claim priority

Exhibit 2– Reclassification Claims						
HRI Holdings Corp.			The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).			
Note: Claimants are listed alphabetically (individuals by last name)						
Seq. No.	Claim(s) To Be Modified			Correct Classification	Reason for Modification	
	Claimants Name	Claim No.	Debtor			Claim Amount and Classification
16	Michigan Department of Treasury	435	Red Steer, Inc.	Priority Unsecured: \$223.52 General Unsecured: \$1,822.66	Priority Unsecured: \$0.00 General Unsecured: \$2,046.18	Reclassify claim priority
17	Pen Electrical Contractors Inc	438	Houlihan's Restaurants, Inc.	Admin Priority: \$591.58	Admin Priority: \$0.00 General Unsecured: \$591.58	Reclassify claim priority
18	Quality Kitchen Service, Inc.	367	HRI Holding Corp.	Admin Priority: \$4,713.55	Admin Priority: \$0.00 General Unsecured: \$4,713.55	Reclassify claim priority
19	Restaurant Partners Procurement	321	HRI Holding Corp.	Admin Priority: \$15,000.00 General Unsecured: \$24,000.00	Admin Priority: \$0.00 General Unsecured: \$39,000.00	Reclassify claim priority
20	Smith Ventures LLC	531	HRI Holding Corp.	Admin Priority: \$707.23 General Unsecured: \$691.28	Admin Priority: \$0.00 General Unsecured: \$1,398.51	Reclassify claim priority
21	Soto, Dora	446	Houlihan's Restaurants, Inc.	Admin Priority: BLANK	Admin Priority: \$0.00 General Unsecured: BLANK	Reclassify claim priority
22	Standard Heating & Air, Inc	433	Houlihan's Restaurants, Inc.	Admin Priority: \$846.48	Admin Priority: \$0.00 General Unsecured: \$846.48	Reclassify claim priority
24	Uptown Station LLC	668	Houlihan's Restaurants, Inc.	Admin Priority: \$29,610.05 General Unsecured: \$419,943.32	Admin Priority: \$0.00 General Unsecured: 449,553.37	Reclassify claim priority
25	Vassallo, Paul	607	HRI Holding Corp.	Admin Priority: \$160.00	Admin Priority: \$0.00 General Unsecured: \$160.00	Reclassify claim priority
26	Vectren Energy Delivery	559	Houlihan's Restaurants, Inc.	Admin Priority: \$1,172.99 General Unsecured: \$799.43	Admin Priority: \$0.00 General Unsecured: \$1,972.42	Reclassify claim priority
27	Winch Plumbing Heating & Mechanical Inc	347	HRI Holding Corp.	Priority Unsecured: \$978.20	Priority Unsecured: \$0.00 General Unsecured: \$978.20	Reclassify claim priority

EXHIBIT B

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

In re: HRI HOLDING CORP., <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No. 19-12415 (MFW) (Jointly Administered) Related to Docket No. _____
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**ORDER GRANTING SECOND OMNIBUS OBJECTION (SUBSTANTIVE)
OF THE PLAN ADMINISTRATOR TO CERTAIN PROOFS OF CLAIM**

Upon the *Second Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the “Objection”),² the Plan Administrator (the “Plan Administrator”) requests entry of an order (this “Order”) disallowing the claims identified on Exhibits 1-2 attached hereto, pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rules 3007-1 and 9016-1(d), all as more fully set forth in the Objection; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that

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), Houlihan’s of Ohio, Inc. (6410), HRI O’Fallon, Inc. (4539), Houlihan’s Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors’ Chapter 11 Cases ~~19-12415-MFW-8831~~. The Debtors’ mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Objection.

the relief requested in the Objection is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Plan Administrator's notice of the Objection and opportunity for a hearing on the Objection were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore,

~~IT IS~~ it is HEREBY ORDERED THAT:

1. The Objection is granted as set forth herein.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. The claims identified on Exhibits 1-2 attached hereto are modified or disallowed as set forth therein.
4. Claim numbers 218, 664 and 667 of Uptown Station, LLC are hereby disallowed in their entirety. All rights of the Plan Administrator and Uptown Station, LLC are reserved with respect to Uptown Station, LLC's remaining Claim 668, which is modified herein to be a general unsecured claim in the amount of \$449,553.37.
5. Claim number 538 of Alliance Town Center I, L.P. is modified to an allowed administrative claim in the amount of \$7,797.30.
6. Claim number 500 filed by Constellation NewEnergy, Inc. shall be modified to allow a Section 503(b)(9) claim in the amount of \$17,365.00 and a general unsecured claim in the amount of \$27,235.95.

7. The Plan Administrator withdraws its objection to claim number 515 filed by Constellation NewEnergy- Gas Division, LLC.

8. The Plan Administrator withdraws his objections to claim No. 301 filed by Arts Refrigeration and claim no. 544 filed by SWQ 35/Forum Ltd. t/a The Village at Forum Parkway, Live Oak, TX.

4.9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

5.10. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6.11. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Exhibit 2– Reclassification Claims						
HRI Holdings Corp. Note: Claimants are listed alphabetically (individuals by last name)			The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).			
Seq. No.	Claim(s) To Be Modified			Correct Classification	Reason for Modification	
	Claimants Name	Claim No.	Debtor			Claim Amount and Classification
1	Alarcon, Raymond	378	Houlihan's Restaurants, Inc.	Priority Unsecured: \$700.00	Priority Unsecured: \$0.00 General Unsecured: \$700.00	Reclassify claim priority
2	All Systems Go	605	Houlihan's Restaurants, Inc.	Admin Priority: \$160.00	Admin Priority: \$0.00 General Unsecured: \$160.00	Reclassify claim priority
3	Alliance Town Center I, L.P.	538	Houlihan's Restaurants of Texas, Inc.	Admin Priority: \$8,042.36	Admin Priority: \$0.00 General Unsecured: \$8,042.36 \$7,797.30	Reclassify claim priority
4	Aramark Uniform & Career Apparel, LLC	434	Houlihan's Restaurants, Inc.	Admin Priority: \$268.16 General Unsecured: \$485.76	Admin Priority: \$0.00 General Unsecured: \$753.92	Reclassify claim priority
5	Aramark Uniform & Career Apparel, LLC fka Aramark Uniform & Career Apparel, Inc.	183	Houlihan's Restaurants, Inc.	Priority Unsecured: \$32,154.42 General Unsecured: \$260,210.19	Priority Unsecured: \$0.00 General Unsecured: \$292,364.61	Reclassify claim priority
6	Arts Refrigeration Inc	301	HRI Holding Corp.	Admin Priority: \$1,958.94	Admin Priority: \$0.00 General Unsecured: \$1,958.94	Reclassify claim priority
7	Campbell Fire Protection Inc	631	HRI Holding Corp.	Admin Priority: \$662.14	Admin Priority: \$0.00 General Unsecured: \$662.14	Reclassify claim priority
8	Campbell, Yvonne	445	Houlihan's Restaurants, Inc.	Admin Priority: BLANK	Admin Priority: \$0.00 General Unsecured: BLANK	Reclassify claim priority
9	Constellation NewEnergy – Gas Division, LLC	515	Houlihan's Restaurants, Inc.	Admin Priority: \$8,704.28 General Unsecured: \$8,124.60	Admin Priority: \$0.00 General Unsecured: \$16,828.88	Reclassify claim priority
10	Constellation NewEnergy, Inc.	500	Houlihan's Restaurants, Inc.	Admin Priority: \$23,153.23 General Unsecured: \$21,447.72	Admin Priority: \$17,365.00 \$0.00 General Unsecured: \$44,600.95 \$27,235.95	Reclassify claim priority
11	DELTA CHARTER TOWNSHIP	66	HRI Holding Corp.	Secured: \$4,535.64	Secured: \$0.00 Priority Unsecured: \$3,802.46 General Unsecured: \$733.18	Reclassify claim priority
12	Excel Linen Supply	487	HRI Holding Corp.	Admin Priority: \$15,894.28	Admin Priority: \$0.00 General Unsecured: \$15,894.28	Reclassify claim priority
13	Five Star Valet	448	Houlihan's Restaurants, Inc.	Admin Priority: \$5,040.00	Admin Priority: \$0.00 General Unsecured: \$5040.00	Reclassify claim priority
14	IZZYS ESPRESSO SERVICE INC	604	Houlihan's Restaurants, Inc.	Admin Priority: \$381.46	Admin Priority: \$0.00 General Unsecured: \$381.46	Reclassify claim priority

Exhibit 2– Reclassification Claims						
HRI Holdings Corp.		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).				
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Seq. No.	Claim(s) To Be Modified				Correct Classification	Reason for Modification
	Claimants Name	Claim No.	Debtor	Claim Amount and Classification		
15	JOSEPH V POSKIN IV & ALICIA A POSKIN	412	Houlihan's Restaurants, Inc.	Priority Unsecured: \$360.00 General Unsecured: \$496.00	Priority Unsecured: \$0.00 General Unsecured: \$856.00	Reclassify claim priority
16	Michigan Department of Treasury	435	Red Steer, Inc.	Priority Unsecured: \$223.52 General Unsecured: \$1,822.66	Priority Unsecured: \$0.00 General Unsecured: \$2,046.18	Reclassify claim priority
17	Pen Electrical Contractors Inc	438	Houlihan's Restaurants, Inc.	Admin Priority: \$591.58	Admin Priority: \$0.00 General Unsecured: \$591.58	Reclassify claim priority
18	Quality Kitchen Service, Inc.	367	HRI Holding Corp.	Admin Priority: \$4,713.55	Admin Priority: \$0.00 General Unsecured: \$4,713.55	Reclassify claim priority
19	Restaurant Partners Procurement	321	HRI Holding Corp.	Admin Priority: \$15,000.00 General Unsecured: \$24,000.00	Admin Priority: \$0.00 General Unsecured: \$39,000.00	Reclassify claim priority
20	Smith Ventures LLC	531	HRI Holding Corp.	Admin Priority: \$707.23 General Unsecured: \$691.28	Admin Priority: \$0.00 General Unsecured: \$1,398.51	Reclassify claim priority
21	Soto, Dora	446	Houlihan's Restaurants, Inc.	Admin Priority: BLANK	Admin Priority: \$0.00 General Unsecured: BLANK	Reclassify claim priority
22	Standard Heating & Air, Inc	433	Houlihan's Restaurants, Inc.	Admin Priority: \$846.48	Admin Priority: \$0.00 General Unsecured: \$846.48	Reclassify claim priority
23	SWQ-35/Forum, Ltd. t/a The Village at Forum Parkway, Live Oak, TX	544	Houlihan's Restaurants, Inc.	Admin Priority: \$59,180.04 General Unsecured: \$198,720.55	Admin Priority: \$0.00 General Unsecured: \$257,900.59	Reclassify claim priority
24	Uptown Station LLC	668	Houlihan's Restaurants, Inc.	Admin Priority: \$29,610.05 General Unsecured: \$419,943.32	Admin Priority: \$0.00 General Unsecured: \$419,943.32 449,553.37	Reclassify claim priority
25	Vassallo, Paul	607	HRI Holding Corp.	Admin Priority: \$160.00	Admin Priority: \$0.00 General Unsecured: \$160.00	Reclassify claim priority
26	Vectren Energy Delivery	559	Houlihan's Restaurants, Inc.	Admin Priority: \$1,172.99 General Unsecured: \$799.43	Admin Priority: \$0.00 General Unsecured: \$1,972.42	Reclassify claim priority
27	Winch Plumbing Heating & Mechanical Inc	347	HRI Holding Corp.	Priority Unsecured: \$978.20	Priority Unsecured: \$0.00 General Unsecured: \$978.20	Reclassify claim priority