



IT IS ORDERED as set forth below:

Date: March 7, 2025

Sage M. Sigler
U.S. Bankruptcy Court Judge

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)	Chapter 11
)	
OTB HOLDING LLC, <i>et al.</i> , ¹)	Case No. 25-52415 (SMS)
)	
Debtors.)	(Jointly Administered)
)	

**INTERIM ORDER (I) AUTHORIZING THE DEBTORS TO HONOR
PREPETITION OBLIGATIONS TO CUSTOMERS AND OTHERWISE
CONTINUE CUSTOMER PROGRAMS IN THE ORDINARY COURSE
OF BUSINESS AND (II) GRANTING RELATED RELIEF**

This matter is before the Court on the *Emergency Motion for Entry of an Order*
(I) Authorizing the Debtors to Honor Prepetition Obligations to Customers and Otherwise
Continue Customer Programs in the Ordinary Course of Business and (II) Granting Related Relief

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: OTB Holding LLC (3213), OTB Acquisition LLC (8500), OTB Acquisition of New Jersey LLC (1506), OTB Acquisition of Howard County LLC (9865), Mt. Laurel Restaurant Operations LLC (5100), OTB Acquisition of Kansas LLC (9014), OTB Acquisition of Baltimore County, LLC (6963). OTB Holding LLC's service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.



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(the “Motion”) [Docket No. 11] of the above-captioned debtors and debtors in possession (collectively, the “Debtors”). All capitalized terms used but not defined herein shall have the meanings given them in the Motion.

The Court has considered the Motion, the First Day Declaration, and the matters reflected in the record of the hearing held on the Motion on March 6, 2025. It appears that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. § 1408; and it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors, and other parties in interest, and that good cause has been shown therefor; IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.
2. The final hearing on the Motion shall be held on **March 28, 2025, at 10:00 a.m., prevailing Eastern Time**. Any objection to entry of the Final Order must be filed with the Court and served on the following parties: (i) counsel to the Debtors, King & Spalding LLP, 1180 Peachtree Street NE, Atlanta, Georgia 30309, Attn: Jeffrey R. Dutson (jdutson@kslaw.com) and Brooke L. Bean (bbean@kslaw.com); (ii) the Office of the United States Trustee for the Northern District of Georgia; and (iii) any party that has requested notice pursuant to Bankruptcy Rule 2002, in each case to allow actual receipt by no later than **4:00 p.m. (prevailing Eastern time) on March 21, 2025**.
3. The Debtors are authorized, but not directed, in their sole discretion, pursuant to sections 105(a), 363, 1107(a) and 1108 of the Bankruptcy Code, to continue, renew, replace,

implement, modify and/or terminate the Customer Programs, as they deem appropriate, in the ordinary course of business.

4. The Debtors are authorized, but not directed, in their sole discretion, to pay, honor, or otherwise satisfy all prepetition obligations relating to the Customer Programs in the ordinary course of business, in the same manner and on the same basis as the Debtors honored such obligations prior to the commencement of these chapter 11 cases, including, without limitation, any prepetition processing costs and fees associated with the Customer Programs.

5. The Debtors are authorized, but not directed, to continue to issue, sell, maintain, and honor Gift Cards through the Gift Card Program in the ordinary course of business in accordance with practices and procedures that were in effect before the Petition Date. The Debtors are further authorized, but not directed, to honor, solely in their business judgment and in the ordinary course, obligations owed to Brinker under the Gift Card Agreement.

6. The Debtors are authorized, but not directed, pursuant to sections 105(a) and 363(b) of the Bankruptcy Code, to maintain and administer the Charitable Programs in effect and to honor and pay any prepetition obligations related thereto in the ordinary course of business in accordance with practices and procedures that were in effect before the Petition Date.

7. The Debtors' Banks shall be, and hereby are, authorized and directed, when requested by the Debtors in their sole discretion, to receive, process, honor, and pay any and all checks or electronic fund transfers drawn on the Debtors' bank accounts on account of the Customer Programs, whether those checks were presented prior to or after the Petition Date, provided that sufficient funds are available in the applicable accounts to make the payments.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. The Debtors' Banks may rely on the representations of the Debtors with respect to whether any check or other transfer drawn or issued by the Debtors prior to the Petition Date should be honored pursuant to this Order, and any such Bank shall not have any duty of further inquiry or liability to any party for relying on such representations or instructions by the Debtors as provided for in this Order.

10. Nothing in the Motion or this Order, nor as a result of any payment made pursuant to this Order, shall be deemed or construed as (a) an admission as to the validity, priority or amount of any claim against the Debtors or their estates, or an approval or assumption of any agreement, contract, lease or Customer Program pursuant to section 365 of the Bankruptcy Code, or (b) a waiver of the rights of the Debtors and their estates, or shall impair the ability of the Debtors and their estates, to contest the validity, priority and amount of any claims or any payment made pursuant to this Order.

11. Notwithstanding anything to the contrary contained herein, (i) any payment made or to be made, or authorization contained, hereunder shall be subject to the requirements imposed on the Debtors under any approved postpetition financing facility or any order regarding the use of cash collateral approved by the Court in these chapter 11 cases, including, without limitation, the *Interim Order (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Granting (A) Liens and Superpriority Administrative Expense Claims and (B) Adequate Protection; (III) Authorizing Use of Cash Collateral; (IV) Modifying the Automatic Stay; (V) Scheduling a Final Hearing; and Granting Related Relief* (the "DIP Order"), and (ii) to the extent there is any

inconsistency between the terms of the DIP Order and any action taken or proposed to be taken hereunder, the DIP Order and the Budget (as defined in the DIP Order) shall control. For the avoidance of doubt, the Debtors are not authorized to make payments pursuant to this Order except as permitted by the Budget.

12. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), the Bankruptcy Local Rules for the Northern District of Georgia and the Complex Case Procedures are satisfied by such notice.

13. Bankruptcy Rule 6003(b) has been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors.

14. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective immediately upon its entry.

15. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

16. Proposed counsel for the Debtors, through Kurtzman Carson Consultants, LLC d/b/a Verita Global ("Verita") shall, within three (3) days of the entry of this Order, cause a copy of this Order to be served by electronic mail or first class mail, as applicable, on all parties served with the Motion, and Verita shall file promptly thereafter a certificate of service confirming such service.

[END OF ORDER]

Prepared and presented by:

/s/ Jeffrey R. Dutson

Jeffrey R. Dutson

Georgia Bar No. 637106

Brooke L. Bean

Georgia bar No. 764552

Alice Kyung Won Song

Georgia Bar No. 692753

KING & SPALDING LLP

1180 Peachtree Street NE

Atlanta, Georgia 30309

Telephone: (404) 572-4600

Email: jdutson@kslaw.com

Email: bbean@kslaw.com

Email: asong@kslaw.com

Proposed Counsel for the Debtors in Possession

United States Bankruptcy Court
Northern District of Georgia

In re:
OTB Holding LLC
OTB Acquisition LLC
Debtors

Case No. 25-52415-sms
Chapter 11

CERTIFICATE OF NOTICE

District/off: 113E-9
Date Rcvd: Mar 07, 2025

User: bncadmin
Form ID: pdf492

Page 1 of 3
Total Noticed: 1

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 09, 2025:

Recip ID	Recipient Name and Address
db	+ OTB Holding LLC, 3060 Peachtree Road, NW, Atlanta, GA 30305-2234

TOTAL: 1

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 09, 2025

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 7, 2025 at the address(es) listed below:

Name	Email Address
Alan Hinderleider	on behalf of U.S. Trustee United States Trustee Alan.Hinderleider@usdoj.gov
Brooke Bean	on behalf of JointAdmin Debtor OTB Acquisition of New Jersey LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com
Brooke Bean	on behalf of JointAdmin Debtor Mt. Laurel Restaurant Operations LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com
Brooke Bean	on behalf of Debtor OTB Acquisition of Baltimore County LLC bbean@kslaw.com, brooke-bean-2300@ecf.pacerpro.com
Brooke Bean	on behalf of JointAdmin Debtor OTB Acquisition LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com
Brooke Bean	

District/off: 113E-9

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on behalf of JointAdmin Debtor OTB Acquisition of Baltimore County LLC bbean@kslaw.com,
brooke-bean-2300@ecf.pacerpro.com

Brooke Bean

on behalf of Debtor OTB Holding LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

Brooke Bean

on behalf of Debtor OTB Acquisition of Howard County LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

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on behalf of JointAdmin Debtor OTB Acquisition of Howard County LLC bbean@kslaw.com
brooke-bean-2300@ecf.pacerpro.com

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on behalf of JointAdmin Debtor OTB Acquisition of Kansas LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

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on behalf of Debtor Mt. Laurel Restaurant Operations LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

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on behalf of Debtor OTB Acquisition of Kansas LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

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on behalf of Debtor OTB Acquisition LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

Brooke Bean

on behalf of Debtor OTB Acquisition of New Jersey LLC bbean@kslaw.com brooke-bean-2300@ecf.pacerpro.com

David S. Weidenbaum

on behalf of U.S. Trustee United States Trustee david.s.weidenbaum@usdoj.gov

Eric M. English

on behalf of Creditor OTB Lender LLC eenglish@porterhedges.com

Harris Winsberg

on behalf of Creditor OTB Lender LLC hwinsberg@phrd.com

Jeff Dutson

on behalf of JointAdmin Debtor OTB Acquisition of Kansas LLC jdutson@kslaw.com

Jeff Dutson

on behalf of JointAdmin Debtor OTB Acquisition of Baltimore County LLC jdutson@kslaw.com

Jeff Dutson

on behalf of Debtor OTB Acquisition of Howard County LLC jdutson@kslaw.com

Jeff Dutson

on behalf of Debtor OTB Acquisition of New Jersey LLC jdutson@kslaw.com

Jeff Dutson

on behalf of Debtor OTB Acquisition of Kansas LLC jdutson@kslaw.com

Jeff Dutson

on behalf of JointAdmin Debtor OTB Acquisition of New Jersey LLC jdutson@kslaw.com

Jeff Dutson

on behalf of JointAdmin Debtor Mt. Laurel Restaurant Operations LLC jdutson@kslaw.com

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on behalf of JointAdmin Debtor OTB Acquisition LLC jdutson@kslaw.com

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on behalf of JointAdmin Debtor OTB Acquisition of Howard County LLC jdutson@kslaw.com

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on behalf of Debtor OTB Holding LLC jdutson@kslaw.com

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on behalf of Debtor OTB Acquisition LLC jdutson@kslaw.com

Jeff Dutson

on behalf of Debtor OTB Acquisition of Baltimore County LLC jdutson@kslaw.com

John Kendrick Turner

on behalf of Creditor Gregg County john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor City of Allen john.turner@lgbs.com

John Kendrick Turner

District/off: 113E-9

User: bncadmin

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on behalf of Creditor Tarrant County john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor City of Roanoke john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor City of Richardson john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor Lewisville ISD john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor Smith County john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor Northwest ISD john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor Dallas County john.turner@lgbs.com

John Kendrick Turner

on behalf of Creditor Allen ISD john.turner@lgbs.com

Joshua W. Wolfshohl

on behalf of Creditor OTB Lender LLC jwolfshohl@porterhedges.com

Kristen N. Pate

on behalf of Creditor Brookfield Properties Retail Inc. bk@bpretail.com kristen.pate@brookfieldpropertiesretail.com

Lisa Wolgast

on behalf of Creditor CrossFirst Bank lisa.wolgast@btlaw.com
talía.wagner@btlaw.com,marisa.howell@btlaw.com,LOFarrell@btlaw.com

M Shane Johnson

on behalf of Creditor OTB Lender LLC sjohnson@porterhedges.com

Ronald M. Tucker

on behalf of Creditor Simon Property Group Inc. rtucker@simon.com, bankruptcy@simon.com

Ryan Samuel Robinson

on behalf of Creditor Brookfield Properties Retail Inc. rrobinson@evict.net, ryan.s.robinson.esq@gmail.com

Ryan Samuel Robinson

on behalf of Creditor Realty Income Corporation rrobinson@evict.net ryan.s.robinson.esq@gmail.com

Ryan Samuel Robinson

on behalf of Creditor Site Centers Corp rrobinson@evict.net ryan.s.robinson.esq@gmail.com

Ryan Samuel Robinson

on behalf of Creditor Orange Plaza LLC rrobinson@evict.net ryan.s.robinson.esq@gmail.com

Ryan Samuel Robinson

on behalf of Creditor Kite Realty Group rrobinson@evict.net ryan.s.robinson.esq@gmail.com

Sameer Kapoor

on behalf of Creditor OTB Lender LLC skapoor@phrd.com, elytle@phrd.com

Talia B. Wagner

on behalf of Creditor CrossFirst Bank talia.wagner@btlaw.com

TOTAL: 52