



**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> , <sup>1</sup>	)	Case No. 25-52415 (SMS)
	)	
	)	
Debtors.	)	(Jointly Administered)
	)	

**INTERIM ORDER (I) AUTHORIZING PAYMENT OF PREPETITION WAGES,  
PAYROLL TAXES, CERTAIN EMPLOYEE BENEFITS,  
AND RELATED EXPENSES; (II) DIRECTING BANKS TO HONOR  
RELATED PREPETITION TRANSFERS; AND (III) GRANTING RELATED RELIEF**

This matter is before the Court on the *Emergency Motion for Entry of an Order (I) Authorizing Payment of Prepetition Wages, Payroll Taxes, Certain Employee Benefits, and Related Expenses; (II) Directing Banks to Honor Related Prepetition Transfers; and (III) Granting Related Relief* (the “Motion”) [Docket No. 7] of the above-captioned debtors and debtors in

<sup>1</sup> 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.



possession (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 therefore; 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 to the Motion must be filed with the Court and served on the following parties: (i) counsel to the Debtors, King & Spalding LLP, 1180 Peachtree Street NE, Suite 1600, 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, to pay all Employee Obligations that have accrued by virtue of the services rendered by their Employees prior to the Petition Date. The Employee Obligations that the Debtors are authorized to pay are described in the Motion and

include, without limitation, (i) wages, salaries, other compensations and reimbursements; (ii) payroll taxes; (iii) Paid Leave; (iv) qualified 401(k) plan obligations; (v) health and welfare benefits; (vi) life, disability and accident insurance; (vii) non-insider severance programs, (viii) non-insider incentive programs, and (ix) other benefits.

4. The Debtors shall not honor any prepetition claims or obligations on account of the Employee Obligations to any individual that exceeds the priority amounts set forth in sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code.

5. The Debtors are authorized, but not directed, to maintain, honor, and continue the Compensation and Benefit Programs in the ordinary course of business and consistent with the Debtors' prepetition practices and (iii) modify, change, and discontinue any of their Compensation and Benefits Programs and to implement new programs, policies, and benefits for non-insider Employees in the ordinary course of business during these chapter 11 cases.

6. The Debtors are authorized, but not directed, to pay any cost or penalty incurred by their Employees in the event that a check issued by the Debtors for payment of the Employee Obligations is inadvertently not honored because of the filing of the Debtors' bankruptcy cases.

7. The Debtors are authorized, but not directed, to make payments to applicable third parties in connection with the Employee Obligations, including, without limitation, all Payroll Obligations, in accordance with the Debtors' ordinary course of business and stated policies, as set forth in the Motion.

8. The Debtors are further authorized, but not directed, to continue the Non Insider Severance Practice and honor post-petition severance obligations, but only with respect to non-Insider Employees whose employment with the Debtors terminates post-petition.

9. The Debtors are further authorized, but not directed, to continue the Non-Insider Employee Incentive Programs and honor obligations with respect to non-Insider Employees to the extent provided in the Motion.

10. For the avoidance of doubt, nothing herein shall be deemed to authorize transactions that are otherwise prohibited under Section 503(c)(1) and 503(c)(2) of the Bankruptcy Code.

11. Notwithstanding any other provision of this Order, nothing in this Order shall authorize the Debtors to cash out unpaid PTO, unless applicable non-bankruptcy law requires such payment.

12. Subject to the availability of funds, all applicable banks and other financial institutions are directed to receive, process, honor, and pay any and all checks, drafts and transfer requests evidencing Employee Obligations under this Order, regardless of whether they are drawn prior to the Petition Date or subsequent to the Petition Date.

13. Banks and other financial institutions that process, honor, and pay any and all checks on account of Employee Obligations may rely on the representation of the Debtors as to which checks are issued and authorized to be paid in accordance with this Order without any duty of further inquiry and without liability for following the Debtors' instructions.

14. The Debtors are authorized, but not directed, to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to the Employee Obligations.

15. Nothing contained in the Motion or this Order, nor any payment made pursuant to the authority granted by this Order, is intended to be or shall be construed as (i) an admission as to the validity of any claim against the Debtors; (ii) an agreement or obligation to pay any claims; (iii) a waiver of any claims or causes of action that may exist against any creditor or interest holder; (iv) a waiver of the Debtors' or any appropriate party in interest's rights to dispute any claim; or (v) an approval, assumption, or rejection of any agreement, contract, program, policy, or lease under section 365 of the Bankruptcy Code.

16. Nothing in this Order shall be deemed to authorize the payment of any amounts in satisfaction of bonus or severance obligations, including without limitation any obligations subject to section 503(c) of the Bankruptcy Code.

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

18. 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.

19. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion or are otherwise deemed waived.

20. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

22. 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**

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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
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+	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.
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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	



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

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Brooke Bean

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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

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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

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Total Noticed: 1

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John Kendrick Turner	on behalf of Creditor City of Roanoke john.turner@lgbs.com
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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
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TOTAL: 52