

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

In re:

OTB HOLDING LLC, *et al.*,<sup>1</sup>

Debtors.

)  
) Chapter 11  
)  
) Case No. 25-52415 (SMS)  
)  
)  
) (Jointly Administered)  
)  
)  
) **Related to Docket No. 16**

**NOTICE OF FILING OF MODIFIED PROPOSED ORDER**

**PLEASE TAKE NOTICE** that, on March 5, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ First Omnibus Emergency Motion for Entry of an Order (I) Authorizing (A) Rejection of Certain Unexpired Leases of Non-Residential Real Property Effective as of the Petition Date, (B) Abandonment of Any Remaining Personal Property Located at the Leased Premises; (II) Fixing a Bar Date for Claims of Counterparties; and (III) Granting Related Relief* [Docket No. 16] (the “Motion”). A proposed form of order was attached to the Motion as Exhibit B (the “Initial Proposed Order”).

**PLEASE TAKE FURTHER NOTICE** that the Debtors hereby file a modified version of the Initial Proposed Order (the “Modified Proposed Order”), attached hereto as **Exhibit A**. A redline reflecting the modifications between the Initial Proposed Order and the Modified Proposed Order is attached hereto as **Exhibit B**.

**PLEASE TAKE FURTHER NOTICE** that the hearing to consider the Motion will be held before the Honorable Sage M. Sigler, United States Bankruptcy Judge, in Courtroom 1201, United States Courthouse, 75 Ted Turner Drive, SW, Atlanta, Georgia, 30303 on **April 1, 2025, at 1:30 p.m. (prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that a copy of each document filed in the above captioned chapter 11 cases can be viewed on the Court’s website at [www.ganb.uscourts.gov](http://www.ganb.uscourts.gov) and the website of the Debtors’ claims and noticing agent, Kurtzman Carson Consultants, LLC d/b/a

<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.



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Verita Global, at <https://www.veritaglobal.net/ontheborder>. Further information may be obtained by using the “Submit an Inquiry” function at <https://www.veritaglobal.net/ontheborder/inquiry>.

Date: March 31, 2025  
Atlanta, GA

Respectfully submitted,

KING & SPALDING LLP

/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

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*Proposed Counsel for the Debtors in Possession*

**Exhibit A**

**Modified Proposed Order**

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

In re:	)	Chapter 11
	)	
OTB HOLDING LLC, <i>et al.</i> , <sup>1</sup>	)	Cases No. 25-52415 (SMS)
	)	
	)	
Debtors.	)	(Jointly Administered)
<hr style="width: 50%; margin-left: 0;"/>		

**ORDER (I) AUTHORIZING (A) REJECTION OF CERTAIN UNEXPIRED LEASES OF  
NON-RESIDENTIAL REAL PROPERTY EFFECTIVE AS OF THE PETITION DATE,  
(B) ABANDONMENT OF ANY REMAINING PERSONAL PROPERTY LOCATED AT  
THE LEASED PREMISES; (II) FIXING A BAR DATE FOR CLAIMS OF  
COUNTERPARTIES; AND (III) GRANTING RELATED RELIEF**

This matter is before the Court on the *First Omnibus Emergency Motion for Entry of an  
Order (I) Authorizing (A) Rejection of Certain Unexpired Leases of Non-Residential Real Property  
Effective as of the Petition Date, (B) Abandonment of Any Remaining Personal Property Located*

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<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). The location of OTB Holding LLC's corporate headquarters and service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

*at the Leased Premises; (II) Fixing a Bar Date for Claims of Counterparties; and (III) Granting Related Relief* (the “Motion”) [Docket No. 16] 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 to 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 \_\_\_\_\_, 2025 (the “Hearing”). It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that proper and adequate notice of the Motion has been given; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and that good and sufficient cause exists for such relief.

Accordingly, IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.
2. The requirements of section 365 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 6006 have been satisfied with respect to the Rejected Leases.
3. The Rejected Leases listed on Exhibit 1 attached hereto are hereby rejected nunc pro tunc to the Petition Date.
4. All rights and defenses of the Debtors and the applicable Counterparty to each Rejected Lease are preserved, including all rights and defenses with respect to a claim for damages arising as a result of an executory contract or Lease rejection, including any right to assert an offset, recoupment, counterclaim, or deduction. Notwithstanding the foregoing, Counterparties to the Rejected Leases are prohibited from setting-off or otherwise utilizing any amounts deposited by

the Debtors with any of the Counterparties as a security deposit owed to the Debtors by any of the Counterparties under the Rejected Leases without further order from this Court.

5. The Debtors are authorized to abandon any Personal Property remaining at each Leased Premises pursuant to section 554(a) of the Bankruptcy Code effective as of the Petition Date without the applicable Counterparty incurring liability to any person or entity, except as otherwise provided herein with respect to the Ecolab Property (as defined below). Upon such abandonment as of the Petition Date, except as otherwise provided herein below as to the Ecolab Property, the Counterparty is permitted to use or dispose of any remaining property at such Leased Premises without notice or liability to the Debtors or any third person or entity, and to the extent applicable, the automatic stay is modified to allow for such disposition. To the extent the Debtors seek to abandon Personal Property that contain any “personally identifiable information,” as that term is defined in section 101(41A) of the Bankruptcy Code, or other personal and/or confidential information about the Debtors’ employees and/or customers, or any other individual (the “Confidential Information”), the Debtors shall remove the Confidential Information from such property before abandonment.

6. Notwithstanding any other provision of this Order, Ecolab Inc.’s (“Ecolab”) rights and interests in and to equipment owned by Ecolab and leased or loaned by Ecolab to the Debtors (the “Ecolab Property”) and located at the Leased Premises are and shall be preserved, and nothing in this Order shall be deemed to extinguish or limit Ecolab’s rights in and to the Ecolab Property. To the extent applicable, the automatic stay is also modified to allow Ecolab to recover and to dispose of the abandoned Ecolab Property without notice or liability to the Debtors or their estates and without further notice or order of the Court.

7. Absent further Order of the Court, claims arising out of the rejection of the Rejected Leases must be filed on or before the later of (i) thirty (30) days after the entry of this Order and (ii) the claims bar date to be established by the Court for all holders of general unsecured claims. The Debtors reserve all rights to contest any such claim and to contest the characterization of each Rejected Lease, as executory or not.

8. The Debtors and any Counterparty to a Rejected Lease do not waive any claims that they may have against one another, regardless of whether or not such claims are related to such Rejected Lease.

9. Nothing herein shall prejudice the rights of the Debtors or any party in interest to argue that (i) any of the Rejected Leases were terminated prior to the Petition Date; (ii) that any claim for damages arising from the rejection of the Rejected Leases is limited to the remedies available under any applicable termination provision of such Rejected Lease; or (iii) that any such claim is an obligation of a third party, and not that of the Debtors or their estates.

10. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order or the Motion; (e) a request or authorization to assume or adopt any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission to the validity, priority, enforceability, or perfection of any lien on, security interest in, or encumbrance on property of the

Debtors' estates; or (g) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

11. Nothing contained in the Motion or this Order is intended or should be construed to create an administrative priority claim.

12. Nothing in the Motion or this Order shall prohibit the Debtors from filing one or more additional motions to reject executory contracts or unexpired leases.

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

14. The Debtors reserve all rights to contest any rejection claims and/or the characterization of any lease as an unexpired lease.

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

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

17. 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.

18. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

19. 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

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*Proposed Counsel for the Debtors in Possession*

**Exhibit 1**

Rejected Leases

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
1	OTB Acquisition, LLC	1102 Walnut Street Cary NC LLC 841 Gilbert Hwy Fairfield, CT 06824	38	Lease for Store #38 1102 Walnut St. Cary, North Carolina
2	OTB Acquisition, LLC	12383 James Street LLC 2461 Santa Monica Blvd #635 Santa Monica, CA	244	Lease for Store #244 12383 James St. Holland, Michigan
3	OTB Acquisition, LLC	2011 East Copeland Land Trust Texico Land LLC 5781 B NW 151st Street Miami Lakes, FL 33014	2	Lease for Store #2 2011 Copeland Rd. Arlington, Texas
4	OTB Acquisition, LLC	Addison Quorum Partners LTD Beltway Commercial Real Estate 15280 Addison Rd.#301 Addison, TX 75001	192	Lease for Store #192 4855 Belt Line Rd. Addison, Texas
5	OTB Acquisition, LLC	Ahwatukee Foothills TC (III) Sites Centers Corp., 3300 Enterprise Pkwy Beachwood, OH 44122	31	Lease for Store #31 5005 E. Ray Rd. Phoenix, Arizona
6	OTB Acquisition, LLC	American Finance Operating Pship LP One Oakbrook Terrace #400 Oakbrook Terrace, IL	208	Lease for Store #208 796 Woodland Dr. Wyomissing, Pennsylvania
7	OTB Acquisition, LLC	Athens Bypass LLC RM Athens PO Box 1382 Donthan, AL 36302	111	Lease for Store #111 3640 Atlanta Hwy. Athens, GA
8	OTB Acquisition, LLC	Azad Woburn, LLC The Red Roof Building 7515 Walton Pkwy, Attn: Legal Dept. New Albany, OH 43054	141	Lease for Store #141 19 Commerce Way Woburn, Massachusetts
9	OTB Acquisition, LLC	BCP Investors, LLC 1616 Whetstone Way Baltimore, MD 21230	237	Lease for Store #237 3803 Boston Street Baltimore, MD
10	OTB Acquisition, LLC	Bordolis LLC 222 Grand Avenue Englewood, NJ 07631	130	Lease for Store #130 6001 E. 86th St. Indianapolis, IN
11	OTB Acquisition, LLC	Brixmor Operating Orange Plaza, LLC c/o Brixmor Property Group 450 Lexington Ave, FL 13 New York, NY 10017	143	Lease for Store #143 220 Indian River Rd. Orange, Connecticut
12	OTB Acquisition, LLC	BTB Joplin Ops LLC 14504 Bogert Parkway Oklahoma City, OK 73134	246	Sublease for Store #246 3030 S. Rangeline Rd Joplin, MO
13	OTB Acquisition, LLC	CBL T C LLC PO Box 531791 Atlanta, GA 30353	116	Lease for Store #116 11855 W 95th St. Overland Park, Kansas
14	OTB Acquisition, LLC	CDJ of 88th St. Miami, LLC Attn: Zeng Rong Song 29 Canal Street New York, NY 10002	230	Sublease for Store #230 12295 SW 88th St. Miami, FL
15	OTB Acquisition, LLC	Childress Klein Properties PO Box 60960 Charlotte, NC 28260	135	Lease for Store #135 10710 Providence Road Charlotte, NC
16	OTB Acquisition, LLC	Cole REIT III Oper Ptrshp LP 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	137	Lease for Store #137 1800 NW Chipman Road Lees Summit, MO
17	OTB Acquisition, LLC	Cole REIT III Oper Ptrshp LP 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	68	Lease for Store #68 10575 Davis Drive Alpharetta, GA
18	OTB Acquisition, LLC	Cole REIT III Oper Ptrshp LP 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	122	Lease for Store #122 3206 Buford Drive Buford, GA

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
19	OTB Acquisition, LLC	DDRM West Falls Plaza LLC 867730 Reliable Pkwy Chicago, IL 60686	74	Lease for Store #74 14255 W. Colfax Golden, CO
20	OTB Acquisition, LLC	DDRM West Falls Plaza LLC PO Box 534455 Atlanta, GA 30353	39	Lease for Store #39 1738 US-46 Woodland Park, NJ
21	OTB Acquisition, LLC	Dial Realty North Academy 11506 Nicholas Street Omaha, NE 68154	21	Lease for Store #21 7695 N. Academy Blvd. Colorado Springs, Colorado
22	OTB Acquisition, LLC	Discountland Inc. Nare High Grove Management LLC 2261 Monaco Drive Oxnard, CA 93035	62	Lease for Store #62 1915 Glacier Park Ave. Naperville, Illinois
23	OTB Acquisition, LLC	El Toro Loco Lees Summit, Inc. 405 S Monroe St. Raymore, MO 64083	137	Sublease for Store #137 1800 NW Chipman Road Lees Summit, MO
24	OTB Acquisition, LLC	Fairfax Company of Virginia, LLC The Taubman Co. 200 East Lake Rd. 300 Bloomfield Hill, MI 48303	236	Lease for Store #236 11947U Fair Oaks Mall - G213 Fairfax, VA
25	OTB Acquisition, LLC	FB Holtsville Retail LLC RD Management 811 Seventh Ave, 11th FL New York NY 10020	223	Lease for Store #223 45 Middle Ave. Holtsville, New York
26	OTB Acquisition, LLC	Florida Blue Jay, LLC / Berkowitz Development Group Kendall Village Associates LLC 95 North County Road Palm Beach, FL 33480	230	Lease for Store #230 12295 SW 88th St. Miami, FL
27	OTB Acquisition, LLC	Frontview REIT 3131 McKinney Ave, #L10 Dallas, TX 75204	136	Lease for Store #136 19921 E Jackson Drive Independence, MO
28	OTB Acquisition, LLC	Frontview REIT 3131 McKinney Ave, #L10 Dallas, TX 75204	242	Lease for Store #242 433 Planet Ct Midwest City, OK
29	OTB Acquisition, LLC	Frontview REIT 3131 McKinney Ste L10 Dallas, TX 75204	124	Lease for Store #124 3050 E. Main St. St. Charles, IL
30	OTB Acquisition, LLC	GW Real Estate of Georgia, LLC 3355 Lenox Rd NE Ste 200 Atlanta, GA 30326	56	Lease for Store #56 2275 Pleasant Hill Drive Duluth, GA
31	OTB Acquisition, LLC	Iowa & 31st Realty 756 E Thornwood Drive South Elgin, IL 60177	160	Lease for Store #160 3080 Iowa St. Lawrence, KS
32	OTB Acquisition, LLC	JAH Interests VIII, LLC 3905 Lantern Trail Carrollton, TX 75007	17	Lease for Store #17 1890 S Stemmons Fwy. Lewisville, Texas
33	OTB Acquisition, LLC	Jordan Creek Town Center LLC c/o Brookfield Properties 350 North Orleans St, Ste 300, Chicago, IL 60654 GGP Jordan Creek LLC c/o General Growth Properties 110 North Wacker Drive, Chicago, IL 60606	167	Lease for Store #167 140 S. Jordan Creek Pkwy W. Des Moines, Iowa
34	OTB Acquisition, LLC	KD Knox Street Village Holdco PO Box 674223 Dallas, TX 75267	1	Lease for Store #1 3130 Knox Street Dallas, TX
35	OTB Acquisition, LLC	KD Knox Street Village Holdco, LLC PO Box 674223 Dallas, TX 75267	251	Lease for Store #251 3130 Knox St Dallas, TX
36	OTB Acquisition, LLC	Kotis Holdings, LLC PO Box 9296 Greensboro, NC 27429	191	Lease for Store #191 2409 E. Franklin Blvd. Gastonia, North Carolina

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
37	OTB Acquisition, LLC	KRE Broadway Owner LLC K BTF Broadway LLC Lockbox PO Box 28706 New York, NY 10087	245	Lease for Store #245 200 Broadway Mall Hicksville, New York
38	OTB Acquisition, LLC	Main Street at Exton LP 120 W Germantown Pike #120 Plymouth Meeting, PA 19462	199	Lease for Store #199 102 Bartlett Ave. Exton, Pennsylvania
39	OTB Acquisition, LLC	Manganaro's Hero Boy, Inc. 1 Mill River Ln, #C306 Ardsley, NY 10502	233	Lease for Store #233 6000 Warden Rd. Sherwood, Arkansas
40	OTB Acquisition, LLC	McInteer Farms LLC 8301 E 21st N Wichita, KS 67206	246	Lease for Store #246 3030 S. Rangeline Rd Joplin, MO
41	OTB Acquisition, LLC	Medrano Family Interests III LLC 4809 Westway Park Blvd Houston, TX 77041	48	Lease for Store #48 709 Texas Ave. College Station, Texas
42	OTB Acquisition, LLC	MF2, LLC c/o Mayfaire Management Co., LLC P.O. Box 12830 Wilmington, NC 28405	184	Lease for Store #184 1128 Military Cutoff Road Wilmington, NC
43	OTB Acquisition, LLC	NATIXIS Comm Mtg SEC Trust COMM MTG PT CERTS 8117 Preston Rd, Ste. 400 Dallas, TX 75225	187	Lease for Store #187 6015 Sky Pond Dr. Loveland, Colorado
44	OTB Acquisition, LLC	Neubauer Enterprises, LLC 12090 Hidden Links Drive Fort Myers, FL 33013	247	Lease for Store #247 3250 Rolling Oaks Blvd. Kissimmee, Florida
45	OTB Acquisition, LLC	Northeast Border, LLC / North East Chen 88 Group, Inc 2324 Red Wolf Blvd Jonesboro, AR 72401	239	Sublease for Store #239 2324 Red Wolf Blvd Jonesboro, AR
46	OTB Acquisition, LLC	Northeast Border, LLC PO Box 17047 Jonesboro, AR 72403	239	Lease for Store #239 2324 Red Wolf Blvd Jonesboro, AR
47	OTB Acquisition, LLC	OTB Town Center, LLC 12701 Metcalf Ave Ste 100 Overland Park, KS 66213	26	Lease for Store #26 5200 W. 119th St. Leawood, KS
48	OTB Acquisition, LLC	OTR Nominee of State Teachers CBRE, Inc., 121 South Tejon St. #1111 Colorado Springs, CO 80903	81	Lease for Store #81 500 State Hwy 121 Plano, Texas
49	OTB Acquisition, LLC	Pacific Illinois, LLC Block Point LLC 401 North Michigan Avenue Chicago, IL 60611	235	Lease for Store #235 870 N. Meacham Road Schaumburg, IL
50	OTB Acquisition, LLC	RAMA IL, LLC 16743 Bridge Hampton Club Dr. Fort Mill, SC 29707	42	Lease for Store #42 535 N. Lakeview Vernon Hills, Illinois
51	OTB Acquisition, LLC	Regency Centers Corporation PO Box 74062 - Buckhead Station Atlanta, GA 30374	57	Lease for Store #57 1 Buckhead Loop NE, #130 Atlanta, Georgia
52	OTB Acquisition, LLC	Reston Spectrum LLP Lerner Enterprises, 2000 Tower Oaks Blvd., 8th FL Rockville, OH 20852	41	Lease for Store #41 11880 Spectrum Ctr. Reston, Virginia
53	OTB Acquisition, LLC	Rosewood Ventures LLC 14613 N Kelley Avenue Oklahoma City, OK 73013	202	Lease for Store #202 544 Interstate 240 Oklahoma City, OK
54	OTB Acquisition, LLC	Sears Holdings Corporation 3333 Beverly Road, Dept. 824RE Hoffman Estates, IL 60179	146	Lease for Store #146 420 Maine Mall Road Portland, ME

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
55	OTB Acquisition, LLC	Shark Properties 5109 80th Street Lubbock , TX 79424	238	Lease for Store #238 890 E Highway 114 Roanoke, Texas
56	OTB Acquisition, LLC	Shoujen Daniel Du and Christie Zheng Li, Trustees of the Du and Li Family Trust c/o Vista Management P.O. Box 62185 Irvine, CA 92602	28	Lease for Store #28 4306 W. Loop 250 North Midland, TX
57	OTB Acquisition, LLC	Simon Property Group Inc. c/o M.S. Management Associates Inc. 225 W. Washington Street Indianapolis, IN 46204-3438	252	Lease for Store #252 1201 Hooper Ave Suite A20 Toms River, New Jersey
58	OTB Acquisition, LLC	Srinivas LP 401 Crescent Drive Pottsboro, TX 75067	9	Lease for Store #9 1505 N. Central Expy. Plano, TX
59	OTB Acquisition, LLC	Sunbelt Investment Holdings Inc. 8095 Othello Avenue San Diego, CA 92111	126	Lease for Store #126 5205 E. Broadway Blvd Tucson, AZ
60	OTB Acquisition, LLC	TCAM Core Property Fund Operating LP Neighborhood Restaurant Partners FL LLC n/a	249	Lease for Store #249 12517 State Road 535 Orlando, FL
61	OTB Acquisition, LLC	The Graham Companies Inc 6843 Main Street Miami Lakes, FL 33014	231	Lease for Store #231 15301 NW 67th Ave. Miami Lakes, FL
62	OTB Acquisition, LLC	Theriot Holdings, LLC Orange Grove Utilities, Inc. PO Box 1584 Mandeville, LA 70470	201	Lease for Store #201 6572 Airways Rd. Southaven, Mississippi
63	OTB Acquisition, LLC	Twin Creeks FCH TX LLC PO Box 974867 Dallas, TX 75397	129	Lease for Store #129 213 N. Central Expwy Allen, Texas
64	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	22	Lease for Store #22 8702 E 71st St. South Tulsa, Oklahoma
65	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	44	Lease for Store #44 21091 Haggerty Rd. Novi, Michigan
66	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	54	Lease for Store #54 6709 Slide Rd. Lubbock, Texas
67	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	73	Lease for Store #73 4175 Morse Crossing Columbus, Ohio
68	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	78	Lease for Store #78 7873 W Bell Rd. Peoria, Arizona
69	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	79	Lease for Store #79 1710 S. Power Rd. Meza, Arizona
70	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	99	Lease for Store #99 3930 Baldwin Rd. Auburn Hills, Michigan
71	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	145	Lease for Store #145 33 Border Way W. Springfield, Massachusetts
72	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	151	Lease for Store #151 3500 NW Expressway Oklahoma City, Oklahoma

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
73	OTB Acquisition, LLC	VEREIT, Inc. c/o Realty Income 2325 E Camelback Rd, 9th FL Phoenix, AZ 85016	71	Lease for Store #71 8340 NW Roanridge Road Kansas City, MO
74	OTB Acquisition, LLC	Wallen Ventures LLC 4825 Bentonbrook Drive Fairvax, VA 22030	69	Lease for Store #69 2651 Prince William Pkwy Woodbridge, Virginia
75	OTB Acquisition, LLC	Westland Triple Net, LLC c/o Epic Property Management, LLC 12863 Eureka Rd Southgate, MI 48195	241	Lease for Store #241 35613 Warren Rd Westland, MI
76	OTB Acquisition, LLC	William Ziering 4633 Olive Hill Road Fallsbrook, CA 92028	125	Lease for Store #125 790 Cobb Place Blvd. Kennesaw, GA
77	OTB Acquisition, LLC	Willow Bend Market LTD Weitzman Group, 3102 Maple Ave, #500 Dallas, TX 75266	222	Lease for Store #222 5960 W Parker # 210 Plano, Texas



**Exhibit B**

**Redline**

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

In re: ) Chapter 11  
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 OTB HOLDING LLC, *et al.*,<sup>1</sup> ) Cases No. 25-52415 (SMS)  
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 Debtors. ) (Jointly Administered)  
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**ORDER (I) AUTHORIZING (A) REJECTION OF CERTAIN UNEXPIRED LEASES OF  
NON-RESIDENTIAL REAL PROPERTY EFFECTIVE AS OF THE PETITION DATE,  
(B) ABANDONMENT OF ANY REMAINING PERSONAL PROPERTY LOCATED AT  
THE LEASED PREMISES; (II) FIXING A BAR DATE FOR CLAIMS OF  
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This matter is before the Court on the *First Omnibus Emergency Motion for Entry of an Order (I) Authorizing (A) Rejection of Certain Unexpired Leases of Non-Residential Real Property Effective as of the Petition Date, (B) Abandonment of Any Remaining Personal*

<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). The location of OTB Holding LLC's corporate headquarters and service address is One Buckhead Plaza, 3060 Peachtree Road, NW, Atlanta, GA 30305.

*Property Located at the Leased Premises; (II) Fixing a Bar Date for Claims of Counterparties; and (III) Granting Related Relief* (the “Motion”) [Docket No. —16] 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 to 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                     , 2025 (the “Hearing”). It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that proper and adequate notice of the Motion has been given; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and that good and sufficient cause exists for such relief.

Accordingly, IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.
2. The requirements of section 365 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 6006 have been satisfied with respect to the Rejected Leases.
3. The Rejected Leases ~~identified~~listed on Exhibit 1 attached hereto are hereby rejected nunc pro tunc to the Petition Date.
4. ~~Consistent with the limitations of section 362 of the Bankruptcy code, and any other applicable law~~All rights and defenses of the Debtors and the applicable Counterparty to each Rejected Lease are preserved, including all rights and defenses with respect to a claim for damages arising as a result of an executory contract or Lease rejection, including any right to assert an offset, recoupment, counterclaim, or deduction. Notwithstanding the foregoing, Counterparties to the Rejected Leases are prohibited from setting-off or otherwise

utilizing any amounts deposited by the Debtors with any of the Counterparties as a security deposit ~~or pursuant to another similar agreement, or~~ owed to the Debtors by any of the Counterparties under the Rejected Leases ~~or other agreements between the same parties,~~ without further order from this Court.

5. The Debtors are authorized to abandon any Personal Property remaining at each Leased Premises pursuant to section 554(a) of the Bankruptcy Code effective as of the Petition Date without the applicable Counterparty incurring liability to any person or entity, ~~and~~ ~~upon~~ except as otherwise provided herein with respect to the Ecolab Property (as defined below). Upon such abandonment as of the Petition Date, except as otherwise provided herein below as to the Ecolab Property, the Counterparty is permitted to use or dispose of any remaining property at such Leased Premises without notice or liability to the Debtors or any third person or entity, and to the extent applicable, the automatic stay is modified to allow for such disposition. To the extent the Debtors seek to abandon Personal Property that contain any “personally identifiable information,” as that term is defined in section 101(41A) of the Bankruptcy Code, or other personal and/or confidential information about the Debtors’ employees and/or customers, or any other individual (the “Confidential Information”), the Debtors shall remove the Confidential Information from such property before abandonment.

6. Notwithstanding any other provision of this Order, Ecolab Inc.’s (“Ecolab”) rights and interests in and to equipment owned by Ecolab and leased or loaned by Ecolab to the Debtors (the “Ecolab Property”) and located at the Leased Premises are and shall be preserved, and nothing in this Order shall be deemed to extinguish or limit Ecolab’s rights in and to the Ecolab Property. To the extent applicable, the automatic stay is also modified

to allow Ecolab to recover and to dispose of the abandoned Ecolab Property without notice or liability to the Debtors or their estates and without further notice or order of the Court.

67. Absent further Order of the Court, ~~the Counterparty for each Rejected Lease must file a claim under section 502 of the Bankruptcy Code or other claims in connection with such Rejected Lease or~~ claims arising out of the rejection, ~~breach or termination of such~~ of the Rejected ~~Lease by~~ Leases must be filed on or before the later of (i) thirty (30) days after the entry of this Order and (ii) the claims bar date to be established by the Court for all holders of general unsecured claims, ~~failing which such claim or claims by the Counterparty shall be forever barred absent further Order of the Court.~~ The Debtors reserve all rights to contest any such claim and to contest the characterization of each Rejected Lease, as executory or not.

78. The Debtors and any Counterparty to a Rejected Lease do not waive any claims that ~~the Debtors~~ they may have against ~~the Counterparty to any Rejected Lease, one~~ another, regardless of whether or not such claims are related to such Rejected Lease.

89. Nothing herein shall prejudice the rights of the Debtors or any party in interest to argue that (i) any of the Rejected Leases were terminated prior to the Petition Date; (ii) that any claim for damages arising from the rejection of the Rejected Leases is limited to the remedies available under any applicable termination provision of such Rejected Lease; or (iii) that any such claim is an obligation of a third party, and not that of the Debtors or their estates.

910. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against the Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute

any claim on any grounds; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order or the Motion; (e) a request or authorization to assume or adopt any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission to the validity, priority, enforceability, or perfection of any lien on, security interest in, or encumbrance on property of the Debtors' estates; or (g) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

~~10~~11. Nothing contained in the Motion or this Order is intended or should be construed to create an administrative priority claim.

~~11~~12. Nothing in the Motion or this Order shall prohibit the Debtors from filing one or more additional motions to reject executory contracts or unexpired leases.

~~12~~13. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

~~13~~14. The Debtors reserve all rights to contest any rejection claims and/or the characterization of any lease as an unexpired lease.

~~14~~15. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion or are otherwise deemed waived.

~~15~~16. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective immediately upon its entry.

~~16~~17. 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.

| ~~17~~18. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

| ~~18~~19. 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

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*Proposed Counsel for the Debtors in Possession*



**Exhibit 1**

**Rejected Leases**

*[Link-to-previous setting changed from on in original to off in modified.].*