



IT IS ORDERED as set forth below:

Date: July 24, 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)	Cases No. 25-52415 (SMS)
)	
)	
Debtors.)	(Jointly Administered)
)	

**ORDER (I) AUTHORIZING (A) REJECTION OF CERTAIN UNEXPIRED LEASES OF
NON-RESIDENTIAL REAL PROPERTY EFFECTIVE AS OF THE REJECTION
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 *Debtors' Fourth Omnibus Motion for Entry of an Order (I) Authorizing (A) Rejection of Certain Unexpired Leases of Non-Residential Real Property Effective as of the Rejection Date, (B) Abandonment of Any Remaining Personal Property Located*

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.



at the Leased Premises; (II) Fixing a Bar Date for Claims of Counterparties; and (III) Granting Related Relief (the “Motion”) [Docket No. 488] 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 July 22, 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 Lease.
3. The Rejected Leases identified on Exhibit 1 attached hereto are hereby rejected *nunc pro tunc* to June 30, 2025 (the “Rejection Date”).
4. All rights and defenses of the Debtors and the Counterparties to the Rejected Leases are preserved, including all rights and defenses with respect to claims 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, the Counterparties to the Rejected Leases are prohibited from setting-off or otherwise utilizing any amounts deposited by

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

5. The Debtors are authorized to abandon any Personal Property remaining at the Leased Premises pursuant to section 554(a) of the Bankruptcy Code effective as of the Rejection Date without the Counterparties 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 Rejection Date, except as otherwise provided herein below as to the Ecolab Property, the Counterparties are 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 Confidential Information, the Debtors shall remove the Confidential Information from such property before abandonment.

6. Notwithstanding any other provision of this Order, Ecolab’s rights and interests in and to the Ecolab Property 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 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 the Rejected Leases, as executory or not.

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

9. Nothing herein shall prejudice the rights of the Debtors or any party in interest to argue that (i) the Rejected Leases were terminated prior to the Rejection Date; (ii) that any claim for damages arising from the rejection of the Rejected Leases are limited to the remedies available under any applicable termination provision of such Rejected Leases; 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. 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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Counsel for the Debtors in Possession

Exhibit 1

Rejected Leases

Item #	Debtor	Rejection Counterparty	Store No.	Description of Lease
1	OTB Acquisition LLC	3P Family Investments, LLC	240	Lease for Store #240 6536 NW Loop 820, Fort Worth, Texas 76135
2	OTB Acquisition LLC	American Realty Capital Retail Op PRS LP	186	Lease for Store #186 8315 Northlake Commons Blvd., Charlotte, North Carolina 28216
3	OTB Acquisition LLC	Beltline / Airport Freeway Limited	4	Lease for Store #4 2400 N. Beltline Rd., Irving, Texas 75062
4	OTB Acquisition LLC	BRE DDR BR Fairlane MI LLC c/o Acadia Realty Trust	189	Lease for Store #189 3310 Fairlane Dr., Allen Park, Michigan 48101
5	OTB Acquisition LLC	JAHCO Oklahoma Properties	156	Lease for Store #156 3233 S. Broadway, Edmond, Oklahoma 73013
6	OTB Acquisition LLC	RTF NB Retail 1, LLC	N/A	Lease (dated as of 7/10/2024) for parcel of land adjacent to the New Brunswick location commonly known as unimproved pad site G
7	OTB Acquisition LLC	VEREIT, Inc. c/o Realty Income	86	Lease for Store #86 1003 N I-35 E, DeSoto, Texas 75115