

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

In re:

OTB HOLDING LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-52415 (SMS)

(Jointly Administered)

**DECLARATION OF DARLENE S. CALDERON, REGARDING THE
SOLICITATION AND TABULATION OF VOTES ON THE DEBTORS'
AMENDED JOINT CHAPTER 11 PLAN AS OF JULY 21, 2025**

I, Darlene S. Calderon, depose and declare under the penalty of perjury:

1. I am a Director, employed by Kurtzman Carson Consultants LLC dba Verita Global (“Verita”), located at 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245. I am over the age of 18 and not a party to this action. I do not have a direct interest in the above-captioned chapter 11 cases and should be considered an impartial party.

2. I submit this declaration (this “Declaration”) with respect to the solicitation of votes and the tabulation of Ballots cast on the *Debtors’ Amended Joint Chapter 11 Plan as of July 21, 2025* [Docket No. 522] (as amended, supplemented, or otherwise modified from time to time, the “Plan”)². Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of relevant

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.

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Plan or the Approval Order (as defined herein), as applicable.



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documents. I am authorized to submit this Declaration on behalf of Verita. If I were called to testify, I could and would testify competently as to the facts set forth herein.

3. The Court authorized Verita's retention as claims, noticing, solicitation and administrative agent to the Debtors on March 11, 2025 pursuant to the *Order Granting Emergency Application for Authority to Retain Kurtzman Carson Consultants, LLC dba Verita Global as Claims, Noticing, Solicitation and Administrative Agent Effective as of the Petition Date* [Docket No. 92] (the "Retention Order"). The Retention Order authorizes Verita to assist the Debtors with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. Verita and its employees have considerable experience in soliciting and tabulating votes to accept or reject chapter 11 plans.

4. On July 24, 2025, the Court entered the *Order (I) Approving the Disclosure Statement on an Interim Basis; (II) Setting a Combined Hearing on Final Approval of the Disclosure Statement and Plan Confirmation; (III) Approving Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Debtors' Chapter 11 Plan; and (IV) Approving Related Notice and Objection Procedures* [Docket No. 533] (the "Approval Order") establishing, among other things, the Solicitation Procedures. Verita adhered to the procedures outlined in the Approval Order and caused the Ballots to be distributed to parties entitled to vote on the Plan. I supervised the solicitation and tabulation performed by Verita's employees.

5. The procedures for the solicitation and tabulation of votes on the Plan are outlined in the Approval Order. Verita relied on the Debtors' Schedules of Assets and Liabilities and the register of filed proofs of claim, to identify and solicit Holders of Claims and Interests in the Voting and Non-Voting Classes. In addition, Verita consulted with the Debtors and their counsel, as appropriate, to ensure compliance with the Approval Order.

A. Service and Transmittal of Solicitation Materials and Related Information.

6. Pursuant to the Approval Order, on July 30, 2025, Verita commenced service of the Solicitation Packages upon the Holders of Class 4 (General Unsecured Claims) (the “Voting Class”) that held such Claims as of July 22, 2025 (the “Voting Record Date”). In addition, Ballots were supplied to each Person requesting a Ballot who did not otherwise receive a Ballot, to the extent applicable. In lieu of a Solicitation Package, all known Holders of Claims in Class 1 (Miscellaneous Secured Claims), Class 2 (Secured Lender Claims), Class 3 (Other Priority Claims), and Class 5 (Interests in the Debtors) (collectively, the “Non-Voting Classes”) were served with the Combined Hearing Notice and Notice of Non-Voting Status.

7. Furthermore, Verita caused to be served the Combined Hearing Notice on the Debtors’ creditor matrix and on all other parties required to receive such notice pursuant to the Approval Order. A Certificate of Service evidencing Verita’s service of the packages described in paragraphs 6 and 7 were filed with the Court on August 11, 2025 [Docket No. 552].

8. On July 29, 2025, Verita posted links to the electronic versions of the Approval Order (without exhibits), Disclosure Statement, Plan, Cover Letter, Committee Letter, and Combined Hearing Notice on the public access website at <https://www.veritaglobal.net/OnTheBorder>.

9. Verita also forwarded the Combined Hearing Notice to creditor matrix parties, as applicable, whose packages were returned with a forwarding address. The supplemental certificate of service evidencing the foregoing was filed with the Court on August 22, 2025 [Docket No. 573] (together with the certificate of service filed on August 11, 2025 the “Solicitation Certificates”).

B. The Tabulation Process.

10. The Approval Order established July 22, 2025 as the Voting Record Date to determine which holders of Claims and Interests were entitled to receive the Solicitation Package, or the

Notice of Non-Voting Status, as applicable. Pursuant to the Approval Order, Holders of Class 4 (General Unsecured Claims) were entitled to vote to accept or reject the Plan. No other Classes were entitled to vote on the Plan.

11. In accordance with the Solicitation Procedures, Verita worked closely with the Debtors' advisors to identify the Holders of Claims in the Voting Class entitled to vote as of the Voting Record Date, and to coordinate the distribution of the Solicitation Package to such Holders. A detailed description of Verita's distribution of Solicitation Packages is set forth in the Solicitation Certificates.

12. In accordance with the Solicitation Procedures, Verita reviewed, determined the validity of, and tabulated the Ballots submitted to vote on the Plan. To be included in the tabulation results as valid, a Ballot must have been (a) properly completed pursuant to the Solicitation Procedures, (b) executed by the relevant Holder entitled to vote on the Plan (or such Holder's authorized representative), (c) returned to Verita via mail or another approved method of delivery set forth in the Solicitation Procedures, and (d) received by Verita by 4:00 p.m. (prevailing Eastern Time) on August 21, 2025 (the "Voting Deadline"), unless extended by the Debtors.

13. All validly executed Ballots cast by Holders of Claims entitled to vote in the Voting Class received by Verita on or before the Voting Deadline were tabulated in accordance with the Solicitation Procedures.

14. The following Debtors did not have any Holders of Claims or Interests entitled to vote on the Plan: OTB Acquisition of New Jersey LLC, OTB Acquisition of Howard County LLC, Mt. Laurel Restaurant Operations LLC and OTB Acquisition of Baltimore County, LLC.

15. The final tabulation of votes cast by timely and properly completed Ballots received by Verita is attached hereto as **Exhibit A**. The detailed Ballot report for the Class 4 (General Unsecured Claims) Ballots are attached hereto as **Exhibit A-1**.

C. Ballots That Were Not Counted.

16. A report of any Ballots from parties in the Voting Class excluded from the final tabulation, and the reasons for exclusion of such Ballots, is attached hereto as **Exhibit B**. All such Ballots were not counted because they did not satisfy the requirements for a valid Ballot set forth in the Approval Order.

D. Conclusion.

17. To the best of my knowledge, information, and belief, the foregoing information concerning the distribution, submission, and tabulation of Ballots in connection with the Plan is true. The Ballots received by Verita are stored at Verita's office and are available for inspection by or submission to this Court.

Dated: August 26, 2025

/s/ Darlene S. Calderon

Darlene S. Calderon

Verita

222 N. Pacific Coast Highway,

3rd Floor

El Segundo, CA 90245

Tel 310.823.9000

Exhibit A

Exhibit A
Ballot Tabulation Summary

Class	Ballots Not Tabulated	Members Voted	Members Accepted	Members Rejected	% Members Accepted	% Members Rejected	Total \$ Voted	\$ Accepted	\$ Rejected	% \$ Accepted	% \$ Rejected	Voting Result
Class 4 - General Unsecured Claims	3	119	118	1	99.16%	0.84%	\$5,978,964.02	\$5,972,116.02	\$6,848.00	99.89%	0.11%	Accept
Debtor - OTB Acquisition LLC	2	56	56	0	100.00%	0.00%	\$5,233,570.91	\$5,233,570.91	\$0.00	100.00%	0.00%	Accept
Debtor - OTB Acquisition of Kansas LLC	0	1	1	0	100.00%	0.00%	\$2,100.00	\$2,100.00	\$0.00	100.00%	0.00%	Accept
Debtor - OTB Holding LLC	1	62	61	1	98.39%	1.61%	\$743,293.11	\$736,445.11	\$6,848.00	99.08%	0.92%	Accept

Exhibit A-1

Exhibit A-1

Class 4 Ballot Detail
General Unsecured Claims

Creditor Name	Date Received	Ballot No.	Debtor Name	Voting Amount	Vote
1102 Walnut Street Cary NC LLC	08/14/2025	82	OTB Acquisition LLC	\$249,888.03	Accept
1538 N. Vista, LLC	08/18/2025	91	OTB Holding LLC	\$147,996.54	Accept
5805 Granite Pkwy Owner, LLC	08/11/2025	55	OTB Acquisition LLC	\$190,048.17	Accept
Accutemp Services, LLC	08/13/2025	81	OTB Holding LLC	\$7,026.70	Accept
Addison Quorum Partners Ltd.	08/06/2025	30	OTB Acquisition LLC	\$398,137.39	Accept
ALL MECHANICAL SERVICES	08/21/2025	118	OTB Holding LLC	\$14,741.51	Accept
All Wired Up Electrical Services	08/05/2025	13	OTB Holding LLC	\$2,924.89	Accept
Alliance Tax Consultants	08/11/2025	53	OTB Holding LLC	\$27,875.00	Accept
ANDREWS ELECTRICAL INC	08/04/2025	6	OTB Acquisition LLC	\$5,775.90	Accept
Andrews Plumbing Services Inc.	08/13/2025	79	OTB Acquisition LLC	\$69,163.53	Accept
ANDREWS SERVICES INC	08/04/2025	7	OTB Acquisition LLC	\$39,789.42	Accept
Ankura Consulting Group, LLC	08/18/2025	94	OTB Acquisition LLC	\$26,383.36	Accept
APPROVED MAINTENANCE LLC	08/04/2025	4	OTB Acquisition LLC	\$5,837.45	Accept
ARTEX ELECTRIC INC	08/20/2025	108	OTB Holding LLC	\$1,078.56	Accept
ATLANTA BEVERAGE CO	08/08/2025	40	OTB Holding LLC	\$208.00	Accept
ATLAS DISTRIBUTING INC	08/15/2025	86	OTB Holding LLC	\$277.90	Accept
Bailey Lauerman and Associates, Inc.	08/19/2025	103	OTB Acquisition LLC	\$257,031.34	Accept
Baker Electric, Inc.	08/18/2025	95	OTB Holding LLC	\$1,886.83	Accept
BARTEL TRUST AGREEMENT	08/20/2025	107	OTB Acquisition LLC	\$17,652.77	Accept
Becmar Sprinkler Systems Inc	08/06/2025	26	OTB Holding LLC	\$570.00	Accept
Bell & Sons Inc.	08/12/2025	73	OTB Acquisition LLC	\$2,952.62	Accept
Best Restaurant Equipment and Design, Inc.	08/11/2025	49	OTB Acquisition LLC	\$153,698.99	Accept
BJV INC	08/07/2025	45	OTB Holding LLC	\$641.98	Accept
Black Hills Energy	08/06/2025	29	OTB Holding LLC	\$5,171.24	Accept
BRIANS PLUMBING INC	08/06/2025	25	OTB Acquisition LLC	\$3,620.78	Accept
CASTLE PARK INC	08/18/2025	98	OTB Acquisition LLC	\$110,824.57	Accept
Ceiling Pro of Midwest Indiana Inc,	08/04/2025	3	OTB Holding LLC	\$2,376.00	Accept
City of Lubbock	08/20/2025	109	OTB Holding LLC	\$350.00	Accept
CITYWIDE SEWER & DRAIN SVC INC	08/05/2025	14	OTB Acquisition LLC	\$2,941.13	Accept
Clark Service Group, Inc.	08/13/2025	80	OTB Acquisition LLC	\$82,867.33	Accept
COMFORT COOLING AND AIR	08/18/2025	92	OTB Acquisition LLC	\$8,043.89	Accept
CONCORD MILLS RESIDUAL LIMITED PARTNERSHIP, A DELAWARE LIMITED PARTNERSHIP	08/07/2025	33	OTB Acquisition LLC	\$2,104.86	Accept
Conway Corporation	08/12/2025	64	OTB Holding LLC	\$2,262.70	Accept
Cozen OConnor	08/05/2025	15	OTB Acquisition LLC	\$5,006.00	Accept
D AND S ELECTRIC SERVICES INC	08/12/2025	71	OTB Acquisition LLC	\$4,744.07	Accept
DANA W MCLAUGHLIN	08/18/2025	96	OTB Acquisition LLC	\$1,428.96	Accept
Daniell Heat + Air	08/11/2025	58	OTB Holding LLC	\$4,660.81	Accept
DANIELS COMPANY LLC	08/05/2025	18	OTB Holding LLC	\$250.00	Accept
DOWNTOWN DISCOUNT PRODUCE INC	08/11/2025	51	OTB Holding LLC	\$2,323.08	Accept
DPE Services Company LLC	08/05/2025	17	OTB Holding LLC	\$8,573.74	Accept
DRAFT CLEANING SERVICES LLC	08/12/2025	68	OTB Holding LLC	\$992.16	Accept
E L G LLC	08/04/2025	2	OTB Holding LLC	\$567.00	Accept
EMERGENCY ICE INC	08/15/2025	87	OTB Holding LLC	\$5,916.50	Accept
ENERTECH ELECTRICAL INC	08/08/2025	41	OTB Acquisition LLC	\$335.41	Accept
Even Temp	08/19/2025	104	OTB Holding LLC	\$4,322.74	Accept
Facilities Management Group of MI	08/20/2025	112	OTB Holding LLC	\$46,516.09	Accept
Facility Solutions Group, Inc.	08/08/2025	44	OTB Acquisition LLC	\$8,761.97	Accept
Force4Good, Inc	08/07/2025	38	OTB Holding LLC	\$33,096.00	Accept
FOX GLASS CO INC	08/11/2025	54	OTB Acquisition LLC	\$5,582.49	Accept
Frerich Ventures LLC	08/03/2025	1	OTB Holding LLC	\$525.00	Accept
GEORGIA AIR AND REFRIGERATION INC	08/13/2025	78	OTB Acquisition LLC	\$12,318.27	Accept
Gloria Canas	08/12/2025	67	OTB Holding LLC	\$10,990.50	Accept

Exhibit A-1

Class 4 Ballot Detail
General Unsecured Claims

Creditor Name	Date Received	Ballot No.	Debtor Name	Voting Amount	Vote
Greater Raleigh Refrigeration, Inc.	08/08/2025	42	OTB Holding LLC	\$8,360.08	Accept
GREEN GRACE INC	08/11/2025	59	OTB Acquisition LLC	\$5,560.00	Accept
HAGAR RESTAURANT SERVICE INC	08/04/2025	9	OTB Acquisition LLC	\$4,735.28	Accept
HETH AND GORE GP	08/06/2025	28	OTB Acquisition LLC	\$3,400.00	Accept
Holycross Electrical & Construction Innovations Inc	08/06/2025	23	OTB Holding LLC	\$806.45	Accept
ID STUDIO 4 LLC	08/12/2025	74	OTB Acquisition LLC	\$72,261.84	Accept
IMMANCO CLEANING SERVICES	08/12/2025	75	OTB Holding LLC	\$1,630.00	Accept
INDEPENDENT PLUMBING SOLUTIONS INC	08/05/2025	19	OTB Acquisition LLC	\$309.22	Accept
Jimson Inc. dba All Brands Sales & Service	08/15/2025	88	OTB Holding LLC	\$3,377.70	Accept
JUANS GARDENING INC	08/12/2025	70	OTB Holding LLC	\$6,848.00	Reject
K Jett Services, LLC	08/06/2025	22	OTB Acquisition of Kansas LLC	\$2,100.00	Accept
KISS ELECTRICAL CONTRS INC	08/18/2025	100	OTB Acquisition LLC	\$15,084.85	Accept
Kizler Maintenance and Repairs LLC	08/11/2025	52	OTB Holding LLC	\$6,433.86	Accept
Kotis Holdings, LLC	08/21/2025	117	OTB Acquisition LLC	\$156,568.30	Accept
KRYSTAL KLEEN INC	08/12/2025	72	OTB Holding LLC	\$2,038.00	Accept
LANDIS LAWN CARE MAINTENANCE LLC	08/20/2025	105	OTB Acquisition LLC	\$2,930.00	Accept
LAWN AND ORDER OF CENTRAL FLORIDA LLC	08/12/2025	76	OTB Holding LLC	\$5,110.00	Accept
LEVEL UP INC	08/12/2025	63	OTB Acquisition LLC	\$646.00	Accept
Levy Restaurants	08/14/2025	84	OTB Holding LLC	\$6,438.89	Accept
LION LANDSCAPES LLC	08/08/2025	39	OTB Holding LLC	\$3,187.97	Accept
Liquid Networx	08/12/2025	62	OTB Holding LLC	\$3,247.50	Accept
Lisa W. Miller & Associates, LLC	08/06/2025	31	OTB Holding LLC	\$15,000.00	Accept
Maria V. Leon Melendez	08/07/2025	36	OTB Holding LLC	\$21,160.00	Accept
Mast Heating and Cooling	08/11/2025	57	OTB Holding LLC	\$1,948.61	Accept
MCL MECHANICAL SERVICES INC	08/13/2025	77	OTB Acquisition LLC	\$54,125.56	Accept
Medrano Family Interests III, LLC	08/20/2025	110	OTB Acquisition LLC	\$173,679.27	Accept
METROPLEX ELECTRIC	08/11/2025	61	OTB Holding LLC	\$575.50	Accept
MICRO TECH	08/11/2025	60	OTB Holding LLC	\$902.24	Accept
MIDDLEBROOKS ELECTRIC SERVICE INC	08/04/2025	11	OTB Acquisition LLC	\$4,179.26	Accept
Milliken and Michaels	08/12/2025	66	OTB Acquisition LLC	\$44,731.40	Accept
NATURES GREEN LLC	08/14/2025	83	OTB Holding LLC	\$12,901.25	Accept
Perfect Turf Lawn and Landscaping LLC	08/07/2025	35	OTB Holding LLC	\$8,042.52	Accept
PIECE MANAGEMENT INC	08/06/2025	27	OTB Acquisition LLC	\$35,969.68	Accept
PLUMB SOLDIERS LLC	08/15/2025	85	OTB Holding LLC	\$2,035.00	Accept
PURIFIED SOLUTIONS LLC	08/11/2025	50	OTB Holding LLC	\$3,094.03	Accept
RAFAEL MORENO	08/04/2025	10	OTB Holding LLC	\$11,051.00	Accept
REVENUE MANAGEMENT SOLUTIONS LLC	08/06/2025	21	OTB Acquisition LLC	\$205,922.00	Accept
Revive LLC	08/21/2025	116	OTB Holding LLC	\$2,954.80	Accept
RICHARD D LAMOTTE	08/18/2025	97	OTB Holding LLC	\$600.00	Accept
RJ LAWN SERVICE INC	08/12/2025	69	OTB Holding LLC	\$12,912.28	Accept
ROOFCONNECT LOGISTICS INC	08/21/2025	119	OTB Acquisition LLC	\$50,627.44	Accept
SANDERS PLUMBING INC	08/18/2025	93	OTB Holding LLC	\$2,438.53	Accept
SCHUYLER LLC	08/04/2025	8	OTB Acquisition LLC	\$780.00	Accept
Shark Properties LLC	08/05/2025	12	OTB Acquisition LLC	\$948,926.26	Accept
Simon Property Group, Inc., a Delaware corporation	08/11/2025	48	OTB Acquisition LLC	\$324,877.10	Accept
SODHI GROUP LLC	08/16/2025	89	OTB Holding LLC	\$1,099.63	Accept
South Square, LLC	08/04/2025	5	OTB Acquisition LLC	\$27,619.47	Accept
STEFANOS LANDSCAPING DESIGN AND CONSTRUCTION INC	08/06/2025	24	OTB Holding LLC	\$26,274.86	Accept
TALAVERAS CLEANING SYSTEM INC	08/11/2025	56	OTB Acquisition LLC	\$8,315.00	Accept
TECHNICOM INC	08/12/2025	65	OTB Acquisition LLC	\$1,380.00	Accept

Exhibit A-1

**Class 4 Ballot Detail
General Unsecured Claims**

Creditor Name	Date Received	Ballot No.	Debtor Name	Voting Amount	Vote
The Electric Motor Repair Company	08/08/2025	46	OTB Acquisition LLC	\$2,540.01	Accept
THE LAWN BEAUTICIANS INC	08/07/2025	32	OTB Holding LLC	\$12,126.56	Accept
Travis Mechanical, LLC	08/21/2025	120	OTB Holding LLC	\$12,271.99	Accept
Triad Development, LTD	08/20/2025	111	OTB Holding LLC	\$22,493.01	Accept
Tweedlie Landscaping Services	08/11/2025	47	OTB Holding LLC	\$16,635.00	Accept
TXU Energy Retail Company LLC	08/05/2025	16	OTB Acquisition LLC	\$95,057.73	Accept
Upngo, Inc.	08/07/2025	37	OTB Acquisition LLC	\$71,018.15	Accept
USA HAULING & RECYCLING	08/18/2025	99	OTB Holding LLC	\$422.92	Accept
VANDERHYDE MECHANICAL INC	08/20/2025	106	OTB Holding LLC	\$1,021.50	Accept
Vasey Commercial Heating and Air Conditioning, Inc.	08/18/2025	90	OTB Acquisition LLC	\$43,371.90	Accept
VMC Facilities, LLC	08/08/2025	43	OTB Holding LLC	\$500.00	Accept
Wallen Ventures, LLC	08/20/2025	115	OTB Acquisition LLC	\$467,103.89	Accept
Warwick Bald Hill Road LLC	08/20/2025	114	OTB Acquisition LLC	\$279,251.89	Accept
Western Associates, Inc.	08/07/2025	34	OTB Holding LLC	\$173,231.96	Accept
Westland Triple Net, LLC	08/19/2025	101	OTB Acquisition LLC	\$433,192.31	Accept
Winbury Operating LLC d/b/a/ Colliers	08/20/2025	113	OTB Acquisition LLC	\$21,743.40	Accept
X-2 Landscaping	08/05/2025	20	OTB Acquisition LLC	\$12,725.00	Accept
TOTAL:			Accept	\$5,972,116.02	118
			Reject	\$6,848.00	1

Exhibit B

Exhibit B

Ballots Excluded from Tabulation

Creditor Name	Date Received	Ballot No.	Debtor Name	Voting Amount	Vote	Reason Not Tabulated
Franchise Tax Board	08/18/2025	102	OTB Acquisition LLC	\$250.00	Abstain	Abstained
MOWRY ELECTRIC INC	08/21/2025	121	OTB Acquisition LLC	\$4,322.83	Abstain	Late Filed
Yardvarks, LLC	08/25/2025	122	OTB Holding LLC	\$7,715.97	Accept	Late Filed