

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:

PREMIER KINGS, INC., *et al.*,¹

Debtors.

(Chapter 11)

Case No. 23-02871-TOM

Joint Administration Requested

**INTERIM ORDER AUTHORIZING PAYMENT OF PREPETITION PAYROLL
OBLIGATIONS, EMPLOYEE BENEFITS, AND RELATED ITEMS, AND THE
CONTINUATION OF CERTAIN EMPLOYMENT
PROGRAMS AND POLICIES IN THE ORDINARY COURSE**

Upon consideration of the motion (the “Motion”)² of the Debtors for entry of an order authorizing payment of prepetition payroll obligations, employee benefits and related items, and the continuation of certain employment programs and policies in the ordinary course; and upon consideration of all pleadings related thereto, including the Baker Declaration; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion is in the best interest of the Debtors, their estates, and their creditors; and after due deliberation and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT, ADJUDGED, AND DECREED THAT:

1. The Motion is granted on an interim basis.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification numbers, are: Premier Kings, Inc. (3932); Premier Kings of Georgia, Inc. (9797); and Premier Kings of North Alabama, LLC (9282). The Debtors’ address is 7078 Peachtree Industrial Blvd., Suite #800, Peachtree Corners, GA 30071. The Debtors have filed a motion for joint administration with the Court.

² All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.



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2. The final hearing (the “Final Hearing”) on the Motion shall be held on November 13, 2023, at 10:30 AM CT. Any objection or responses to entry of a final order on the Motion shall be filed on or before 4:00 p.m., CST, on November 10, 2023, and shall be served on: (a) the Office of the Bankruptcy Administrator for the Northern District of Alabama; (b) the holders of the forty (40) largest unsecured claims against the Debtors on a consolidated basis; (c) counsel to Burger King; (d) counsel to Wells Fargo Bank, National Association, as Administrative Agent for the Lender Group; (e) the United States Attorney’s Office for the Northern District of Alabama; (f) the Internal Revenue Service; (g) the office of the Attorney General for the State of Alabama; (h) the Securities and Exchange Commission; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. In the event no objections to entry of a final order on the Motion are timely received, this Court may enter such final order without need for the Final Hearing.

3. The Debtors are authorized, but not required, in their sole and absolute discretion and in the exercise of their business judgment, to honor and pay in the ordinary course of business existing Prepetition Payroll Obligations, Employee Benefits and related items, subject to (and capped at) the statutory limitations set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

4. The Debtors hereby are authorized and empowered, but not directed, in their sole and absolute discretion, on a case-by-case basis, to honor their Employees’ PTO, by allowing the Employees to use, in the Debtors’ sole discretion, all or portions of their prepetition PTO on a post-petition basis in the ordinary course; provided, however, that notwithstanding the relief granted in this paragraph, nothing herein shall be deemed or construed to create or impose any administrative expense liability on the Debtors with regard to the prepetition PTO or to authorize the Debtors to compensate their Employees for prepetition PTO in cash unless applicable state law mandates such compensation upon an Employee’s termination.

5. The Debtors are authorized, but not required, to make all normal and customary withholdings and deductions from wages and other compensation paid to the Employees, and to make all matching payments or contributions required under applicable law or otherwise made in the ordinary course of business, for the purpose of paying all applicable taxes and other obligations normally associated with such payments, either directly or through Greenlink or another third-party payroll service provider.

6. The Debtors are authorized, but not required, to pay all prepetition administrative fees and other prepetition premiums and expenses customarily associated with the Health Care Plans, Insurance and Disability Plans, PTO, and the Additional Employee Benefits.

7. The Debtors are authorized, but not required, to pay all prepetition administrative fees customarily associated with the use of a third-party payroll provider.

8. The Debtors are authorized, but not required, to issue new post-petition checks or make new money transfers to replace any prepetition checks or fund transfer requests that may have been dishonored or denied with respect to the employee-related obligation referenced herein or in the Motion.

9. This Order is without prejudice to any rights that the Debtors may otherwise have under applicable law to modify or terminate any programs, policies, or plans referenced herein or in the Motion.

10. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained herein shall constitute, nor is it intended to constitute, an assumption of any contract under section 365 of the Bankruptcy Code or the waiver by the Debtors of any of their rights pursuant to any agreement by operation of law or otherwise.

11. All applicable banks and other financial institutions are hereby authorized to (i) receive, process, honor, and pay any and all checks and transfer requests evidencing amounts approved under this Order whether presented prior to or after the Petition Date; (ii) reissue checks evidencing amounts approved under this Order where checks may be dishonored post-petition; and (iii) to the extent that a bank may have honored any prepetition payroll checks prior to the Petition Date, such honoring is ratified. Such banks and financial institutions are authorized to rely on the representations of the Debtors as to which checks are issued or authorized to be paid pursuant to this Order to the extent that the Debtors have good funds standing to their credit with such bank or other financial institution and to rely on the representations of the Debtors as to which checks are issued and authorized to be paid in accordance with this Motion without any duty of further inquiry and without liability for following the Debtors' instructions.

12. Notwithstanding anything contained in the Motion or this Interim Order, any payment authorized to be made by the Debtors herein shall be subject to and consistent with the terms and conditions contained in any orders entered by this Court authorizing the use of cash collateral and any order authorizing postpetition financing (collectively, a "Financing Order"), including compliance with any budget or cash flow forecast in connection therewith. To the extent there is any conflict between this Interim Order and a Financing Order, the terms of the Financing Order shall control.

13. The requirements of Bankruptcy Rule 6003(b) have been satisfied.

14. The requirements of Bankruptcy Rule 6004(a) are waived.

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

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

Dated: October 30, 2023
Birmingham, Alabama

/s/ Tamara O. Mitchell
TAMARA O. MICHELL
UNITED STATES BANKRUPTCY JUDGE

Notice Recipients

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Case: 23-02871-TOM11

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TOTAL: 20

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intp	Renasant Bank	1901 Sixth Ave. N., Suite 1500	Birmingham, AL 35203
cr	Burger King Company LLC	5707 Blue Lagoon Drive	Miami, FL 33126 UNITED STATES
intp	RRG of Jacksonville, LLC	c/o Peter Haley	Nelson Mullins Riley & Scarborough LLP One Financial Center, Suite 3500 Boston, MA 02111
op	Kurtzman Carson Consultants LLC	222 N. Pacific Coast Highway	Suite #300 El Segundo, CA 90245
intp	Premier Holdings, LLC	3300 Eastern Blvd	Montgomery, AL 36116
cr	Kemco Facilities Services, LLC	5750 Bell Circle	Montgomery, AL 36116
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