

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

In re:)	
)	Chapter 11
)	
PREMIER KINGS, INC., et al,)	Case No. 23-02871-TOM11
)	
Debtors.)	Administratively Consolidated
)	

**FEE APPLICATION OF CHRISTIAN & SMALL LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE UNSECURED CREDITORS COMMITTEE OF
PREMIER KINGS, LLC FOR THE PERIOD FROM NOVEMBER 8, 2023, THROUGH
MARCH 31, 2024**

Name of Applicant:	Christian & Small LLP	
Applicant’s Role in Case:	Counsel to Official Committee of Unsecured Creditors	
Time period covered by this application:	Beginning of Period	End of Period
	November 8, 2023	March 31, 2024
Summary of Total Fees and Expenses Requested:		
Total fees requested in this application:	\$142,214.00	
Total expenses requested in this application:	\$350.00	
Total fees and expenses requested in this application:	\$142,564.00	
This is a(n):	___ Monthly Application <u>X</u> Interim Application ___ Final Application	
Prior Applications/Statements Filed:	None	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Christian & Small, LLP (“C&S”), counsel for the Official Committee of Unsecured Creditors (collectively, the “Committee”), hereby submits this *Fee Application of Christian & Small, LLP for Compensation for Services Rendered and Expenses Incurred for the*



Period From November 8, 2023, through March 31, 2024 (this “Fee Application”).¹ Specifically, C&S seeks final allowance of \$142,214.00 for the reasonable and necessary legal services that C&S rendered to the Committee during the Fee Period and allowance of \$350.00 for the actual and necessary expenses that C&S incurred in connection with such services during the Fee Period.

Background

1. On March 14, 2023 (the “Petition Date”), each of the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing the instant case (the “Chapter 11 Case”). The Debtor managed and operated its businesses as debtor-in-possession under sections 1107 and 1108 of the Bankruptcy Code.

2. On May 3, 2023, the Court entered its Retention Order.

Relief Requested

3. Pursuant to the Retention Order, C&S is entitled to compensation for fees incurred and reimbursement of expenses. During the Fee Application Period, C&S earned fees in the amount of \$142,214.00 and incurred expenses in the amount of \$350.00. All services for which compensation is requested by C&S were performed for or on behalf of the Committee.

Itemization of Services Rendered and Disbursements Incurred

4. Attached hereto as **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by C&S partners, associates, and paralegals during the Fee Period with respect to each of the project categories C&S established in accordance with its

¹ The period from November 8, 2023, through March 31, 2024, is referred to herein as the “Fee Period.”

internal billing procedures. As reflected in Exhibit A, C&S incurred \$142,214.00² in fees during the Fee Period.

5. Attached hereto as Exhibit B is a schedule of C&S professionals and paralegals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Committee in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$592.47³ The blended hourly billing rate of all paralegals is \$250.00.⁴

6. Attached hereto as Exhibit C is a schedule for the Fee Period setting forth the total amount billed with respect to each category of expenses for which C&S is seeking payment in this Fee Application. All of these disbursements comprise the requested sum for C&S's out-of-pocket expenses, which total \$350.00.

7. Attached hereto as Exhibit D are the time records of C&S, which provide a daily summary of the time spent by each C&S professional during the Fee Period as well as an itemization of expenses by project category.

² Pursuant to the Court's *Final Order (A) Authorizing Postpetition Use of Cash Collateral, (B) Granting Adequate Protection to Prepetition Secured Parties, (C) Scheduling a final Hearing Pursuant to Bankruptcy rule 4001(b) and (D) Granting Related Relief*, Docket No. 205, the Court granted the Debtor's DIP financing motion, which included a carve out for the Committee's professionals in the amount of \$45,000.

³ The blended hourly billing rate of \$592.47 for attorneys is derived by dividing the total fees for attorneys of \$142,489.00 by the total hours of 240.50 for those same attorneys.

⁴ The blended hourly billing rate of \$250.00 for paralegals is similarly derived by dividing the total fees for paralegals of \$75.00 by the total hours of 0.30 for these same paralegals.

Valuation of Services

8. Attorneys and paraprofessionals of C&S have expended a total of 240.80 hours in connection with this matter during the Fee Application Period.

9. The amount of time spent by each attorney and paraprofessional providing services to the Committee for the Fee Application Period is fully set forth in detail in attached Exhibit A. The enumerated hourly rates are C&S's normal hourly rates for work of this character. The reasonable value of the services rendered by C&S as counsel for the Committee in the Chapter 11 Cases during the Fee Application Period is \$142,214.00.

10. C&S believes that the time entries and expense breakdown included in Exhibit A are in compliance with the requirements of Local Rule 2016-1.

11. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

Summary of Services

12. The compensation C&S seeks is appropriate for the time spent in connection with representing the Committee in the Chapter 11 Cases, and sets forth a brief narrative description of the services rendered, for or on behalf of the Committee, as follows:

A. B130 Asset Disposition

13. C&S worked with the Debtor and Debtor's counsel concerning the sale of substantially all of the Debtor's assets pursuant to a sale under section 363. C&S reviewed pleadings including bid procedures and sale motions, attended hearings, and participated in extensive negotiations concerning the sale process.

B. B140 Relief from Stay/Adequate Protection Proceedings

14. C&S reviewed and advised the Committee concerning various stay relief motions.

C. B150 Meetings of and Communications with Creditors

15. Attorneys for C&S participated in numerous extended communications with various creditors and the Committee. C&S attorneys also fielded calls from counter-parties to restaurant leases concerning the sale process and bidding requirements and cures.

D. B160 Fee/Employment Applications

16. C&S attorneys reviewed all of the Debtor's professionals' retention applications and fee applications. Finally, C&S attorneys drafted and filed this Fee Application.

E. B180 Avoidance Action Analysis

17. C&S attorneys analyzed the Debtors' books and records to determine the strength and validity of avoidance actions and other causes of actions that will fund recovery for the general unsecured creditors.

F. B185 Assumption/Rejection of Leases and Contracts

18. Attorneys for C&S assisted the Committee in reviewing various leases in Alabama concerning the assumption of those leases pursuant to § 365.

G. B190 Other Contested Matters

19. Attorneys for C&S represented the Committee's position in various administrative and substantive motions, negotiations, and hearings. Among other services provided in this category during the Fee Application Period, C&S reviewed various pleadings filed in these Chapter 11 Cases; communicated with various creditors concerning questions and requests for information; drafted, edited, and filed various pleadings with the Bankruptcy Court; attended and participated in various hearings; and communicated with opposing counsel about the case status and settlement of various issues; communicated with the Court's staff and the Bankruptcy Administrator about administrative issues.

H. B230 Financing/Cash Collections

20. C&S represented the Committee and its interest related to various cash collateral issues including but not limited to review of senior secured lenders' loan documents, the Debtors' use of cash collateral, and granting of post-petition security interest.

I. B310 Claims Administration and Objections

21. Attorneys for C&S represented the Committee by reviewing claims, objecting to priority claims, responding to various calls from creditors concerning filing proofs of claims, and analyzing likely total claims after anticipated objections.

J. B320 Plan and Disclosure Statement.

22. C&S analyzed the Debtors' plan and disclosure statement, consulted with potential plan administrators, analyzed the potential recoveries for unsecured creditors, and negotiated unsecured creditors' rights under the plan.

23. In *Grant v. George Schumann Tire & Battery Co.*, 908 F.2d 874, 877 (11th Cir. 1990), the United States Court of Appeals for the Eleventh Circuit held that in determining the allowance of attorneys' fees and the reimbursement of expenses in a bankruptcy case, the bankruptcy court must consider:

- a. the nature and extent of the services rendered;
- b. the value of such services; and
- c. the factors set forth in *Johnson v. Ga. Hwy. Exp., Inc.*, 488 F.2d 714 (5th Cir. 1974).

24. Based on the Eleventh Circuit's criteria, C&S respectfully submits that the Court should approve and allow C&S's fees and the reimbursement of C&S's expenses in the amounts requested.

25. The Court may determine an objective estimate of the value of the services of the Committee's attorneys and paralegals by multiplying the number of hours such attorneys and paralegals reasonably expend on such services by each attorney's and paralegal's reasonable hourly rate. See, e.g., *Hensley v. Eckerhart*, 461 U.S. 424, 433 (1983); *Loranger v. Stierheim*, 10 F.3d 776, 781 (11th Cir. 1994); *Grant*, 908 F.2d at 879. Courts have referred to such an estimate as the "lodestar" figure. See *Grant*, 908 F.2d at 878. The hours included in the lodestar figure should be only those hours for which an attorney would be able to bill an ordinary, non-bankruptcy client. See *Norman v. Housing Authority of the City of Montgomery*, 836 F.2d 1292, 1301 (11th

Cir. 1988). When fixing a fee award based on the lodestar analysis, courts consider the twelve factors enunciated in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974).

26. The twelve *Johnson* factors are: (a) the time and labor expended; (b) the novelty and difficulty of the questions raised; (c) the skill required to properly perform the legal services rendered; (d) the attorney's opportunity costs in pressing the instant case; (e) the customary fee for like work; (f) the attorney's expectations at the outset of the case; (g) the time limitations imposed by the client or circumstances; (h) the amount in controversy and the results obtained; (i) the experience, reputation and ability of the attorney; (j) the undesirability of the case within the legal community in which the case arose; (k) the nature and length of the professional relationship between the attorney and client; and (l) attorneys' fee awards in similar cases.

27. The hours C&S has devoted to its representation of the Committee meet the above-stated criteria. As the time reports included in Exhibit A demonstrate, the individual attorneys and paralegals involved in C&S's representation of the Committee kept detailed, contemporaneous records of the time devoted to the Chapter 11 Cases. The time spent on each particular task is reasonable and comparable to the time C&S's professionals would have expended on behalf of a non-bankruptcy client. C&S seeks payment only for such documented and reasonable services.

28. The reasonable hourly rate to be applied to the time expended is the "prevailing market rate in the relevant legal community for similar services by lawyers of reasonably comparable skills, experience and reputation." *Norman*, 836 F.2d at 1299. The hourly rates C&S has charged the Committee are consistent with the rates C&S normally charges similarly situated non-bankruptcy clients for similar services. Based on all applicable criteria, C&S submits that the

rates set forth herein are reasonable and are consistent with prevailing market rates in the relevant legal community for similar services by lawyers of comparable skill, experience and reputation.

29. C&S's time has been divided among ten different project categories:
- a. B130 Asset Disposition
 - b. B140 Relief from Stay/Adequate Protection Proceedings
 - c. B150 Meetings of and Communications with Creditors
 - d. B160 Fee/Employment Applications
 - e. B180 Avoidance Action Analysis
 - f. B185 Assumption/Rejection of Leases and Contracts
 - g. B190 Other Contested Matters
 - h. B230 Financing/Cash Collections
 - i. B310 Claims Administration and Objections
 - j. B320 Plan and Disclosure Statement.

Notice

30. The Committee will provide notice of this Fee Application in accordance with the Compensation Order. The Committee submits that no other or further notice be given.

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WHEREFORE, C&S, in connection with services rendered on behalf of the Committee, respectfully requests final allowance of compensation for professional services rendered during the Fee Period, in the amount of \$142,214.00, and allowance of 100% of expenses incurred, in the amount of \$350.00.

Birmingham, Alabama
Dated: April 29, 2024

/s/ Bill D. Bensinger

Bill D. Bensinger

CHRISTIAN & SMALL LLP

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Birmingham, Alabama 35203

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Counsel to the Official Committee of Unsecured Creditors

EXHIBIT A

Statement of Fees and Expenses By Project Category

<u>Task</u>	<u>Hours</u>	<u>Value</u>
B130 Asset Disposition	52.00	\$31,052.00
B140 Relief from Stay/Adequate Protection Proceedings	4.50	\$2,705.00
B150 Meetings of and Communications with Creditors	5.50	\$3,317.50
B160 Fee/Employment Applications	18.90	\$11,246.50
B180 Avoidance Action Analysis	66.20	\$38,753.50
B185 Assumption/Rejection of Leases and Contracts	6.30	\$3,777.00
B190 Other Contested Matters	25.00	\$14,731.50
B230 Financing/Cash Collections	9.00	\$5,376.50
B310 Claims Administration and Objections	10.40	\$6,191.50
B320 Plan and Disclosure Statement.	43.00	\$25,063.00
	<u>240.80</u>	<u>\$142,214.00</u>

EXHIBIT B

Attorneys' and Paralegals' Information

The C&S attorneys and paralegals who rendered professional services in these cases during the Fee Period are:

<u>Timekeeper</u>	<u>Position</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
Bill D. Bensinger	Partner	185.20	\$595.00	\$110,194.00
Daniel D. Sparks	Partner	26.00	\$620.00	\$16,050.00
Greer B. Mallette	Partner	0.80	\$550.00	\$440.00
Julia G. Guier	Paralegal	0.30	\$250.00	\$75.00
John W. Johnson	Partner	14.10	\$550.00	\$7,755.00
R. Andrew Yarbro	Associate	1.10	\$350.00	\$385.00
Richard E. Smith	Partner	0.40	\$550.00	\$220.00
Thomas B. Humphries	Partner	<u>12.90</u>	\$500.00	<u>\$7,095.00</u>
		<u>240.80</u>		<u>\$142,214.00</u>

EXHIBIT C

Summary of Actual and Necessary Expenses for the Fee Period

Court costs	\$350.00
Total	<u>\$350.00</u>

EXHIBIT D

Detailed Description of Time Records and Expenses

Christian Small

ATTORNEYS AND COUNSELORS

505 20th Street North, Suite 1800
Birmingham, Alabama 35203-2696

Telephone 205.795.6588 Facsimile 205.328.7234

Federal Tax ID #63-1254348

Tara Team
Official Committee of Unsecured Creditors
Brink's U.S., a Division of Brink's Incorporated
555 Dividend Drive
Coppell, Texas 75019

Invoice Date 4/25/2024
Invoice Number 126991
Our File No. 021635-00002

Via Email: Tara.Team@brinksinc.com

BDB

**Premier Kings, Inc., Bankruptcy
US Bankruptcy Court, N.D. of Alabama**

PROFESSIONAL SERVICES RENDERED

11/8/2023	BDB	Email and follow up call with debtors' counsel concerning committee representation and discussing first day motions;	B190	0.50 Hrs.	297.50
11/8/2023	BDB	Initial meeting with committee via video conference;	B150	1.10 Hrs.	654.50
11/8/2023	BDB	Draft application for employment for committee;	B160	1.30 Hrs.	773.50
11/8/2023	BDB	Review first day motions;	B190	1.40 Hrs.	833.00
11/8/2023	BDB	Review cash collateral motion and proposed order;	B230	1.70 Hrs.	1,011.50
11/8/2023	BDB	Review bid procedures motion and proposed order and sale notices and APAs;	B130	2.20 Hrs.	1,309.00
11/8/2023	DDS	Communicate with the full Premier Kings Committee;	B150	0.50 Hrs.	310.00
11/8/2023	DDS	Review e-mail from Committee chair informing that C&S has been selected as Committee counsel and prepare reply to same detailing next steps we intend to take;	B150	0.50 Hrs.	310.00
11/8/2023	DDS	Review certain Premier Kings pleadings;	B190	2.00 Hrs.	1,240.00
11/9/2023	DDS	Subsequent to call with Debtor's counsel about first-day motions issues, have call with B. Bensingler to plot next steps in the case;	B190	0.20 Hrs.	110.00
11/9/2023	DDS	Call with Lender's counsel to discuss need to increase carve-outs and other modifications to cash collateral order as proposed;	B230	0.30 Hrs.	165.00
11/9/2023	DDS	Call with Gary L., Debtor's counsel, about first-day motions issues;	B190	0.50 Hrs.	275.00
11/10/2023	BDB	File application to employ C&S as counsel for committee;	B190	0.40 Hrs.	238.00
11/10/2023	BDB	Email update to committee concerning cash collateral order and investigation with multiple follow up emails;	B230	0.80 Hrs.	476.00
11/10/2023	BDB	Edit cash collateral order and email copy of same to committee;	B230	0.90 Hrs.	535.50
11/10/2023	BDB	Negotiate terms of cash collateral order with opposing counsel;	B230	1.30 Hrs.	773.50
11/10/2023	BDB	Draft objection to final cash collateral order and forward same to counsel for secured lender;	B230	1.80 Hrs.	1,071.00
11/10/2023	DDS	Review of agenda for first-day hearings in Premier Kings;	B190	0.20 Hrs.	124.00
11/10/2023	DDS	Review of e-mails from Committee members. Review certain responses to same;	B190	0.30 Hrs.	186.00
11/10/2023	DDS	Review and exchange messages with two different groups seeking to be retained as FA to the Committee;	B190	0.40 Hrs.	248.00
11/11/2023	DDS	Review of two detailed e-mails from separate Committee members;	B150	0.30 Hrs.	186.00
11/11/2023	DDS	Call with Lender's counsel to discuss the Committee's requested and required edits to the Cash Collateral Order;	B230	0.30 Hrs.	186.00
11/11/2023	DDS	Review of lenders' counsel's comments to the draft Final Cash Collateral Order as marked against our draft circulated yesterday;	B230	0.30 Hrs.	186.00
11/12/2023	BDB	Review debtor's motion to enforce stay and First Horizon response, and research and draft reply in support of debtor;	B140	2.60 Hrs.	1,547.00
11/12/2023	DDS	Correspondence between a lenders' counsel and debtors' counsel about the Premier Kings Committee's demands for a reasonable budget and other terms of the proposed cash collateral order;	B230	0.30 Hrs.	186.00
11/13/2023	BDB	Prepare for and attend final hearing on first day motions;	B190	2.10 Hrs.	1,249.50
11/13/2023	DDS	Review newly revised draft of Premier Kings Cash Collateral Order;	B230	0.50 Hrs.	310.00
11/13/2023	DDS	Represent client at PK second-day motions hearing;	B190	2.00 Hrs.	1,240.00
11/13/2023	JGG	Draft and e-file Appearance of D.D.Sparks;	B160	0.20 Hrs.	50.00
11/15/2023	DDS	Review and make note of Notice of Appearance and Request for Notice by Frederick Mott Garfield as counsel for GEWSI 2 LLC;	B160	0.20 Hrs.	124.00
11/16/2023	DDS	Call from S. Porterfield about the motion to reject bis clients lease, and a possible resulting administrative expense claim issue;	B185	0.50 Hrs.	310.00
11/20/2023	BDB	Review final Order on bidding procedures;	B130	0.30 Hrs.	178.50
11/20/2023	BDB	Email update to committee concerning results of today's hearing;	B150	0.40 Hrs.	238.00
11/20/2023	BDB	Prepare for and attend hearing on bidding procedures motion;	B130	1.60 Hrs.	952.00
11/21/2023	BDB	Review Bankruptcy Administrator's responses to retention applications;	B160	0.30 Hrs.	178.50
11/21/2023	BDB	Draft amended employment application;	B160	0.50 Hrs.	297.50
11/21/2023	DDS	Review of Motion for Relief from Stay and the Fact Summary for a Motion for Relief from Stay filed by Movant, Willie J Butler;	B140	0.20 Hrs.	124.00

11/21/2023	DDS	Review and respond to e-mail from Kat Loveland to respond to her inquiry as to when notifications to customers of the BK filing may occur;	B160	0.20 Hrs.	124.00
11/21/2023	DDS	Review Order from United States District Court, Middle District of Alabama, Judge Thompson, dismissing Premier Kings as a party in the Trisura Specialty litigation;	B190	0.20 Hrs.	124.00
11/21/2023	DDS	Review of Bankruptcy Administrator's Objection to Employment (Limited) Filed by Bankruptcy Administrator Jon A Dudeck to the Application to Employ Aurora Management Partners as Financial Advisor to the Debtors;	B190	0.20 Hrs.	124.00
11/21/2023	DDS	Review of Bankruptcy Administrator's Objection to Employment and the Hearing Notice on same;	B190	0.30 Hrs.	186.00
11/27/2023	DDS	Review of Order Granting First Omnibus Motion of the Debtors and Debtors in Possession for Entry of an Order (I) Authorizing Rejection of Unexpired Leases, and (II) Setting a Deadline for the Filing of Rejection Claims;	B185	0.10 Hrs.	62.00
11/28/2023	BDB	Email update to committee concerning upcoming exit strategy call;	B150	0.20 Hrs.	119.00
11/28/2023	BDB	Telephone call with J. Dutson concerning exit strategy;	B320	0.20 Hrs.	119.00
11/28/2023	BDB	Telephone call with creditor who's lease the debtor rejected and discuss claim rejection and need to file proof of claim;	B185	0.30 Hrs.	178.50
11/28/2023	BDB	Email with Debtor's counsel and Wells Fargo's counsel concerning conference to discuss exit strategy;	B320	0.30 Hrs.	178.50
11/28/2023	BDB	Conference call with Debtor's counsel and counsel for Wells Fargo concerning exit strategy;	B320	0.30 Hrs.	178.50
11/28/2023	BDB	Review Pleadings and prepare for tomorrow's hearing;	B190	1.30 Hrs.	773.50
11/29/2023	BDB	Telephone call with creditor concerning whether Debtor is assuming lease;	B185	0.20 Hrs.	119.00
11/29/2023	BDB	Review debtor's complaint against related parties;	B190	1.20 Hrs.	714.00
11/29/2023	BDB	Order and review UCC searches for all three debtors;	B190	1.30 Hrs.	773.50
11/29/2023	BDB	Prepare for and attend hearing;	B190	1.70 Hrs.	1,011.50
11/29/2023	BDB	Review debtor's schedules;	B190	2.70 Hrs.	1,606.50
11/29/2023	RAY	Attend hearing;	B190	1.10 Hrs.	385.00
11/30/2023	BDB	Investigation - Review law concerning priority and perfection of security/mortgage interest in leasehold interest;	B180	1.20 Hrs.	714.00
11/30/2023	BDB	Investigation - Review Wells Fargo loan documents and collateral security documents;	B180	6.70 Hrs.	3,986.50
11/30/2023	DDS	Review of Order Authorizing the Retention and Employment of Holland & Knight LLP as Attorneys for the Debtors and Debtors in Possession Effective as of the Petition Date;	B190	0.20 Hrs.	124.00
12/1/2023	BDB	Telephone call with counsel for Debtor concerning Secured Lenders' perfection in leaseholds;	B180	0.30 Hrs.	178.50
12/1/2023	BDB	Conference with D. Sparks concerning strategy for negotiating with Secured Lenders' counsel;	B180	0.50 Hrs.	297.50
12/1/2023	BDB	Negotiations with attorney for Secured Lenders concerning extension of challenge deadline;	B180	1.00 Hrs.	595.00
12/1/2023	BDB	Draft and file motion for standing to bring adversary proceeding;	B180	1.10 Hrs.	654.50
12/1/2023	BDB	Comprehensive review of all of Secured Lender's liens and mortgages in the Debtors' leaseholds;	B180	4.70 Hrs.	2,796.50
12/1/2023	DDS	Reading of as-filed version of Motion for Leave Emergency Motion for Standing to Commence Adversary Proceeding filed for the Official Committee of Unsecured Creditors;	B180	0.20 Hrs.	124.00
12/1/2023	DDS	Call with C. Callies to discuss Committee's intent to file a Standing Motion and to arrange a telephonic hearing today for same;	B180	0.20 Hrs.	124.00
12/1/2023	DDS	Analysis of e-mail to J. Dutson asserting that in many instances Wells Fargo did not file leasehold mortgages on the Debtors' leasehold interests and as such that Wells Fargo is not properly perfected;	B180	0.20 Hrs.	124.00
12/1/2023	DDS	E-mail exchange between C&S and lender's counsel about lender's position on whether the Committee must obtain Standing from the Court before commencing a challenge to the lender's secured position via adversary proceeding;	B180	0.30 Hrs.	186.00
12/1/2023	DDS	Review and discuss with B.D.Bensinger the need for, basis of, and form of draft of proposed Order Granting Emergency Motion for Standing to Commence Adversary Proceeding;	B180	0.50 Hrs.	310.00
12/1/2023	GBM	Conference with BDB regarding steps to perfect leasehold interests in order for unsecured creditors to retain rights to proceeds from transfer of certain leases from estate;	B180	0.30 Hrs.	165.00
12/2/2023	BDB	Review Mosaic APA;	B130	1.40 Hrs.	833.00
12/3/2023	DDS	review of objection to (related document(s) [42] Motion of the Debtors and Debtors in Possession for Entry of an Order (I) Approving Bidding Procedures for the Sale of All or Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests; (II) Approving filed by Debtor Premier Kings, Inc., [43] Motion to Sell Property Free and Clear of Liens under Section 363(f) Motion of the Debtors and Debtors-In-Possession For Entry of an Order (I) Approving Asset Purchase Agreements and Authorizing the Sale of All or Substantially All of the Debtors A filed by Debtor Premier Kings, Inc., [47] Notice to Creditors)	B130	0.20 Hrs.	124.00
12/4/2023	BDB	Filed by Creditor AuburnBank;	B130	1.70 Hrs.	1,011.50
12/4/2023	BDB	Review latest bid packages in preparation for auction;	B130	7.20 Hrs.	4,284.00
12/4/2023	GBM	Attend and participate in auction;	B180	0.50 Hrs.	275.00
12/5/2023	BDB	Research regarding perfection of leasehold mortgage;	B190	0.20 Hrs.	119.00
12/5/2023	BDB	Email with counsel for Burger King concerning waiver of claim as part of settlement;	B130	0.30 Hrs.	178.50
12/5/2023	BDB	Review notice of successful bidders;	B130	0.30 Hrs.	178.50
12/5/2023	BDB	Review GESWI 2 objection to sale;	B130	0.50 Hrs.	297.50
12/5/2023	BDB	Review sale objection filed by BMO Bank;	B130	0.50 Hrs.	297.50
12/5/2023	BDB	Review sale objection filed by First Chatham Bank;	B160	0.80 Hrs.	476.00
12/5/2023	BDB	Email with potential financial advisors to gauge interest in assisting committee in litigation;	B180	4.70 Hrs.	2,796.50
12/5/2023	BDB	Review additional leasehold mortgages that the Secured Lenders failed to produce in their first production;	B180	4.90 Hrs.	2,915.50
12/5/2023	BDB	Complete review of leases and leasehold mortgages and draft complaint against Secured Lenders challenging their perfection on store leases;	B130	0.20 Hrs.	124.00
12/5/2023	DDS	Review of Objection to Motion to Sell Property Free and Clear of Liens filed by Creditors Premier Holdings of Georgia, LLC, Premier Holdings, LLC, Premier Kings Holdings of Alabama, LLC, Premier Kings Holdings of Georgia, LLC, Premier Kings Holdings, LLC;	B130	0.20 Hrs.	124.00
12/5/2023	DDS	Review and analysis of Notice to Creditors of Successful Bidders and Back-up Bidders;	B130	0.20 Hrs.	124.00
12/5/2023	DDS	Review of Notice of Appearance and Request for Notice as Local Counsel by Mark P. Williams Filed by Interested Party BMO Bank N.A.;	B160	0.20 Hrs.	124.00

Date	Code	Description	Code	Hrs	Amount
12/5/2023	DDS	Analysis of two new landlord Objections to Motion of the Debtors and Debtors in Possession for the Sale of All or Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests;	B130	0.50 Hrs.	310.00
12/6/2023	BDB	Email with counsel for secured lenders concerning challenge to liens;	B180	0.20 Hrs.	119.00
12/6/2023	BDB	Review notice of excluded contracts for RRG of Jacksonville;	B130	0.30 Hrs.	178.50
12/6/2023	BDB	Review Rave Enterprises objection to sale;	B130	0.30 Hrs.	178.50
12/6/2023	BDB	Review sale objection filed by Premier Kings Holdings and other affiliated entities;	B130	0.40 Hrs.	238.00
12/6/2023	BDB	Review First Horizon Bank objection to sale;	B130	0.40 Hrs.	238.00
12/6/2023	BDB	Review objection to sale filed by ARC CafeUSA001;	B130	0.40 Hrs.	238.00
12/6/2023	BDB	Telephone call with J. Lamar concerning Burger King settlement and complaint against secured lenders;	B130	0.40 Hrs.	238.00
12/6/2023	BDB	Telephone call with committee chair concerning complaint;	B180	0.50 Hrs.	297.50
12/6/2023	BDB	Review objection to sale filed by Renasant Bank;	B130	0.70 Hrs.	416.50
12/6/2023	BDB	Email update to committee and respond to questions from committee members;	B150	1.10 Hrs.	654.50
12/6/2023	BDB	Make edits to complaint and file same;	B180	1.30 Hrs.	773.50
12/6/2023	BDB	Review case law concerning assignment of leases and proceeds of assignment;	B180	2.20 Hrs.	1,309.00
12/6/2023	BDB	Draft limited objection to sale and file same;	B130	2.60 Hrs.	1,547.00
12/6/2023	DDS	Review hearing notice on BMO Bank's objection to the sale;	B130	0.10 Hrs.	62.00
12/6/2023	DDS	Review of Hearing Notice on the Objection to Sale filed by the Official Committee of Unsecured Creditors;	B130	0.20 Hrs.	124.00
12/6/2023	DDS	Review of detailed communication to the Committee;	B150	0.20 Hrs.	124.00
12/6/2023	DDS	Review of Notice of Appearance and Request for Notice by Shaun Ramey filed for Creditor Gates of Beachwood, LLC;	B160	0.20 Hrs.	124.00
12/6/2023	DDS	Review of as-filed version of Committee's complaint vs the Lenders;	B180	0.20 Hrs.	124.00
12/6/2023	DDS	Read and analyze landlord Gates of Beachwood, LLC's Objection to cure amounts and assumption and assignment of lease;	B185	0.20 Hrs.	124.00
12/6/2023	DDS	Review and analyze Conditional Objection to the Approval of Assumption and Assignment of Unexpired Leases as filed by creditors Rave Enterprises, LLC, South Coast Enterprises, LLC;	B185	0.20 Hrs.	124.00
12/6/2023	DDS	Review of Order Setting the Bar Dates Motion;	B310	0.20 Hrs.	124.00
12/6/2023	DDS	Analysis of Limited Objection and Reservation of Rights of Renasant Bank to Debtor's motion approving APA's and the sales of assets;	B130	0.30 Hrs.	186.00
12/6/2023	DDS	Review and analysis of Creditor First Horizon Bank's Objection to Motion to Sell Property Free and Clear of Liens and Approving Asset Purchase Agreements and Authorizing the Sale of All or Substantially All of the Debtors Assets;	B130	0.30 Hrs.	186.00
12/6/2023	DDS	Review of Notice to Creditors of Potential Excluded Contracts Under Asset Purchase Agreement by and Between Debtor and RRG of Jacksonville, LLC;	B130	0.30 Hrs.	186.00
12/6/2023	DDS	Analysis of Objection to Motion to Sell Property Free and Clear of Liens, as filed by Creditor ARC CAFEUSA001, LLC;	B130	0.30 Hrs.	186.00
12/6/2023	DDS	Revise and edits draft of the Committee's Objection to the Sale;	B130	0.60 Hrs.	372.00
12/6/2023	DDS	Review, edit and revise draft of Complaint vs Lenders for failure to record Leasehold mortgages;	B180	1.10 Hrs.	682.00
12/6/2023	JGG	Log onto CM-ECF and pay filing fee due for Adversary Complaint;	B180	0.10 Hrs.	25.00
12/6/2023	RES	Emails with B. Bensinger regarding proposed Complaint against Wells Fargo and others;	B180	0.10 Hrs.	55.00
12/6/2023	RES	Review and edit draft Complaint against Wells Fargo, et al;	B180	0.30 Hrs.	165.00
12/7/2023	BDB	Review Holland & Knight fee application;	B160	0.50 Hrs.	297.50
12/7/2023	BDB	Multiple emails with committee concerning settlement negotiations with the secured lender;	B180	1.30 Hrs.	773.50
12/7/2023	BDB	Emails and telephone calls with counsel for secured lenders concerning settlement of claims;	B180	1.30 Hrs.	773.50
12/7/2023	BDB	Conference calls with multiple financial advisors concerning assisting the committee in potential litigation;	B160	1.50 Hrs.	892.50
12/7/2023	BDB	Prepare summons for service on defendants;	B180	2.10 Hrs.	1,249.50
12/7/2023	DDS	Review of the multiple Summons and Notices of Pretrial Conference for the Complaint filed by Plaintiff Official Committee of Unsecured Creditors;	B180	0.20 Hrs.	124.00
12/7/2023	DDS	Review of Rule 7004's special service of process requirements for FDIC insured banks as regards service of the Summons and Notice of Pretrial Conference for the Complaint filed by Committee of Unsecured Creditors;	B180	0.40 Hrs.	248.00
12/8/2023	BDB	Conference call with potential financial advisor for the committee;	B160	1.00 Hrs.	595.00
12/8/2023	DDS	Review of Summary Page of Monthly Fee Statement of Holland & Knight LLP;	B160	0.10 Hrs.	62.00
12/8/2023	DDS	Brief review of Motion to Appear Pro Hac Vice by Sean C. Kulka as counsel for Mosaic Gold Crown Group, LLC;	B160	0.10 Hrs.	62.00
12/8/2023	DDS	Review of numerous new hearing notices for the various sale objections and other objections to be heard on 12/11/2023;	B130	0.20 Hrs.	124.00
12/8/2023	DDS	Review of Objection of Landlord GESWI 2 LLC To Debtor and/or Bulldog Restaurants, LLC,	B130	0.20 Hrs.	124.00
12/8/2023	DDS	Provision of Adequate Assurance of Future Performance Filed by Interested Party GEWSI 2 LLC;	B140	0.20 Hrs.	124.00
12/8/2023	DDS	Review of Motion for Relief from Stay filed by Creditor Ashley Moore;	B140	0.20 Hrs.	124.00
12/8/2023	DDS	Analysis of Order Extending the Automatic Stay Temporarily;	B140	0.20 Hrs.	124.00
12/8/2023	DDS	Review of Notice of Appearance and Request for Notice by Thomas Benjamin Humphries for Mosaic Gold Crown Group, LLC;	B160	0.20 Hrs.	124.00
12/8/2023	DDS	Review and analysis of Response of Wells Fargo Bank National Association to the Objection of the Official Committee of Unsecured Creditors to Debtors' Motion to Approve the Sale of Substantially All of Their Assets;	B130	0.30 Hrs.	186.00
12/9/2023	BDB	Telephone call with counsel for secured lenders concerning settlement of claims;	B180	0.50 Hrs.	297.50
12/10/2023	BDB	Follow up settlement call with counsel for secured lenders;	B180	0.40 Hrs.	238.00
12/10/2023	BDB	Review 9019 motion for Burger King settlement;	B190	0.40 Hrs.	238.00
12/10/2023	BDB	Email updates to committee concerning settlement negotiations;	B180	0.80 Hrs.	476.00
12/11/2023	BDB	Prepare for and attend sale hearing;	B130	10.40 Hrs.	6,188.00
12/11/2023	DDS	Review of Objection to Motion to Sell Property Free and Clear of Liens under Section 363(f) as filed by PeoplesSouth Bank;	B130	0.10 Hrs.	62.00
12/11/2023	DDS	Review of Objection to Motion to Sell Property Free and Clear of Liens under Section 363(f) as filed by Auburn Bank;	B130	0.10 Hrs.	62.00

12/11/2023	DDS	Review of Stipulation and Agreed Order (I) Deeming Rejection of Certain Executory Contracts as of November 14, 2023 and (II) Granting Related Relief;	B185	0.20 Hrs.	124.00
12/11/2023	DDS	Review and analysis of Morion to Approve Compromise and then Amended Motion to Approve Compromise Regarding settlement as fled by Debtor Premier Kings, Inc.;	B190	0.30 Hrs.	186.00
12/12/2023	BDB	Email with potential financial advisor to committee;	B160	0.40 Hrs.	238.00
12/12/2023	BDB	Review secured lenders' fee statement;	B160	0.40 Hrs.	238.00
12/12/2023	BDB	Telephone call with creditor S. Smallwood concerning status of sale and affect on his claims;	B130	0.90 Hrs.	535.50
12/12/2023	BDB	Review proposed sale order;	B130	1.00 Hrs.	595.00
12/12/2023	BDB	Review numerous emails concerning revisions to sale order;	B130	1.20 Hrs.	714.00
12/12/2023	BDB	Review stipulated order and follow up calls with counsel for secured lender concerning same;	B180	1.30 Hrs.	773.50
12/13/2023	BDB	Review and edit revised consent order and email with secured lenders' counsel concerning same;	B180	0.30 Hrs.	178.50
12/13/2023	BDB	Review debtors' applications to employ accountants and special employment counsel;	B160	0.60 Hrs.	357.00
12/13/2023	BDB	Emails and telephone calls with counsel for secured lenders concerning settlement;	B180	0.60 Hrs.	357.00
12/13/2023	BDB	Review final sale order that Debtors intend to submit to the court and related emails concerning continuing issues by some purchaser and creditors;	B130	0.70 Hrs.	416.50
12/13/2023	BDB	Review final sale order as entered by court;	B130	0.80 Hrs.	476.00
12/13/2023	BDB	Review state court complaint that names the Debtors as defendants and email with Debtors' counsel concerning nature of claims;	B190	0.80 Hrs.	476.00
12/13/2023	BDB	Video conference with FTI concerning serving as financial advisor to the committee;	B160	1.00 Hrs.	595.00
12/13/2023	BDB	Prepare for and participate in status conference on draft sale order;	B130	1.30 Hrs.	773.50
12/13/2023	BDB	Review revised sale order and several more rounds of comments and edits to same;	B130	1.40 Hrs.	833.00
12/13/2023	DDS	Review of Notice of emergency telephonic hearing about language for the sale order, and represent client at that hearing;	B130	1.30 Hrs.	806.00
12/14/2023	BDB	Review and edit subsequent drafts of consent order and send to opposing counsel for review;	B180	0.50 Hrs.	297.50
12/15/2023	BDB	Draft and file notice of dismissal of AP;	B180	0.60 Hrs.	357.00
12/15/2023	DDS	Review of Amended Standing Order Signed on 12/15/2023 based upon the Stipulation by Wells Fargo Bank National Association and Proposed Order Amending the Court's Initial Standing Order for the Committee;	B180	0.20 Hrs.	124.00
12/15/2023	DDS	Review of Order Granting Amended Final Order Authorizing Debtors and Debtors-In-Possession to Pay Prepetition Claims of Certain Critical Vendors;	B190	0.20 Hrs.	124.00
12/18/2023	BDB	Conference call with Riveron concerning potential service to committee as financial advisor;	B160	1.00 Hrs.	595.00
12/18/2023	BDB	Conference calls and emails with individual committee members concerning status of case, assumption of some committee members' leases, and payment of prepetition claims;	B185	2.70 Hrs.	1,606.50
12/19/2023	DDS	Review of Order Granting Motion For Relief From Stay to Willie J. Butler;	B140	0.20 Hrs.	124.00
12/21/2023	BDB	Telephone calls with multiple committee members concerning their proofs of claims;	B310	1.40 Hrs.	833.00
12/22/2023	DDS	Review of Notice of Appearance and Request for Notice by C Taylor Crockett Filed by Creditor 108 Charlton Street Realty, Inc.;	B160	0.20 Hrs.	124.00
1/2/2024	BDB	Review final order approving settlement agreement;	B180	0.30 Hrs.	178.50
1/2/2024	BDB	Review Bankruptcy Administrator's objections to HyperAMS, Lehr Middlebrooks, Bilzing Sumberg, and accountant employment applications;	B160	0.80 Hrs.	476.00
1/5/2024	BDB	Review and edit plan term sheet;	B320	0.40 Hrs.	238.00
1/5/2024	DDS	Review of Order Granting Motion For Relief From Stay;	B140	0.20 Hrs.	124.00
1/8/2024	BDB	Email with creditor/landlord concerning status of case;	B185	0.20 Hrs.	119.00
1/8/2024	DDS	Review new Consent Order Granting Motion For Relief From Stay;	B140	0.10 Hrs.	62.00
1/8/2024	DDS	Review of Order Authorizing the Retention and Employment of Bilzin Sumberg Baena Price & Axelrod LLP as Special Environmental Counsel for the Debtors and Debtors in Possession;	B160	0.10 Hrs.	62.00
1/8/2024	DDS	Review Order Authorizing the Retention and Employment of Lehr Middlebrooks Vreeland & Thompson, P.C. as Special Employment Counsel for the Debtors and Debtors in Possession;	B160	0.10 Hrs.	62.00
1/8/2024	DDS	Review Order Authorizing the Debtors to Retain and Employ HyperAMS, LLC to Provide Valuation and Consulting Services to the Debtors;	B160	0.10 Hrs.	62.00
1/8/2024	DDS	Review Order Authorizing the Retention and Employment of The Franchise CPA Firm for the Debtors and Debtors in Possession;	B160	0.10 Hrs.	62.00
1/8/2024	DDS	Appear and represent The Committee at hearing on Application to Employ;	B160	0.80 Hrs.	496.00
1/16/2024	BDB	Review court audio from January 8 hearing;	B160	0.20 Hrs.	119.00
1/16/2024	BDB	Review notice of sale closing;	B130	0.30 Hrs.	178.50
1/16/2024	BDB	Review final employment orders entered by court;	B160	0.60 Hrs.	357.00
1/17/2024	BDB	Review fee notices for Debtors' professionals;	B160	1.20 Hrs.	714.00
1/18/2024	BDB	Review notice of sale closing;	B130	0.20 Hrs.	119.00
1/18/2024	BDB	Email with Debtors' counsel concerning insurance policies and requesting a meeting with the Debtors' CRO;	B180	0.20 Hrs.	119.00
1/18/2024	BDB	Review motion to extend cash collateral and approve same;	B230	0.40 Hrs.	238.00
1/19/2024	BDB	Follow up with Debtors' counsel concerning status of motion to continue cash collateral;	B230	0.20 Hrs.	119.00
1/19/2024	BDB	Review Raymond James final fee application;	B160	1.20 Hrs.	714.00
1/19/2024	BDB	Review remnant sale motion and related notices;	B130	1.30 Hrs.	773.50
1/19/2024	DDS	Review of Emergency Motion to Shorten TimeNotice Period for Motion for Approval of Sale of Limited Value Assets;	B130	0.10 Hrs.	62.00
1/19/2024	DDS	Review and analysis of 416			
1/19/2024	DDS	Motion to Sell Property Free and Clear of Liens under Section 363(f);	B130	0.20 Hrs.	124.00
1/20/2024	DDS	Review of Final Application for Compensation and Expenses by Raymond James & Associates, Inc. as Investment Banker to the Debtors;	B160	0.10 Hrs.	62.00
1/20/2024	DDS	Review Notice of Hearing on Debtors' Second Motion Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases, and (II) Setting a Deadline for the Filing of Rejection Claims;	B185	0.10 Hrs.	62.00
1/22/2024	BDB	Review monthly operating report for December 2023;	B190	0.50 Hrs.	297.50
1/22/2024	DDS	Review and react to Corrected Notice of Hearing on (RE: related document(s)[421] Application for Compensation filed by Raymond James;	B160	0.10 Hrs.	62.00

		Review and react to Notice of Hearing on Second Omnibus Motion of the Debtors and Debtors-				
1/22/2024	DDS	In-Possession for Entry of an Order Authorizing Rejection of Unexpired Leases;	B185	0.20 Hrs.	124.00	
1/23/2024	BDB	Review final order extending cash collateral;	B230	0.20 Hrs.	119.00	
1/23/2024	BDB	Review quarterly fee statement;	B190	0.30 Hrs.	178.50	
1/25/2024	BDB	Draft email update to committee and forward same;	B150	0.90 Hrs.	535.50	
1/25/2024	BDB	Review claims register to determine extent and amount of claims for landlords;	B310	1.10 Hrs.	654.50	
1/26/2024	DDS	Review of all recent filings in the case, and review e-mail to the full Committee about same;	B150	0.30 Hrs.	186.00	
1/29/2024	BDB	Email with Bankruptcy Administrator concerning remnant sale motion;	B130	0.20 Hrs.	119.00	
		Analysis of Notice to Creditors of Revised Proposed Order (RE: related document(s) [416]				
		Debtors' Motion for An Order Approving Sale of Assets of Limited Value Free and Clear of Liens,				
1/30/2024	DDS	Claims, Interests, and Encumbrances;	B130	0.20 Hrs.	124.00	
1/31/2024	BDB	Prepare for and attend hearing on remnant sale motion;	B130	1.00 Hrs.	595.00	
		Review of Order Approving The Sale of Assets of Limited Value Free and Clear of Liens, Claims,				
1/31/2024	DDS	Interests, and Encumbrances for the limited value assets;	B130	0.20 Hrs.	124.00	
1/31/2024	DDS	Review and analysis of Proof of Claim for \$400k filed by Tracey Scussell;	B310	0.30 Hrs.	186.00	
2/2/2024	JWJ	Begin coverage analysis;	B180	2.30 Hrs.	1,265.00	
2/5/2024	JWJ	Begin preparing coverage summary and policy excerpts;	B180	0.90 Hrs.	495.00	
2/5/2024	JWJ	Continued coverage analysis, policy review and research;	B180	4.40 Hrs.	2,420.00	
2/8/2024	JWJ	Continued exclusion analysis;	B180	1.80 Hrs.	990.00	
		Email with counsel for debtor and counsel for secured lender concerning drafts of plan and				
2/12/2024	BDB	disclosure statement;	B320	0.40 Hrs.	238.00	
2/12/2024	BDB	Prepare for and attend hearing on Motion to Reject leases;	B185	0.60 Hrs.	357.00	
2/12/2024	BDB	Review draft plan and disclosure statement;	B320	1.30 Hrs.	773.50	
		Make notes on plan and disclosure statement in preparation for call with counsel for secured				
2/13/2024	BDB	lender;	B320	0.30 Hrs.	178.50	
2/13/2024	BDB	Telephone call with counsel for secured lender concerning plan and disclosure statement;	B320	0.40 Hrs.	238.00	
2/13/2024	BDB	Follow up call with counsel for secured lender concerning plan and disclosure statement issues;	B320	0.40 Hrs.	238.00	
2/13/2024	BDB	Telephone call with potential plan administrator concerning qualifications and costs;	B320	0.50 Hrs.	297.50	
		Continued policy designation and research regarding court's interpretation of willfull and				
2/13/2024	JWJ	intentional in context of exclusion;	B180	3.00 Hrs.	1,650.00	
		Review and analysis of draft plan and disclosure statement from Debtors' counsel (1.0);				
2/13/2024	TBH	telephone conference with counsel for Wells Fargo regarding the plan and disclosure statement,	B320	1.50 Hrs.	825.00	
2/14/2024	BDB	specifically including discussions as to the plan administrator (0.5);	B130	0.60 Hrs.	357.00	
2/14/2024	BDB	Review draft and final motion for the sale of the real property at Lawrenceburg, TN;	B320	1.90 Hrs.	1,130.50	
2/14/2024	BDB	Review draft plan and make edits to same;	B320	2.20 Hrs.	1,309.00	
2/14/2024	TBH	Review disclosure statement and make edits to same;	B320	0.50 Hrs.	275.00	
2/15/2024	BDB	Draft plan analysis and markups;	B160	0.40 Hrs.	238.00	
2/15/2024	BDB	Review Application to Employ Marcus & Millichap;	B130	0.50 Hrs.	297.50	
2/15/2024	BDB	Review emails concerning wind down budget and sale of Lawrenceburg, TN property;	B140	0.60 Hrs.	357.00	
2/15/2024	BDB	Review stay relief motion and related documents;	B320	0.70 Hrs.	416.50	
2/15/2024	BDB	Review and respond to emails concerning edits plan and disclosure statement;	B320	1.10 Hrs.	654.50	
2/15/2024	TBH	Review communications between counsel for the Prepetition Agent and Debtors as to plan	B320	0.20 Hrs.	110.00	
2/15/2024	TBH	revisions;	B320	1.10 Hrs.	605.00	
2/16/2024	BDB	Continued analysis of draft plan and communications and strategy re edits and issues;	B140	0.20 Hrs.	119.00	
2/16/2024	BDB	Review hearing notice on stay relief motion;	B320	0.50 Hrs.	297.50	
2/16/2024	BDB	Review wind down budget and emails concerning same;	B320	0.60 Hrs.	357.00	
2/16/2024	BDB	Review draft best interest of creditors analysis and email with debtor's counsel concerning same;	B320	1.50 Hrs.	892.50	
		Review final and filed plan and disclosure statement;				
2/16/2024	BDB	Review multiple edits from debtor and secured lender to plan and disclosure statement, and	B320	1.80 Hrs.	1,071.00	
2/16/2024	JWJ	provide edits to same;	B180	0.90 Hrs.	495.00	
2/17/2024	TBH	Continued final coverage analysis;	B320	0.30 Hrs.	165.00	
2/17/2024	TBH	Review and analysis of as-filed chapter 11 plan;				
2/20/2024	BDB	Review BA's report and recommendations on Raymond James & Associates fee application;	B160	0.30 Hrs.	178.50	
2/20/2024	BDB	Review disclosure statement hearing order;	B320	0.40 Hrs.	238.00	
2/20/2024	BDB	Meeting with potential plan administrator;	B320	1.60 Hrs.	952.00	
2/20/2024	TBH	Email filed copies of the Ch 11 plan and disclosure statement to M. Smith, proposed plan	B320	0.20 Hrs.	110.00	
		administrator;				
2/20/2024	TBH	Meet with M. Smith (Vantage Point), proposed plan administrator, to discuss case background,	B320	1.00 Hrs.	550.00	
2/21/2024	BDB	potential claims, and confirmation issues;	B320	0.30 Hrs.	178.50	
		Review emails concerning ongoing negotiations for amended plan;				
2/21/2024	TBH	Analysis of communications between counsel for the Prepetition Agent and counsel for the	B320	0.60 Hrs.	330.00	
2/22/2024	BDB	Debtors' re revisions to the plan and review proposed revisions;	B190	0.20 Hrs.	119.00	
2/22/2024	BDB	Review various emails concerning draft of stipulation and proposed order;	B320	0.30 Hrs.	178.50	
2/22/2024	BDB	Review Motion to Extend Exclusively;	B190	0.40 Hrs.	238.00	
2/22/2024	BDB	Review revised draft of stipulation and proposed order;	B130	0.50 Hrs.	297.50	
2/22/2024	TBH	Review Second Notice to Creditors of Sale of Limited Value Assets;	B320	0.20 Hrs.	110.00	
2/22/2024	TBH	Review latest revisions to the plan by counsel for the prepetition agent;	B320	0.20 Hrs.	110.00	
		Emails with M. Smith, proposed plan administrator, re the plan;				
		Review motion to extend exclusively filed by the debtors (0.2); review hearing notice and				
		objection deadline as to the filed disclosure statement (0.1); review second notice of sale of				
		certain of debtors' limited value assets (Doc. 486) (0.2); review debtor's motion to approve				
2/25/2024	TBH	compromise as to the disputed claims reserve and related hearing notice (0.3);	B130	0.80 Hrs.	440.00	
2/26/2024	BDB	Review Order Shortening the Notice Period on 9019 motion;	B190	0.20 Hrs.	119.00	
2/26/2024	BDB	Review January monthly operating report;	B190	0.50 Hrs.	297.50	
2/26/2024	BDB	Review final filed version of Motion to Approve Compromise and related motion to shorten time;	B190	0.80 Hrs.	476.00	
2/26/2024	BDB	Review Raymond James & Associates fee application and prepare and attend for hearing on	B160	1.60 Hrs.	952.00	
2/26/2024	JWJ	same;	B180	0.80 Hrs.	440.00	
		Prepare memorandum regarding summary of coverage high points;				

2/27/2024	TBH	Evaluate status of negotiations between debtors' counsel and counsel for the prepetition agent as to plan terms;	B320	0.10 Hrs.	55.00
3/5/2024	TBH	Review debtor's third omnibus Motion to Reject certain executory contracts and unexpired leases;	B185	0.10 Hrs.	55.00
3/6/2024	BDB	Conference call with counsel for secured lenders concerning revisions to plan;	B320	0.20 Hrs.	119.00
3/6/2024	TBH	Review communications from M. Smith, proposed Plan Admin, regarding wind down budget issues;	B320	0.20 Hrs.	110.00
3/6/2024	TBH	Analysis of several emails among the lender groups' counsel and debtors' counsel re wind down expenses and post confirmation budget issues;	B320	0.40 Hrs.	220.00
3/7/2024	BDB	Conference call with M. Smith concerning wind down budget;	B320	0.30 Hrs.	178.50
3/7/2024	TBH	Review email from counsel for the lender's group re plan revisions;	B320	0.10 Hrs.	55.00
3/7/2024	TBH	Telephone conference with M. Smith, proposed Plan Admin, re case status and winddown items and budget;	B320	0.50 Hrs.	275.00
3/7/2024	TBH	Analysis of revised plan provisions and related redlined documents from lender's counsel (King & Spalding) (0.4); strategy re responding to the lender's proposed plan revisions and as to items that need to be amended from the committee's perspective (0.4);	B320	0.80 Hrs.	440.00
3/7/2024	TBH	Strategy re items to account for in the wind down budget, specifically including insurance policy renewal costs and Bankruptcy Administrator fees (0.7); review 28 U.S.C. 1930 and the BA website as to calculating BA fees in ongoing Chapter 11 cases (0.3); telephone conference with J. Dudeck re BA fees and case issues (0.2);	B320	1.20 Hrs.	660.00
3/8/2024	TBH	Review email exchanges with M. Smith, proposed Plan Administrator, regarding a proposed post-confirmation budget;	B320	0.20 Hrs.	110.00
3/8/2024	TBH	Analysis and strategy regarding post confirmation tasks, fees, and estate expenses;	B320	0.30 Hrs.	165.00
3/11/2024	BDB	Email with J. Dutson concerning proposed Plan Administrator post-confirmation budget;	B320	0.30 Hrs.	178.50
3/11/2024	BDB	Telephone call with J. Dutson concerning plan revisions and post-confirmation issues;	B320	0.30 Hrs.	178.50
3/11/2024	BDB	Prepare for, and attend, hearing on sale motion;	B130	1.20 Hrs.	714.00
3/11/2024	TBH	Review communications with lenders' counsel re the proposed post-confirmation budget;	B320	0.20 Hrs.	110.00
3/12/2024	BDB	Email with debtor's counsel concerning status of revised plan and committee issues with proposed language from lenders;	B320	0.40 Hrs.	238.00
3/12/2024	BDB	Review emails from lender's counsel concerning proposed Plan Administrator fees and follow up with Plan Administrator concerning same;	B320	1.10 Hrs.	654.50
3/12/2024	TBH	Analysis of email exchanges with Plan Admin re the proposed post-petition budget;	B320	0.30 Hrs.	165.00
3/13/2024	BDB	Review BA's objection to disclosure statement;	B320	0.20 Hrs.	119.00
3/13/2024	BDB	Review lenders' attorney fee request;	B160	0.30 Hrs.	178.50
3/13/2024	BDB	Review holding company's objections to lease rejection motion and disclosure statement;	B185	0.60 Hrs.	357.00
3/13/2024	BDB	Email with Plan Administrator and lenders concerning post-confirmation budget;	B320	0.70 Hrs.	416.50
3/13/2024	BDB	Review lenders' edits to proposed revised plan;	B320	1.20 Hrs.	714.00
3/13/2024	TBH	Review correspondence from M. Smith, proposed Plan Admin, re budget issues;	B320	0.20 Hrs.	110.00
3/14/2024	BDB	Follow up email with lender's counsel concerning post-confirmation budget;	B320	0.30 Hrs.	178.50
3/14/2024	BDB	Review lenders' revisions to plan;	B320	1.10 Hrs.	654.50
3/15/2024	BDB	Review claims register to confirm anticipated claims after potential objections;	B310	2.80 Hrs.	1,666.00
3/17/2024	TBH	Review order approving sale of Lawrenceburg, TN real property;	B130	0.10 Hrs.	55.00
3/17/2024	TBH	Review limited objection of Premier Holdings as to the Third Omnibus motion filed by the debtors' seeking to reject certain unexpired leases;	B185	0.10 Hrs.	55.00
3/17/2024	TBH	Review communications from M. Smith, proposed plan admin, re budget issues;	B320	0.20 Hrs.	110.00
3/17/2024	TBH	Review objection to disclosure statement filed by the bankruptcy administrator;	B320	0.20 Hrs.	110.00
3/17/2024	TBH	Review objection to debtors' disclosure statement filed by Premier Holdings;	B320	0.20 Hrs.	110.00
3/18/2024	BDB	Review proposed form of ballot and approve same;	B320	0.30 Hrs.	178.50
3/18/2024	BDB	Review lenders' additional edits to plan;	B320	0.30 Hrs.	178.50
3/18/2024	BDB	Edit revised plan and send to opposing counsel for review;	B320	1.40 Hrs.	833.00
3/19/2024	BDB	Email with Plan Administrator concerning budget;	B320	0.20 Hrs.	119.00
3/19/2024	BDB	Review emails between Holdings' counsel and Debtor's counsel concerning objection to disclosure statement;	B320	0.30 Hrs.	178.50
3/19/2024	BDB	Review draft redline to disclosure statement to ensure it conforms to plan;	B320	0.70 Hrs.	416.50
3/19/2024	BDB	Review amended plan and disclosure statement as filed with court;	B320	1.40 Hrs.	833.00
3/19/2024	TBH	Analysis of agreement as to the amount of the wind down budget and review correspondence to the proposed Plan Administrator as to the same;	B320	0.20 Hrs.	110.00
3/20/2024	BDB	Review various email to Debtors' counsel concerning clean up items on plan and disclosure statement;	B320	0.70 Hrs.	416.50
3/20/2024	BDB	Prepare for and attend hearing on disclosure statement;	B320	1.00 Hrs.	595.00
3/20/2024	TBH	Communications and strategy regarding today's hearing on the disclosure statement, as to the amended plan, as to potential objections to asserted administrative expense claims, and as to potential discovery information needed from debtor;	B320	0.50 Hrs.	275.00
3/21/2024	BDB	Review claims register and priority claims and email with Debtor's counsel concerning same;	B310	2.30 Hrs.	1,368.50
3/21/2024	TBH	Analysis of list of priority claims filed in the PK case and initial strategy re potential objections;	B310	0.20 Hrs.	110.00
3/25/2024	BDB	Email with Debtor's counsel concerning meeting with Aurora on claims issues and cause of action investigation;	B180	0.20 Hrs.	119.00
3/25/2024	BDB	Telephone call with creditor concerning Plan and Disclosure Statement;	B320	0.30 Hrs.	178.50
3/26/2024	BDB	Telephone call with multiple creditors concerning Plan and Disclosure Statement;	B320	0.80 Hrs.	476.00
3/27/2024	BDB	Telephone call with multiple creditors concerning Plan and Disclosure Statement;	B320	0.50 Hrs.	297.50
3/27/2024	BDB	Review priority claims and draft preliminary omnibus objection to priority claims;	B310	2.10 Hrs.	1,249.50
3/28/2024	BDB	Review public records to determine asset transfers by the Debtors to potential insiders and related entities;	B180	3.60 Hrs.	2,142.00
3/29/2024	BDB	Review public records to determine asset transfers by the Debtors to potential insiders and related entities in anticipation of meeting with Aurora;	B180	4.00 Hrs.	2,380.00

TOTAL PROFESSIONAL SERVICES**\$142,214.00****DISBURSEMENTS**

10/6/2023 ALABAMA NORTHERN DISTRICT COURT; Filing fee for Complaint against Wells Fargo, et al.

\$350.00

TOTAL DISBURSEMENTS

\$350.00

TIMEKEEPER SUMMARY

Bensinger, Bill D.	185.20 Hrs	110,194.00
Guier, Julia G.	0.30 Hrs	75.00
Humphries, Thomas B.	12.90 Hrs	7,095.00
Johnson, John W.	14.10 Hrs	7,755.00
Mallette, Greer B.	0.80 Hrs	440.00
Smith, Richard E.	0.40 Hrs	220.00
Sparks, Daniel D.	26.00 Hrs	16,050.00
Yarbro, R. Andrew	1.10 Hrs	385.00

INVOICE SUMMARY

TOTAL PROFESSIONAL SERVICES	\$142,214.00
TOTAL DISBURSEMENTS	\$350.00
TOTAL CHARGES FOR THIS INVOICE	\$142,564.00
PLUS NET BALANCE FORWARD	-
TOTAL BALANCE NOW DUE	\$142,564.00

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Exp. _____ Security Code _____ Amount \$ _____

Signature _____