

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

<p>In re:</p> <p>PREMIER KINGS, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>(Chapter 11)</p> <p>Case No. 23-02871-TOM</p> <p>Jointly Administered</p>
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**MONTHLY FEE STATEMENT OF HOLLAND & KNIGHT LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO DEBTORS FOR THE PERIOD
MARCH 1, 2024, THROUGH MARCH 31, 2024**

Name of Applicant:	Holland & Knight LLP
Applicant's Role in Case:	Counsel to Debtors and Debtors-in-Possession
Date Order of Employment Signed:	November 30, 2023 (Docket No. 273)
Time Period:	March 1, 2024 through March 31, 2024
Total Fees Requested to be Paid in this Statement:	\$16,988.80 (80% of \$21,236.00)
Total Expenses Requested to be Paid in this Statement:	\$47.83
Total Fees and Expenses:	\$21,283.83
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of Title 11 of the United States Code (11 U.S.C. §§101 *et seq.* the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the *Order Authorizing the Retention and*

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.



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Employment of Holland & Knight LLP as Attorneys for the Debtors and Debtors in Possession Retroactive to the Petition Date dated November 30, 2023 [Docket No: 273] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* dated November 29, 2023 [Docket No. 266] (the “Interim Compensation Order”)², Holland & Knight LLP (“H&K”), counsel for FM Coal, LLC and its affiliated debtors and debtors in possession in this jointly administered case (collectively, the “Debtors”), hereby submits this *Monthly Fee Statement of Holland & Knight LLP for Compensation for Services and Reimbursement of Expenses as Counsel to Debtors for the Period March 1, 2024 through March 31, 2024* (this “Fee Statement”)³. Specifically, H&K seeks: (i) interim allowance of \$21,236.00 for the reasonable and necessary legal services that H&K rendered to the Debtors during this Fee Period; (ii) compensation in the amount of \$16,988.80, which is equal to 80% of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.* \$21,236.00); and (iii) allowance and payment of \$47.83 for the actual and necessary expenses that H&K incurred in connection with such services during the Fee Period.

ITEMIZATION OF SERVICES RENDERED AND DISBURSEMENTS INCURRED

1. Attached hereto as **Exhibit “A”** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by H&K partners, associates, and paralegals during the Fee Period with respect to each of the project categories H&K established in accordance with its internal billing procedures. As reflected in Exhibit “A,” H&K incurred \$21,236.00 in fees during

² Capitalized terms not otherwise defined herein shall be defined as set forth in the Interim Compensation Order.

³ The period from March 1, 2024, through and including March 31, 2024, is referred to herein as the “Fee Period.”

the Fee Period. Pursuant to this Fee Statement, H&K seeks reimbursement for 80% of such fees (\$16,988.80 in the aggregate).

2. Attached hereto as **Exhibit “B”** is a schedule of H&K professionals and paralegals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors 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.

3. Attached hereto as **Exhibit “C”** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which H&K is seeking payment in this Fee Application. All of these disbursements comprise the requested sum for H&K’s out-of-pocket expenses, which total \$47.83.

4. Attached hereto as **Exhibit “D”** are the time records of H&K, which provide a daily summary of the time spent by each H&K professionals during the Fee Period as well as an itemization of expenses by project category.

NOTICE

5. Pursuant to the Interim Compensation Order, Application Recipients shall have until 4:00 p.m. (prevailing central time) on the 21st day following service of this Fee Statement to serve on H&K and the Application Recipients a Notice of Objection to Monthly Fee Statement.

6. On the date hereof, the Debtors will provide notice of this Fee Statement to the Application Recipients in accordance with paragraph 2(a) of the Interim Compensation Order. The Debtors submit that no other further notice is necessary.

WHEREFORE, H&K, in connection with services rendered on behalf of the Debtors, respectfully requests (i) interim allowance of compensation for professional services rendered during the Fee Period, in the amount of \$21,236.00, (ii) payment in accordance with the procedures

set forth in the Interim Compensation Order (*i.e.*, payment of 80% of the compensation sought, in the amount of \$16,988.80), and (iii) payment of 100% of expenses incurred, in the amount of \$47.83.

Dated: May 1, 2024.
Birmingham, Alabama

/s/ Jesse S. Vogtle, Jr.
Jesse S. Vogtle, Jr.
Eric T. Ray
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-and-

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Attorneys for the Debtors and Debtors-in-Possession

**Admitted Pro Hac Vice*

EXHIBIT "A"

**SUMMARY OF EXPENSES EARNED FOR SERVICES RENDERED BY PROJECT
CATEGORY BY HOLLAND & KNIGHT LLP AS COUNSEL FOR DEBTORS AND
DEBTORS-IN-POSSESSION FOR THE APPLICATION PERIOD MARCH 1, 2024,
THROUGH MARCH 31, 2024**

PROJECT CODES	HOURS	AMOUNT
B110 - Case Administration	5.70	\$2,593.50
B120 - Asset Analysis and Recovery	0	\$0
B130 - Asset Disposition	1.20	\$504.00
B140 - Relief from Stay/Adequate Protection Proceedings	1.20	\$390.00
B150 - Meetings of and Communications with Creditors	0	\$0
B160 - Fee/Employment Applications	18.00	\$7,236.50
B170 - Fee/Employment Objections	0	\$0
B180 - Avoidance Action Analysis	0	\$0
B185 - Assumption/Rejection of Leases and Contracts	0.20	\$122.00
B190 - Other Contested Matters	1.90	\$1,159.00
B195 - Non working travel	0	\$0
B210 - Business Operations	0.60	\$195.00
B220 - Employee Benefits/Pensions	0	\$0
B230 - Financing/Cash Collections	0	\$0
B240 - Tax Issues	0	\$0
B250 - Real Estates	0	\$0
B260 - Board of Directors Matters	0	\$0
B310 - Claims Administration and Objections	0	\$0
B320 - Plan and Disclosure Statement	20.70	\$9,036.00
B410 - General Bankruptcy Advice/Opinions	0	\$0
B420 - Restructurings	0	\$0
TOTAL	49.50	\$21,236.00

EXHIBIT "B"

**SUMMARY OF FEES EARNED FOR SERVICES RENDERED BY HOLLAND &
KNIGHT LLP'S PROFESSIONALS AS COUNSEL TO DEBTORS AND DEBTORS-IN-
POSSESSION FOR THE APPLICATION PERIOD MARCH 1, 2024, THROUGH
MARCH 31, 2024**

PROFESSIONAL	TITLE	HOURLY RATE	HOURS	TOTAL
Jesse S. Vogtle, Jr.	Partner	\$795.00	0.00	\$0.00
Paul H. Greenwood	Partner	\$585.00	0.40	\$234.00
Eric T. Ray	Partner	\$610.00	17.70	\$10,797.00
Morgan Allred	Associate	\$405.00	0.00	\$0.00
Brooke Freeman	Paralegal	\$325.00	31.40	\$10,205.00
TOTALS			49.50	\$21,236.00

EXHIBIT "C"

**SUMMARY OF EXPENSES EARNED FOR SERVICES RENDERED BY PROJECT
CATEGORY BY HOLLAND & KNIGHT, LLP AS COUNSEL FOR DEBTORS AND
DEBTORS-IN-POSSESSION FOR THE APPLICATION PERIOD MARCH 1, 2024,
THROUGH MARCH 31, 2024**

EXPENSES	TOTAL
E101 - Copies	\$0
E102 - Outside Printing	\$0
E105 - Telephone	\$0
E106 - Online Research	\$0
E107 - Delivery Services/Messengers	\$0
E108 - Postage	\$0
E109 - Local Travel	\$0
E110 - Out of Town Travel	\$0
E111 – Meals	\$27.83
E112 - Court Fees	\$0
E113 - Subpoena Fees	\$0
E114 - Witness Fees	\$0
E115 - Deposition Transcripts	\$0
E116 - Trial Transcripts	\$0
E117 - Trial Exhibits	\$0
E118 - Litigation Support	\$0
E119 - Experts	\$0
E120 - Private Investigation	\$0
E122 - Local Counsel	\$0
E123 - Other Professionals	\$0
E124 - Other	\$20.00
TOTAL	\$47.83

EXHIBIT “D”

**DETAILED DESCRIPTION OF TIME AND EXPENSES BY HOLLAND & KNIGHT,
LLP AS COUNSEL FOR DEBTORS AND DEBTORS-IN-POSSESSION FOR THE
APPLICATION PERIOD MARCH 1, 2024, THROUGH MARCH 31, 2024**

Holland & Knight

P.O. Box 936937 | Atlanta, GA 31193-6937
Email account.services@hklaw.com | T 813.901.4180
Holland & Knight LLP | www.hklaw.com | EIN 59-0663819

Premier Kings, Inc.; Premier Kings of North Alabama, LLC and
Premier Kings of Georgia, Inc.
c/o Aurora Management Partners
Attn: Mr. David M. Baker | Managing Partner
112 South Tryon Street, Suite 1770
Charlotte, NC 28284

April 30, 2024
Invoice 33366811
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Due On Receipt

For professional services rendered through March 31, 2024 in connection with the following

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Burger King

<u>Task</u>	<u>Date</u>	<u>Professional</u>	<u>Description</u>	<u>Hours</u>
B110	03/01/24	Eric T. Ray	Email correspondence with counsel for utility and Aurora reconciling certain final bills.	0.20
B160	03/04/24	Eric T. Ray	Initial preparation of February fee statement.	0.30
B130	03/04/24	Eric T. Ray	Review, edit and oversee filing of third omnibus motion to reject contracts.	0.40
B130	03/04/24	Brooke Freeman	Revise and file Third 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 Filed by Debtor Premier Kings, Inc.	0.40
B110	03/05/24	Eric T. Ray	Multiple email correspondences with Aurora and counsel for utility re: trying to resolve issues on final bill amounts and existing deposits.	0.30
B110	03/05/24	Eric T. Ray	Telephone conference with courtroom deputy re: hearing on third omnibus contract rejection motion.	0.20
B160	03/05/24	Eric T. Ray	Telephone conference with N. Wright at Aurora re: Aurora January fee statement.	0.20
B160	03/05/24	Brooke Freeman	Revise and file third fee statements for Aurora, Cole Schotz and Holland & Knight.	1.20
B140	03/05/24	Brooke Freeman	Draft consent orders for Charmaine Edwin and Christy Slack motions for relief.	0.50
B110	03/05/24	Brooke Freeman	Prepare for March 11 hearings.	0.20
B130	03/05/24	Brooke Freeman	Review hearing date on third omnibus rejection motion and calendar.	0.20

Premier Kings, Inc.; Premier Kings of North Alabama, LLC
and Premier Kings of Georgia, Inc.
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<u>Task</u>	<u>Date</u>	<u>Professional</u>	<u>Description</u>	<u>Hours</u>
B140	03/05/24	Brooke Freeman	Review hearing date on motion for relief and calendar.	0.20
B190	03/06/24	Eric T. Ray	Email correspondence with counsel for Ford Motor Credit re: motions for relief on docket.	0.20
B110	03/06/24	Eric T. Ray	Email correspondence with I. Walker re: matters set on March 11 docket.	0.20
B190	03/06/24	Eric T. Ray	Edit proposed consent order in C. Slack motion for stay relief.	0.20
B190	03/06/24	Eric T. Ray	Email correspondence with J. Magee at Aurora re: motions for relief from stay.	0.20
B190	03/06/24	Eric T. Ray	Telephone conference with movant's attorney and email correspondence with courtroom deputy re: resolution of C. Slack motion for relief.	0.30
B140	03/06/24	Brooke Freeman	Revise Consent Order for Christy Slack and Charmain Edwin motions for relief; draft Consent Order for Jacquelin Strappy-Daniels motion for relief.	0.50
B160	03/06/24	Brooke Freeman	Draft 4th Fee Statement for H&K and Aurora.	0.40
B210	03/06/24	Brooke Freeman	Redact Premier King's Bank Statements for monthly operating report.	0.60
B190	03/07/24	Eric T. Ray	Email correspondence with Ford Motor Credit counsel re: resolution parameters for stay relief motion.	0.20
B110	03/07/24	Brooke Freeman	Prepare for March 11 hearings.	0.50
B190	03/08/24	Eric T. Ray	Email correspondence with Ford Motor Credit attorney and courtroom deputy re: removing stay relief motion from docket.	0.20
B110	03/08/24	Eric T. Ray	Telephone conference with B. Pendleton and N. Wright at Aurora re: need to reject prepetition utility contract.	0.20
B110	03/08/24	Brooke Freeman	Update creditor matrix.	0.30
B320	03/11/24	Eric T. Ray	Email correspondence with counsel for prepetition agent re: submitted plan of liquidation.	0.20
B110	03/11/24	Eric T. Ray	Attend March 11th hearing on multiple matters.	0.60
B110	03/11/24	Eric T. Ray	Telephone conferences with I. Walker before and after March 11 hearings to discuss matters on docket and order revisions requested in hearing.	0.30
B160	03/11/24	Eric T. Ray	Email correspondence with Aurora re: February fee statement for H&K.	0.20

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<u>Task</u>	<u>Date</u>	<u>Professional</u>	<u>Description</u>	<u>Hours</u>
B110	03/11/24	Eric T. Ray	Email correspondence with N. Wright re: first day tax order and ability to pay prepetition sales taxes.	0.20
B160	03/11/24	Eric T. Ray	Email correspondence with prepetition agent counsel re: approval for proposed order to employ real estate broker.	0.20
B110	03/11/24	Brooke Freeman	Communicate with Aurora re: taxes.	0.20
B160	03/11/24	Brooke Freeman	Revise H&K 4th Fee Statement.	0.40
B130	03/11/24	Brooke Freeman	Revise proposed 9019 order and submit to Court; review signed order and forward to team.	0.20
B160	03/11/24	Brooke Freeman	Revise proposed order re: Marcus Millichap employment.	0.30
B110	03/12/24	Brooke Freeman	Review Marcus Millichap and Motions to Sell Orders and communicate with team.	0.30
B160	03/13/24	Paul H. Greenwood	Communicate with Mr. John Magee of Aurora Management Partners regarding the status of the Parson Lee & Juliano application to employ.	0.20
B320	03/13/24	Eric T. Ray	Receipt and review of objections to disclosure statement.	0.50
B320	03/13/24	Brooke Freeman	Review objections to disclosure statement.	0.30
B160	03/14/24	Eric T. Ray	Email correspondence with L. Kendall re: first fee application for HK, Cole Schotz and Aurora.	0.20
B110	03/14/24	Brooke Freeman	Review notice of hearing for objection to disclosure statement and calendar hearing dates.	0.30
B110	03/15/24	Eric T. Ray	Email correspondence with B. Pendleton at Aurora re: timing of monthly operating reports for March.	0.20
B110	03/15/24	Brooke Freeman	Prepare for March 20 hearings.	1.10
B160	03/15/24	Brooke Freeman	Draft first fee applications for H&K, Aurora and Cole Schotz.	6.40
B160	03/18/24	Eric T. Ray	Review and edit multiple drafts of fee application for Aurora.	0.90
B320	03/18/24	Eric T. Ray	Email correspondence with J. Dudeck re: issues raised in his objection to the disclosure statement.	0.20
B320	03/18/24	Eric T. Ray	Multiple email correspondences with Cole Schotz team re: items to be addressed prior to disclosure statement hearing.	0.30
B160	03/18/24	Eric T. Ray	Review and edit multiple drafts of Cole Schotz fee application.	1.20
B160	03/18/24	Eric T. Ray	Review and edit initial draft of H&K fee application.	0.50
B190	03/18/24	Eric T. Ray	Email correspondence with counsel for Ford Motor Credit re:	0.20

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<u>Task</u>	<u>Date</u>	<u>Professional</u>	<u>Description</u>	<u>Hours</u>
			draft consent order on motion for relief from stay.	
B190	03/18/24	Eric T. Ray	Email correspondence with J. Magee at Aurora re: confirming accuracy of amounts set forth in proposed consent order on Ford Motor Credit stay relief motion.	0.20
B320	03/18/24	Eric T. Ray	Review, edit and comment upon proposed order on disclosure statement.	0.30
B160	03/18/24	Brooke Freeman	Revise first fee applications for Cole Schotz and Aurora.	2.10
B320	03/18/24	Brooke Freeman	Revise Disclosure Statement Order and Exhibits.	0.70
B160	03/19/24	Eric T. Ray	Prepare further edits to H&K fee application.	0.40
B320	03/19/24	Eric T. Ray	Prepare, review and edit notices to be filed in conjunction with amended plan and disclosure statement.	0.50
B320	03/19/24	Eric T. Ray	Prepare and review edits to amended disclosure statement and plan based on requests from objections and from prepetition agent.	1.10
B320	03/19/24	Eric T. Ray	Coordinate and oversee filing of various pleadings in connection with amended disclosure statement and amended plan.	0.40
B190	03/19/24	Eric T. Ray	Email correspondence with counsel for Ford Motor Credit and with Aurora re: final draft of order on stay relief motion.	0.20
B320	03/19/24	Eric T. Ray	Email correspondence with J. Dudeck re: resolution of his disclosure statement objection.	0.20
B160	03/19/24	Brooke Freeman	Revise first fee applications for Cole Schotz and Holland & Knight.	0.50
B320	03/19/24	Brooke Freeman	Review, edit and file Amended Disclosure Statement and Amended Plan; revise proposed Amended Disclosure Statement order; draft and file notices for comparison documents; prepare for hearing on Disclosure Statement.	4.80
B320	03/20/24	Eric T. Ray	Attend hearing on approval of disclosure statement.	0.70
B320	03/20/24	Eric T. Ray	Prepare edits to disclosure statement and plan documents following hearing, circulate edits and coordinate filing and submission of documents.	2.30
B320	03/20/24	Eric T. Ray	Meet with G. Leibowitz prior to hearing to discuss changes to documents, gather necessary documents for hearing and discuss strategy for hearing.	1.20
B320	03/20/24	Brooke Freeman	Prepare for hearings on plan and disclosure statements; draft,	6.10

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<u>Task</u>	<u>Date</u>	<u>Professional</u>	<u>Description</u>	<u>Hours</u>
			revise and file third amended disclosure statement and plan; draft redlines of amended plan and disclosure statement; draft, revise and file notices for cash collateral budget and redlines of amended plan and disclosure statements; draft and revise exhibits to proposed order for disclosure statement; draft, revise and submit proposed order to disclosure statement.	
B320	03/21/24	Eric T. Ray	Multiple email correspondences with KCC re: plan solicitation packages.	0.20
B320	03/21/24	Brooke Freeman	Communicate with KCC re: service of disclosure statement notices and ballots.	0.40
B160	03/22/24	Paul H. Greenwood	Communicate with Mr. H.C. Jones regarding the Bilzin Sumberg firm and a possible motion to pay the firm as an ordinary course professional.	0.20
B110	03/22/24	Eric T. Ray	Email correspondence with J. Dutson re: revised cash collateral budget.	0.20
B110	03/22/24	Brooke Freeman	Communicate with E. Ray re: budget.	0.20
B185	03/25/24	Eric T. Ray	Email correspondence with I. Walker and L. Kendall re: hearing on omnibus motion to reject contracts.	0.20
B320	03/25/24	Brooke Freeman	Communicate with team re: solicitation service details.	0.30
B160	03/26/24	Eric T. Ray	Review certificates of no objection for filing to all fee statements.	0.20
B160	03/26/24	Brooke Freeman	Draft and file certificates of no objection to fee statements for Aurora, CS and HK.	0.70
B160	03/27/24	Eric T. Ray	Review and edit Aurora February fee statement.	0.20
B160	03/27/24	Brooke Freeman	Revise Aurora Fee Statement.	0.60
B160	03/28/24	Brooke Freeman	Revise and file February 2024 Fee Statements for Aurora, Cole Schotz and Holland Knight; calendar deadline to file CNO.	0.50

Total Fees For Professional Services

\$21,236.00

Professional Summary

<u>Professional</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Eric T. Ray	Partner	17.70	610.00	10,797.00
Paul H. Greenwood	Partner	0.40	585.00	234.00

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<u>Professional</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brooke Freeman	Paralegal	31.40	325.00	10,205.00
				\$21,236.00

Task Summary

<u>Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	5.70	2,593.50
B130	Asset Disposition	1.20	504.00
B140	Relief from Stay/Adequate Projection Proceedings	1.20	390.00
B160	Fee/Employment Applications	18.00	7,236.50
B185	Assumption/Rejection of Leases and Contracts	0.20	122.00
B190	Other Contested Matters	1.90	1,159.00
B210	Business Operations	0.60	195.00
B320	Plan and Disclosure Statement	20.70	9,036.00
Total		49.50	\$21,236.00

Reimbursable costs through March 31, 2024

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/08/24	FedEx Reference Number:791430736306 - Recipient Name:Brooke Freeman - Recipient Zip Code:35203 - Service Packaging:FedEx Standard Overnight	20.00
03/20/24	Vendor: Clement, Rita D. Invoice#: 6571004203291205 Date: 3/27/2024 - - CHICK-FIL-A #00517; Lunch; Burger King's hearing; 03/20/2024	27.83
Total Reimbursable Costs		\$47.83

Invoice Summary

Fees For Professional Services	\$21,236.00
Reimbursable Costs	\$47.83

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Total Due This Invoice	\$21,283.83
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