

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

<b>IN RE:</b>	)	<b>CHAPTER 11</b>
	)	
<b>PREMIER KINGS, INC., et al.,<sup>1</sup></b>	)	<b>CASE NO.: 23-02871-TOM</b>
	)	
<b>Debtor.</b>	)	<b>(Jointly Administered)</b>
	)	

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**ORDER GRANTING DEBTORS' MOTION TO SELL (DOC. 597)**

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Upon consideration of the motion (the "Motion" – Doc. 597)<sup>2</sup> filed by the Debtors for approval of the sale of the Real Property and Purchased Assets free and clear of Encumbrances; and the Court having jurisdiction to consider the matters raised in the Motion pursuant to 28 U.S.C. § 1334; and the Court having authority to hear the matters raised in the Motion pursuant to 28 U.S.C. § 157 and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Motion and the requested relief being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2)(N); and due and proper notice of the Motion having been given under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief requested therein; and the Court having found that the relief requested in the Motion being in the best interests of the Debtors, their creditors, their estates and all other parties in interest; and after

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<sup>1</sup> 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.

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



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due deliberation and sufficient cause appearing therefor;

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

1. The Motion is **GRANTED**.
2. The sale of the Real Property and Purchased Assets to Newell-Berg Holdings AL, LLC (“Purchaser”) on the terms and conditions set forth in the Purchase Agreement, as modified in open court, is hereby approved. The parties explained at the May 22, 2024, hearing on the Motion that the parties agreed to a non-substantive amendment to the Purchase Agreement on April 11, 2024 wherein the Debtors and Purchaser agreed that (a) the Due Diligence Period would be extended to a date which is five-days following the date on which this Order is final and non-appealable, and (b) that the Closing Date would be on or before fourteen (14) days from the end of the extended Due Diligence Period. In no event will the sale close before the expiration of any applicable time period for an appeal of this Order.
3. The transfer to Purchaser of the Debtors’ rights, title and interest in the Real Property and Purchased Assets shall be, and hereby is deemed to be, a legal, valid and effective transfer of the Debtors’ rights, title and interest in the Real Property and Purchased Assets, and vests with or will vest in Purchaser all rights, title and interest of the Debtors in the Real Property and Purchased Assets, free and clear of all Encumbrances of any kind or nature whatsoever to the fullest extent permitted by section 363(f) of the Bankruptcy Code, with all such Encumbrances, specifically those held by Wells Fargo Bank, National Association, as prepetition agent for the prepetition lender group (“Wells Fargo”), attaching to the net proceeds of the sale with the same validity, extent and priority as immediately prior to the sale of the Real Property and Purchased Assets.
4. The net proceeds of the sale of the Real Property and Purchased Assets shall be

paid at closing to Wells Fargo, in its capacity as prepetition agent for the benefit of the prepetition lenders, free and clear of all Encumbrances of any kind or nature whatsoever to the fullest extent permitted by section 363(f) of the Bankruptcy Code.

5. The sale of the Real Property and Purchased Assets to Purchaser satisfies section 363(f) of the Bankruptcy Code and shall be free and clear of all Encumbrances.

6. Purchaser shall be afforded the protections under section 363(m) of the Bankruptcy Code.

7. The Debtors are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

8. The Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and enforcement of this Order.

Dated: May 22, 2024

/s/ Tamara O. Mitchell  
TAMARA O. MITCHELL  
United States Bankruptcy Judge

Order Prepared By:  
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**CHRISTIAN & SMALL LLP**  
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505 North 20th Street  
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# Notice Recipients

District/Off: 1126-2  
Case: 23-02871-TOM11

User: admin  
Form ID: pdf000

Date Created: 5/23/2024  
Total: 110

## Recipients submitted to the BNC (Bankruptcy Noticing Center) without an address:

intp Mosaic Gold Crown Group, LLC

TOTAL: 1

## Recipients of Notice of Electronic Filing:

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aty William M. Hancock bankruptcy@wolfejones.com

TOTAL: 55

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db Premier Kings, Inc. 7078 Peachtree Industrial Blvd #800 Peachtree Corners, GA 30071  
intp Rensant 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	
cr	CB&S Bank	CB&S Bank P.O. Box 910	Russellville, AL 35653	
cr	Playland Maintenance Service Inc.	3935 Tamiami Trail	Cumming, GA 30041	
cr	M D Homes Alabama LLC	PO Box 6415	East Brunswick, NJ 08816	
cr	BK Collinsville LLC	4615 University Drive	Coral Gables, FL 33146	
cr	GAJ Realty Group Inc	8 Rosewood Drive	North Massapequa, NY 11758	
cr	Hudson Construction Company	1425 Market Blvd	Suite 530 318 Roswell, GA 30076	
cr	Brinks Incorporated	PO Box 101031	Atlanta, GA 30392	
cr	TK&K Unlimited Inc	8014 Cumming Hwy	Suite 403 332 Canton, GA 30115	
cr	E.S.S., Inc.	203 McMillin St	Nashville, TN 37203-2912	
cr	Hemphill Services Inc	PO Box 1234	Trussville, AL 35173	
intp	Bulldog Restaurants, LLC	c/o Baker Donelson	1901 6th Ave. N., Suite 2600	Birmingham, AL 35203
cr	South Coast Enterprises, LLC	c/o Heard, Ary & Dauro, LLC	303 Williams Avenue SW	Suite 921 Huntsville, AL 35801
cr	Rave II Enterprises, LLC	c/o Heard, Ary & Dauro, LLC	303 Williams Avenue SW	Suite 921 Huntsville, AL 35801
cr	Rave Enterprises, LLC	c/o Heard, Ary & Dauro, LLC	303 Williams Avenue SW	Suite 921 Huntsville, AL 35801
cr	AuburnBank	c/o Parnell & Parnell, P.A.	P.O. Box 224	Montgomery, AL 36102
intp	Merit Bank	659 Gallatin St SW	Huntsville, AL 35801	
cr	DPI Group, LLC	c/o Stephen Porterfield	2311 Highland Avenue South	Birmingham, AL 35205
mv	Willie J Butler	c/o The Evans Law Firm, P.C.	1736 Oxmoor Road	Birmingham, AL 35209 UNITED STATES
cr	Karen L Nystrom	C/O ENGEL HAIRSTON--RAULSTON BROWN, PC	P.O. Box 1927	BIRMINGHAM, AL 35201
fa	Aurora Management Partners	1201 Peachtree Street, Suite 1570	Atlanta, GA 30361	
op	Raymond James & Associates, Inc.	880 Carillon Parkway	St. Petersburg, FL 33716	
cr	Premier Kings Holdings of Georgia, LLC	c/o Heather A. Jamison	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Kings Holdings of Alabama, LLC	c/o Heather A. Jamison	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Kings Holdings, LLC	c/o Heather A. Jamison	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Holdings of Georgia, LLC	c/o Heather A. Jamison	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Holdings, LLC	c/o Heather A. Jamison	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Kings Holdings of Georgia, LLC	c/o Chloe E. Champion	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Kings Holdings of Alabama, LLC	c/o Chloe E. Champion	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Kings Holdings, LLC	c/o Chloe E. Champion	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Holdings of Georgia, LLC	c/o Chloe E. Champion	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
cr	Premier Holdings, LLC	c/o Chloe E. Champion	Burr & Forman LLP	420 N. 20th St., Ste. 3400 Birmingham, AL 35203
intp	BMO Bank N.A., c/o AIS Portfolio Services, LLC	4515 N Santa Fe Ave. Dept. APS	Oklahoma City, OK 73118	
cr	Gates of Beachwood, LLC	505 20th Street, North. Suite 800	Birmingham	
cr	PeoplesSouth Bank	c/o Parnell & Parnell, P.A.	P.O. Box 224	Montgomery, AL 36102
cr	Ashley Moore	c/o Pilcher & Grissom, LLC	2 Office Park Cir, Suite 2	Birmingham, AL 35223 UNITED STATES
cr	TN Dept of Revenue	c/oTN Atty General, Bankruptcy Div	PO Box 20207	Nashville, TN 37202-0207
cr	c/o Luke Buckler Marshall Septic Service, LLC	P.O. Box 940	Guntersville, AL 35976	UNITED STATES
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aty	Jeffrey R. Dutton	King & Spalding LLP	1180 Peachtree Street NE	Ste 1600 Atlanta, GA 30309
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