

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

HRI HOLDING CORP., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-12415 (MFW)  
(Jointly Administered)

Related to Docket No. 908

**CERTIFICATION OF COUNSEL REGARDING THE FIRST OMNIBUS OBJECTION  
(SUBSTANTIVE) OF THE PLAN ADMINISTRATOR  
TO CERTAIN PROOFS OF CLAIM**

The undersigned counsel to Anthony Saccullo, in his capacity as Plan Administrator in the above captioned cases hereby certify as follows:

1. On May 31, 2022 the *First Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the “Objection”) was filed in the United States Bankruptcy Court for the District of Delaware.

2. Responses to the Objection were to be filed and served no later than June 29, 2022.

3. The Plan administrator received responses to the Objection from the following Claimants: ACE American Insurance Company, on its Own Behalf and on Behalf of All of the ACE Companies (Claim No. 476); Federal Insurance Company, on its Own Behalf and on Behalf of All of the Chubb Companies (Claim number 478); New York State Department of Taxation and Finance (Claim No. 32); and Ihab Sulaiman (Claim numbers 398 and 399).

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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 number, are: HRI Holding Corp. (4677), Houlihan’s Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Houlihan’s of Ohio, Inc. (6410), HRI O’Fallon, Inc. (4539), Houlihan’s Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors’ Chapter 11 Cases. The Debtors’ mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.



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4. In consideration of the responses received and the issues presented by the Court at the hearings on the Objection, all claims are disallowed except for the following:

5. Claim No. 674 by the New Jersey Department of Labor and Workforce Development shall be reduced to \$882.05 and allowed as an administrative expense claim.

6. The Plan Administrator's objections to (i) claim No. 476 filed by ACE American Insurance Company, on its Own Behalf and on Behalf of All of the ACE Companies, and (ii) claim No. 478 filed by Federal Insurance Company, on its Own Behalf and on Behalf of All of the Chubb Companies are both withdrawn.

7. The Objection to Claim No. 32 filed by the New York Department of Taxation and Finance is overruled.

8. Claim Nos 398 and 399 of Ihab Sulaiman are not disallowed but not entitled to any distribution.

9. The Plan Administrator's objection to Claim No. 66 against Delta Charter Township is withdrawn.

10. The Plan Administrator's objection to Claim No. 61 against Christina's Party Rentals is withdrawn.

11. Claim Numbers 561 through 600 filed by CIT Bank NA are disallowed and the surviving claim is No. 560. .

12. Claim No. 129 filed by Fabulous Fish Company is allowed in the amount of \$5,643.78.

13. The Plan Administrator's objection to claim No. 661 by Carrie Licata is withdrawn.

14. The Plan Administrator's objection to claim No. 103 by Rodolfo Ruiz-Molina is withdrawn.

13. Attached hereto as Exhibit A is a revised proposed form of order removing or reclassifying the aforementioned claims and otherwise granting the Objection. Attached as Exhibit B is a blackline of the proposed order showing the revisions compared to the proposed order that was filed on May 31, 2002.

14. Wherefore, the Plan Administrator respectfully requests that the Bankruptcy Court enters the revised order attached hereto as Exhibit A at its earliest convenience.

Dated: December 2, 2022

GELLERT SCALI BUSENKELL & BROWN, LLC

/s/ Amy D. Brown

Amy D. Brown (DE 4077)

1201 North Orange Street, Suite 300

Wilmington, DE 19801

Telephone: (302) 416-3357

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*Counsel to the Plan Administrator*

**EXHIBIT A**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
HRI HOLDING CORP., <i>et al.</i> , <sup>1</sup>	Case No. 19-12415 (MFW) (Jointly Administered)
Debtors.	Related to Docket No. _____

**ORDER GRANTING FIRST OMNIBUS OBJECTION (SUBSTANTIVE)  
OF THE PLAN ADMINISTRATOR TO CERTAIN PROOFS OF CLAIM**

Upon the *First Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the “Objection”),<sup>2</sup> the Plan Administrator (the “Plan Administrator”) requests entry of an order (this “Order”) disallowing the claims identified on Exhibits 1-3 attached hereto, pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rules 3007-1 and 9016-1(d), all as more fully set forth in the Objection; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that

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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 number, are: HRI Holding Corp. (4677), Houlihan’s Restaurants, Inc. (8489), HDJG Corp. (3479), Red Steer, Inc. (2214), Houlihan’s of Ohio, Inc. (6410), HRI O’Fallon, Inc. (4539), Houlihan’s Texas Holdings, Inc. (5485). On November 17, 2021, the Court entered a final decree closing certain of the original affiliated Debtors’ Chapter 11 Cases. The Debtors’ mailing address is HRI Holdings Corp., c/o Saccullo Business Consulting, LLC, 27 Crimson King Drive, Bear, Delaware 19701.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Objection.

the relief requested in the Objection is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Plan Administrator's notice of the Objection and opportunity for a hearing on the Objection were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED THAT:

1. The Objection is granted as set forth herein.
2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
3. The claims identified on Exhibits 2-3 attached hereto are disallowed except for the following:
  4. Claim No. 674 by the New Jersey Department of Labor and Workforce Development shall be reduced to \$882.05 and allowed as an administrative expense claim.
5. The Plan Administrator's objections to (i) claim No. 476 filed by ACE American Insurance Company, on its Own Behalf and on Behalf of All of the ACE Companies, and (ii) claim No. 478 filed by Federal Insurance Company, on its Own Behalf and on Behalf of All of the Chubb Companies are both withdrawn.
6. The objection to Claim No. 32 filed by the New York State Department of Taxation and Finance is overruled.

7. Claim Nos 398 and 399 of Ihab Sulaiman are not disallowed but not entitled to any distribution.

8. The Plan Administrator's objection to Claim No. 66 against Delta Charter Township is withdrawn.

9. The Plan Administrator's objection to Claim No. 286 against the Virginia Department of Taxation is withdrawn.

10. The Plan Administrator's objection to Claim No. 61 against Christina's Party Rentals is withdrawn.

11. Claim Numbers 561 through 600 filed by CIT Bank NA are disallowed and the surviving claim is No. 560.

12. Claim No. 129 filed by Fabulous Fish Company is allowed in the amount of \$5,643.78.

13. The Plan Administrator's objection to claim No. 661 by Carrie Licata is withdrawn.

14. The Plan Administrator's objection to claim No. 103 by Rodolfo Ruiz-Molina is withdrawn.

15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

16. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

17. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**EXHIBIT 1– Books and Records****HRI Holding Corp.**

Note: Claimants are listed alphabetically  
(individuals by last name)

The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).

Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			



<b>Exhibit 2– Debtors Not Liable Claims</b>					
<b>HRI Holdings Corp.</b>  Note: Claimants are listed alphabetically (individuals by last name)		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).			
Seq. No.	Claim(s) To Be Disallowed & Expunged				Reason for disallowance
	Claimant's Name	Debtor	Claim No.	Claim Amount	
1	Department of Treasury - Internal Revenue Service	HOP Secaucus LLC	170	\$10,000.00	Debtors not liable
2	Department of Treasury - Internal Revenue Service	HOP Lawrenceville LLC	171	\$10,000.00	Debtors not liable
3	Department of Treasury - Internal Revenue Service	HOP Paramus LLC	172	\$10,000.00	Debtors not liable
4	Department of Treasury - Internal Revenue Service	JGIL Millburn, LLC	173	\$10,000.00	Debtors not liable
5	Department of Treasury - Internal Revenue Service	HOP Ramsey LLC	175	\$10,000.00	Debtors not liable
6	Department of Treasury - Internal Revenue Service	HOP Parsippany LLC	176	\$10,000.00	Debtors not liable
7	Department of Treasury - Internal Revenue Service	HOP Weehawken LLC	177	\$10,000.00	Debtors not liable
8	Department of Treasury - Internal Revenue Service	HOP New Brunswick LLC	178	\$10,000.00	Debtors not liable
9	Department of Treasury - Internal Revenue Service	HOP Holmdel LLC	179	\$10,000.00	Debtors not liable
10	Department of Treasury - Internal Revenue Service	HOP Heights LLC	180	\$10,000.00	Debtors not liable
11	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436758	HRI Holding Corp.	201	Admin Priority: \$6,774.27 General Unsecured: \$4,917.73	Debtors not liable
12	Franchise Tax Board	Houlihan's Restaurants, Inc.	105	Priority Unsecured: \$3,512.45 General Unsecured: \$20,684.02	Debtors not liable
13	Gregory FX Daly, Collector of Revenue	Houlihan's Restaurants, Inc.	355	\$689.83	Debtors not liable
14	Gregory Fx Daly, Collector of Revenue	HRI Holding Corp.	155	\$1,650.73	Debtors not liable
18	Department of Treasury - Internal Revenue Service	HOP Secaucus LLC	170	\$10,000.00	Debtors not liable

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
1200 Harbor Boulevard, LLC	490	HOP Weehawken LLC	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
ALVAREZ, CARLA	364	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
ARISPE, JAVIER	306	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
BRANCATO, JOSEPH	413	HOP Ramsey LLC	BLANK	Admin Priority	Admin Priority	\$0.00	unliquidated
Campbell, Yvonne	445	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
CIT Bank, National Association	561	HRI Holding Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	562	JGIL Omaha, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	563	HOP Heights LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	564	Sam Wilson's/Kansas, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	565	HOP Fairfield LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	566	HDJG Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	567	HOP Bridgewater LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	568	HOP Ramsey LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	569	Red Steer, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	570	HOP Westbury LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	571	HOP New Brunswick LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	572	HOP Woodbridge LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	573	Houlihan's of Chesterfield, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
CIT Bank, National Association	574	HOP Holmdel LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	575	Houlihan's of Ohio, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	576	Darryl's of Overland Park, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	577	Algonquin Houlihan's Restaurant, L.L.C.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	578	HRI O'Fallon, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	579	Houlihan's Restaurants of Texas, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	580	Houlihan's Texas Holdings, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	581	Darryl's of St. Louis County, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	582	JGIL Millburn, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	583	JGIL, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	584	Geneva Houlihan's Restaurant, L.L.C.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	585	HOP NJ NY, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	586	Hanley Station Houlihan's Restaurant, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	587	JGIL Milburn Op LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	588	JGIL Mill OP LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	589	JGIL Holding Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	590	HOP Farmingdale LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
CIT Bank, National Association	591	HOP Paramus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	592	HOP Lawrenceville LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	593	HOP Secaucus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	594	HOP Brick LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	595	HOP Bayonne LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	596	HOP Parsippany LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	597	HOP Weehawken LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	598	JGIL, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	599	HOP Cherry Hill LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	600	HOP Secaucus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CLAASSENS, NICOLE	533	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Cole, Ibrahim	675	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
DIMAGGIO, BRIAN	394	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
DiMaggio, Joseph T	395	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Guzman, Lorine	671	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
Lillard, Donte	296	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Miami-Dade County Tax Collector	315	HRI Holding Corp.	UNLIQUIDATED	Secured	Secured	\$0.00	unliquidated
MIRANDA, DANIEL	629	HOP Westbury LLC	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Murphy, Thomas	376	Geneva Houlihan's Restaurant, L.L.C.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
NASCENTI, DOMONIC	473	HOP Weehawken LLC	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
NEAL, SHANTWON	294	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
PENA, ERNESTO	429	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
RAMBO, STEVEN D	617	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
RODRIGUEZ, VICTORIA	316	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
ROY, JULIAN	677	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Soto, Dora	442	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
Soto, Dora	443	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
Soto, Dora	446	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
Soto, Dora	449	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
WASHINGTON, MYA	624	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated

**EXHIBIT B**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

HRI HOLDING CORP., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-12415 (MFW)  
(Jointly Administered)

Related to Docket No. \_\_\_\_\_

**ORDER GRANTING FIRST OMNIBUS OBJECTION (SUBSTANTIVE)  
OF THE PLAN ADMINISTRATOR TO CERTAIN PROOFS OF CLAIM**

Upon the *First Omnibus Objection (Substantive) of the Plan Administrator to Certain Proofs of Claim* (the “Objection”),<sup>2</sup> the Plan Administrator (the “Plan Administrator”) requests entry of an order (this “Order”) disallowing the claims identified on Exhibits 1-3 attached hereto, pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rules 3007 and 9014, and Local Rules 3007-1 and 9016-1(d), all as more fully set forth in the Objection; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that

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the relief requested in the Objection is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Plan Administrator's notice of the Objection and opportunity for a hearing on the Objection were appropriate and no other notice need be provided; and this Court having reviewed the Objection and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Objection and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED THAT:

1. The Objection is granted as set forth herein.

2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.

3. The claims identified on Exhibits 1-3 attached hereto are disallowed-except for the following:

4. Claim No. 674 by the New Jersey Department of Labor and Workforce Development shall be reduced to \$882.05 and allowed as an administrative expense claim.

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7. Claim Nos 398 and 399 of Ihab Sulaiman are not disallowed but not entitled to any distribution.

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15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

16. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

17. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

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**EXHIBIT 1– Books and Records****HRI Holding Corp.**

Note: Claimants are listed alphabetically  
(individuals by last name)

The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).

Seq. No.	Claim(s) To Be Modified				Objection Amount	Modified Claim Amount	Reason for modification
	Claimants Name	Claim No.	Debtor	Claim Amount			
1	DELTA CHARTER TOWNSHIP	66	HRI Holding Corp.	Secured: <del>\$4,535.64</del>	Secured: <del>\$733.18</del>	Secured: <del>\$3,802.46</del>	Amount does not match books and records

Exhibit 2– Debtors Not Liable Claims					
<b>HRI Holdings Corp.</b>  Note: Claimants are listed alphabetically (individuals by last name)		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan's of Ohio, Inc. (Case No. 19-12422), HRI O'Fallon, Inc. (Case No. 19-12423), and Houlihan's Texas Holdings, Inc. (Case No. 19-12425).			
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9	Department of Treasury - Internal Revenue Service	HOP Holmdel LLC	179	\$10,000.00	Debtors not liable
10	Department of Treasury - Internal Revenue Service	HOP Heights LLC	180	\$10,000.00	Debtors not liable
11	Euler Hermes N. A. Insurance Co. Agent of Fortune International, Llc Claim Id 000436758	HRI Holding Corp.	201	Admin Priority: \$6,774.27 General Unsecured: \$4,917.73	Debtors not liable
12	Franchise Tax Board	Houlihan's Restaurants, Inc.	105	Priority Unsecured: \$3,512.45 General Unsecured: \$20,684.02	Debtors not liable
13	Gregory FX Daly, Collector of Revenue	Houlihan's Restaurants, Inc.	355	\$689.83	Debtors not liable
14	Gregory Fx Daly, Collector of Revenue	HRI Holding Corp.	155	\$1,650.73	Debtors not liable
15	New Jersey Department of Labor and Workforce Development	Houlihan's Restaurants, Inc.	674	\$1,662.05	Debtors not liable
16	New York State Department of Taxation and Finance	Houlihan's Restaurants, Inc.	32	Priority Unsecured: \$1,634.17 General Unsecured: \$403.10	Debtors not liable

Exhibit 2– Debtors Not Liable Claims					
<b>HRI Holdings Corp.</b>  Note: Claimants are listed alphabetically (individuals by last name)		The jointly administered debtors are HRI Holding Corp. (Case No. 19-12415), Houlihans Restaurants, Inc. (Case No. 19-12416), HDGJ Corp. (Case No. 19-12417), Red Steer, Inc. (Case No. 19-12418), Houlihan’s of Ohio, Inc. (Case No. 19-12422), HRI O’Fallon, Inc. (Case No. 19-12423), and Houlihan’s Texas Holdings, Inc. (Case No. 19-12425).			
Seq. No.	Claim(s) To Be Disallowed & Expunged				Reason for disallowance
	Claimant’s Name	Debtor	Claim No.	Claim Amount	
<del>17</del>	<del>Virginia Department of Taxation</del>	<del>Houlihan's Restaurants, Inc.</del>	<del>286</del>	<del>Priority</del> <del>Unsecured:</del> <del>\$2,196.64</del> <del>General</del> <del>Unsecured:</del> <del>\$201.01</del>	<del>Debtors not liable</del>
18	Department of Treasury - Internal Revenue Service	HOP Secaucus LLC	170	\$10,000.00	Debtors not liable

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
1200 Harbor Boulevard, LLC	490	HOP Weehawken LLC	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
ACE American Insurance Company, on its Own Behalf and on Behalf of All of the ACE Companies	476	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
ALVAREZ, CARLA	364	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
ARISPE, JAVIER	306	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
BRANCATO, JOSEPH	413	HOP Ramsey LLC	BLANK	Admin Priority	Admin Priority	\$0.00	unliquidated
Campbell, Yvonne	445	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
Christinas Party Rentals	61	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
CIT Bank, National Association	560	Houlihan's Restaurants, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	561	HRI Holding Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	562	JGIL Omaha, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	563	HOP Heights LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	564	Sam Wilson's/Kansas, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	565	HOP Fairfield LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	566	HDJG Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	567	HOP Bridgewater LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	568	HOP Ramsey LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
CIT Bank, National Association	569	Red Steer, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	570	HOP Westbury LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	571	HOP New Brunswick LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	572	HOP Woodbridge LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	573	Houlihan's of Chesterfield, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	574	HOP Holmdel LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	575	Houlihan's of Ohio, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	576	Darryl's of Overland Park, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	577	Algonquin Houlihan's Restaurant, L.L.C.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	578	HRI O'Fallon, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	579	Houlihan's Restaurants of Texas, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	580	Houlihan's Texas Holdings, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	581	Darryl's of St. Louis County, Inc.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	582	JGIL Millburn, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	583	JGIL, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	584	Geneva Houlihan's Restaurant, L.L.C.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	585	HOP NJ NY, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
CIT Bank, National Association	586	Hanley Station Houlihan's Restaurant, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	587	JGIL Milburn Op LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	588	JGIL Mill OP LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	589	JGIL Holding Corp.	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	590	HOP Farmingdale LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	591	HOP Paramus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	592	HOP Lawrenceville LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	593	HOP Secaucus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	594	HOP Brick LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	595	HOP Bayonne LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	596	HOP Parsippany LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	597	HOP Weehawken LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	598	JGIL, LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	599	HOP Cherry Hill LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CIT Bank, National Association	600	HOP Secaucus LLC	UNLIQUIDATED	Admin Priority	Admin Priority	\$0.00	unliquidated
CLAASSENS, NICOLE	533	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Cole, Ibrahim	675	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
DIMAGGIO, BRIAN	394	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
DiMaggio, Joseph T	395	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated

EX 3 Claim(s) To Be Modified					Debtors Proposed Claim Priority	Administrator's Proposed Claim Amount	Reason for Disallowance
Claimants Name	Claim No.	Debtor	Claim Amount	Claim Priority			
<del>Fabulous Fish Co.</del>	<del>129</del>	<del>Houlihan's Restaurants, Inc.</del>	<del>BLANK</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
<del>Federal Insurance Company, on its Own Behalf and on Behalf of All of the Chubb Companies</del>	<del>478</del>	<del>HRI Holding Corp.</del>	<del>UNLIQUIDATED</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
Guzman, Lorine	671	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
<del>Licata, Carrie</del>	<del>661</del>	<del>Houlihan's Restaurants, Inc.</del>	<del>UNLIQUIDATED</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
Lillard, Donte	296	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Miami-Dade County Tax Collector	315	HRI Holding Corp.	UNLIQUIDATED	Secured	Secured	\$0.00	unliquidated
MIRANDA, DANIEL	629	HOP Westbury LLC	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
Murphy, Thomas	376	Geneva Houlihan's Restaurant, L.L.C.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
NASCENTI, DOMONIC	473	HOP Weehawken LLC	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
NEAL, SHANTWON	294	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
PENA, ERNESTO	429	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
RAMBO, STEVEN D	617	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
RODRIGUEZ, VICTORIA	316	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
ROY, JULIAN	677	HRI Holding Corp.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated
<del>Ruiz-Molina, Rodolfo</del>	<del>103</del>	<del>HRI Holding Corp.</del>	<del>BLANK</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
Soto, Dora	442	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
Soto, Dora	443	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
Soto, Dora	446	Houlihan's Restaurants, Inc.	BLANK	Admin Priority	General Unsecured	\$0.00	unliquidated
Soto, Dora	449	HRI Holding Corp.	UNLIQUIDATED	General Unsecured	General Unsecured	\$0.00	unliquidated
<del>Sulaiman, Ihab</del>	<del>398</del>	<del>HRI Holding Corp.</del>	<del>UNLIQUIDATED</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
<del>Sulaiman, Ihab</del>	<del>399</del>	<del>Houlihan's Restaurants, Inc.</del>	<del>UNLIQUIDATED</del>	<del>General Unsecured</del>	<del>General Unsecured</del>	<del>\$0.00</del>	<del>unliquidated</del>
WASHINGTON, MYA	624	Houlihan's Restaurants, Inc.	BLANK	General Unsecured	General Unsecured	\$0.00	unliquidated