

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

In re:

PREMIER KINGS, INC., *et al.*,¹

Debtors.

(Chapter 11)

Case No. 23-02871-TOM

Joint Administration Requested

**FINAL ORDER APPROVING CASH MANAGEMENT SYSTEM AND
AUTHORIZING THE DEBTORS TO CONTINUE USING EXISTING
BANK ACCOUNTS AND BUSINESS FORMS**

Upon consideration of the motion (the “Motion”)² of the Debtors for entry of an order authorizing the Debtors to, among other things, continue using their existing cash management system, bank accounts, debit cards, and existing business forms; and upon consideration of all pleadings related thereto, including the Baker Declaration; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having heard and resolved or overruled all objections to the final relief requested in the Motion; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, and their creditors; and after due deliberation and good and sufficient cause appearing therefor;

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

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

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



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1. The Motion is granted on a final basis.

1. The Debtors are authorized, but not required, in their sole and absolute discretion and in the exercise of their business judgment, pursuant to sections 105(a) and 363 of the Bankruptcy Code to: (a) continue using their integrated Cash Management System and to collect, concentrate, and disburse cash in accordance with the Cash Management System; (b) honor their prepetition obligations related thereto; and (c) maintain existing Business Forms consistent with historical practice.

2. The Debtors are further authorized, but not directed, to implement changes to the Cash Management System in the ordinary course of business, including, without limitation, the opening of any new bank accounts and the closing of any existing Bank Accounts as they may deem necessary and appropriate in their sole discretion, so long as (a) the account is insured by the FDIC, (b) the financial institution is organized under the laws of the United States or any State therein, or in the case of accounts that may carry a balance exceeding the insurance limitations set thereby, the financial institution is sufficiently secure to justify a waiver of the requirements of Bankruptcy Code section 345(b), and (c) the Debtors provide notice to the Bankruptcy Administrator for the Northern District of Alabama (the “Bankruptcy Administrator”) and counsel to Wells Fargo Bank, National Association, as Administrative Agent for the Lender Group, of the opening of such account. The relief granted in this Order is extended to any new bank account opened by the Debtors after the date hereof and in accordance with the requirements herein, which account shall be deemed a Bank Account. The Bankruptcy Administrator will have fourteen (14) days from receipt of such notice to file any objection with regard to the opening or closing of a bank account, or such later date as may be extended by the Court or agreed to between the Debtors and the Bankruptcy Administrator. Any new debtor-in-possession bank account must bear the

designation “Debtor-in-Possession,” and be designated as “Debtor-in-Possession” accounts with the case number.

3. The Debtors are further authorized to: (i) continue to use, with the same account numbers, all of the Bank Accounts and Debit Cards in existence as of the Petition Date, including, without limitation, those accounts identified on **Schedule 1**, attached hereto; (ii) treat the Bank Accounts and Debit Cards for all purposes as accounts of the Debtors as debtors in possession; (iii) use, in their present form, all correspondence and Business Forms (including, but not limited to purchase orders and invoices), including post-petition checks, without reference to the Debtors’ status as debtors in possession; *provided* that in the event the Debtors generate new Business Forms during the pendency of the Chapter 11 cases, such Business Forms shall include a legend referring to the Debtors as a “Debtor-In-Possession.”

4. All existing deposit agreements between the Debtors and the Banks shall continue to govern the postpetition Cash Management System between the Debtors and the Banks, and all of the provisions of such agreements, including, without limitation, the termination and fee provisions, shall remain in full force and effect.

5. The Banks are authorized to charge and the Debtors are authorized to pay and honor, both pre- and post-petition Service Charges to which they may be entitled under the terms of and in accordance with their contractual arrangements with the Debtors.

6. The Banks shall permit the Debtors’ Chief Restructuring Officer, David Baker, and any Deputy Restructuring Officers appointed by Mr. Baker (the “**DROs**”), to sign on behalf of the Debtors with regard to all rights and obligations of the Debtors concerning the Bank Accounts and Debit Cards, including, but not limited to, for purposes of deposits, withdrawals, and charges, and to provide to Mr. Baker and the DROs the same level of access to the Bank Accounts and Debit Cards to which the Debtors are entitled by law or contract.

7. In the course of providing cash management services to the Debtors, the Banks are authorized, without further Order of this Court, to deduct from the appropriate Bank Accounts of the Debtors in the ordinary course of business for, as applicable: (i) customary Service Charges and expenses associated with the nature of the deposit and cash management services rendered to the Debtors, whether arising prepetition or postpetition; (ii) all checks drawn on the Debtors' accounts which are cashed at the Banks' counters or exchanged for cashier's checks by the payees thereof prior to the Petition Date; (iii) all checks or other items deposited in one of Debtors' accounts with the Banks which have been dishonored or returned unpaid for any reason, together with any fees and costs in connection therewith, regardless of whether such items were deposited prepetition or postpetition and regardless of whether the returned items relate to prepetition or postpetition items, to the same extent the Debtors were responsible for such items prior to the Petition Date; and (iv) all undisputed prepetition amounts outstanding as of the date hereof, if any, owed to the Banks as service charges for the maintenance of the Cash Management System.

8. The Debtors shall at all times maintain sufficient balances in the Bank Accounts to secure their obligations to the Banks for cash management and related services to the Debtors, and the Banks are authorized, without further order of this Court, to deduct the applicable fees from the appropriate Bank Accounts.

9. The Debtors are authorized to deposit and invest their cash and cash equivalents in the Bank Accounts consistent with their prepetition practices with the Banks. With respect to the Bank Accounts, the Debtors are relieved from the obligations under Bankruptcy Code section 345(b) to obtain a bond from any entity with which money is deposited or maintained in the Bank Accounts, and the requirements of section 345(b) of the Bankruptcy Code are deemed satisfied.

10. The requirement to establish separate accounts for cash collateral and/or tax payments is hereby waived.

11. The Banks may rely on the representations of the Debtors with respect to whether any check or other payment order drawn or issued by the Debtors prior to the Petition Date should be honored pursuant to this or any other order of this Court, and the Banks shall not have any liability to any party for relying on such representations by the Debtors as provided for herein.

12. Should the Banks honor a prepetition check or other item drawn on any Bank Account that is the subject of this Order (a) at the direction of the Debtors to honor such prepetition check or item, (b) in a good faith belief that the Court has authorized such prepetition check or item to be honored, or (c) as the result of an innocent mistake made despite implementation of customary item handling procedures, the Banks shall not be deemed to be, nor shall be liable to, the Debtors or their estates or otherwise in violation of this Order.

13. Nothing contained herewith shall prevent the Banks from terminating any cash management services upon not less than thirty (30) days prior written notice to the Debtors and counsel to Wells Fargo Bank, National Association, as Administrative Agent for the Lender Group, and upon terms reasonably satisfactory to the Bank.

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

15. Nothing contained in the Motion or this Order or any payment made pursuant to the authority granted by this Order is intended to be or shall be construed as (i) an admission as to the validity of any claim against the Debtors, (ii) a waiver of the Debtors’ or any appropriate party-

in-interest's rights to dispute any claim, or (iii) an approval or assumption of any agreement, contract, program, policy, or lease under section 365 of the Bankruptcy Code.

16. Notwithstanding entry of this Order, nothing herein shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by any party.

17. Nothing in this Order shall prejudice the Debtors' right to seek recovery of any payments from any payee of a check as permitted under sections 547, 548, 549 or any other applicable provision of the Bankruptcy Code or applicable non-bankruptcy law.

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

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

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

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

Dated: November 13, 2023
Birmingham, Alabama

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

SCHEDULE 1

Cash Management Banks and Accounts

Account Name (Last 4 digits)	Entity	Last 4 acct. #	Account Description
Truist	Premier Kings of Georgia Inc.	8155	MAIN OPERATING ACCOUNT
Truist	Premier Kings of North Alabama LLC	3265	MAIN OPERATING ACCOUNT
Truist	Premier Kings, Inc.	7212	MAIN OPERATING ACCOUNT
Truist	Premier Kings, Inc.	6036	UTILITIES
Truist	Premier Kings of North Alabama LLC	6044	UTILITIES
Truist	Premier Kings of Georgia Inc.	6052	UTILITIES
First Farmers & Merchants Bank	Premier Kings of North Alabama LLC	2153	STORE DEPOSITORY ACCOUNT
Noble Bank & Trust	Premier Kings of North Alabama LLC	7094	STORE DEPOSITORY ACCOUNT
Regions Bank	Premier Kings of North Alabama LLC	2048	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	1904	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	1912	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	2080	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	2674	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	2682	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	2852	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	2992	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	3018	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	3727	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	3824	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	3832	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	5844	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	5852	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	5900	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	5919	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	6206	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	6214	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	6222	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings, Inc.	6338	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	6346	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	6524	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings, Inc.	7190	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings, Inc.	7239	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings, Inc.	7247	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings, Inc.	7271	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings, Inc.	7301	STORE DEPOSITORY ACCOUNT
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Truist	Premier Kings of North Alabama LLC	7973	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings of North Alabama LLC	8945	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings of North Alabama LLC	9354	STORE DEPOSITORY ACCOUNT
Truist	Premier Kings of North Alabama LLC	9400	STORE DEPOSITORY ACCOUNT
Wells Fargo	Premier Kings of North Alabama LLC	3500	INACTIVE LOAN MAINTENANCE ACCOUNT

Notice Recipients

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

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Date Created: 11/13/2023
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TOTAL: 37

Recipients submitted to the BNC (Bankruptcy Noticing Center):

db	Premier Kings, Inc.	7078 Peachtree Industrial Blvd #800	Peachtree Corners, GA 30071
intp	Renasant Bank	1901 Sixth Ave. N., Suite 1500	Birmingham, AL 35203
cr	Burger King Company LLC	5707 Blue Lagoon Drive	Miami, FL 33126 UNITED STATES
intp	RRG of Jacksonville, LLC	c/o Peter Haley	Nelson Mullins Riley & Scarborough LLP One Financial Center, Suite 3500 Boston, MA 02111
op	Kurtzman Carson Consultants LLC	222 N. Pacific Coast Highway	Suite #300 El Segundo, CA 90245
intp	Premier Holdings, LLC	3300 Eastern Blvd	Montgomery, AL 36116
cr	Kemco Facilities Services, LLC	5750 Bell Circle	Montgomery, AL 36116
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	
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aty	Jacob Johnson	Alston & Bird LLP	1201 West Peachtree Street	Atlanta, GA 30309
aty	Jeffrey R. Dutson	King & Spalding LLP	1180 Peachtree Street NE	Ste 1600 Atlanta, GA 30309
aty	William P. Reily	King & Spalding LLP	110 N. Wacker Drive, Suite 3800	Chicago, IL 60606
smg	Thomas Corbett	BA Birmingham	1800 5th Avenue North	Birmingham, AL 35203

TOTAL: 31