Docket #0318 Date Filed: 12/6/2023

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

In re: Chapter 11

PREMIER KINGS, INC., et al., 1 Case No. 23-02871 (TOM)

> Debtors. Jointly Administered

CERTIFICATE OF SERVICE

I, Ronaldo Lizarraga Angulo, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On November 22, 2023, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service lists attached hereto as **Exhibit A** and **Exhibit B**; and via First Class Mail upon the service lists attached hereto as Exhibit C and Exhibit D:

• Order Enforcing Automatic Stay Against First Horizon Bank [Docket No. 244]

Furthermore, on November 22, 2023, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service list attached hereto as Exhibit A; and via First Class Mail upon the service lists attached hereto as Exhibit C and Exhibit E:

• Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale [attached hereto as Exhibit F]

Dated: December 6, 2023

/s/ Ronaldo Lizarraga Angulo Ronaldo Lizarraga Angulo **KCC** 222 N Pacific Coast Highway, Suite 300 El Segundo, CA 90245 Tel. 310.823.9000

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.



Doc 318 Filed 12/06/23 Entered 12/06/23 23:45:31 Desc

Exhibit A

Exhibit A

Master Service List Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Counsel to First Horizon Bank	Adams and Reese LLP	Danielle E. Douglas	Danielle.douglas@arlaw.com
Counsel to DEW1014 Investments LLC	Akerman LLP	David E. Otero	david.otero@akerman.com
Godinsel to BEW 1014 IIIVestillents EEG	ARCHIGHTEE	Jacob Johnson,	Jacob.Johnson@alston.com;
		Christopher Coleman,	Chris.Coleman@alston.com;
Counsel to McLane Foodservice, Inc.	Alston & Bird LLP	Hirshel M. Hall	Hirshel.Hall@alston.com
,	II.		HIISHELHAII@alston.com
Office of the Attorney General for the State of	Attorney General for the State of	Attn Bankruptcy	
Alabama	Alabama	Department	consumerinterest@Alabamaag.gov
	Baker Donelson Bearman		13101
Counsel to Bulldog Restaurants, LLC	Caldwell & Berkowitz, P.C.	Matthew M. Cahill	mcahill@bakerdonelson.com
Counsel to Renasant Bank	Balch & Bingham LLP	Jeremy L. Retherford	jretherford@balch.com
		Jon Dudeck,	jon_dudeck@alnba.uscourts.gov;
Bankruptcy Administrator for the Northern	Bankruptcy Administrator for the	J. Thomas Corbett,	thomas_corbett@alnba.uscourts.gov;
District of Alabama	Northern District of Alabama	Rachel L. Webber	rachel_webber@alnba.uscourts.gov
Counsel to Wells Fargo Bank, National			
Association, as Administrative Agent for the	Bradley Arant Boult Cummings	Glenn E. Glover,	gglover@bradley.com;
Lender Group	LLP	James Bailey	jbailey@bradley.com
Counsel to Burger King Corporate, Inc.	Burr Forman	Derek F. Meek	dmeek@burr.com
Counsel to Wal-Mart Stores, Inc.	Cavazos Hendricks Poirot, P.C.	Lyndel Anne Vargas	LVargas@chfirm.com
Counsel to Ford Motor Credit Company, LLC	Chambless Math Carr, P.C.	Kathryn M. Grafton	kgrafton@chambless-math.com
Counsel to the Official Committee of Unsecured		Bill D. Bensinger,	bdbensinger@csattorneys.com;
Creditors	Christian & Small LLP	Daniel D. Sparks	ddsparks@csattorneys.com
Additional Notice Parties for Wells Fargo Bank,		David Tiffany,	david.tiffany@cr3partners.com;
National Association	CR3 Partners	Barak Tulin	barak.tulin@cr3partners.com
Counsel to DPI Group, LLC	Dentons Sirote, PC	Stephen B. Porterfield	stephen.porterfield@dentons.com
Country 10 10 10 10 10 10 10 1	Engel Hairston-Raulston	Stephien Dr. Steinien	оторинонирования в достионного по
Counsel to Karen L. Nystrom	Brown, PC	Jonathan E. Raulston	jraulston@EHRBlaw.com
Interested Party	Flowers Sales Co. Georgia, LLC	Johannan E. Radiston	richard.rowan@flocorp.com
Counsel to Rave Enterprises, LLC; Rave II	l lowers Sales Co. Georgia, LLC		neriard.rowan@nocorp.com
Enterprises, LLC; South Coast Enterprises, LLC	Hoord Ary & Dours II C	Kevin D. Heard	kheard@heardlaw.com
Internal Revenue Service	Internal Revenue Service	Revin D. Heard	
	internal Revenue Service		millie.h.agent@irs.gov
Counsel to Wells Fargo Bank, National		Leffrey D. Dysteres	ide to an Okalawa as man
Association, as Administrative Agent for the	16. 00 15. 115	Jeffrey R. Dutson,	jdutson@kslaw.com;
Lender Group	King & Spalding LLP	Brooke L Bean	bbean@kslaw.com
Counsel to Premier Holdings, LLC, et al.	Kumar Prabhu, Patel, & Banerjee		mmoseley@kppblaw.com
Counsel to Newell-Berg Alliance AL, LLC and		Wes Bulgarella,	wbulgarella@maynardnexsen.com;
Newell-Berg Alliance TN II, LLC	Maynard Nexsen P.C.	Jayna Lamar	jlamar@maynardnexsen.com
			Kelcey.gazaway@mclanefs.com;
Interested Party	McLane Company		Tina.Dougherty@mclanefs.com
	Nelson Mullins Riley &		
Counsel for RRG of Jacksonville, LLC	Scarborough LLP	Gregory M. Taube	greg.taube@nelsonmullins.com
Counsel to AuburnBank	Parnell & Parnell, P.A.	Charles N. Parnell, III	bkrp@parnellsoutheast.com
			secbankruptcy@sec.gov;
Securities and Exchange Commission	SEC Atlanta Regional Office	Regional Director	ATLReorg@sec.gov
Counsel to GEWSI 2 LLC	Spain & Gillon, LLC	Frederick M. Garfield	fgarfield@spain-gillon.com
Counsel for Kemco Facilities Services, LLC	The Bush Law Firm, LLC	Anthony B. Bush	abush@bushlegalfirm.com
Counsel to First Chatham Bank	The Nomberg Law Firm	Steven D. Altmann	steve@nomberglaw.com
	U.S. Securities and Exchange	Office of the General	SECBankruptcy-OGC-ADO@SEC.GOV;
Securities and Exchange Commission	Commission	Counsel	secbankruptcy@sec.gov
United States Attorney's Office for the Northern			
District of Alabama	United States Attorneys Office	Attn Bankruptcy Division	USA-ALN-WEBMASTER@usdoj.gov
Counsel to Burger King Corporate, Inc.	Venable LLP	Paul J. Battista	pjbattista@venable.com
Counsel for Burger King Company, LLC	Walding LLC	Brian R. Walding	bwalding@waldinglaw.com
Company, LEO		Reggie Dawson,	reggie.dawson@wellsfargo.com;
		John Flye,	John.Flye@wellsfargo.com;
Additional Notice Parties for Wells Fargo Bank,		Alison Floyd,	Alison.E.Floyd@wellsfargo.com;
,	Wolls Fargo		
National Association	Wells Fargo	Tim Arant	tim.arant@wellsfargo.com
Council to CR&C Book	Wolfe, Jones, Wolfe, Hancock,	William M. Hansaali	hankruntav@walfaianaa a
Counsel to CB&S Bank	Daniel & South, LLC	William M. Hancock	bankruptcy@wolfejones.com

Exhibit B

Exhibit B

Affected Parties Service List Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Counsel to First		Clarence Wilbon, Esq.,	clarence.wilbon@arlaw.com;
Horizon Bank	Adams and Reese LLP	Danielle E. Douglass, Esq.	danielle.douglas@arlaw.com
Counsel to First			
Horizon Bank	Lawless & Associates, P.C.	Thomas Lawless, Esq.	tomlawless@comcast.net

Exhibit C

Exhibit C

Master Service List Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Office of the Attorney General for the	Attorney General for the State						
State of Alabama	of Alabama	Attn Bankruptcy Department	501 Washington Ave	PO Box 300152	Montgomery	AL	36104-0152
IRS	Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346
Internal Revenue Service	Internal Revenue Service		417 20th St N, Room 501		Birmingham	AL	35203
			950 East Paces Ferry Rd NE,				
Securities and Exchange Commission	SEC Atlanta Regional Office	Regional Director	Suite 900		Atlanta	GA	30326
	U.S. Securities and Exchange						
Securities and Exchange Commission	Commission	Office of the General Counsel	100 F Street, NE		Washington	DC	20549
United States Attorney's Office for the							
Northern District of Alabama	United States Attorneys Office	Attn Bankruptcy Division	1801 4th Avenue North		Birmingham	AL	35203

Exhibit D

Exhibit D

Lienholders Service List Served via First Class Mail

CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Auburn Bank #5	Attn Officer Director or Legal Dept	100 North Gay Street		Auburn	AL	36831
Auburn Bank #6	Attn Officer Director or Legal Dept	100 North Gay Street		Auburn	AL	36831
CB&S Bank #3	Attn Officer Director or Legal Dept	521 Madison Street SE		Huntsville	AL	35801
First Chatham Bank #1	Attn Officer Director or Legal Dept	7401 Hodgson Memorial Drive		Savannah	GA	31406
First Chatham Bank #2	Attn Officer Director or Legal Dept	7401 Hodgson Memorial Drive		Savannah	GA	31406
First Horizon Bank #3	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #4	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #5	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #8	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #9	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #10	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
First Horizon Bank #11	Attn Officer Director or Legal Dept	P.O. Box 613706		Memphis	TN	38101-3706
Max Credit Union #1	Attn Officer Director or Legal Dept	11020 Chantilly Parkway		Montgomery	AL	36117
Merit Bank #3	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
Merit Bank #4	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
Merit Bank #5	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
Merit Bank #7	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
Merit Bank #9	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
Merit Bank #10	Attn Officer Director or Legal Dept	659 Gallatin St. SW		Huntsville	AL	35801
PeoplesSouth Bank #1	Attn Officer Director or Legal Dept	617 East Church Street		Headland	AL	36345
PeoplesSouth Bank #2	Attn Officer Director or Legal Dept	617 East Church Street		Headland	AL	36345
Renasant Bank #4	Attn Officer Director or Legal Dept	8 Commerce Street	Suite 100	Montgomery	AL	36104
Renasant Bank #5	Attn Officer Director or Legal Dept	8 Commerce Street	Suite 100	Montgomery	AL	36104
Renasant Bank #6	Attn Officer Director or Legal Dept	8 Commerce Street	Suite 100	Montgomery	AL	36104

Exhibit E

Exhibit E

Landlords Service List Served via First Class Mail

CreditorName	CreditorNoticeName	Address1	City	State	Zip
108 Charlton Street Realty	Attn Officer, Director, or Legal Dept	10340 Meadow Crest Lane	Johns Creek	GA	30022
375 W. Arenas Avi-Ross, LLC	Attn Officer, Director, or Legal Dept	222 Karen Ave #702	Las Vegas	NV	89109
A.R.T. Investments, LLC	Attn Officer, Director, or Legal Dept	9705 Collins Avenue, Suite 1602N	Ball Harbor	FL	33154
ARC CAFEUSA001, LLC c/o Vereit Inc.	Attn Officer, Director, or Legal Dept	11995 El Camino Real	San Diego	CA	92130
BK Collinsville, LLC	Attn Officer, Director, or Legal Dept	4615 University Drive	Coral Gables	FL	33146
BQK 5015 LLC	Attn Officer, Director, or Legal Dept	1430 Broadway Suite 903	New York	NY	10018
Burger King Corporation	Attn Officer, Director, or Legal Dept	5505 Blue Lagoon Drive	Miami	FL	33126
Chetan and Manisha Holdings LLC	Attn Officer, Director, or Legal Dept	P.O. Box 113	Colonia	NJ	07067
College Street Station, LLC	Attn Officer, Director, or Legal Dept	7370 Hodgson Memorial Drive, Suite D-10	Savannah	GA	31406
Consani Family Trust	Attn Officer, Director, or Legal Dept	305 Country Club Heights	Carmel Valley	CA	93924
Crown Premier Properties, LLC	Attn Officer, Director, or Legal Dept	10 Mall Court,Suite A	Savannah	GA	31406
DEW1014 Invesments LLC.	Attn Officer, Director, or Legal Dept	1920 E. Hallandale Beach Blvd, Suite 900	Hallandale Beach	FL	33009
Downtown Jimmie Hale Mission, Inc.	Attn Officer, Director, or Legal Dept	P.O. Box 968	Birmingham	AL	35201
Dutchtown Villas Apartments,,LLC	Attn Officer, Director, or Legal Dept	7370 Hodgson Memorial Drive, Suite D-10	Savannah	GA	31406
GAJ Realty Group Inc.	Attn Officer, Director, or Legal Dept	8 Rosewood Dr	North Massapequa	NY	11758
George C. Salmon	Attn Officer, Director, or Legal Dept	48 Golf Road	Pleasanton	CA	94566
GEWSI 2, LLC	Attn Officer, Director, or Legal Dept	16 Palmer Court	Drums	PA	18222
Glenda Reed	Attn Officer, Director, or Legal Dept	1606 Glenn Blvd SW	Fort Payne	AL	35968
Grant Realty Corporation	Attn Officer, Director, or Legal Dept	1982 Ashley Hall	Charleston	SC	29407
GRD Family Properties	Attn Officer, Director, or Legal Dept	501 East Sunny Hills Road	Fullerton	CA	92835
Ground lease to Premier Holdings	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Hakimian Holdings	Attn Officer, Director, or Legal Dept	P.O. Box 56678	Jacksonville	FL	32241
Hecht Family LP	Attn Officer, Director, or Legal Dept	607 Footbill Blvd #1605	La Canada	CA	91011
IPSOS Realty	Attn Officer, Director, or Legal Dept	P.O. Box 610518	Bayside	NY	11361
Isram Merrill	Attn Officer, Director, or Legal Dept	506 South Dixie Hwy	Hallandale	FL	33009
J Gisel LLC	Attn Officer, Director, or Legal Dept	488 NE 18th Street, Unit 415	Miami	FL	33132
Joe Almand, ground lease/American Realty	Attn Officer, Director, or Legal Dept	2440 Eastgate Place	Snellville	GA	30078
M. D. Homes Alabama LLC	Attn Officer, Director, or Legal Dept	P.O. Box 6415	East Brunswick	NJ	08816
People South Bank	Attn Officer, Director, or Legal Dept	P.O. Box 8038	Dothan	AL	36304
Port Wentworth Fee Owner, LLC	Attn Officer, Director, or Legal Dept	3735 Beam Rd, Suire B	Charlotte	NC	28217
Power House Marina, INC	Attn Officer, Director, or Legal Dept	18205 Biscayne Blvd #2201	Aventura	FL	33160
Pramila Khatri	Attn Officer, Director, or Legal Dept	19710 Michaels Ct.	Castro Valley	CA	94546
Premier Holdings of Georgia, LLC	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Premier Holdings, LLC	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Premier Kings Holdings of Alabama, LLC	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Premier Kings Holdings of Georgia, LLC	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Premier Kings Holdings, LLC	Attn Officer, Director, or Legal Dept	P.O. Drawer 4540	Montgomery	AL	36103-4540
Preston Properties, LLC	Attn Officer, Director, or Legal Dept	4012A Dunsmoore Street	Huntsville	AL	35802
Rave RE, LLC	Attn Officer, Director, or Legal Dept	14125 Robert Paris Ct	Chantilly	VA	20151

In re Premier Kings, Inc., et al. Case No. 23-02871 (TOM)

Exhibit E

Landlords Service List Served via First Class Mail

CreditorName	CreditorNoticeName	Address1	City	State	Zip
South Coast Enterprises, LLC	Attn Officer, Director, or Legal Dept	14125 Robert Paris Ct	Chantilly	VA	20151
SRJ Ventures, Inc	Attn Officer, Director, or Legal Dept	4141 Southpoint Dr. E, Suite B	Jacksonville	FL	32216
Sweet Melinda Smitherman	Attn Officer, Director, or Legal Dept	430 County Road 909	Clanton	AL	35046
The High Revocable Trust	Attn Officer, Director, or Legal Dept	1300 Countryview Drive	Modesto	CA	95356
Traymore Properties, LLC	Attn Officer, Director, or Legal Dept	4012A Dunsmoore Street	Huntsville	AL	35802
TYLER BK ASSOCIATES LLC	Attn Officer, Director, or Legal Dept	12037 Glacier Bay Drive	Boynton Beach	FL	33473
Wesfam	Attn Officer, Director, or Legal Dept	4012A Dunsmoore Street	Huntsville	AL	35802
YSB Capital	Attn Officer, Director, or Legal Dept	350 Riverdale Drive	Fort Lee	NJ	07024
ZFT, LLC	Attn Officer, Director, or Legal Dept	805 Thackeray Drive	Highland Park	IL	60035

Exhibit F

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

In re:

(Chapter 11)

PREMIER KINGS, INC., et al., 1

Case No. 23-02871 (TOM11)

Debtors.

Jointly Administered

Deadline for Objections to Assumption and Assignment: December 6, 2023.

Deadline for Objections to the Provision of

Adequate Assurance of Future Performance: December 8, 2023 Sale Hearing: December 11, 2023.

NOTICE OF POSSIBLE ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH SALE

YOU ARE RECEIVING THIS NOTICE BECAUSE YOU MAY BE A COUNTERPARTY TO A CONTRACT OR LEASE WITH THE PREMIER KINGS, INC., PREMIER KINGS OF GEORGIA, INC., OR PREMIER KINGS OF NORTH ALABAMA, LLC, THE DEBTORS AND DEBTORS-IN-POSSESSION IN THE ABOVE-CAPTION CHAPTER 11 CASES. PLEASE READ THIS NOTICE CAREFULLY AS YOUR RIGHTS MAY BE AFFECTED BY THE TRANSACTIONS DESCRIBED HEREIN.

PLEASE TAKE NOTICE that on October 26, 2023, Premier Kings, Inc. and its debtor affiliates, the debtors and debtors-in-possession in the above-captioned chapter 11 cases (the "Debtors"), by its undersigned counsel, filed the 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' Assets under 11 U.S.C. §§ 363(b) and 363(m); (II) Authorizing the Sale of Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests Pursuant to 11 U.S.C. § 363(f); (III) Approving the Assumption and Assignment of Certain Executory

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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Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365; and (IV) Granting Related Relief (the "Sale Motion").²

By the Motion, the Debtors seek, among other things, an order authorizing the sale of substantially all their assets (the "<u>Purchased Assets</u>," as further defined in the Stalking Horse Agreements or Bidder Purchase Agreements, as applicable), as a going concern, to the Stalking Horse Bidders, as further designated in each Stalking Horse Agreement - or, alternatively, to any Successful Bidder designated following an Auction, as described below, on the terms contained in each applicable Bidder Purchase Agreement - free and clear of all liens, claims, encumbrances, and interests, pursuant to sections 105(a), 363, and 365 of the Bankruptcy Code (the "<u>Sale</u>").

PLEASE TAKE FURTHER NOTICE that, concurrently with the Sale Motion, on October 26, 2023, the Debtors, by their undersigned counsel, filed the 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 Bid Protections for Stalking Horse Bidders; (III) Approving Procedures for Assumption and Assignment of Executory Contracts and Unexpired Leases; (IV) Scheduling an Auction for, and Hearing to Approve, the Sale of All or Substantially All the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests; (V) Granting Related Relief (the "Bidding Procedures Motion"). The Debtors have filed copies of the Stalking Horse Agreements with the Court under notice (the "Stalking Horse Notices"). The Bankruptcy Court entered an order on November 20, 2023 granting the Bidding Procedures Motion and setting dates for the Auction (as defined below) and other key deadlines for the Sale [Doc. No. 232] (the "Bidding Procedures Order"). All interested bidders should carefully read the Bidding Procedures Order and the Bidding Procedures, as well as the Stalking Horse Notices. To the extent that there are any inconsistencies between the Bidding Procedures Order and the summary description of its terms and conditions contained in this Notice, the terms of the Bidding Procedures Order shall control.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Bidding Procedures Order, if at least one Qualified Bid is duly submitted before the Bid Deadline, an auction to sell the Purchased Assets will be conducted on <u>December 4, 2023, at 10:00 a.m.</u> (Central Time) (the "Auction")³ at the offices of Holland & Knight, LLP, located at 1901 Sixth Avenue North, Suite 1400, Birmingham, Alabama 35203. Only those who submit a Qualified Bid to the Notice Parties on or before the Bid Deadline may participate in the Auction.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Bidding Procedures Order, if an Auction is conducted, the Debtors are authorized to designate the highest or otherwise best Bid(s) and the Successful Bidder(s) and the second highest or otherwise best Bid(s) and the Back-Up Bidder(s). If Successful Bidder(s) or Back-Up Bidder(s) are designated,

² All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion or the Bidding Procedures Motion (defined below).

³ The Bidding Procedures Order authorize the Debtors to modify certain deadlines set forth therein and to adjourn the Auction.

the Debtors will file with the Court, on the next Business Day following the Auction, a notice of the identity of any Successful Bidder(s) and Back-Up Bidder(s) and the amount(s) of their Bid(s).

PLEASE TAKE FURTHER NOTICE that, on December 11, 2023 at 11:00 a.m. (Central time), the Bankruptcy Court will conduct a hearing to approve the Sale (the "Sale Hearing"). The Sale Hearing will take place before the Honorable Tamara O. Mitchell, United States Bankruptcy Judge, United States Bankruptcy Court for the Northern District of Alabama, Southern Division, at the Robert S. Vance Federal Building, 1800 Fifth Avenue North, Birmingham, Alabama 35203, in Courtroom 3, or such other location as the Bankruptcy Court may determine.

PLEASE TAKE FURTHER NOTICE that, to facilitate the Sale, the Debtors are seeking to assume and assign to the Stalking Horse Bidder(s) or Successful Bidder(s), as applicable, the Proposed Assumed Leases (as defined and designated in the Stalking Horse Agreement(s) or Bidder Purchase Agreement(s), as applicable, and attached thereto as Schedule 1). A list of the Proposed Assumed Leases, including the amounts the Debtors believe are necessary to be paid to each counterparty (the "Counterparties" and, each, a "Counterparty") to cure any applicable payment arrearages (the "Cure Amount(s)"), if any, is attached hereto as Schedule 1. If the Court grants the Motion and approves the Sale, each Counterparty's contract or lease, including any amendments or subordination, non-disturbance, and attornment agreements, may be assumed and assigned to the applicable Stalking Horse Bidder or Successful Bidder.

PLEASE TAKE FURTHER NOTICE that objections to the Cure Amount ("Cure Amount Objections") or to the assumption or assignment of a Proposed Assumed Leases (an "Assumption Objection") must be filed with the Clerk of the United States Bankruptcy Court for the Northern District of Alabama, Southern Division, Robert S. Vance Federal Building, 1800 Fifth Avenue North, Birmingham, AL 35203 or electronically via the Court's CM/ECF system and served so as to actually be received by the following parties, at or before 5:00 p.m. (Central Time) on December 6, 2023; and objections to the provision of adequate assurance of future performance must be filed in accordance with the procedures provided herein at or before 4:00 p.m. (Central Time) on December 8, 2023.

- (a) Undersigned Counsel for the Debtors;
- (b) The Prepetition Agent, c/o counsel for the Prepetition Agent, Jeffrey R. Dutson, Esq., 1180 Peachtree Street, NE Suite 1600, Atlanta, GA 30309, idutson@kslaw.com;;
- (c) Counsel for the Creditors' Committee, Bill D. Bensinger, Esquire, Christian & Small LLP, 1800 Financial Center, 505 North 20th Street, Birmingham, AL 35203, bdbensinger@csattorneys.com; and
- (d) Counsel for the Stalking Horse Bidder or Bidders to whom the objection pertains.

Subject to the Bidding Procedures Order, any unresolved objections, based on any grounds, shall be heard at the Sale Hearing unless otherwise agreed by the parties.

PLEASE TAKE FURTHER NOTICE that, at the Sale Hearing, the Debtors will seek Court approval of the assumption and assignment to the Stalking Horse Bidder(s) or Successful Bidder(s), as applicable, of only those Proposed Assumed Leases that have actually been selected by the Stalking Horse Bidder(s) or Successful Bidder(s), as applicable, to be assumed and assigned. The Debtors and their estates reserve any and all rights with respect to any Proposed Assumed Leases that are not ultimately designated for assumption and/or assignment.

PLEASE TAKE FURTHER NOTICE that nothing contained in this Notice shall constitute a waiver of any rights of the Debtors or their estates or an admission with respect to the Debtors' chapter 11 cases, including, but not limited to, any issues involving objections to claims, setoff or recoupment, equitable subordination or recharacterization of debt, defenses, characterization or re-characterization of contracts, leases and claims, assumption or rejection of contracts and leases and/or causes of action arising under the Bankruptcy Code or any other applicable laws. The Debtors reserve all rights to amend this notice, including but not limited to any Cure Amount or the Proposed Assumed Leases set forth on Schedule 1 hereto.

Unless a non-Debtor party to any executory contract or unexpired lease files a Cure Amount Objection by the Cure Amount and Assumption Objection Deadline, then the Cure Amount set forth in the Cure Notice shall be binding upon the Counterparty to such agreement for all purposes and will constitute a final determination of the Cure Amount required to be paid in connection with the assumption and assignment of such agreement. In addition, all Counterparties to the Proposed Assumed Leases who fail to file an objection will (a) be forever barred from objecting to the Cure Amount and from asserting any additional cure or other amounts with respect to such Proposed Assumed Leases, and the Debtors, a Stalking Horse Bidder, or a Successful Bidder (as applicable) shall be entitled to rely solely upon the Cure Amount set forth in this Cure Notice, and (b) be forever barred and estopped from asserting or claiming against the Debtors, a Stalking Horse Bidder, or a Successful Bidder (as applicable), or any other assignee of the Proposed Assumed Leased, that any additional amounts are due or that defaults exist, or conditions to assumption and assignment must be satisfied with respect to such Proposed Assumed Leases.

The Debtors encourage interested parties to review the Sale Motion, Bidding Procedures Motion, Stalking Horse Notices, and Bidding Procedures Order in their entireties. Parties interested in receiving more information regarding the Sale or copies of related documents may make a written request to undersigned counsel. In addition, copies of the Sale Motion, the Bidding Procedures Order, and the Proposed Sale Order can be found through PACER, at https://ecf.alnb.uscourts.gov (registration required), and are on file with the Clerk of the Bankruptcy Court, Robert S. Vance Federal Building, 1800 Fifth Avenue North, Birmingham, AL 35203.

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Dated: November 22, 2023 Birmingham, Alabama

/s/ Jesse S. Vogtle, Jr.

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Proposed Attorneys for the Debtors and Debtors-in-Possession

^{*}Admitted pro hac vice

Schedule 1: Rent Cures

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PKI 4848 Starboard (South and Central) ARC CAFEUSA001, LLC c/o Vereit, Inc. 11995 El Camino Real San Diego CA 92130 \$								
PKI 5238 [Starboard (South and Central) The High Revocable Trust 1300 Countryview Drive Modesto CA 95356 [\$, , , , , , , , , , , , , , , , , , , ,						

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PKI	6065 Starboard (South and Central)	George C. Salmon	48 Golf Road	Pleasanton	CA	94566	
PKI	6642 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 23,857.41
PKI	7390 Starboard (South and Central)	Pramila Khatri	19710 Michaels Ct.	Castro Valley	CA	94546	\$ 0.00
PKI	7564 Starboard (South and Central)	ARC CAFEUSA001, LLC c/o Vereit, Inc.	11995 El Camino Real	San Diego	CA	92130	\$ 0.00
PKI	9834 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 11,709.41
PKI	10327 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 14,353.59
PKI	,	ARC CAFEUSA001, LLC c/o Vereit, Inc.	11995 El Camino Real		CA	92130	\$ 0.00
	,			San Diego	_		
PKI	12003 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	
PKI	12427 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 17,889.91
PKI	12520 Starboard (South and Central)	ARC CAFEUSA001, LLC c/o Vereit, Inc.	11995 El Camino Real	San Diego	CA	92130	\$ 0.00
PKI	16437 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 24,826.97
PKI	17003 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 10,418.28
PKI	17389 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	\$ 20,378.02
PKI	18108 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 18,724.00
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PKI	18307 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 34,016.00
PKI	19242 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 19,902.00
PKI	19875 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 19,500.00
PKI	19958 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 20,138.00
PKI	21471 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 21,440.00
PKI	21654 Starboard (South and Central)	Ground lease to Premier Holdings	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 12,900.00
PKI	21983 Starboard (South and Central)	Ground lease to Premier Holdings	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 24,000.00
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PKI	22803 Starboard (South and Central)	Premier Kings Holdings of Alabama, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 14,750.00
PKI	22834 Starboard (South and Central)	Premier Kings Holdings of Alabama, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 19,732.00
PKI	23135 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 15,492.00
PKI	23203 Starboard (South and Central)	Sweet Melinda Smitherman	430 County Road 909	Clanton	AL	35046	\$ 4,800.00
PKI	23805 Starboard (South and Central)	Downtown Jimmie Hale Mission, Inc.	P.O. Box 968	Birmingham	AL	35201	\$ 3,321.59
PKI	24123 Starboard (South and Central)	GEWSI 2, LLC	16 Palmer Court	Drums	PA	18222	\$ 8,854.17
PKI	24563 Starboard (South and Central)	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 25,174.00
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PKI	, ,	Premier Kings Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	
PKI	25565 Starboard (South and Central)	Premier Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 9,410.12
PKI	25743 Starboard (South and Central)	Premier Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 19,534.12
PKI	26579 Starboard (South and Central)	Consani Family Trust	305 Country Club Heights	Carmel Valley	CA	93924	\$ 27,412.26
PKI	26914 Starboard (South and Central)	Premier Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 22,647.52
PKI	27281 Starboard (South and Central)	Premier Holdings, LLC	P.O. Drawer 4540	Montgomery	AL	36103-4540	\$ 24,412.38
PKNA	251 No bidder (PKNA)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	
PKNA		0 0 1			FL	33126	\$ 10,045.52
		Burger King Corporation	5505 Blue Lagoon Drive	Miami			
PKNA	469 Starboard (South and Central)	Burger King Corporation	5505 Blue Lagoon Drive	Miami	FL	33126	
PKNA	1225 Kevin Newell (North Alabama)	Preston Properties, LLC	4012A Dunsmoore Street	Huntsville	AL	35802	\$ 0.00
PKNA	1486 Kevin Newell (North Alabama)	Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville	AL	35802	\$ 0.00
PKNA	2261 Kevin Newell (North Alabama)	Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville	AL	35802	\$ 0.00
PKNA							ć 0.00
	2297 Kevin Newell (North Alabama)	Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville	AL	35802	5 0.00
		Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville Huntsville	AL AI	35802 35802	\$ 0.00
PKNA	3242 Kevin Newell (North Alabama)	Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville	AL	35802	\$ 0.00
PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC	4012A Dunsmoore Street 4012A Dunsmoore Street	Huntsville Huntsville	AL AL	35802 35802	\$ 0.00 \$ 0.00
PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC	4012A Dunsmoore Street 4012A Dunsmoore Street 4012A Dunsmoore Street	Huntsville Huntsville Huntsville	AL AL AL	35802 35802 35802	\$ 0.00 \$ 0.00 \$ 0.00
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PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC	4012A Dunsmoore Street 4012A Dunsmoore Street 4012A Dunsmoore Street	Huntsville Huntsville Huntsville	AL AL AL	35802 35802 35802	\$ 0.00 \$ 0.00 \$ 0.00
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PKNA PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama) 4705 Kevin Newell (North Alabama) 4885 Kevin Newell (North Alabama) 6150 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC Wesfam Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville Huntsville Huntsville Huntsville Huntsville Fort Payne	AL AL AL AL	35802 35802 35802 35802 35802	\$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00
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PKNA PKNA PKNA PKNA PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama) 4705 Kevin Newell (North Alabama) 4885 Kevin Newell (North Alabama) 6150 Kevin Newell (North Alabama) 6468 Kevin Newell (North Alabama) 8173 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC Wesfam Traymore Properties, LLC Glenda Reed M. D. Homes Alabama LLC Traymore Properties, LLC	4012A Dunsmoore Street 1606 Glenn Blvd SW P.O. Box 6415 4012A Dunsmoore Street	Huntsville Huntsville Huntsville Huntsville Huntsville Fort Payne East Brunswick Huntsville	AL AL AL AL AL AL NJ	35802 35802 35802 35802 35802 35968 8816 35802	\$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 2,166.67 \$ 12,695.55 \$ 0.00
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PKNA PKNA PKNA PKNA PKNA PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama) 4705 Kevin Newell (North Alabama) 4885 Kevin Newell (North Alabama) 6150 Kevin Newell (North Alabama) 6150 Kevin Newell (North Alabama) 8173 Kevin Newell (North Alabama) 9306 Kevin Newell (North Alabama) 9308 Kevin Newell (North Alabama) 9694 Kevin Newell (North Alabama) 9783 Kevin Newell (North Alabama) 10714 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC Wesfam Traymore Properties, LLC Glenda Reed M. D. Homes Alabama LLC Traymore Properties, LLC	4012A Dunsmoore Street 1606 Glenn Blvd SW P.O. Box 6415 4012A Dunsmoore Street	Huntsville Huntsville Huntsville Huntsville Huntsville Huntsville Fort Payne East Brunswick Huntsville Huntsville Huntsville Huntsville Huntsville Huntsville Huntsville	AL A	35802 35802 35802 35802 35802 35908 8816 35802 35802 35802 35802 35802	\$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 2,166.67 \$ 12,695.55 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00
PKNA PKNA PKNA PKNA PKNA PKNA PKNA PKNA	3242 Kevin Newell (North Alabama) 3942 Kevin Newell (North Alabama) 4272 Kevin Newell (North Alabama) 4705 Kevin Newell (North Alabama) 4885 Kevin Newell (North Alabama) 6150 Kevin Newell (North Alabama) 6468 Kevin Newell (North Alabama) 8173 Kevin Newell (North Alabama) 8173 Kevin Newell (North Alabama) 9306 Kevin Newell (North Alabama) 9694 Kevin Newell (North Alabama) 9783 Kevin Newell (North Alabama)	Traymore Properties, LLC Preston Properties, LLC Traymore Properties, LLC Wesfam Traymore Properties, LLC Glenda Reed M. D. Homes Alabama LLC Traymore Properties, LLC	4012A Dunsmoore Street	Huntsville Huntsville Huntsville Huntsville Huntsville Huntsville East Brunswick Huntsville Huntsville Huntsville Huntsville Huntsville Huntsville	AL A	35802 35802 35802 35802 35802 35908 8816 35802 35802 35802 35802	\$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00 \$ 2,166.67 \$ 12,695.55 \$ 0.00 \$ 0.00 \$ 0.00 \$ 0.00
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