

**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

(Jointly Administered)

**ORDER APPROVING THE SALE OF ASSETS
OF LIMITED VALUE FREE AND CLEAR OF LIENS, CLAIMS,
INTERESTS, AND ENCUMBRANCES AND GRANTING RELATED RELIEF**

Upon consideration of the motion (the “Motion”)² filed by the Debtors for approval of the sale of Limited Value 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); 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,

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.

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



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their estates, and all other parties in interest; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.
2. The Sale Procedures are hereby approved and may be implemented by the Debtors in the Chapter 11 Cases.
3. The following Sale Procedures shall apply:
 - a. For any asset sale to a single purchaser (including a group of related purchasers) with an aggregate selling price no more than \$20,000, the Debtors are authorized to sell the Limited Value Assets without notice or further court order.
 - b. For any asset sale with an aggregate selling price of more than \$20,000, subject to an aggregate cap of \$200,000:
 - i. The Debtors shall file on the docket a notice (a "Sale Notice") that will be served on (i) counsel for the Agent; (ii) counsel for the Creditors' Committee; (iii) the Bankruptcy Administrator; and (iv) all parties who have requested notices in these cases pursuant to Bankruptcy Rule 2002 (the "Notice Parties"). Such notice shall contain: (i) a general description of the Limited Value Assets subject to the sale; (ii) the proposed purchaser of the Limited Value Assets; (iii) any commissions to be paid to third parties used to sell or auction the Limited Value Assets; (iv) the proposed purchase price; and (v) instructions consistent with the terms described herein regarding the procedures to assert objections to the proposed sale.
 - ii. If none of the Notice Parties file or serve upon counsel to the Debtors a written objection (including by email) within five (5) days of service of such Sale Notice, then the Debtors may immediately consummate the transaction. If an objection is filed or served within such period that cannot be resolved, such assets shall not be sold except upon further order of this Court after notice and a hearing.
4. The Court hereby approves the separate sale of the vehicles to RRG of Jacksonville, LLC, as set forth in Paragraph 14(c) of the Motion,
5. The transfer to purchasers of the Debtors' rights, title, and interest in the Limited Value Assets shall be, and hereby is deemed to be, a legal, valid, and effective transfer of the

Debtors' rights, title, and interest in the Limited Value Assets, and vests with or will vest in the purchasers all rights, title, and interest of the Debtors in the Limited Value 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 any such Encumbrances attaching to the net available proceeds with the same validity, extent, and priority as immediately prior to the sale of the Limited Value Assets. Upon (i) the Debtors' receipt of net proceeds from the sale of Limited Value Assets exceeding the sum of \$50,000 in the aggregate, and (ii) the completion of all such sales, the Debtors shall, in each and every instance, promptly disburse all net proceeds of all such sales to the Administrative Agent free and clear of all Encumbrances of any kind or nature, unless the Administrative Agent consents otherwise.

6. The Sale Procedures satisfy section 363(f) of the Bankruptcy Code and the Limited Value Assets sold pursuant to the Sale Procedures shall be free and clear of all Encumbrances.

7. Purchasers of the Limited Value Assets in accordance with the Sale Procedures shall be afforded the protections under section 363(m) of the Bankruptcy Code.

8. Any Bankruptcy Rule (including, but not limited to, Bankruptcy Rule 6004(h)) that might otherwise delay the effectiveness of this Order is hereby waived, and the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

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

10. 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: January 31, 2024
Birmingham, Alabama

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

Notice Recipients

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

User: admin
Form ID: pdf000

Date Created: 1/31/2024
Total: 100

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TOTAL: 50

Recipients submitted to the BNC (Bankruptcy Noticing Center):

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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	P.O. Box 910	Russellville, AL 35653
crcm	Playland Maintenance Service Inc.	3935 Tamiami Trail	Cumming, GA 30041
crcm	M D Homes Alabama LLC	PO Box 6415	East Brunswick, NJ 08816
crcm	BK Collinsville LLC	4615 University Drive	Coral Gables, FL 33146
crcm	GAJ Realty Group Inc	8 Rosewood Drive	North Massapequa, NY 11758

ccrm	Hudson Construction Company	1425 Market Blvd	Suite 530 318	Roswell, GA 30076
ccrm	Brinks Incorporated	PO Box 101031	Atlanta, GA 30392	
ccrm	TK&K Unlimited Inc	8014 Cumming Hwy	Suite 403 332	Canton, GA 30115
ccrm	E.S.S., Inc.	203 McMillin St	Nashville, TN 37203-2912	
ccrm	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	
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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
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cr	PeoplesSouth Bank	c/o Parnell & Parnell, P.A.	P.O. Box 224	Montgomery, AL 36102
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