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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

Hooters of America, LLC,

Debtor.

Tax I.D. No. 75-1965288

Chapter 11

Case No. 25-80078

In re:

Owl Holdings, LLC,

Debtor.

Tax I.D. No. 27-4343103

Chapter 11

Case No. 25-80079

|                                                                                                                  |                                                    |
|------------------------------------------------------------------------------------------------------------------|----------------------------------------------------|
| <div>In re:</div> <div>Hawk Parent, LLC,</div> <div>Debtor.</div> <div>Tax I.D. No. 84-1962323</div>             | <div>Chapter 11</div> <div>Case No. 25-80080</div> |
| <div>In re:</div> <div>HOA Holdings, LLC,</div> <div>Debtor.</div> <div>Tax I.D. No. 27-4081180</div>            | <div>Chapter 11</div> <div>Case No. 25-80081</div> |
| <div>In re:</div> <div>Night Owl, LLC,</div> <div>Debtor.</div> <div>Tax I.D. No. 27-4574511</div>               | <div>Chapter 11</div> <div>Case No. 25-80082</div> |
| <div>In re:</div> <div>Owl Wings, LLC,</div> <div>Debtor.</div> <div>Tax I.D. No. 27-4574583</div>               | <div>Chapter 11</div> <div>Case No. 25-80083</div> |
| <div>In re:</div> <div>Owl Restaurant Holdings, LLC,</div> <div>Debtor.</div> <div>Tax I.D. No. 27-4517751</div> | <div>Chapter 11</div> <div>Case No. 25-80084</div> |

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| <p>In re:</p> <p>HOA Restaurant Group, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 27-4517654</p> | <p>Chapter 11</p> <p>Case No. 25-80085</p> |
| <p>In re:</p> <p>Derby Wings Holdings, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 37-1708081</p> | <p>Chapter 11</p> <p>Case No. 25-80086</p> |
| <p>In re:</p> <p>Derby Wings, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 46-0946578</p>          | <p>Chapter 11</p> <p>Case No. 25-80087</p> |
| <p>In re:</p> <p>HOA Gift Cards, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 86-2013684</p>       | <p>Chapter 11</p> <p>Case No. 25-80088</p> |
| <p>In re:</p> <p>Elf Owl Investments, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 27-4343342</p>  | <p>Chapter 11</p> <p>Case No. 25-80089</p> |

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|-------------------------------------------------------------------------------------|-------------------------------------|
| In re:<br><br>TW Lonestar Wings, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 27-4343465 | Chapter 11<br><br>Case No. 25-80090 |
| In re:<br><br>Alamo Wings, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 27-4343702       | Chapter 11<br><br>Case No. 25-80091 |
| In re:<br><br>HOA Holdco, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5688828        | Chapter 11<br><br>Case No. 25-80092 |
| In re:<br><br>HOA Systems, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 38-3932439       | Chapter 11<br><br>Case No. 25-80093 |
| In re:<br><br>HOA Funding, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 47-1004390       | Chapter 11<br><br>Case No. 25-80094 |

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|--------------------------------------------------------------------------------------------------|--------------------------------------------|
| <p>In re:</p> <p>HOA Restaurant Holder, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 46-5553883</p>   | <p>Chapter 11</p> <p>Case No. 25-80095</p> |
| <p>In re:</p> <p>HOOTS Restaurant Holder, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 35-2635840</p> | <p>Chapter 11</p> <p>Case No. 25-80096</p> |
| <p>In re:</p> <p>HOA IP GP, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 47-2979555</p>               | <p>Chapter 11</p> <p>Case No. 25-80097</p> |
| <p>In re:</p> <p>HOOTS Franchising, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 61-1898375</p>       | <p>Chapter 11</p> <p>Case No. 25-80098</p> |
| <p>In re:</p> <p>HOA Franchising, LLC,</p> <p>Debtor.</p> <p>Tax I.D. No. 47-1004451</p>         | <p>Chapter 11</p> <p>Case No. 25-80099</p> |

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|--------------------------------------------------------------------------------------------------|-------------------------------------|
| In re:<br><br>HOA Maryland Restaurant Holder, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5591608 | Chapter 11<br><br>Case No. 25-80100 |
| In re:<br><br>HOA Kansas Restaurant Holder, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5579045   | Chapter 11<br><br>Case No. 25-80101 |
| In re:<br><br>TW Restaurant Holder, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 37-1756927           | Chapter 11<br><br>Case No. 25-80102 |
| In re:<br><br>DW Restaurant Holder, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 30-0828261           | Chapter 11<br><br>Case No. 25-80103 |
| In re:<br><br>HI Limited Partnership,<br><br>Debtor.<br><br>Tax I.D. No. 59-3602355              | Chapter 11<br><br>Case No. 25-80104 |

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|-------------------------------------------------------------------------------|-------------------------------------|
| In re:<br><br>HOA Towson, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5711942  | Chapter 11<br><br>Case No. 25-80105 |
| In re:<br><br>HOA Waldorf, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5735425 | Chapter 11<br><br>Case No. 25-80106 |
| In re:<br><br>HOA Laurel, LLC,<br><br>Debtor.<br><br>Tax I.D. No. 46-5725010  | Chapter 11<br><br>Case No. 25-80107 |

**DEBTORS' EMERGENCY MOTION FOR ENTRY  
OF AN ORDER (I) DIRECTING JOINT ADMINISTRATION  
OF THE CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

Emergency relief has been requested. Relief is requested not later than 3:00 p.m. (prevailing Central Time) on April 2, 2025.

If you object to the relief requested or you believe that emergency consideration is not warranted, you must appear at the hearing if one is set, or file a written response prior to the date that relief is requested in the preceding paragraph. Otherwise, the Court may treat the pleading as unopposed and grant the relief requested.

A hearing will be conducted on this matter on April 2, 2025 at 3:00 p.m. (prevailing Central Time) in Courtroom 3, Floor 14, 1100 Commerce Street, Dallas, Texas 75242 before the Honorable Scott W. Everett, U.S. Bankruptcy Judge for the Northern District of Texas.

Participation at the hearing will only be permitted by an audio and video connection.

Audio communication will be by use of the Court's dial-in facility. You may access the facility at (650) 479-3207. Video communication will be by use of the Cisco Webex platform. Connect via the Cisco Webex application or click the link on Judge Everett's home page. The meeting code is 2304 017 9738. Click the settings icon in the upper right corner and enter your name under the personal information setting. A copy of Judge Everett's WebEx Hearing Instructions can be found at the following link: [WebEx Hearing](#)

**Instructions.**

Hearings appearances must be made electronically in advance of both electronic and in-person hearings. To make your appearance, click the “Electronic Appearance” link on Judge Everett’s home page. Select the case name, complete the required fields and click “Submit” to complete your appearance.

Hooters of America, LLC and its affiliated debtors and debtors in possession (each a “Debtor” and collectively, the “Debtors”) in the above-captioned chapter 11 cases (these “Chapter 11 Cases”), by and through their undersigned proposed counsel, hereby submit this motion (this “Motion”) for entry of an order, substantially in the form attached hereto as **Exhibit A**, granting the relief described below. In support hereof, the Debtors rely on the *Declaration of Keith Maib, Chief Restructuring Officer of the Debtors, in Support of the Debtors’ Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”)¹ filed concurrently herewith, and further represent as follows:

**JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Northern District of Texas (the “Court”) has jurisdiction over these cases, the Debtors, property of the Debtors’ estates, and this matter under 28 U.S.C. § 1334.

2. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of these Chapter 11 Cases and this Motion is proper in this district under 28 U.S.C. §§ 1408 and 1409.

3. The statutory and other bases for the relief requested herein are sections 105(a) and 342(c) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), rules 1015(b) and 2002 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), rule 1015-1(a) of the Local Bankruptcy Rules of the United States Bankruptcy Court for the

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the First Day Declaration.

Northern District of Texas (the “Local Rules”), and section B.8(k) of the *Procedures for Complex Cases in the Northern District of Texas* (the “Complex Case Procedures”).

### **BACKGROUND**

4. On March 31, 2025 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors remain in possession of their property and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No request has been made for the appointment of a trustee or examiner, and no official committee has been appointed in these Chapter 11 Cases.

5. Founded in 1983, the Debtors own and operate Hooters, an iconic brand in the casual dining and sports entertainment dining industries. The Debtors’ global portfolio of restaurants includes 151 Debtor-owned and operated locations and 154 franchised locations in 17 countries. The Debtors are known for their world-famous chicken wings, beverages, live sports, and legendary hospitality. The Debtors also partner with a major food products licensor to offer shoppers Hooters-branded frozen meals products at 1,250 grocery store locations.

6. Additional factual background regarding the Debtors, including their business operations, their corporate and capital structure, and the events leading to the filing of these Chapter 11 Cases, is set forth in detail in the First Day Declaration, filed concurrently herewith and incorporated herein by reference.

### **RELIEF REQUESTED**

7. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Order”), (a) directing procedural consolidation and joint administration of these Chapter 11 Cases; and (b) granting related relief. Specifically, the Debtors request that the Court maintain one file and one docket for all of the jointly administered cases under the case of

Hooters of America, LLC, Case No. 25-80078, and that the cases be administered under a consolidated caption, as follows:

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

Hooters of America, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-80078 (SWE)

(Jointly Administered)

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Hooters of America, LLC (5288); Owl Holdings, LLC (3103); Hawk Parent, LLC (2323); HOA Holdings, LLC (1180); Night Owl, LLC (4511); Owl Wings, LLC (4583); Owl Restaurant Holdings, LLC (7751); HOA Restaurant Group, LLC (7654); Derby Wings Holdings, LLC (8081); Derby Wings, LLC (6578); HOA Gift Cards, LLC (3684); Elf Owl Investments, LLC (3342); TW Lonestar Wings, LLC (3465); Alamo Wings, LLC (3702); HOA Holdco, LLC (8828); HOA Systems, LLC (2439); HOA Funding, LLC (4390); HOA Restaurant Holder, LLC (3883); HOOTS Restaurant Holder, LLC (5840); HOA IP GP, LLC (9555); HOOTS Franchising, LLC (8375); HOA Franchising, LLC (4451); HOA Maryland Restaurant Holder, LLC (1608); HOA Kansas Restaurant Holder, LLC (9045); TW Restaurant Holder, LLC (6927); DW Restaurant Holder, LLC (8261); HI Limited Partnership (2355); HOA Towson, LLC (1942); HOA Waldorf, LLC (5425); HOA Laurel, LLC (5010). The Debtors' service address is 1815 The Exchange SE, Atlanta, GA 30339.

8. The Debtors further request that the Court order that the foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

9. The Debtors also request that a docket entry, substantially similar to the following, be entered on the docket of each of the Debtors other than Hooters of America, LLC, to reflect the joint administration of these Chapter 11 Cases:

An order has been entered in this case in accordance with rule 1015(b) of the Federal Rules of Bankruptcy Procedure and rule 1015-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas directing the procedural consolidation and joint administration of the chapter 11 cases of Hooters of America, LLC, *et al.* The docket in **Case No.**

**25-80078** should be consulted for all matters affecting this case. The following chapter 11 cases are jointly administered pursuant to an order of joint administration: Hooters of America, LLC, Case No. 25-80078; Owl Holdings, LLC, Case No. 25-80079; Hawk Parent, LLC, Case No. 25-80080; HOA Holdings, LLC, Case No. 25-80081; Night Owl, LLC, Case No. 25-80082; Owl Wings, LLC, Case No. 25-80083; Owl Restaurant Holdings, LLC, Case No. 25-80084; HOA Restaurant Group, LLC, Case No. 25-80085; Derby Wings Holdings, LLC, Case No. 25-80086; Derby Wings, LLC, Case No. 25-80087; HOA Gift Cards, LLC, Case No. 25-80088; Elf Owl Investments, LLC, Case No. 25-80089; TW Lonestar Wings, LLC, Case No. 25-80090; Alamo Wings, LLC, Case No. 25-80091; HOA Holdco, LLC, Case No. 25-80092; HOA Systems, LLC, Case No. 25-80093; HOA Funding, LLC, Case No. 25-80094; HOA Restaurant Holder, LLC, Case No. 25-80095; HOOTS Restaurant Holder, LLC, Case No. 25-80096; HOA IP GP, LLC, Case No. 25-80097; HOOTS Franchising, LLC, Case No. 25-80098; HOA Franchising, LLC, Case No. 25-80099; HOA Maryland Restaurant Holder, LLC, Case No. 25-80100; HOA Kansas Restaurant Holder, LLC, Case No. 25-80101; TW Restaurant Holder, LLC, Case No. 25-80102; DW Restaurant Holder, LLC, Case No. 25-80103; HI Limited Partnership, Case No. 25-80104; HOA Towson, LLC, Case No. 25-80105; HOA Waldorf, LLC, Case No. 25-80106; and HOA Laurel, LLC, Case No. 25-80107. **All further pleadings and other papers shall be filed, and all further docket entries shall be made, in Case No. 25-80078.**

#### **BASIS FOR RELIEF**

10. Bankruptcy Rule 1015(b) provides, in pertinent part, that “[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.” Fed. R. Bankr. P. 1015(b). The Debtor entities that commenced these Chapter 11 Cases are “affiliates” as that term is defined in section 101(2) of the Bankruptcy Code. *See* 11 U.S.C. § 101(2). The Bankruptcy Code and Bankruptcy Rules authorize the Court to grant the relief requested herein.

11. Further, Local Rule 1015-1(a) provides additional authority for the Court to order joint administration of these Chapter 11 Cases. *See* Local Rule 1015-1(a) (stating the procedure for

filing motions and proposed orders for joint administration). The Debtors have filed this Motion in compliance with the Local Rules.

12. Given the integrated nature of the Debtors' operations, and overlap of assets and liabilities, joint administration of these Chapter 11 Cases will provide significant administrative convenience without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders in these Chapter 11 Cases will affect each Debtor entity. The entry of an order directing joint administration of these Chapter 11 Cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration also will allow the Office of the U.S. Trustee for the Northern District of Texas and all parties in interest to monitor these Chapter 11 Cases with greater ease and efficiency.

13. Joint administration is generally non-controversial, and courts in this district routinely order joint administration in cases with multiple related debtors. *See, e.g., In re Zips Car Wash, LLC*, No. 25-80069 (MVL) (Bankr. N.D. Tex. Feb. 7, 2025) [Docket No. 49] (authorizing joint administration); *In re TGI Friday's Inc.*, No. 24-80069 (SGJ) (Bankr. N.D. Tex. Nov. 4, 2024) [Docket No. 58] (same); *In re Buca Texas Restaurants, L.P.*, No. 24-80058 (SGJ) (Bankr. N.D. Tex. Sep. 9, 2024) [Docket No. 71] (same); *In re Ebix, Inc.*, No. 23-80004 (SWE) (Bankr. N.D. Tex. Dec. 19, 2023) [Docket No. 50] (same); *In re Impel Pharmaceuticals, Inc.*, No. 23-80016 (SGJ) (Bankr. N.D. Tex. Dec. 21, 2023) [Docket No. 53] (same); *In re Tuesday Morning*, No. 23-90001 (ELM) (Bankr. N.D. Tex. Feb. 16, 2023) [Docket No. 107] (same); *In re Sunland Medical Foundation*, No. 23-80000 (MVL) (Bankr. N.D. Tex. Aug. 31, 2023) [Docket No. 37] (same); *Northwest Senior Housing Corporation*, No. 22-30659 (MVL) (Bankr. N.D. Tex. Apr. 19, 2022) [Docket No. 88] (same); *In re Diamondback Industries, Inc.*, No. 20-41504 (ELM) (Bankr. N.D. Tex. Apr. 28, 2020) [Docket No. 41] (same).

14. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion seeks only administrative, not substantive, consolidation of the Debtors' estates. Parties in interest will not be harmed by the relief requested, but instead will benefit from the cost reductions associated with the joint administration of these Chapter 11 Cases. Accordingly, the joint administration of these Chapter 11 Cases is in the best interests of the Debtors' estates, their creditors, and all other parties in interest.

### NOTICE

15. The Debtors will provide notice of this Motion to: (a) the Office of the United States Trustee for the Northern District of Texas; (b) the United States Attorney's Office for the Northern District of Texas; (c) the state attorneys general for all states in which the Debtors conduct business; (d) the Internal Revenue Service; (e) the holders of the 30 largest unsecured claims against the Debtors on a consolidated basis; (f) Sidley Austin, LLP as counsel to the DIP Lender; (g) White & Case, LLP as counsel to the Ad Hoc Group of Noteholders; (h) the Indenture Trustee; (i) Seward & Kissel, LLP as counsel to the servicer and control party under the A&R Base Indenture; (j) counsel to any statutory committee appointed in these Chapter 11 Cases; and (k) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that, in light of the nature of the relief requested, no further notice is necessary.

16. The pleadings in these Chapter 11 Cases and supporting papers are available on the Debtors' website at <https://cases.ra.kroll.com/Hooters/> or on the Bankruptcy Court's website at <https://ecf.txnb.uscourts.gov/>. You can request any pleading you need from (i) the proposed noticing agent at: HootersInfo@ra.kroll.com, (888) 575-4910 (toll-free), +1 (646) 844-3894 or (ii) proposed counsel for the Debtors at: Foley & Lardner LLP, c/o Stephen A. Jones, 2021 McKinney Avenue, Suite 1600, Dallas, Texas 75201 (sajones@foley.com).

*[Remainder of Page Intentionally Left Blank]*

## CONCLUSION

**WHEREFORE**, the Debtors respectfully request that the Court enter the Proposed Order, substantially in the form attached hereto as **Exhibit A**, and grant such other relief to the Debtors as the Court may deem just and proper.

Dated: March 31, 2025

Respectfully submitted by:

/s/ Holland N. O'Neil

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*Proposed Counsel to the Debtors and Debtors in Possession*

**CERTIFICATE OF SERVICE**

I certify that on March 31, 2025, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Stephen A. Jones

Stephen A. Jones