

Anna W. Drake, No. A0909
ANNA W. DRAKE, P.C.
PO Box 581126
Salt Lake City, UT 84158-1126
Telephone: 385.258.7025
Facsimile: 801.363.3614
Email: annadrake@att.net
Attorney for Debtor and Debtor-in-possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

<p>In re:</p> <p>ALL RESORT GROUP, INC., dba All Resort Coach, Inc.; dba ARG Vehicle Service Center, LLC, dba LV Service Center; dba Park City Transportation, Inc.; dba Premier Transportation, Inc.; dba Resort Express, Inc.; dba 645-TAXI; dba A R E; dba ACE Cab Company; dba Airport Shuttle Salt Lake; dba Airport Transportation Park City; dba All Resort Car Rental; dba All Resort Express; dba All Resort Group; dba All Resort Limousine; dba All Resort Transportation; dba All Resorts Shuttle; dba Canyon Limousine Express; dba Curtis Services; dba Daytrips; dba ESG Transportation; dba Express Shuttle Transportation; dba Le Taxi; dba Lewis Stages; dba Lewis Tours; dba LV Service Center; dba Mountain Coach; dba P C Transportation;</p>	<p>Bankruptcy No. 17-23687 RKM</p> <p>Chapter 11</p> <p>Chief Judge R. Kimball Mosier</p>
--	---

dba Park City Airport Shuttle;
dba Park City Cabs and Shuttles;
dba Park City Car Rental;
dba Park City Escalade;
dba Park City Executive Transportation;
dba Park City Express Shuttle;
dba Park City Reservations;
dba Park City Shuttles;
dba Park City Taxi;
dba Park City Transport;
dba Park City Transportation;
dba Park City Transportation Elite Services;
dba Park City Transportation Experts;
dba Park City Transportation Express;
dba Park City Transportation Services Express;
dba Park City Transportation Services Shuttle;
dba Park City Transportation Ski Express Shuttle;
dba Park City Transportation Taxi;
dba PCT Charter Services;
dba Premier Transportation;
dba Redhorse Express;
dba Resort Limousine Utah;
dba Salt Lake Airport Shuttle;
dba Salt Lake City Airport Shuttle;
dba Salt Lake City Airport Transportation;
dba Salt Lake City Transportation;
dba Salt Lake City Utah Airport Transportation;
dba Salt Lake Express Shuttle;
dba Salt Lake Park City Shuttle;
dba Salt Lake Shuttle Express;
dba Ski Express Shuttle;
dba Snowbird Express;
dba Sunrise Transportation and Taxi;
dba Sunrise Transportation Services;
dba SuperShuttle of Utah;
dba Utah Airport Transportation;
dba Utah Limousine Service;
dba Xpress 4 Less Car Rental;

dba Xpress 4 Less Taxi; fdbba Xpress 4 Less; fka All Resort Taxi, Inc.; fka Newco Transportation, Inc.; Debtor.	
---	--

**DEBTOR’S MOTION FOR AUTHORITY TO
SELL EXCESS VEHICLES VIA PRIVATE SALES**

All Resort Group, Inc., the above-named Debtor and Debtor-in-Possession (“**Debtor**”), hereby moves this Court in accordance with Sections 363(b)(1) and (f) and 1108 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”)¹ and Rule 6004, Fed. R. Bankr. P., for an order authorizing the Debtor to sell a portion of its excess vehicles, via private sale, free and clear of applicable liens, claims, and interests. This Motion is supported by the *Declaration of J.L. Killingsworth in Support of First Day Motions and Financing Motions* (the “**Omnibus Declaration**”) [Docket No. 19] and incorporated herein by reference. In support of this Motion, the Debtor represents as follows:

INTRODUCTION

1. The Debtor filed a petition for relief under Chapter 11 of the United States Bankruptcy Code on April 28, 2017 (the “**Case**”). The Debtor continues to operate its business and manage its property as a debtor-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108.
2. No trustee or examiner has been appointed in the Case.
3. An Official Unsecured Creditors Committee has been appointed in the Case.

¹ Title 11 of the United States Code shall hereinafter be referred to as the “Bankruptcy Code” and specific sections of 11 U.S.C. §§ 101 *et seq.* shall hereinafter be referred to as “Section ____” or “§ ____.”

4. This Court has jurisdiction to hear and determine this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding under 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

5. All Resorts Group, Inc. (“**ARG**” or “**Debtor**”) is a diversified transportation services company providing a variety of types of transportation services to both the general public and corporate customer through its fleet of SUVs, sedans, private vans, and stretch conversion vehicles. It also provides transportation services to larger groups traveling to a single destination such as business conferences, tours or large gatherings using motor coaches and mini buses. In addition, it provides shuttle services to employees at the Rio Tinto Kennecott Mine. These services are hereinafter collectively referred to as the Debtor’s “**Operations**”.

6. A detailed discussion of the Debtor’s history, description of its businesses, its assets and liabilities, and the events that led to its need for bankruptcy relief are set forth in the Omnibus Declaration.²

7. The Debtor has commenced its Chapter 11 Case to maintain its business as a going concern while it pursues re-energized efforts to operate efficiently and also explore the possibility of selling certain divisions or assets through the bankruptcy process. The Debtor’s ongoing Operations must be comprehensively and effectively organized to ensure that it will be able to operate smoothly in during the Chapter 11 process. Accordingly, it is critical that the

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Omnibus Declaration.

Debtor utilize all of its assets in an efficient manner. In addition, late spring through early summer is traditionally the slowest season of Debtor's Operations.

8. Historically, the Debtor has looked at how to refresh its fleet and ensure that it is not holding onto excess vehicles by creating plans for offloading worn out and unused vehicles. The Debtor's Fleet Manager typically reaches out to a few people in the community who have purchased vehicles in the past to give them an opportunity to first look at the vehicles. There are several people who will buy the older equipment and refurbish it. Normally the Debtor does not advertise, but it has listed such property on craigslist or eBay in the past.

9. Historically, in order to determine the value of the vehicles, the Debtor's Fleet Manager would research the market values based upon the year and condition of the vehicles. He would then propose to liquidate the vehicles based upon approval by upper management.

SALE OF ASSETS

10. The Debtor has identified numerous vehicles that are no longer needed, are out of service, or need to be retired due to their age or condition (the "**Vehicles**").

11. **List of Vehicles to be Sold**: The Debtor has prepared a "List of Excess Vehicles to be Sold" which is attached hereto as **Exhibit "A"**. This list reflects the year, model, vehicle identification number ("**VIN**"), and the anticipated sale price of Sale Vehicle.

12. **Determination of Value**: Exhibit "A" reflects an anticipated sale price by Sale Vehicle and an expected total value. The Debtor's Fleet Manager has researched the market values based upon the year and condition of the Vehicles. Other employees, including the Debtor's president, have approved the suggested sales prices. In addition to its research on the

Vehicles, the Debtor has received expressions of interest from unrelated third parties to purchase some of the Vehicles.

13. **Marketing Efforts**: Upon entry of an order approving this motion, the Debtor shall continue to market the Vehicles as it has in the past, including via word of mouth, signs located on its properties, applicable websites, and social media.

14. **Sales**: The Debtor shall be authorized to accept an offer for any of the Vehicles which it believes to be the highest and best offer. The Debtor shall have full discretion to make a determination of the best offer. Purchases shall be made via cash, cashier's check, or wire transfer ("**Proceeds**") into the Debtor's Debtor-in-Possession bank account (the "**DIP Account**"). Installment payments shall not be accepted. No sales of Vehicles shall be made to an insider within the meaning of 11 U.S.C. § 101(31). No commissions or other fees shall be paid to any party other than reasonable costs of advertising.

15. **Payment of Liens**: The sale of all Vehicles shall be free and clear of all liens, encumbrances, and interests, with any such liens, encumbrances, and interests to attach to the Proceeds of sale. All Proceeds shall be deposited into the Debtor's DIP Account. To the best of the Debtor's knowledge, none of the Vehicles is subject to any lien. To the extent that there are valid liens, however, the Debtor shall be authorized to distribute sales Proceeds to creditors holding valid liens on the Vehicles. After payment of any valid liens, the Proceeds may be used to fund continued operations according to the budgets provided by the Debtor.

16. **Documentation**: Debtor shall prepare all necessary bills of sale, certificates of title, and transfer of title documents.

BASIS FOR RELIEF

17. In the exercise of its business judgment, the Debtor has determined that the proposed sale of the Vehicles herein is in the best interests of the estate and its creditors. These sales will allow the Debtor to reduce the amount of any secured debt through an orderly liquidation of the Vehicles as well as to provide cash to fund its continued operations through the slower season of its Operations.

18. The Debtor is informed and believes that the anticipated sale value for the Vehicles is greater than the aggregate value of any liens on such Vehicles, or, if not, that the holders of claims and interests against the Vehicles will consent to the proposed sales. In addition, the Debtor believes that any and all holders of claims or interests in the Vehicles could be compelled, in a legal or equitable proceeding, to accept a money satisfaction in return for their interests.

19. Pursuant to Federal Rule Bankruptcy Procedure 6004(h), an order approving the sale of property of the Debtor's estate ordinarily is stayed for a period of fourteen (14) days. Cause exists in the instant case to order otherwise. As stated in the 1999 Advisory Committee Note to Rule 6004, the purpose of the Rule 6004(h) stay is "to provide sufficient time for a party to request a stay pending appeal of an order authorizing the use, sale, or lease of Purchased Assets before the order is implemented." Accordingly, if no party objects to the Motion, then the stay would serve no purpose because no party would have the right to appeal.

20. In addition, the Debtor's current budget anticipates that these sales proceeds may be received during the month of June 2017 to help fund Operations. Finally, since this is the Debtor's slowest season, the Fleet Manager has time to market and sell the Vehicles. As set

forth above, the sales proposed herein are essential to prevent potentially irreparable damage to the Debtor's operations, value, and ability to reorganize. Accordingly, the Debtor submits that ample cause exists to justify a waiver of the 14-day stay imposed by Bankruptcy Rule 6004(h), to the extent that it applies.

21. The Debtor believes that the relief requested herein is in the best interests of creditors and parties in interest since the anticipated sales prices are relatively small when compared with the values of the Vehicles in new condition.

WHEREFORE, Debtor prays that it be authorized to sell its Vehicles consisting of excess vehicles via private sale as outlined herein, that it be authorized to disburse the Proceeds as set forth herein, and that it have such other and further relief as is just.

DATED this 27th day of May, 2017.

/s/ Anna W. Drake

Anna W. Drake, No. A0909

ANNA W. DRAKE, P.C.

PO Box 581126

Salt Lake City, UT 84158-1126

Attorney for Debtor and Debtor-in-Possession

LIST OF EXCESS VEHICLES TO BE SOLD

Year	Model	VIN	Anticipated Sale Price
2011	Ford E350 SD XLT 15 PS	1FBSS3BL7BDA33976	6,000.00
2008	Chrysler Aspen	1A8HW58N68F119901	4,000.00
2010	Chevrolet Suburban 2500 LT Sport Utility 4D	1GNUKJE38AR111047	5,500.00
1997	Ford F150 Super Cab	1FTEX08L0VKC70177	500.00
2005	Ford F250 Super Duty Regular Cab	1FTRF14W75NA11825	500.00
2001	Ford F250 SRW	1FTNW21FO1EA32454	300.00
2003	Mitsubishi FE649 (Box Truck)	JW6BBF1H53L003053	3,800.00
913	4x4 Van	1FBSS31S53HA45434	1,000.00
2007	Krystal International	1HVBTAAN67H426295	5,500.00
2006	Krystal Ford	1FDXE45P56DA40424	5,500.00
1997	EL DORADO	1N9TDAC60VC084267	3,500.00
2003	Bluebird LTC40	1BABJBXA73F214825	3,500.00
1999	Bluebird LTC40	1BABBC9A6XF088506	3,500.00
2001	Gillig - Low Floor	15GGB221911072149	3,500.00
2001	Gillig - Low Floor	15GGB221511072147	3,500.00
1999	Thomas 1999 Skyline Corporation Trailer	SFD182AL6XGW14413 - check this VIN: not valid	3,500.00
1998	El Dorado Transmark	1N9TDHC88WC084231	3,500.00
1998	El Dorado Transmark	1N9TDHC87WC084138	3,500.00
1999	Bluebird LTC40	1BAGBCSA2XF088504	3,500.00
	ANTICIPATED TOTAL SALES PRICE		64,100.00

EXHIBIT "A"