

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF OKLAHOMA

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Eateries, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and doing business as names
DBA Garfield's Restaurant & Pub
DBA S&B Burger Joint of Carbondale, IL

3. Debtor's federal Employer Identification Number (EIN) 73-1230348

| | | |
|---------------------|--|---|
| 4. Debtor's address | Principal place of business | Mailing address, if different from principal place of business |
| | <u>14504 Hertz Quail Springs Parkway</u> <u>Oklahoma City, OK 73134</u> Number, Street, City, State & ZIP Code | _____ |
| | <u>Oklahoma</u> County | _____ |
| | | Location of principal assets, if different from principal place of business <u>See Sch. G. Property locted at 11 different restaurants on leased premises.</u> Number, Street, City, State & ZIP Code |

5. Debtor's website (URL) _____

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

Debtor **Eateries, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7225

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
 - Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 - A plan is being filed with this petition.
 - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

| | | | | | |
|----------|----------------------------------|------|-----------------|-------------|-----------------|
| District | Western Dist. of Oklahoma | When | 12/28/12 | Case number | 12-16224 |
| District | Western Dist. of Oklahoma | When | 5/11/09 | Case number | 09-12499 |

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

| | | | |
|----------|----------------------------------|--------------|-----------------------|
| Debtor | GRP of Zanesville LLC | Relationship | Subsidiary |
| District | Western Dist. of Oklahoma | When | Case number, if known |

Debtor **Eateries, Inc.** _____
Name

Case number (if known) _____

Debtor **Eateries, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? *(Check all that apply.)*

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____
Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

| | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

| | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input checked="" type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

| | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Eateries, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
 I have been authorized to file this petition on behalf of the debtor.
 I have examined the information in this petition and have a reasonable belief that the information is true and correct.
 I declare under penalty of perjury that the foregoing is true and correct.
 Executed on April 18, 2017
 MM / DD / YYYY

X /s/ William C. Liedtke, III
 Signature of authorized representative of debtor
 Title Vice President

William C. Liedtke, III
 Printed name

18. Signature of attorney

X /s/ Mark A. Craige OBA No.
 Signature of attorney for debtor

Date April 18, 2017
 MM / DD / YYYY

Mark A. Craige OBA No.
 Printed name

Crowe & Dunlevy
 Firm name

**500 Kennedy Building
 321 South Boston Avenue
 Tulsa, OK 74103-3313**
 Number, Street, City, State & ZIP Code

Contact phone 918.592.9800 Email address mark.craige@crowedunlevy.com

1992
 Bar number and State

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EATERIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF APRIL, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EATERIES, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Jeffrey W. Bullock, Secretary of State

4274709 8300

SR# 20172204759

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202312733

Date: 04-03-17

United States Bankruptcy Court
Western District of Oklahoma

In re Eateries, Inc.

Debtor(s)

Case No.

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **William C. Liedtke, III**, declare under penalty of perjury that I am the **Vice President** of **Eateries, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 4th day of April, 2017.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

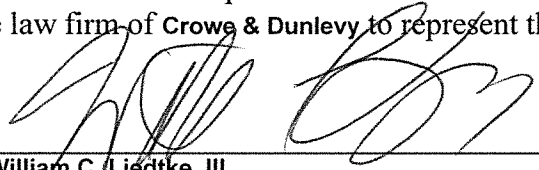
Be It Therefore Resolved, that **William C. Liedtke, III, Vice President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **William C. Liedtke, III, Vice President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **William C. Liedtke, III, Vice President** of this Corporation is authorized and directed to employ **Mark A. Craige OBA No. 1992**, attorney and the law firm of **Crowe & Dunlevy** to represent the corporation in such bankruptcy case."

Date April 4, 2017

Signed



William C. Liedtke, III

Resolution of Board of Directors
of
Eateries, Inc.

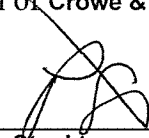
Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **William C. Liedtke, III, Vice President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **William C. Liedtke, III, Vice President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **William C. Liedtke, III, Vice President** of this Corporation is authorized and directed to employ **Mark A. Craige OBA No. 1992**, attorney and the law firm of **Crowe & Dunlevy** to represent the corporation in such bankruptcy case.

Date April 4, 2017

Signed 

H. Preston Stockton

Date April 4, 2017

Signed 

William C. Liedtke III

Fill in this information to identify the case:

Debtor name Eateries, Inc.
 United States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMA
 Case number (if known): _____

Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim | | |
|---|--|---|--|-----------------------------------|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| A & W PLUMBING & HEATING, INC 11 ALLIANCE AVE MURPHYSBORO, IL 62966 | admin@awplumbin gil.com 618-687-5862 | Trade Debt | | | | \$9,950.00 |
| Alabama Dept of Rev P O Box 327790 Montgomery, AL 36132-7790 | 334-242-9690 | sales tax | | | | \$13,514.41 |
| ALLIED REFRIGERATION INC PO BOX 184 ANMOORE, WV 26323 | alliedrefrigeration @yahoo.com 304-669-0520 | Trade Debt | | | | \$7,027.30 |
| CLEARVIEW MALL ASSOC LOCKBOX #781416 PO BOX 8500 PHILADELPHIA, PA 19178-1416 | djc@jjgco.com 412-244-4026 | Trade Debt | | | | \$8,413.34 |
| Five Properties Holding DEPT 41657 PO BOX 650823 DALLAS, TX 75265 | swilliams@snsco m 225-296-6859 | Trade Debt | | | | \$9,572.74 |
| Illinois Dept of Revenue 100 W Randolph St Chicago, IL 60601-3274 | 800-732-8866 | sales tax | | | | \$21,039.00 |

Debtor **Eateries, Inc.**
Name

Case number (if known)

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|--|--|---|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| Internal Revenue Service District Director Chief SpF Stop 5024 55 No Robinson Oklahoma City, OK 73102 | 800-973-0424 | Taxes | | | | \$34,967.97 |
| JASPER RETAIL GROUP Jasper Mall Ofc 300 Hwy 78 East Ste 204 JASPER, AL 35501 | 205-221-9391 | Trade Debt | | | | \$10,237.75 |
| Mississippi Dept of Rev P O Box 22808 Jackson, MS 39225-2808 | 601-923-7393 | sales tax | | | | \$15,603.92 |
| Missouri Dept of Revenue 301 W High St Rm 102 Jefferson City, MO 65101 | dormail@dor.mo.gov 573-751-3505 | sales tax | | | | \$7,903.27 |
| NITTANY CENTRE REALTY LLC C/O NAMDAR REALTY GROUP 150 GREAT NECK RD STE 304 GREAT NECK, NY 11021 | elliott@masonam.com 516-371-5858 | Trade Debt | | | | \$47,981.28 |
| NORTHPARK MALL/JOPLIN CBL #0684 PO BOX 955607 ST. LOUIS, MO 63195-5607 | howardgrody@cblproperties.com 423-490-8317 | Trade Debt | | | | \$16,749.28 |
| Ohio Dept of Taxation P O Box 530 Columbus, OH 43216-0530 | 614-752-6864 | sales tax/commercial activity tax/state withholding tax | | | | \$16,657.60 |
| Pennsylvania Dept of Labo Ofc of UC Tax Svcs 651 Boas St Harrisburg, PA 17121-0750 | UC-news@pa.gov 866-403-6163 | unemployment taxes | | | | \$25,269.63 |

Debtor **Eateries, Inc.**
Name

Case number (if known)

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|--|--|---|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| Pennsylvania Dept of Rev Bureau of Business Trust Fund Taxes P O Box 280901 Harrisburg, PA 17128-0901 | 717-787-3911 | state sales tax | | | | \$15,843.58 |
| PERFORMANCE FOOD GROUP P O BOX 951080 DALLAS, TX 75395-1080 | brad.boe@pfgc.com 303-662-7121 | Trade Debt | | | | \$360,696.12 |
| PR WASHINGTON CROWN LTD MANAGEMENT OFFICE 1500 WEST CHESTNUT ST WASHINGTON, PA 15301 | mikekohen@yahoo.com 646-824-8924 | Trade Debt | | | | \$17,499.99 |
| SUSQUEHANNA VALLEY MALL ASSOCIATES LP PO BOX 932172 CLEVELAND, OH 44193 | 215-875-0700 | Trade Debt | | | | \$31,754.40 |
| UNIVERSITY MALL C/O NAMDAR REALTY GROUP 150 GREAT NECK RD STE 304 GREAT NECK, NY 11021 | elliott@masonam.com 516-371-5858 | Trade Debt | | | | \$35,192.82 |
| W Virginia St Tax Dept 1001 Lee St E Charleston, WV 25391 | TaxHelp@WV.Gov 800-982-8297 | state sales tax | | | | \$15,991.05 |

B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
Western District of Oklahoma**

In re Eateries, Inc.
Debtor(s)

Case No. _____
Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

| | | |
|---|----|---|
| For legal services, I have agreed to accept | \$ | Hourly per Application to be employed |
| Prior to the filing of this statement I have received | \$ | <u>75,000</u> |
| Balance Due | \$ | <u>per application</u> |

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of Debtor in its role as Debtor In Possession.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service: Matters handled by conflicts or special counsel, if any.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Date

Mark A. Craige OBA No. 1992
Signature of Attorney
Crowe & Dunlevy
500 Kennedy Building
321 South Boston Avenue
Tulsa, OK 74103-3313
918.592.9800 Fax: 918.592.9801
mark.craige@crowedunlevy.com
Name of law firm

**United States Bankruptcy Court
Western District of Oklahoma**

In re Eateries, Inc.

Debtor(s)

Case No.

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---|---------------------|----------------------|------------------|
| Hestia Holdings, LLC 14504 Hertz Quail Springs Parkway Oklahoma City, OK 73134 | Common Stock | 100% | Equity |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Vice President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date April 18, 2017

Signature /s/ William C. Liedtke, III
William C. Liedtke, III

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
Western District of Oklahoma**

In re **Eateries, Inc.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Vice President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **April 18, 2017**

/s/ William C. Liedtke, III

William C. Liedtke, III/Vice President

Signer/Title

**United States Bankruptcy Court
Western District of Oklahoma**

In re **Eateries, Inc.**

Debtor(s)

Case No.

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Eateries, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Hestia Holdings, LLC
14504 Hertz
Quail Springs Parkway
Oklahoma City, OK 73134

None [*Check if applicable*]

April 18, 2017

Date

/s/ Mark A. Craige OBA No.

Mark A. Craige OBA No. 1992

Signature of Attorney or Litigant

Counsel for **Eateries, Inc.**

Crowe & Dunlevy

500 Kennedy Building

321 South Boston Avenue

Tulsa, OK 74103-3313

918.592.9800 Fax:918.592.9801

mark.craige@crowedunlevy.com