

**UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
ORLANDO DIVISION  
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IN RE:

Chapter 11 Cases

RED LOBSTER MANAGEMENT LLC,<sup>1</sup>

Case No. 6:24-bk-02486-GER  
Lead Case

RED LOBSTER RESTAURANTS LLC,  
RLSV, INC.,  
RED LOBSTER CANADA, INC.,  
RED LOBSTER HOSPITALITY LLC,  
RL KANSAS LLC,  
RED LOBSTER SOURCING LLC,  
RED LOBSTER SUPPLY LLC,  
RL COLUMBIA LLC,  
RL OF FREDERICK, INC.,  
RED LOBSTER OF TEXAS, INC.,  
RL MARYLAND, INC.,  
RED LOBSTER OF BEL AIR, INC.,  
RL SALISBURY, LLC,  
RED LOBSTER INTERNATIONAL HOLDINGS LLC,

Jointly Administered with  
Case No. 6:24-bk-02487-GER  
Case No. 6:24-bk-02488-GER  
Case No. 6:24-bk-02489-GER  
Case No. 6:24-bk-02490-GER  
Case No. 6:24-bk-02491-GER  
Case No. 6:24-bk-02492-GER  
Case No. 6:24-bk-02493-GER  
Case No. 6:24-bk-02494-GER  
Case No. 6:24-bk-02495-GER  
Case No. 6:24-bk-02496-GER  
Case No. 6:24-bk-02497-GER  
Case No. 6:24-bk-02498-GER  
Case No. 6:24-bk-02499-GER  
Case No. 6:24-bk-02500-GER

Debtors.

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**DEBTORS' AGREED *EX PARTE* MOTION TO CONTINUE SALE HEARING  
FROM JULY 29, 2024, TO SEPTEMBER 5, 2024**

The above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), by and through their undersigned counsel, hereby move the Court, pursuant to Local Rule 5071-1, for the entry of an agreed order continuing the hearing scheduled for July 29, 2024, at 1:30 p.m., to consider the sale of substantially all of the Debtors’ assets to the Stalking Horse Bidder (as

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<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 Red Lobster Management LLC (6889); Red Lobster Sourcing LLC (3075); Red Lobster Supply LLC (9187); RL Kansas LLC (2396); Red Lobster Hospitality LLC (5297); Red Lobster Restaurants LLC (4308); RL Columbia LLC (7825); RL of Frederick, Inc. (9184); RL Salisbury, LLC (7836); RL Maryland, Inc. (7185); Red Lobster of Texas, Inc. (1424); Red Lobster of Bel Air, Inc. (2240); RLSV, Inc. (6180); Red Lobster Canada, Inc. (4569); and Red Lobster International Holdings LLC (4661). The Debtors’ principal offices are located at 450 S. Orange Avenue, Suite 800, Orlando, FL 32801.

defined below) to September 5, 2024, at 10:00 a.m. In support of this Motion, the Debtors state:

**Jurisdiction and Venue**

1. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

**Procedural Background**

3. On May 19, 2024 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

4. The Debtors are operating their businesses and managing their affairs as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On May 31, 2024, the Office of the United States Trustee appointed an Official Committee of Unsecured Creditors (the “Committee”) in these chapter 11 cases [ECF No. 250].

6. For a detailed description of the Debtors, their assets, liabilities and operations, the Debtors respectfully refer the Court and parties-in-interest to *Declaration of Jonathan Tibus in Support of Chapter 11 Petitions and First Day Relief* [ECF No. 6] (the “First Day Declaration”) filed on the Petition Date.

7. On May 20, 2024, the Debtors’ filed the *Motion of the Debtors For Entry of Order (I)(A) Approving Bidding Procedures For Substantially All of the Debtors’ Assets, (B) Authorizing the Debtors to Enter Into Stalking Horse Agreement and to Provide Bidding Protections Thereunder, (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof, (D) Approving Assumption and Assignment Procedures, and (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors’ Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting*

*Related Relief* [ECF No. 49] (the “Sale Procedures Motion”) [ECF No. 49], seeking the entry of an order (the “Sale Procedures Order”)<sup>2</sup> that, among other things, (i)(a) approves the Sale Procedures, (b) authorizes the Debtors to enter into the Stalking Horse Agreement and provides bidding protections thereunder, (c) schedules the Auction and approves the form and manner of notice thereof, (d) approves assumption and assignment procedures, and (e) schedules a Sale Hearing and approves the form and manner of notice thereof, (ii)(a) approves the Sale of the Debtors’ assets free and clear of liens, claims, interests, and encumbrances, and (b) approves the assumption and assignment of executory contracts and unexpired leases; and (iii) grants related relief.

8. On June 14, 2024, the Court entered the Sale Procedures Order [ECF No. 386]. Pursuant to the Sale Procedures Order, an Auction for the Assets was scheduled for July 23, 2024, at 10:00 a.m., and a hearing to consider approval of the sale of the Assets to the Successful Bidder is scheduled for July 29, 2024, at 1:30 p.m. (“Sale Hearing”).

9. On July 19, 2024, the Debtors filed a *Joint Chapter 11 Plan for Red Lobster Management LLC and its Debtor Affiliates* [ECF No. 631] (“Plan”), along with a Disclosure Statement in support thereof [ECF No. 633] (“Disclosure Statement”) and an expedited motion for entry of an order conditionally approving the Disclosure Statement and solicitation procedures [ECF NO. 634] (“Expedited Motion”). A hearing on the Expedited Motion is scheduled for July 26, 2024 at 10 a.m. [ECF No. 641] and the Court has reserved September 5, 2024 at 10 a.m. for a hearing to consider confirmation of the Plan.

10. On July 22, 2024, the Debtors filed their *Notice of (I) Cancellation of Auction and (II) Designation of Successful Bidder* [ECF No. 645] to notify the Court and parties-in-interest that with the exception of the Qualified Bid received from RL Purchaser LLC (the “Stalking Horse”

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<sup>2</sup> Capitalized terms that are not otherwise defined herein shall have the meanings ascribed to them in the Sale Procedures Order.

Bidder”), no Qualified Bids were received by the Bid Deadline and, accordingly, the Debtors canceled the Auction and selected the Stalking Horse Bidder as the Successful Bidder in accordance with the Sale Procedures Order.

**Relief Requested and Basis Therefor**

11. By this Motion, the Debtors seek to continue the Sale Hearing scheduled for July 29, 2024, at 1:30 p.m. to September 5, 2024, at 10:00 a.m., which is the date and time that the Court has reserved for a hearing on confirmation of the Plan. A continuance will both conserve fees incurred by the estates and promote judicial efficiency in favor of the Court and all parties in interest.

12. Undersigned counsel has conferred with the Office of the United States Trustee, Committee counsel, and counsel for the DIP Lenders, all of whom have advised that they do not oppose the relief requested herein.

13. This is the Debtors’ first request for a continuance of the Sale Hearing, and this request is made in good faith and not for purposes of delay.

**WHEREFORE**, the Debtors respectfully request that the Court grant this Motion and enter the agreed Order, substantially in the form attached hereto as **Exhibit A**, (i) continuing the July 29, 2024, Sale Hearing to September 5, 2024, and (ii) granting such further relief which this Court deems just and proper.

*[Remainder of Page Left Blank Intentionally]*

Dated: July 24, 2024

W. Austin Jowers (admitted *pro hac vice*)  
Jeffrey R. Dutson (admitted *pro hac vice*)  
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Respectfully submitted,

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*Filer's Attestation: Pursuant to Local Rule 1001-2(g)(3) regarding signatures, Paul Steven Singerman attests that concurrence in the filing of this paper has been obtained.*

*Counsel for Debtors and Debtors-in-Possession*

**EXHIBIT A**

**(Proposed Order)**

**UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
ORLANDO DIVISION**  
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IN RE:

Chapter 11 Cases

RED LOBSTER MANAGEMENT LLC,<sup>1</sup>

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RED LOBSTER OF BEL AIR, INC.,  
RL SALISBURY, LLC,  
RED LOBSTER INTERNATIONAL HOLDINGS LLC,

Case No. 6:24-bk-02498-GER  
Case No. 6:24-bk-02499-GER  
Case No. 6:24-bk-02500-GER

Debtors.

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**AGREED ORDER GRANTING DEBTORS' AGREED *EX PARTE* MOTION TO  
CONTINUE JULY 29, 2024, SALE HEARING TO SEPTEMBER 5, 2024**

**THIS CASE** came before the Court, without a hearing, upon the *Debtors' Agreed Ex Parte Motion to Continue July 29, 2024, Sale Hearing to September 5, 2024* [ECF No. \_\_\_\_] (the "Motion"), seeking a continuance of the Sale Hearing<sup>2</sup> from July 29, 2024, at 1:30 p.m. to September 5, 2024, at 10:00 a.m. The Court has considered the Motion, notes that the Office of the U.S. Trustee, the Committee, and the DIP Lenders have no opposition to the relief requested in the Motion, and finds good cause for the granting of the relief requested therein. Accordingly, it is

**ORDERED** that:

1. The Motion is **GRANTED**.
2. The Sale Hearing is continued from July 29, 2024, at 1:30 p.m. to September 5, 2024, at 10:00 a.m., George C. Young Federal Courthouse, 400 W. Washington Street, Courtroom 6D, 6<sup>th</sup> Floor, Orlando, Florida 32801.

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*(Attorney Paul Steven Singerman is directed to serve a copy of this order on interested parties who do not receive service by CM/ECF and file a proof of service within three days of entry of the order.)*

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.