

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA**

In re:)	
)	
)	Chapter 11
)	
EATERIES, INC., <i>et al.</i> ¹)	Case No. 17-11444-SAH
)	
Debtors.)	Jointly Administered

DEBTORS' INITIAL REPORT

COME NOW Eateries, Inc. and GRP of Zanesville, LLC (collectively "Debtors") and hereby file the Initial Report of Debtors.

Respectfully submitted,

s/ Lysbeth George

William H. Hoch, OBA No. 15788
Lysbeth L. George, OBA No. 30562
CROWE & DUNLEVY,
A Professional Corporation
Braniff Building
324 North Robinson Avenue, Suite 100
Oklahoma City, OK 73102-8273
Telephone: (405) 234-3245
Facsimile: (405) 272-5203
Will.hoch@crowedunlevy.com
lysbeth.george@crowedunlevy.com

and

Mark A. Craige, OBA #1992
CROWE & DUNLEVY,
A Professional Corporation
500 Kennedy Building

¹ The affiliated Debtors are Eateries, Inc. and GRP of Zanesville, LLC, Case No. 17-11445-SAH.

321 South Boston Avenue
Tulsa, Oklahoma 74103-3313
Telephone: 918.592.9800
Facsimile: 918.592.9801
mark.craige@crowedunlevy.com

COUNSEL FOR DEBTORS

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 11th day of May, 2017, I caused the foregoing document to be transmitted to the Clerk of the Court for electronic filing and transmittal of a Notice of Electronic Filing to all ECF registrants in this case.

s/ Lysbeth George

UNITED STATES TRUSTEE FINANCIAL REQUIREMENTS CHECKLIST, CERTIFICATIONS AND DECLARATIONS

CASE NAME: EATERIES, INC. AND GRP OF ZANESVILLE, LLC

DATE: 5/11/2017

CASE #: 17-11444 AND 17-11445

THE ORIGINAL OF THIS CHECKLIST MUST BE SUBMITTED BEFORE THE INITIAL DEBTOR INTERVIEW. Debtor must attach each of the following documents or a satisfactory explanation for failure to attach a document.

Document Attached	Formerly Subm'd	Explanation Attached		
--X--	-----	-----	1.	Receipt and Certification of Understanding "Operating Guidelines and Reporting Requirements" (Attachment A).
--X--	-----	-----	2.	Completed "Information for Initial Debtor Interview" (Attachment B).
--X--	-----	-----	3.	Completed "Declaration of Pre-Petition Account Closings and Opening of Debtor in Possession Bank Accounts" (Attachment C).
--X--	-----	-----	4.	Limited Waiver.
--X--	-----	-----	5.	Signed Certification of Receipt of Notice - Disclosure under Debt Collection Improvements Act of 1996.
--X--	-----	-----	6.	Copies of filed Federal Income Tax and Personal Property Tax returns for the two (2) years prior with all schedules and attachments. See Note A below.
--X--	-----	-----	7.	Copies of most recent audited and unaudited Financial Statements.
--X--	-----	-----	8.	Balance Sheet as of month-end immediately preceding filing.
--X--	-----	-----	9.	Profit and Loss Statement for month immediately preceding filing.
--X--	-----	-----	10.	Proof of Insurance Coverage - General Liability, Property, Fire & Theft, Workers' Compensation, Vehicle, Other. See Note B below.
--X--	-----	-----	11.	Projected cash budget for first 6 months of post petition operations.
--X--	-----	-----	12.	Detailed listing of Accounts Receivable and an Accounts Receivable Aging Report.
--X--	-----	-----	13.	List of all checks written and other disbursements on all accounts <u>90 days</u> prior to filing petition.

Item 1: Receipt and
Certification of Understanding
“Operating Guidelines and
Reporting Requirements
(Attachment A)

ATTACHMENT A

**RECEIPT AND CERTIFICATION OF UNDERSTANDING
UNITED STATES TRUSTEE
OPERATING GUIDELINES AND REPORTING REQUIREMENTS**

CASE NAME: EATERIES, INC. AND GRP OF ZANESVILLE, LLC

CASE NUMBER: 17-11444 and 17-11445

I hereby certify that I have read and understand the United States Trustee Chapter 11 "Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees". Further, I hereby agree to perform in accordance with said guidelines and requirements.

5/2/2017
(Date)

By: [Signature]
(Debtor)

Vice President
(Title)

William C. Liedtke III
(Printed Name of Signatory)

The undersigned, as counsel for the debtor, has read and reviewed with the debtor the operating guidelines and reporting requirements discussed above.

5/2/2017
(Date)

[Signature]
(Attorney for Debtor)

U.S. Department of Justice

Office of the United States Trustee

OPERATING GUIDELINES AND REPORTING REQUIREMENTS FOR DEBTORS IN POSSESSION AND TRUSTEES (Revised 6/11/2012)

Title 28, §586(a)(3) of the United States Code, directs the United States Trustee to supervise the administration of all Chapter 11 cases. To comply with this charge, the United States Trustee for Region 20 has established these Operating Guidelines and Reporting Requirements for Chapter 11 debtors and trustees. Chapter 11 debtors, trustees, and their attorneys must notify the United States Trustee of significant matters affecting their case. The United States Trustee must be served with copies of all papers filed in the case, except as otherwise directed by the Court or the United States Trustee.

Timely compliance with these requirements is essential. Failure to comply may result in motions to dismiss or convert this case for liquidation under Chapter 7, for the appointment of a Chapter 11 trustee or examiner, or for imposition of sanctions. If you believe that the requirements should be waived or varied in your case, you should immediately submit a written request to the appropriate Field Office of the United States Trustee. (Contact information may be obtained from the United States Trustee website, <http://www.justice.gov/ust/r20/index.htm>. However, debtors, if represented, should contact their attorney with questions about this material.

GUIDELINES AND OPERATING REQUIREMENTS

1. **LIST OF CREDITORS.** When the petition is filed, a list of the debtor's twenty (20) largest unsecured creditors, excluding insiders, must be filed with the Clerk of the Bankruptcy Court. The complete name, address, e-mail address, telephone number, and fax number of each creditor must be included.
2. **INITIAL DEBTOR INTERVIEW.** In chapter 11 cases, the United States Trustee will meet with debtor and debtor's counsel prior to the Section 341 meeting of creditors to obtain requested information and ensure that debtor understands the requirements of these Guidelines. The United States Trustee will notify debtor's counsel of the time and date of this meeting.
3. **BOOKS AND RECORDS.** Debtor's books and records (i.e. general ledger accounts) must be closed as of the petition date and new books and records opened. The old books and records must be retained and be available to the United States Trustee.

4. **BANK ACCOUNTS.** All pre-petition bank accounts controlled by debtor must be closed immediately upon the filing of the petition, and Debtor shall immediately open new debtor-in-possession operating, payroll and tax accounts at a United States Trustee Authorized Depository. In addition, individual debtors engaged in business as sole proprietors should open a separate debtor-in-possession account for payment of personal living expenses. All business revenues must be deposited into the general operating account, with amounts needed to fund the other accounts being transferred to those accounts as necessary. Deposits, other than transfers from the operating account, should not be made directly to the payroll or tax accounts. Any deviation from the three required Debtor In Possession Accounts must be approved by the United States Trustee prior to the Initial Debtor Interview.

Disbursements other than by numbered check are prohibited. Counter checks are prohibited. Requests to use, create, or maintain petty cash accounts must be submitted to the United States Trustee in writing. Each account must be located in a United States Trustee approved depository. The Debtor In Possession is required to maintain bank records and canceled checks, which shall be provided to the United States Trustee upon request.

Within fifteen (15) days of filing the petition, debtor must provide the United States Trustee with a sworn statement describing all pre-petition accounts by depository name, account number, and account name, verifying that each such pre-petition account has been closed. A form that complies with this requirement can be obtained from the United States Trustee website. Additionally, proof of closing old accounts and opening new accounts must be provided.

5. **PROOF OF INSURANCE.** Within fifteen (15) days of filing the petition, debtor must provide the United States Trustee with proof of the insurance coverage required by these guidelines. The proof must disclose, at a minimum, the effective date and the termination date of the coverage; the type and limits of coverage provided, and the identity of all loss payees. Binders must be accompanied by paid receipts. Debtor should instruct its insurance companies to list the United States Trustee as a Certificate Holder. Upon expiration or other termination of any coverage, debtor shall immediately provide the United States Trustee with adequate proof of replacement coverage. Debtor shall maintain at least the following coverage, where appropriate:

- a. General comprehensive liability;
- b. Property (personal & realty);
- c. Casualty and theft;
- d. Workers' compensation;
- e. Vehicle;
- f. Product liability;
- g. Flood insurance;
- h. Directors and Officers liability;

- i. Professional malpractice;
 - j. Other coverage customary or prudent in the debtor's business, or required by law.
6. **PHYSICAL INVENTORY**. Within thirty (30) days of filing the petition, debtor, if requested by the United States Trustee, shall provide the United States Trustee with a physical inventory as of the petition date. The inventory shall be itemized and indicate cost values. For purposes of this reporting requirement, "inventory" is defined as all goods in possession of the debtor intended for sale to customers. It includes finished goods and unfinished goods. It does not include fixed assets owned by the debtor.
7. **RENTAL PROPERTY RECORDS**. Debtors who own commercial or residential rental property shall provide the United States Trustee with a rent roll as of the petition date within fifteen (15) days from the filing of the petition. The rent roll shall consist of (1) a description of each property owned, (2) rental price of each unit, (3) security or other deposits held, (4) occupancy and payment status of each unit, (5) name, address, and phone number of management company, if any, and (6) the monthly management fee for each unit.
8. **MONTHLY OPERATING REPORTS**. Debtor must file an original monthly operating report with the Clerk of the Bankruptcy Court, and serve a copy upon the United States Trustee. The monthly operating reports must be prepared using the forms provided on our website at <http://www.justice.gov/ust/r20/index.htm>. Debtors who are individuals and/or operate a sole proprietorship must complete and file a *Monthly Operating Report (Individuals)*. Debtors who are partnerships, LLC's, professional corporations, or corporations must complete and file the *Standard Monthly Operating Report (Business)*. Small Business Debtors must complete and file a *Small Business Monthly Operating Report*. The Monthly Operating Report is based on a calendar month (e.g. January 1 - January 31), and all reports must be filed by the 21st day of the month following the reporting period.

The Monthly Operating Report cover page must be signed by the debtor's attorney before filing with the court or submitting to the United States Trustee. Additional financial information may be required by the United States Trustee.

With respect to small business debtors, the Basic Monthly Operating Report must include the industry classification code for the debtor's business as required by 28 U.S.C. § 586b(c)(1). The United States Department of Commerce through the Census Bureau promulgates the North American Industry Classification System ("NAICS"). Business debtors should be aware of their NAICS number since it is widely used for tax and workers' compensation purposes. This number must be entered on U. S. Trustee Basic Monthly Operating Report on the line for the "SIC Code."

Debtors have a continuing obligation to file monthly operating reports until the court approves and confirms the Plan of Reorganization. After confirmation debtors are required to file a quarterly *Post-Confirmation Operating Report*. The Post-Confirmation Operating Report includes, among other things, all payments made under the Plan of Reorganization and payments made in the ordinary course of doing business. These reports must be filed quarterly until the court enters a Final Decree, dismisses the case, or converts the case to another chapter in bankruptcy. The original report must be filed with the Clerk of the Bankruptcy Court, and a copy served upon the United States Trustee. The report must be filed by the last day of the month following the reporting period. The Post-Confirmation Operating Reports may be obtained by accessing our website at

<http://www.justice.gov/ust/r20/index.htm>.

9. **TAXES.** Upon payment of each payroll, debtor shall transfer from the operating account to the debtor's tax account sufficient funds to pay any liability associated with the payroll. Taxes shall be paid from the tax account accompanied by appropriate tax deposit coupons. State and local taxes shall also be paid from the tax account. Sales and use taxes shall be deposited to the tax account at least weekly. All tax returns and reports must be timely filed and accompanied by payment in full of any liability. A copy of each return and verification of payment of taxes due must be served on the United States Trustee.
10. **EMPLOYMENT OF PROFESSIONALS AND PRINCIPALS.** A copy of any application to employ or compensate a professional (including, but not limited to, lawyers, accountants, real estate agents/brokers, appraisers, auctioneers, and consultants) must be served upon the United States Trustee. Applications to employ such persons must be filed prior to any services being rendered to debtor.

Each applicant's affidavit must disclose any relationship or contact applicant has with the debtor, any creditor, party in interest, their attorneys and accountants, and employees of the United States Trustee. **A general statement that the applicant is disinterested and does not represent an interest adverse to the estate is *not* sufficient.**

Debtor shall provide the following information regarding employment and compensation of its principals: name and position of the individual; detailed description of the duties and responsibilities; reasons why employment of the individual is necessary for successful reorganization; details of the compensation sought; details of any other benefits or consideration to be received, including but not limited to use of vehicles, housing, expense reimbursement, insurance, and pension or profit sharing; and, each individual's salary and benefit history for the year immediately preceding the filing of the petition.

11. **PRE-PETITION FINANCIAL STATEMENTS.** Within fifteen (15) days of the petition filing, debtor shall provide the United States Trustee with copies of debtor's most recent audited and unaudited financial statements.
12. **FEDERAL INCOME TAX RETURNS.** Within fifteen (15) days of the petition filing, debtor shall provide the United States Trustee with copies of debtor's federal income tax returns for the two years prior to the filing.
13. **NOTICE TO DEBTORS MAKING PAYMENT BY CHECK**

If you send us a check, it will be converted into an electronic funds transfer (EFT). This means we will copy your check and use the account information on it to electronically debit your account for the amount of the check. The debit from your account will usually occur within 24 hours, and will be shown on your regular account statement.

You will not receive your original check back. We will destroy your original check, but we will keep the copy of it. If the EFT cannot be processed for technical reasons, you authorize us to process the copy in place of your original check. If the EFT cannot be completed because of insufficient funds, we may try to make the transfer up to 2 times.

14. **QUARTERLY FEES AFTER CONFIRMATION OF PLAN.** Quarterly fees continue to accrue after the Plan of Reorganization has been confirmed. After confirmation, the debtor is required to submit proof of monthly disbursements, and to continue to pay quarterly fees following the same payment guidelines outlined in Paragraph 13 above until a Final Decree is entered by the court or the case is dismissed or converted to another chapter. Debtor's attorney may contact the Office of United States Trustee if there are any questions regarding post-confirmation quarterly fee forms or billing information.
15. **DISCLOSURE OF INTENT TO USE TAXPAYER IDENTIFYING NUMBER.** Pursuant to the Debt Collection Improvements Act of 1996, Public Law 104-134, Title III, §31001(i)(3)(A), 110 Stat. 1321-365, codified at 31 U.S.C. §3701, the United States Trustee intends to use the debtor's Taxpayer Identifying Number (TIN) as reported by the debtor or debtor's counsel in connection with the chapter 11 bankruptcy proceeding for the purpose of collecting and reporting on any delinquent debt, including chapter 11 quarterly fees and interest, if applicable, that are owed to the United States Trustee.

The United States Trustee will provide the debtor's TIN to the Department of Treasury for its use in attempting to collect overdue debts. Treasury may take the following steps: (1) submit the debt to the Internal Revenue Service Offset Program so that the amount owed may be deducted from any payment made by the federal government to the debtor, including but not limited to tax refunds; (2) report the

delinquency to credit reporting agencies; (3) send collection notices to the debtor; (4) engage private collection agencies to collect the debt and (5) engage the United States Attorney's office to sue for collection. Collection costs will be added to the total amount of the debt.

16. **ADDITIONAL NOTICE REQUIREMENTS.** The United States Trustee must be advised immediately of any significant change in debtor's business. Significant changes include, but are not limited to, casualty or theft losses, changes in insurance coverage, or allegations of violations of laws, ordinances, or regulations, including but not limited to the failure to pay taxes, which could affect the continued operation of the Debtor's business.
17. **CHANGE OF ADDRESS.** It is the debtor's responsibility to notify the United States Trustee and the Bankruptcy Court of any change of address or telephone number within ten (10) days of the change. Notice to the Clerk and the United States Trustee must be in writing. Debtor(s) may not receive notice of actions taken in the case if the debtor fails to provide proper notice to the Clerk and the United States Trustee.

**AMENDMENTS TO OPERATING REQUIREMENTS
and
SOLICITATION OF COMMENTS AND SUGGESTIONS**

The United States Trustee reserves the right to revise, modify or amend these guidelines and requirements from time to time, and as is appropriate in an individual case. Comments or suggestions regarding these guidelines or other policies and procedures of the Office of The United States Trustee are sought and appreciated and should be directed to the United States Trustee for Region 20 at the address shown below:

**UNITED STATES TRUSTEE
REGION 20
301 North Main, Ste. 1150
Wichita, Kansas 67202**

Item 2: Completed “Information for Initial Debtor Interview” (Attachment B)

ATTACHMENT B

INFORMATION FOR INITIAL DEBTOR INTERVIEW

Please type or handwritten legibly. Attach additional pages as necessary to provide a complete response.

CASE NAME: EATERIES, INC. AND GRP OF ZANESVILLE, LLC
CASE NUMBER: 17-11444 AND 17-11445

DATE: 5/11/2017

TYPE OF BUSINESS: RESTAURANTS

NUMBER OF EMPLOYEES: 375 DATE STARTED/INCORPORATED: 6/1/1984
(if leased, please provide name of leasing company)

CORPORATE OFFICERS, PARTNERS, OR SOLE PROPRIETORSHIP:

<u>NAME</u>	<u>TITLE</u>	<u>% OF OWNERSHIP</u>	<u>SALARY</u> (PAST 12 MOS.)
-------------	--------------	-----------------------	------------------------------

PLEASE SEE ATTACHMENT B-1 FOR OWNER/OFFICER INFORMATION.

SPECIFIC CONDITIONS WHICH CAUSED THE CHAPTER 11 PETITION TO BE FILED:

PLEASE SEE ATTACHMENT B-2.

DEBTOR'S PROPOSED PLAN OF ACTION:

PLEASE SEE ATTACHMENT B-2.

FINANCIAL POSITION AS OF FILING DATE:

ASSETS

Cash: \$80,912.90

Inventory: \$147,032.95

Accounts receivable (total): \$7,880.34 Amount Uncollectible:

Furniture & Fixtures: \$515,389 NBV-Includes Equipment and Leasehold Improvements

Equipment: Included above

Vehicles: n/a

Real estate:

<u>Location/Description</u>	<u>Value</u>	<u>Debt</u>	<u>Lien Holder</u>
<u>Not Applicable</u>			

ATTACHMENT B**INFORMATION FOR INITIAL DEBTOR INTERVIEW**Accounts/Notes receivable from officers: Not ApplicableOther Significant Assets: Estimated FMV of Various Liquor/Beer Licenses \$230,000**LIABILITIES**Unsecured/Trade Accounts Payable: \$671,824.98

Taxes:

<u>Taxing Authority</u>	<u>Amount</u>
-------------------------	---------------

Please see Attachment B-3 for Listing of Outstanding Taxes.Wages Owed: \$87,231.36 Net/Paid Pursuant to Order Number of Claims: 290

Rent Owed _____ Months in Arrears: _____

Please see Attachment B-4 for Rents Owed and Months Outstanding.Accounts or Notes Payable to Officers: Not ApplicablePost Petition Litigation (List Cases): Not Applicable

Secured Debts: (Do not repeat obligations listed under real estate)

<u>Secured Party</u>	<u>Date of Transaction</u>	<u>Amount</u>	<u>Collateral</u>
<u>Fiesta Holdings, Inc.</u>	<u>10/01/2014</u>	<u>\$425,845.00</u>	<u>All Assets</u>
<u>Fresh Capital, LLC</u>	<u>08/07/2013</u>	<u>\$761,924.00</u>	<u>All Assets</u>
<u>Practical Investors, LLC</u>	<u>12/29/2006</u>	<u>\$145,000.00</u>	<u>All Assets</u>
<u>First Insurance Funding</u>	<u>10/01/2016</u>	<u>\$161,514.49</u>	<u>Insurance Policies</u>

LIST ALL PERSONS AUTHORIZED TO USE DEBIT OR CHARGE CARDS. NOT APPLICABLE**HAS APPLICATION FOR EMPLOYMENT OF DEBTOR'S COUNSEL BEEN FILED WITH THE COURT?**YES X NO _____**HAS APPLICATION FOR EMPLOYMENT OF DEBTOR'S ACCOUNTANT BEEN FILED WITH THE COURT?**YES X NO _____

Eateries, Inc. and GRP of Zanesville, LLC
Item 2 - Attachment B-1

Eateries, Inc.

Owner/Officer Name	Title	Salary and Benefits	
		Actual 2016	Est. 2017
H. Preston Stockton	Director and President	n/a	n/a
William C. Liedtke, III	Director, Vice President and Secretary	n/a	n/a
Hestia Holdings, LLC	Sole Stockholder, Owns 100%		

GRP of Zanesville, LLC

Owner/Officer Name	Title	Salary and Benefits	
		Actual 2016	Est. 2017
H. Preston Stockton	Manager	n/a	n/a
William C. Liedtke, III	Manager	n/a	n/a
Eateries, Inc.	Sole Member, Owns 100%		

Eateries, Inc. and GRP of Zanesville, LLC
Item 2 – Attachment B-2

Specific Conditions Which Caused the Chapter 11 Petition to be Filed:

Eateries (directly or through its subsidiary Zanesville) operates a chain of 15 restaurants located in 9 states, and employs more than 450 people. These restaurants are located in various shopping malls whose business is directly related to the volume of shoppers visiting the anchor tenants in such malls. The continued changes in the overall consumer marketplace including the increase in online shopping has left brick-and-mortar shopping centers to fight over an ever smaller group of consumers. As a result, over the last year, certain segments of the retail shopping industry have experienced a significant downturn resulting in announcements by Macy's, Sears, and, most recently, JC Penney that they have or will close hundreds of these anchor stores. This downturn has had a direct impact on this business of those restaurants located in shopping malls experiencing decreased business. As a result of the decreased business, Eateries has been attempting to renegotiate its lease terms with various of its landlords without success. Indeed, the downturn has resulted in the closure of 4 of Eateries' restaurant locations in advance of the filing of this bankruptcy, leaving 11 in operation in 6 states, employing approximately 375 people, at the time of the filing of this case.

Debtor's Proposed Plan of Action:

Debtors are negotiating with the landlords for the 11 remaining stores to determine which leases can be modified to provide for rents appropriate for the income generated at each respective location. Debtors will determine which, if any, additional leases need to be rejected. Debtor will then evaluate whether to propose a plan for an operational reorganization or liquidation as a going concern.

Eateries, Inc. and GRP of Zanesville, LLC
Item 2 - Attachment B-3

Taxing Authority	Tax Type	Amount
IRS	Federal Withholding	\$ 71,328.42
IRS	Federal Unemployment	12,000.44
ILLINOIS DEPT OF REVENUE	State Withholding	1,934.39
PA DEPARTMENT OF REVENUE	State Withholding	2,601.84
OKLAHOMA TAX COMMISSION	State Withholding	650.00
STATE OF MICHIGAN	State Withholding	2,515.25
ALABAMA DEPARTMENT OF REVENUE	State Withholding	-
OHIO DEPARTMENT OF TAXATION	State Withholding	1,527.53
WEST VIRGINIA DEPARTMENT OF TA	State Withholding	2,606.05
MISSOURI DEPT OF REVENUE	State Withholding	738.44
REGIONAL INCOME TAX BUREAU	State Withholding	33.74
BERKHEIMER TAX ADMINISTRATION	State Withholding	3,901.24
MONROE TOWNSHIP	State Withholding	574.00
CENTRE TAX AGENCY	State Withholding	650.63
KEYSTONE COLLECTIONS GROUP	State Withholding	488.41
OHIO DEPT OF JOB & FAMILY SERV	State Unemployment	2,684.22
ALABAMA DEPT. OF INDUSTRIAL RELATIONS	State Unemployment	1,151.15
ILLINOIS DEPT. OF EMPLOYMENT SECURITY	State Unemployment	4,929.73
MISSISSIPPI DEPT OF EMPLOYMENT SECURITY	State Unemployment	3,933.85
MICHIGAN UNEMPLOYMENT INSURANCE AGENCY	State Unemployment	3,974.03
WORKFORCE WEST VIRGINIA	State Unemployment	4,438.10
OKLAHOMA EMPLOYMENT SECURITY C	State Unemployment	259.99
PA UC FUND	State Unemployment	31,498.47
ALABAMA DEPARTMENT OF REVENUE	Sales/Use Tax	17,769.56
CITY OF BRIDGEPORT, WV	Sales/Use Tax	1,714.93
CITY OF CARBONDALE, IL	Sales/Use Tax	6,204.82
CITY OF DANVILLE, IL	Sales/Use Tax	1,883.81
CITY OF JASPER, AL - LIQUOR BY THE DRINK	Sales/Use Tax	3,641.85
CITY OF WESTOVER, WV	Sales/Use Tax	1,307.33
ILLINOIS DEPT OF REVENUE	Sales/Use Tax	32,038.00
MICHIGAN DEPT OF TREASURY	Sales/Use Tax	4,310.80
MISSISSIPPI DEPT OF REVENUE	Sales/Use Tax	20,567.34
MISSOURI DEPT OF REVENUE	Sales/Use Tax	7,800.35
WEST VIRGINIA STATE TAX DEPARTMENT	Sales/Use Tax	20,451.33
OHIO DEPT OF TAXATION	Sales/Use Tax	20,744.88
OKLAHOMA TAX COMMISSION	Sales/Use Tax	3,186.73
PA DEPARTMENT OF REVENUE	Sales/Use Tax	14,667.77
LAURA KIESLING, COLLECTOR, PENNSYLVANIA	Sales/Use Tax	418.23
OHIO DEPT OF TAXATION	Activity Tax	1,900.00
		<u>\$ 313,027.65</u>

Eateries, Inc. and GRP of Zanesville, LLC
Item 2 - Attachment B-4
Summary of Outstanding Rents

Location	Landlord/Payee	Outstanding			Months
		AP Amount	Accrued %	Total	
Greenville, MS	Five Properties Holding Co. LLC	\$ -	\$ 8,079.56	\$ 8,079.56	*
Zanesville, OH	Colony Square TEI Investors LLC	-	4,039.78	4,039.78	*
Morgantown, WV	Morgantown Mall Associates, LP	29,223.72	5,049.73	34,273.45	*
Washington, PA	Washington Crown Limited	-	3,029.84	3,029.84	*
State College, PA	Nittany Centre Realty, LLC	47,981.28	-	47,981.28	3
Selinsgrove, PA	Susquehanna Valley Mall Associates, LP	31,754.40	-	31,754.40	2
Butler, PA	Clearview Mall Associates, Division 103530	8,413.34	-	8,413.34	2
Bartlesville, OK	GGP Washington Park Mall	6,993.32	-	6,993.32	1
Carbondale, IL (S&B)	University Mall Realty LLC	35,192.82	-	35,192.82	3
Adrian, MI (S&B)	Adrian Mall MI, LLC	5,833.33	-	5,833.33	1
		<u>\$ 165,392.21</u>	<u>\$ 20,198.91</u>	<u>\$ 185,591.12</u>	

* Accrued percentage rent represents estimated amounts due for 2016-2017. AP amount for Morgantown, WV represents final actual amount of percentage rent due for 2015-2016.

Item 3: Completed “Declaration
of Pre-Petition Account
Closings and Opening of Debtor
in Possession Bank Accounts”
(Attachment C)

ATTACHMENT C**DECLARATION OF PRE-PETITION ACCOUNT CLOSINGS
AND OPENING OF DEBTOR IN POSSESSION BANK ACCOUNTS****CASE NAME:** EATERIES, INC. AND GRP OF ZANESVILLE, LLC**CASE NUMBER:** 17-11444 AND 17-11445

All pre-petition bank accounts of Eateries, Inc. and GRP of Zanesville, LLC, as listed
(Debtor)
below, were closed on n/a – See Notes (1) and (2) below.

Depository Name	Account Name	Account Number
_____	_____	_____

On 4/18/2017, the monies of the Debtors were in the following chapter
11 debtor in possession bank accounts:

See Exhibit "A" to the motion referenced in Note (1) below.

Depository Name	Account Name	Account Number
_____	_____	_____

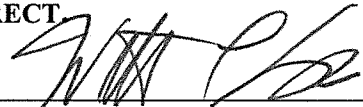
Attach proof that prepetition accounts have been closed and Debtor In Possession accounts
opened. n/a – See Notes (1) and (2) below and pleading copies attached hereto.

- (1) On April 19, Debtors filed Debtors' Amended Motion for Order Under 11 U.S.C. §§ 105, 363, 364, 1107 and 1108 (I) Authorizing Continued Use of Existing Bank Accounts, Business Forms, Credit Card Processing Agreements and Cash Management System; (II) Waiving Requirements of Section 345 of the Bankruptcy Code; and (III) Authorizing Continued Use of Intercompany Transactions
- (2) On April 25, 2017, an Amended Order Under 11 U.S.C. §§ 105, 363, 364, 1107 and 1108 (I) Authorizing Continued Use of Existing Bank Accounts, Business Forms, Credit Card Processing Agreements and Cash Management System; (II) Waiving Requirements of Section 345 of the Bankruptcy Code; and (III) Authorizing Continued Use of Intercompany Transactions and Notice of Opportunity for Hearing was entered by the Court.

The average post-petition monthly disbursements are estimated to be \$870,000 each month.

**PURSUANT TO 28 U.S.C. SECTION 1746, I DECLARE UNDER PENALTY OF
PERJURY THAT THE FOREGOING IS TRUE AND CORRECT**

Executed on: 5/2/2017
(Date)


(Debtor)

(Title) **William C. Liedtke III**
Vice President
(Printed Name of Signatory)

Item 4: Limited Waiver



U.S. Department of Justice

Office of the United States Trustee

LIMITED WAIVER

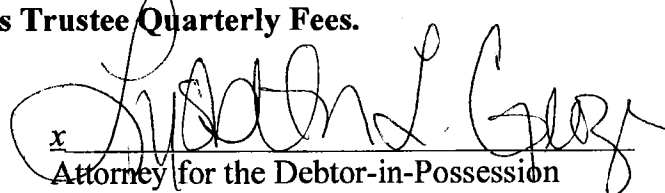
CASE NAME: Eateries, Inc. and GRP of Zanesville, LLC

CHAPTER 11 CASE NO.: 17-11444 and 17-11445

DATE: 04/28/2017

I am the attorney for the above referenced chapter 11 debtor-in-possession.

I consent to one or more contacts with my client, or my client's officers, directors, employees, if applicable, by a paralegal, bankruptcy analyst, or other non-attorney employee in the Office of the United States Trustee concerning the administrative and ministerial requirements of the United States Trustee in connection with this chapter 11 case, including by way of illustration but not of limitation, compliance with the United States Trustee's Operating Guidelines and Reporting Requirements, the proper completion of monthly operating reports, the maintenance of appropriate insurance, banking arrangements, approved banking depositories, and the payment and calculation of United States Trustee Quarterly Fees.


x _____
Attorney for the Debtor-in-Possession

Debtor In Possession Contact: William Liedtke

Telephone Number: 405-834-8522 **Fax Number:** 866-531-0416

Item 5: Signed Certification of Receipt of Notice – Disclosure under Debt Collection Improvements Act of 1996



U.S. Department of Justice

Office of the United States Trustee

**CERTIFICATION OF RECEIPT AND UNDERSTANDING OF
NOTICE – DISCLOSURE UNDER DEBT COLLECTION
IMPROVEMENTS ACT OF 1996**

NOTICE

**DISCLOSURE OF INTENT TO USE TAXPAYER IDENTIFICATION NUMBER
FOR THE PURPOSE OF COLLECTING AND REPORTING DELINQUENT
QUARTERLY FEES OWED TO THE UNITED STATES TRUSTEE PURSUANT
TO 28 U.S.C. §1930(A)(6)**

Please be advised that, pursuant to the Debt Collection Improvements Act of 1996, Public Law 104-134, Title III, §31001(i)(3)(A), 110 Stat. 1321-365, codified at 31 U.S.C. §701, the United States Trustee intends to use the debtor's Taxpayer Identifying Number ("TIN") as reported by the debtor or debtor's counsel in connection with the chapter 11 bankruptcy proceedings for the purpose of collecting and reporting on any delinquent debt, including chapter 11 quarterly fees, that are owed to the United States Trustee.

The United States Trustee will provide the debtor's TIN to the Department of Treasury for its use in attempting to collect overdue debts. Treasury may take the following steps: (1) submit the debt to the Internal Revenue Service Offset Program so that the amount owed may be deducted from any payment made by the federal government to the debtor, including but not limited to tax refunds; (2) report the delinquency to credit reporting agencies; (3) send collection notices to the debtor; (4) engage private collection agencies to collect the debt; and (5) engage the United States Attorney's office to sue for collection. Collection costs will be added to the total amount of the debt.

I hereby certify that I have read and understand the foregoing Notice – Disclosure Under the Debt Collection Improvements Act of 1996.

04/28/2017

(Date)

A handwritten signature in black ink, appearing to read "W. Liedtke", is written over a horizontal line.

(Debtor)

Vice-President of Eateries, Inc. and Manager of GRP of 7

(Title)

William C. Liedtke

(Printed Name of Signatory)

Item 6: Filed Federal Income Tax for 2015-2016 and Personal Property Tax Returns

Item 6 - Part 1:
Filed Federal Income Tax
Returns for 2015-2016

400009

Eateries Inc
2016
Federal & State
Income Tax Returns

Form 1120 Department of the Treasury Internal Revenue Service		U.S. Corporation Income Tax Return For calendar year 2016 or tax year beginning _____, ending _____ Information about Form 1120 and its separate instructions is at www.irs.gov/form1120 .				OMB No. 1545-0123 2016	
A Check if: 1a Consolidated return (attach Form 851) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co. (attach Sch. PH) <input type="checkbox"/> 3 Personal service corp. (see instructions) <input type="checkbox"/> 4 Schedule M-3 attached <input type="checkbox"/>		NAME Eateries Inc TYPE OR PRINT Number, street, and room or suite no. If a P.O. box, see instructions. 27 E Sheridan Ave Suite 200 City or town, state, or province, country, and ZIP or foreign postal code Oklahoma City OK 73104		B Employer identification number 73-1230348 C Date incorporated 06/01/1984 D Total assets (see instructions) \$ 2,502,493			
		E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change					
Income	1a Gross receipts or sales		1a	18,224,832			
	b Returns and allowances		1b				
	c Balance. Subtract line 1b from line 1a		1c	18,224,832			
	2 Cost of goods sold (attach Form 1125-A)		2	5,325,897			
	3 Gross profit. Subtract line 2 from line 1c		3	12,898,935			
	4 Dividends (Schedule C, line 19)		4				
	5 Interest		5				
	6 Gross rents		6				
	7 Gross royalties		7	19,784			
	8 Capital gain net income (attach Schedule D (Form 1120))		8				
	9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)		9	-63,556			
10 Other income (see instructions—attach statement)		10	1,611,098				
11 Total income. Add lines 3 through 10		11	14,466,261				
Deductions (See instructions for limitations on deductions.)	12 Compensation of officers (see instructions—attach Form 1125-E)		12	417,650			
	13 Salaries and wages (less employment credits)		13	5,105,425			
	14 Repairs and maintenance		14	306,228			
	15 Bad debts		15				
	16 Rents		16	1,937,921			
	17 Taxes and licenses		17	844,121			
	18 Interest		18	6,897			
	19 Charitable contributions		19	0			
	20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)		20	1,136,086			
	21 Depletion		21				
	22 Advertising		22	288,678			
	23 Pension, profit-sharing, etc., plans		23				
	24 Employee benefit programs		24	65,308			
	25 Domestic production activities deduction (attach Form 8903)		25				
	26 Other deductions (attach statement)		26	4,220,909			
	27 Total deductions. Add lines 12 through 26		27	14,329,223			
	28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11		28	137,038			
29a Net operating loss deduction (see instructions)		29a	137,038				
b Special deductions (Schedule C, line 20)		29b					
c Add lines 29a and 29b		29c	137,038				
Tax, Refundable Credits, and Payments	30 Taxable income. Subtract line 29c from line 28. See instructions		30	0			
	31 Total tax (Schedule J, Part I, line 11)		31	0			
	32 Total payments and refundable credits (Schedule J, Part II, line 21)		32				
	33 Estimated tax penalty. See instructions. Check if Form 2220 is attached <input type="checkbox"/>		33				
	34 Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed		34				
	35 Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid		35				
	36 Enter amount from line 35 you want: Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		36				
	<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. </div> <div style="width: 35%;"> May the IRS discuss this return with the preparer shown below? See instructions. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div> </div>						
Signature of officer H Preston Stockton		Date _____		Title President			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date		
	Keith W Robison		Keith W Robison		04/20/17		
	Firm's name Robison Gary Johnson & Associates PLLC		Firm's EIN 46-1765638				
Firm's address 14220 Barbour Ave		Phone no. 405-507-3905					
Oklahoma City, OK		73134					

Form 1120 (2016) **Eateries Inc****73-1230348**Page **2**

Schedule C Dividends and Special Deductions (see instructions)		(a) Dividends received	(b) %	(c) Special deductions (a) x (b)
1	Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		70	
2	Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		80	
3	Dividends on debt-financed stock of domestic and foreign corporations		see instructions	
4	Dividends on certain preferred stock of less-than-20%-owned public utilities		42	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities		48	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs		70	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs		80	
8	Dividends from wholly owned foreign subsidiaries		100	
9	Total. Add lines 1 through 8. See instructions for limitation			
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11	Dividends from affiliated group members		100	
12	Dividends from certain FSCs		100	
13	Dividends from foreign corporations not included on line 3, 6, 7, 8, 11, or 12			
14	Income from controlled foreign corporations under subpart F (attach Form(s) 5471)			
15	Foreign dividend gross-up			
16	IC-DISC and former DISC dividends not included on line 1, 2, or 3			
17	Other dividends			
18	Deduction for dividends paid on certain preferred stock of public utilities			
19	Total dividends. Add lines 1 through 17. Enter here and on page 1, line 4			
20	Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on page 1, line 29b			

Form **1120** (2016)

Form 1120 (2016) **Eateries Inc****73-1230348**Page **3****Schedule J Tax Computation and Payment** (see instructions)**Part I—Tax Computation**

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120)). See instructions	<input type="checkbox"/>	2	Income tax. Check if a qualified personal service corporation. See instructions	<input type="checkbox"/>	0
3	Alternative minimum tax (attach Form 4626)		3			
4	Add lines 2 and 3		4			0
5a	Foreign tax credit (attach Form 1118)	5a				
b	Credit from Form 8834 (see instructions)	5b				
c	General business credit (attach Form 3800)	5c		0		
d	Credit for prior year minimum tax (attach Form 8827)	5d				
e	Bond credits from Form 8912	5e				
6	Total credits. Add lines 5a through 5e		6			
7	Subtract line 6 from line 4		7			
8	Personal holding company tax (attach Schedule PH (Form 1120))		8			
9a	Recapture of investment credit (attach Form 4255)	9a				
b	Recapture of low-income housing credit (attach Form 8611)	9b				
c	Interest due under the look-back method—completed long-term contracts (attach Form 8697)	9c				
d	Interest due under the look-back method—income forecast method (attach Form 8866)	9d				
e	Alternative tax on qualifying shipping activities (attach Form 8902)	9e				
f	Other (see instructions—attach statement)	9f				
10	Total. Add lines 9a through 9f		10			
11	Total tax. Add lines 7, 8, and 10. Enter here and on page 1, line 31		11			0

Part II—Payments and Refundable Credits

12	2015 overpayment credited to 2016	12	
13	2016 estimated tax payments	13	
14	2016 refund applied for on Form 4466	14	()
15	Combine lines 12, 13, and 14	15	
16	Tax deposited with Form 7004	16	
17	Withholding (see instructions)	17	
18	Total payments. Add lines 15, 16, and 17	18	
19	Refundable credits from:		
a	Form 2439	19a	
b	Form 4136	19b	
c	Form 8827, line 8c	19c	
d	Other (attach statement—see instructions)	19d	
20	Total credits. Add lines 19a through 19d	20	
21	Total payments and credits. Add lines 18 and 20. Enter here and on page 1, line 32	21	

Schedule K Other Information (see instructions)

1	Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶	Yes	No
2	See the instructions and enter the:		
a	Business activity code no. ▶ 722511		
b	Business activity ▶ Accommodation, Foo		
c	Product or service ▶ Full-service resta		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidary controlled group? If "Yes," enter name and EIN of the parent corporation ▶		X
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G)	X	
b	Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G)		X

Form **1120** (2016)

Form 1120 (2016) **Eateries Inc****73-1230348**Page **4****Schedule K Other Information** (continued from page 3)

				Yes	No
5 At the end of the tax year, did the corporation:					
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on Form 851 , Affiliations Schedule? For rules of constructive ownership, see instructions.					X
If "Yes," complete (i) through (iv) below.					
(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock		
b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions.					X
If "Yes," complete (i) through (iv) below.					
(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital		
6 During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? See sections 301 and 316					X
If "Yes," file Form 5452 , Corporate Report of Nondividend Distributions.					
If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.					
7 At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of (a) the total voting power of all classes of the corporation's stock entitled to vote or (b) the total value of all classes of the corporation's stock?					X
For rules of attribution, see section 318. If "Yes," enter:					
(i) Percentage owned ► and (ii) Owner's country ►					
(c) The corporation may have to file Form 5472 , Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ►					
8 Check this box if the corporation issued publicly offered debt instruments with original issue discount					<input type="checkbox"/>
If checked, the corporation may have to file Form 8281 , Information Return for Publicly Offered Original Issue Discount Instruments.					
9 Enter the amount of tax-exempt interest received or accrued during the tax year ► \$ 0					
10 Enter the number of shareholders at the end of the tax year (if 100 or fewer) ► 1					
11 If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here					<input type="checkbox"/>
If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election won't be valid.					
12 Enter the available NOL carryover from prior tax years (don't reduce it by any deduction on line 29a.) ► \$ 3,621,671					
13 Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year and its total assets at the end of the tax year less than \$250,000?					X
If "Yes," the corporation isn't required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year ►\$					
14 Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement? See instructions					X
If "Yes," complete and attach Schedule UTP.					
15a Did the corporation make any payments in 2016 that would require it to file Form(s) 1099?					X
b If "Yes," did or will the corporation file required Forms 1099?					X
16 During this tax year, did the corporation have an 80% or more change in ownership, including a change due to redemption of its own stock?					X
17 During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction?					X
18 Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million?					X
19 During the corporation's tax year, did the corporation make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474) of the Code?					X

Form **1120** (2016)

Form 1120 (2016) **Eateries Inc****73-1230348**Page **5**

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		205,534		-14,723
2a	Trade notes and accounts receivable	99,011		72,906	
b	Less allowance for bad debts		99,011		72,906
3	Inventories		241,791		202,674
4	U.S. government obligations				
5	Tax-exempt securities (see instructions)				
6	Other current assets (att. stmt.) Stmt 4		52,011		27,350
7	Loans to shareholders				
8	Mortgage and real estate loans				
9	Other investments (attach stmt.)				
10a	Buildings and other depreciable assets	5,267,468		5,440,998	
b	Less accumulated depreciation	3,505,155	1,762,313	3,967,546	1,473,452
11a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization				
14	Other assets (attach stmt.) Stmt 5		1,254,877		740,834
15	Total assets		3,615,537		2,502,493
Liabilities and Shareholders' Equity					
16	Accounts payable		615,027		522,318
17	Mortgages, notes, bonds payable in less than 1 year				
18	Other current liabilities (att. stmt.) Stmt 6		1,533,091		511,084
19	Loans from shareholders				
20	Mortgages, notes, bonds payable in 1 year or more		1,058,953		997,000
21	Other liabilities (attach statement) Stmt 7		1,807,528		1,146,908
22	Capital stock: a Preferred stock				
	b Common stock				
23	Additional paid-in capital				
24	Retained earnings—Appropriated (att. stmt.)				
25	Retained earnings—Unappropriated		-1,399,062		-674,817
26	Adjustments to SH equity (att. stmt.)				
27	Less cost of treasury stock				
28	Total liabilities and shareholders' equity		3,615,537		2,502,493

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3. See instructions.

1	Net income (loss) per books	724,245	7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax per books			Tax-exempt interest \$	
3	Excess of capital losses over capital gains			Stmt 8	22,773
4	Income subject to tax not recorded on books this year (itemize):				
5	Expenses recorded on books this year not deducted on this return (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
a	Depreciation \$			a Depreciation \$	572,383
b	Charitable contributions \$			b Charitable contributions \$	
c	Travel and entertainment \$	7,949			
		7,949			572,383
6	Add lines 1 through 5	732,194	9	Add lines 7 and 8	595,156
			10	Income (page 1, line 28)—line 6 less line 9	137,038

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1	Balance at beginning of year	-1,399,062	5	Distributions: a Cash	
2	Net income (loss) per books	724,245		b Stock	
3	Other increases (itemize):			c Property	
			6	Other decreases (itemize):	
			7	Add lines 5 and 6	
4	Add lines 1, 2, and 3	-674,817	8	Balance at end of year (line 4 less line 7)	-674,817

Form **1120** (2016)

**SCHEDULE D
(Form 1120)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

▶ Attach to Form 1120, 1120-C, 1120-F, 1120-FSC, 1120-H, 1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT, 1120-RIC, 1120-SF, or certain Forms 990-T.

▶ Information about Schedule D (Form 1120) and its separate instructions is at www.irs.gov/form1120.

OMB No. 1545-0123

2016

Name

Employer identification number

Eateries Inc**73-1230348****Part I Short-Term Capital Gains and Losses — Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain from installment sales from Form 6252, line 26 or 37				4
5 Short-term capital gain or (loss) from like-kind exchanges from Form 8824				5
6 Unused capital loss carryover (attach computation)				6 (179,945)
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column h				7 -179,945

Part II Long-Term Capital Gains and Losses — Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Enter gain from Form 4797, line 7 or 9				11
12 Long-term capital gain from installment sales from Form 6252, line 26 or 37				12
13 Long-term capital gain or (loss) from like-kind exchanges from Form 8824				13
14 Capital gain distributions (see instructions)				14
15 Net long-term capital gain or (loss). Combine lines 8a through 14 in column h				15

Part III Summary of Parts I and II

16 Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	16
17 Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	17
18 Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns. If the corporation has qualified timber gain, also complete Part IV	18

Note: If losses exceed gains, see **Capital losses** in the instructions.

For Paperwork Reduction Act Notice, see the Instructions for Form 1120. There are no amounts for Page 2

Schedule D (Form 1120) (2016)

DAA

Form 4626	Alternative Minimum Tax—Corporations ▶ Attach to the corporation's tax return. ▶ Information about Form 4626 and its separate instructions is at www.irs.gov/form4626 .	OMB No. 1545-0123 <div style="font-size: 24pt; font-weight: bold;">2016</div>
Department of the Treasury Internal Revenue Service Name Eateries Inc		Employer identification number 73-1230348

Note: See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).

1 Taxable income or (loss) before net operating loss deduction	1	137,038
2 Adjustments and preferences:		
a Depreciation of post-1986 property	2a	141,901
b Amortization of certified pollution control facilities	2b	
c Amortization of mining exploration and development costs	2c	
d Amortization of circulation expenditures (personal holding companies only)	2d	
e Adjusted gain or loss	2e	-2,906
f Long-term contracts	2f	
g Merchant marine capital construction funds	2g	
h Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	2h	
i Tax shelter farm activities (personal service corporations only)	2i	
j Passive activities (closely held corporations and personal service corporations only)	2j	
k Loss limitations	2k	
l Depletion	2l	
m Tax-exempt interest income from specified private activity bonds	2m	
n Intangible drilling costs	2n	
o Other adjustments and preferences Stmt 9	2o	-4,367
3 Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	3	271,666
4 Adjusted current earnings (ACE) adjustment:		
a ACE from line 10 of the ACE worksheet in the instructions	4a	271,666
b Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount. See instructions.	4b	
c Multiply line 4b by 75% (0.75). Enter the result as a positive amount	4c	
d Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments. See instructions. Note: You <i>must</i> enter an amount on line 4d (even if line 4b is positive)	4d	0
e ACE adjustment.	4e	
• If line 4b is zero or more, enter the amount from line 4c		
• If line 4b is less than zero, enter the smaller of line 4c or line 4d as a negative amount		
5 Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT	5	271,666
6 Alternative tax net operating loss deduction. See instructions	6	244,499
7 Alternative minimum taxable income. Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions	7	27,167
8 Exemption phase-out (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):		
a Subtract \$150,000 from line 7 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8a	0
b Multiply line 8a by 25% (0.25)	8b	0
c Exemption. Subtract line 8b from \$40,000 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8c	40,000
9 Subtract line 8c from line 7. If zero or less, enter -0-	9	0
10 Multiply line 9 by 20% (0.20)	10	0
11 Alternative minimum tax foreign tax credit (AMTFTC). See instructions	11	
12 Tentative minimum tax. Subtract line 11 from line 10	12	0
13 Regular tax liability before applying all credits except the foreign tax credit	13	0
14 Alternative minimum tax. Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	14	0

For Paperwork Reduction Act Notice, see separate instructions.

Form **4626** (2016)

Form 1125-A (Rev. October 2016) Department of the Treasury Internal Revenue Service	Cost of Goods Sold ► Attach to Form 1120, 1120-C, 1120-F, 1120S, 1065, or 1065-B. ► Information about Form 1125-A and its instructions is at www.irs.gov/form1125a .	OMB No. 1545-0123
Name Eateries Inc		Employer identification number 73-1230348
1 Inventory at beginning of year		1 241,791
2 Purchases		2 5,286,780
3 Cost of labor		3
4 Additional section 263A costs (attach schedule)		4
5 Other costs (attach schedule)		5
6 Total. Add lines 1 through 5		6 5,528,571
7 Inventory at end of year		7 202,674
8 Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions		8 5,325,897
9a Check all methods used for valuing closing inventory:		
(i) <input checked="" type="checkbox"/> Cost		
(ii) <input type="checkbox"/> Lower of cost or market		
(iii) <input type="checkbox"/> Other (Specify method used and attach explanation.) ►		
b Check if there was a writedown of subnormal goods ► <input type="checkbox"/>		
c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ► <input type="checkbox"/>		
d If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO 9d		
e If property is produced or acquired for resale, do the rules of section 263A apply to the entity? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

For Paperwork Reduction Act Notice, see instructions.

Form **1125-A** (Rev. 10-2016)

Form **3800****General Business Credit**

OMB No. 1545-0895

2016Attachment
Sequence No. **22**Department of the Treasury
Internal Revenue Service (99)► Information about Form 3800 and its separate instructions is at www.irs.gov/form3800.

► You must attach all pages of Form 3800, pages 1, 2, and 3, to your tax return.

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Part I Current Year Credit for Credits Not Allowed Against Tentative Minimum Tax (TMT)**

(See instructions and complete Part(s) III before Parts I and II)

1	General business credit from line 2 of all Parts III with box A checked	1	
2	Passive activity credits from line 2 of all Parts III with box B checked	2	
3	Enter the applicable passive activity credits allowed for 2016 (see instructions)	3	
4	Carryforward of general business credit to 2016. Enter the amount from line 2 of Part III with box C checked. See instructions for statement to attach	4	
5	Carryback of general business credit from 2017. Enter the amount from line 2 of Part III with box D checked (see instructions)	5	
6	Add lines 1, 3, 4, and 5	6	

Part II Allowable Credit

7	Regular tax before credits: • Individuals. Enter the sum of the amounts from Form 1040, lines 44 and 46, or the sum of the amounts from Form 1040NR, lines 42 and 44 • Corporations. Enter the amount from Form 1120, Schedule J, Part I, line 2; or the applicable line of your return • Estates and trusts. Enter the sum of the amounts from Form 1041, Schedule G, lines 1a and 1b; or the amount from the applicable line of your return	7	0
8	Alternative minimum tax: • Individuals. Enter the amount from Form 6251, line 35 • Corporations. Enter the amount from Form 4626, line 14 • Estates and trusts. Enter the amount from Schedule I (Form 1041), line 56	8	
9	Add lines 7 and 8	9	
10a	Foreign tax credit	10a	
b	Certain allowable credits (see instructions)	10b	
c	Add lines 10a and 10b	10c	
11	Net income tax. Subtract line 10c from line 9. If zero, skip lines 12 through 15 and enter -0- on line 16	11	
12	Net regular tax. Subtract line 10c from line 7. If zero or less, enter -0-	12	
13	Enter 25% (.25) of the excess, if any, of line 12 over \$25,000 (see instructions)	13	
14	Tentative minimum tax: • Individuals. Enter the amount from Form 6251, line 33 • Corporations. Enter the amount from Form 4626, line 12 • Estates and trusts. Enter the amount from Schedule I (Form 1041), line 54	14	
15	Enter the greater of line 13 or line 14	15	
16	Subtract line 15 from line 11. If zero or less, enter -0-	16	
17	Enter the smaller of line 6 or line 16 C corporations: See the line 17 instructions if there has been an ownership change, acquisition, or reorganization.	17	

For Paperwork Reduction Act Notice, see separate instructions.

Form **3800** (2016)

Form 3800 (2016)

Eateries Inc**73-1230348**Page **2****Part II Allowable Credit (Continued)****Note:** If you are not required to report any amounts on lines 22 or 24 below, skip lines 18 through 25 and enter -0- on line 26.

18	Multiply line 14 by 75% (.75) (see instructions)	18	
19	Enter the greater of line 13 or line 18	19	
20	Subtract line 19 from line 11. If zero or less, enter -0-	20	
21	Subtract line 17 from line 20. If zero or less, enter -0-	21	
22	Combine the amounts from line 3 of all Parts III with box A, C, or D checked	22	
23	Passive activity credit from line 3 of all Parts III with box B checked	23	
24	Enter the applicable passive activity credit allowed for 2016 (see instructions)	24	
25	Add lines 22 and 24	25	
26	Empowerment zone and renewal community employment credit allowed. Enter the smaller of line 21 or line 25	26	0
27	Subtract line 13 from line 11. If zero or less, enter -0-	27	0
28	Add lines 17 and 26	28	
29	Subtract line 28 from line 27. If zero or less, enter -0-	29	0
30	Enter the general business credit from line 5 of all Parts III with box A checked	30	
31	Reserved	31	
32	Passive activity credits from line 5 of all Parts III with box B checked	32	
33	Enter the applicable passive activity credits allowed for 2016 (see instructions)	33	
34	Carryforward of business credit to 2016. Enter the amount from line 5 of Part III with box C checked and line 6 of Part III with box G checked. See instructions for statement to attach	34	868,795
35	Carryback of business credit from 2017. Enter the amount from line 5 of Part III with box D checked (see instructions)	35	
36	Add lines 30, 33, 34, and 35	36	868,795
37	Enter the smaller of line 29 or line 36	37	
38	Credit allowed for the current year. Add lines 28 and 37. Report the amount from line 38 (if smaller than the sum of Part I, line 6, and Part II, lines 25 and 36, see instructions) as indicated below or on the applicable line of your return. <ul style="list-style-type: none"> • Individuals. Form 1040, line 54, or Form 1040NR, line 51 • Corporations. Form 1120, Schedule J, Part I, line 5c • Estates and trusts. Form 1041, Schedule G, line 2b 	38	0

Form **3800** (2016)

Form 3800 (2016)

Page **3**

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Part III General Business Credits or Eligible Small Business Credits** (see instructions)

Complete a separate Part III for each box checked below (see instructions).

- A** ☐ General Business Credit From a Non-Passive Activity **E** ☐ Reserved
B ☐ General Business Credit From a Passive Activity **F** ☐ Reserved
C ☒ General Business Credit Carryforwards **G** ☐ Eligible Small Business Credit Carryforwards
D ☐ General Business Credit Carrybacks **H** ☐ Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III ☐

(a) Description of credit	(b) If claiming the credit from a pass-through entity, enter the EIN	(c) Enter the appropriate amount
Note: On any line where the credit is from more than one source, a separate Part III is needed for each pass-through entity.		
1a Investment (Form 3468, Part II only) (attach Form 3468)	1a	
b Reserved	1b	
c Increasing research activities (Form 6765)	1c	
d Low-income housing (Form 8586, Part I only)	1d	
e Disabled access (Form 8826) (see instructions for limitation)	1e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1f	
g Indian employment (Form 8845)	1g	
h Orphan drug (Form 8820)	1h	
i New markets (Form 8874)	1i	
j Small employer pension plan startup costs (Form 8881) (see instructions for limitation)	1j	
k Employer-provided child care facilities and services (Form 8882) (see instructions for limitation)	1k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1l	
m Low sulfur diesel fuel production (Form 8896)	1m	
n Distilled spirits (Form 8906)	1n	
o Nonconventional source fuel (carryforward only)	1o	
p Energy efficient home (Form 8908)	1p	
q Energy efficient appliance (carryforward only)	1q	
r Alternative motor vehicle (Form 8910)	1r	
s Alternative fuel vehicle refueling property (Form 8911)	1s	
t Reserved	1t	
u Mine rescue team training (Form 8923)	1u	
v Agricultural chemicals security (carryforward only)	1v	
w Employer differential wage payments (Form 8932)	1w	
x Carbon dioxide sequestration (Form 8933)	1x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1y	
z Qualified plug-in electric vehicle (carryforward only)	1z	
aa New hire retention (carryforward only)	1aa	
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1bb	
zz Other. Enhanced oil recovery (Form 8830) and certain other credits	1zz	
2 Add lines 1a through 1zz and enter here and on the applicable line of Part I	2	
3 Enter the amount from Form 8844 here and on the applicable line of Part II	3	
4a Investment (Form 3468, Part III) (attach Form 3468)	4a	
b Work opportunity (Form 5884)	4b	
c Biofuel producer (Form 6478)	4c	
d Low-income housing (Form 8586, Part II)	4d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f	868,795
g Qualified railroad track maintenance (Form 8900)	4g	
h Small employer health insurance premiums (Form 8941)	4h	
i Increasing research activities (Form 6765)	4i	
j Reserved	4j	
z Other	4z	
5 Add lines 4a through 4z and enter here and on the applicable line of Part II	5	868,795
6 Add lines 2, 3, and 5 and enter here and on the applicable line of Part II	6	868,795

DAA

Form **3800** (2016)

**SCHEDULE G
(Form 1120)**(Rev. December 2011)
Department of the Treasury
Internal Revenue Service**Information on Certain Persons Owning the
Corporation's Voting Stock**▶ Attach to Form 1120.
▶ See instructions on page 2.

OMB No. 1545-0123

Name

Employer identification number (EIN)

Eateries Inc**73-1230348****Part I Certain Entities Owning the Corporation's Voting Stock.** (Form 1120, Schedule K, Question 4a). Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Percentage Owned in Voting Stock
Hestia Holdings	20-8116804	Partnership	USA	100.000

Part II Certain Individuals and Estates Owning the Corporation's Voting Stock. (Form 1120, Schedule K, Question 4b). Complete columns (i) through (iv) below for any individual or estate that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Percentage Owned in Voting Stock

For Paperwork Reduction Act Notice,
see the Instructions for Form 1120.

Schedule G (Form 1120) (Rev. 12-2011)

Form 4562 Department of the Treasury Internal Revenue Service (99)	Depreciation and Amortization (Including Information on Listed Property) ▶ Attach to your tax return. ▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562 .	OMB No. 1545-0172 2016 Attachment Sequence No. 179
Name(s) shown on return Eateries Inc		Identifying number 73-1230348

Business or activity to which this form relates

Regular Depreciation**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	308,890
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,010,000
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	0
5 Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	500,000
6 Stmt 10		
(a) Description of property	(b) Cost (business use only)	(c) Elected cost
Qualified Real Property	154,857	154,856
Eateries 16 Equipment	154,033	154,033
7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	308,889
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	308,889
10 Carryover of disallowed deduction from line 13 of your 2015 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	445,927
12 Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	308,889
13 Carryover of disallowed deduction to 2017. Add lines 9 and 10, less line 12	▶ 13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.) (See instructions.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property.) (See instructions.)**Section A**

17 MACRS deductions for assets placed in service in tax years beginning before 2016	17	827,197
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	▶ <input type="checkbox"/>	

Section B—Assets Placed in Service During 2016 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2016 Tax Year Using the Alternative Depreciation System

20a Class life					S/L
b 12-year			12 yrs.		S/L
c 40-year			40 yrs.	MM	S/L

Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	1,136,086
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2016)

There are no amounts for Page 2

Eateries Inc**73-1230348**

Form 4562 (2016)

Page **2****Part V Listed Property** (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A—Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?					Yes	No	24b If "Yes," is the evidence written?			Yes	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost			
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)									25		
26 Property used more than 50% in a qualified business use:											
		%									
		%									
27 Property used 50% or less in a qualified business use:											
		%				S/L-					
		%				S/L-					
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1									28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1									29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (don't include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2016 tax year (see instructions):					
43 Amortization of costs that began before your 2016 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Form **4797**

Sales of Business Property
(Also Involuntary Conversions and Recapture Amounts
Under Sections 179 and 280F(b)(2))

OMB No. 1545-0184

2016Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return.

▶ Information about Form 4797 and its separate instructions is at www.irs.gov/form4797.Attachment
Sequence No. **27**

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348**

1 Enter the gross proceeds from sales or exchanges reported to you for 2016 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20. See instructions

1

Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft—Most Property Held More Than 1 Year (see instructions)

2 (a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
Eateries 11 LH Huron	06/30/11	08/01/16		26,322	78,974	-52,652
Eateries 11 Equip Huron	06/30/11	08/01/16		45,481	56,385	-10,904

3 Gain, if any, from Form 4684, line 39**3****4** Section 1231 gain from installment sales from Form 6252, line 26 or 37**4****5** Section 1231 gain or (loss) from like-kind exchanges from Form 8824**5****6** Gain, if any, from line 32, from other than casualty or theft**6****7** Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows:**7****-63,556**

Partnerships (except electing large partnerships) and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

8 Nonrecaptured net section 1231 losses from prior years. See instructions**8****9** Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions**9**

Part II Ordinary Gains and Losses (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

11 Loss, if any, from line 7**11****(-63,556)****12** Gain, if any, from line 7 or amount from line 8, if applicable**12****13** Gain, if any, from line 31**13****14** Net gain or (loss) from Form 4684, lines 31 and 38a**14****15** Ordinary gain from installment sales from Form 6252, line 25 or 36**15****16** Ordinary gain or (loss) from like-kind exchanges from Form 8824**16****17** Combine lines 10 through 16**17****-63,556****18** For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below:

a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23. Identify as from "Form 4797, line 18a." See instructions

18a**b** Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Form 1040, line 14**18b**

For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2016)

There are no amounts for Page 2

Charitable Contribution Carryover Worksheet		2016
Form 1120	For calendar year 2016 or tax year beginning _____, ending _____	
Name Eateries Inc		Employer Identification Number 73-1230348

Regular Tax Calculations						
		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg. Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/11						
4th 12/31/12						
3rd 12/31/13						
2nd 12/31/14						
1st 12/31/15	17,847		17,847	13,704		4,143
Charitable Contribution Carryover To Current Year - Regular			17,847			
Current Year			0			0
Charitable Contribution Carryover Available To Next Year						4,143

Alternative Minimum Tax Calculations						
		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg. Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/11						
4th 12/31/12						
3rd 12/31/13						
2nd 12/31/14						
1st 12/31/15	17,847		17,847	13,480	4,367	
AMT Charitable Contribution Carryover To Current Year			17,847			
Current Year			0		4,367	0
AMT Charitable Contribution Carryover Available To Next Year						0

Net Operating Loss Carryover Worksheet - Regular Tax	
Form 1120	2016
For calendar year 2016 or tax year beginning _____, ending _____	
Name Eateries Inc	Employer Identification Number 73-1230348

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
19th 12/31/97					
18th 12/31/98					
17th 12/31/99					
16th 12/31/00					
15th 12/31/01					
14th 12/31/02					
13th 12/31/03					
12th 12/31/04					
11th 12/31/05					
10th 12/31/06					
9th 12/31/07	-941,138		941,138	137,038	804,100
8th 12/31/08	-123,065		123,065		123,065
7th 12/31/09					
6th 12/31/10					
5th 12/31/11	-15,123		15,123		15,123
4th 12/31/12					
3rd 12/31/13	-1,832,119		1,832,119		1,832,119
2nd 12/31/14	-654,103		654,103		654,103
1st 12/31/15	-56,123		56,123		56,123
NOL Carryover Available To Current Year			3,621,671		
Current Year	-13,704 137,038			137,038	13,704
NOL Carryover Available To Next Year					3,498,337

Net Operating Loss Carryover Worksheet - AMT	
Form 1120	For calendar year 2016 or tax year beginning _____, ending _____
2016	
Name Eateries Inc	Employer Identification Number 73-1230348

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
19th 12/31/97					
18th 12/31/98					
17th 12/31/99					
16th 12/31/00					
15th 12/31/01					
14th 12/31/02					
13th 12/31/03					
12th 12/31/04					
11th 12/31/05					
10th 12/31/06					
9th 12/31/07	-941,963		941,963	244,499	697,464
8th 12/31/08	-123,065		123,065		123,065
7th 12/31/09					
6th 12/31/10					
5th 12/31/11	-1,236		1,236		1,236
4th 12/31/12					
3rd 12/31/13	-1,922,090		1,922,090		1,922,090
2nd 12/31/14	-700,974		700,974		700,974
1st 12/31/15	-55,908		55,908		55,908
NOL Carryover Available To Current Year			3,745,236		
Current Year	-13,480 244,499			244,499	13,480
NOL Carryover Available To Next Year					3,514,217

Form 1120	Carryover Worksheet - Capital Gain (Loss) and Section 1231	2016
For calendar year 2016 or tax year beginning _____, ending _____		
Name Eateries Inc		Employer Identification Number 73-1230348

Net Capital Loss		Prior Year		Current Year	Next Year
Preceding Tax Year	Net Capital Gain/(Loss)	Loss Utilized or C/B (Gains Offset)	Capital Loss Carryover	Gain Offset By Carryback/ Carryovers Utilized	Capital Loss Carryover
5th 12/31/11					
4th 12/31/12	-179,945		179,945		179,945
3rd 12/31/13					
2nd 12/31/14					
1st 12/31/15					
Capital Loss Carryover Available To Current Year			179,945		
Current Year			0		0
Capital Loss Carryover Available To Next Year					179,945

Section 1231 Losses		Prior Year		Current Year	Next Year
Preceding Tax Year	1231 Loss	Recaptured	Unrecaptured	Prior Losses Recaptured	Unrecaptured
5th 12/31/11					
4th 12/31/12	196,068	90,000	106,068		106,068
3rd 12/31/13	433,327		433,327		433,327
2nd 12/31/14					
1st 12/31/15					
1231 Losses Available for Recapture in Current Year			539,395		
Current Year			63,556		63,556
1231 Losses Available for Recapture in Next Year					602,951

Form 3800	General Business Credit Carryover / Carryback Detail Wrk	2016
For calendar year 2016 or tax year beginning _____, ending _____		
Name Eateries Inc		Employer Identification Number 73-1230348

General Business Credit Carryover for Form 8846B**Credit for Employer Social Security and Medicare Taxes - post 12/31/06**

Preceding Tax Year	Credit Amount Generated	Credit Amount Utilized		Credit Carried Back to Prior Year	Credit Carryover to Next Year
		Prior Year	Current Year		
19th 12/31/97					
18th 12/31/98					
17th 12/31/99					
16th 12/31/00					
15th 12/31/01					
14th 12/31/02					
13th 12/31/03					
12th 12/31/04					
11th 12/31/05					
10th 12/31/06					
9th 12/31/07					
8th 12/31/08					
7th 12/31/09					
6th 12/31/10					
5th 12/31/11					
4th 12/31/12	349,369				349,369
3rd 12/31/13	205,784				205,784
2nd 12/31/14	153,660				153,660
1st 12/31/15	159,982				159,982
Current Year	0		0		0
Total	868,795		0		
General Business Credit Carryover Available To Next Year					868,795

Credit Carryback for Form 8846

Preceding Tax Year	Current Year		Next Year
	Tax Available to be Offset	Tax Offset by Credit Carryback	Tax Available to be Offset
1st			
Current Year	0		0

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2016

Federal Statements

Statement 1 - Form 1120, Page 1, Line 10 - Other Income

Description	Amount
Other Income	\$ 1,069,482
T/A Amortization	92,616
Debt Forgiveness	449,000
Total	<u>\$ 1,611,098</u>

Statement 2 - Form 1120, Page 1, Line 19 - Charitable Contributions

Description	Amount
Carryover From Prior Years	\$ 17,847
Total Contributions Available	17,847
Less Reclassification to NOL	13,704
Less Contributions Disallowed	4,143
Less QCC Contributions Disall	0
Total Deduction Allowed	<u>\$ 0</u>

Statement 3 - Form 1120, Page 1, Line 26 - Other Deductions

Description	Amount
Vehicle Expense	\$ 19,399
Insurance W/C	165,925
Insurance	193,354
Miscellaneous Expense	129,962
CC & Other Discounts	245,675
Restaurant & Bar Supplies	1,812,461
Office Supplies	41,337
Kitchen Supplies	189,900
Other	42,051
Telephone	54,182
Utilities	758,606
Sanitation	121,828
Pest Control	24,533
Delivery Fuel	12,151
Bank Charges	79,138
Dues & Subscriptions	21,610
Education	110
Professional Fees	269,730
Travel & Lodging	42,008
Management Fees	-11,000
50% of Meals & Entertainment	7,949
Total	<u>\$ 4,220,909</u>

400009 Eateries Inc
73-1230348
FYE: 12/31/2016

Federal Statements

Statement 4 - Form 1120, Page 5, Schedule L, Line 6 - Other Current Assets

Description	Beginning of Year	End of Year
Other Prepaid	\$ 17,636	\$ 27,660
Prepaid Insurance	34,375	-310
Total	<u>\$ 52,011</u>	<u>\$ 27,350</u>

Statement 5 - Form 1120, Page 5, Schedule L, Line 14 - Other Assets

Description	Beginning of Year	End of Year
Deposits & Licenses	\$ 438,004	\$ 438,004
Notes Receivable	816,873	302,830
Total	<u>\$ 1,254,877</u>	<u>\$ 740,834</u>

Statement 6 - Form 1120, Page 5, Schedule L, Line 18 - Other Current Liabilities

Description	Beginning of Year	End of Year
Payroll Tax Liabilities	\$ 48,904	\$ 143,213
Accrued Payroll	705,705	57,871
Garnishment Payable	2,945	7,299
Sales Tax Payable	127,338	88,585
Accrued Rent	15,684	38,355
Taxes Payable	10,765	21,462
Accrued CC Discounts	26,124	30,680
Accrued Interest Payable	168,959	
Gift Certificates	113,005	110,379
Accrued Utilities	72,375	9,941
Accrued Insurance	241,287	
Self-Funded Plan		3,299
Total	<u>\$ 1,533,091</u>	<u>\$ 511,084</u>

Statement 7 - Form 1120, Page 5, Schedule L, Line 21 - Other Liabilities

Description	Beginning of Year	End of Year
Deferred Credits	\$ 166,062	\$
Deferred Revenue	746,106	703,489
Owner Operator	20,515	17,574
Intercompany Payable	874,845	425,845
Total	<u>\$ 1,807,528</u>	<u>\$ 1,146,908</u>

400009 Eateries Inc
73-1230348
FYE: 12/31/2016

Federal Statements

Statement 8 - Form 1120, Page 5, Schedule M-1, Line 7 - Income on Books Not on Return

Description	Amount
Gift Certificate Revenue	\$ 5,138
Form 4797 Book/Tax Diff	17,635
Total	<u>\$ 22,773</u>

400009 Eateries Inc
73-1230348
FYE: 12/31/2016

Federal Statements

Statement 9 - Form 4626, Page 1, Line 2o, Other Adjustments

Description	Amount
Charitable Contributions	\$ -4,367
Total	\$ -4,367

400009 Eateries Inc
73-1230348
FYE: 12/31/2016

Federal Statements

Regular Depreciation

Statement 10 - Form 4562 - Electing the Application of Section 179(f) of the Internal Revenue Code

Taxpayer elects to expense certain qualified real property
under IRC section 179(f)

Type of Qualified Property	Cost	Elected Cost
Qualified Leasehold Improvements	\$ 154,857	\$ 154,856

400009

Year Ending: December 31, 2016

73-1230348

Eateries Inc
27 E Sheridan Ave Suite 200
Oklahoma City, OK 73104

Section 1.263(a)-1(f) De Minimis Safe Harbor Election

Under Regulation 1.263(a)-1(f), the taxpayer hereby elects to apply the de minimis safe harbor election to all qualifying property placed in service during the tax year.

Year Ending: December 31, 2016

73-1230348

Eateries Inc
 27 E Sheridan Ave Suite 200
 Oklahoma City, OK 73104

**Statement Pursuant to Reg. 1.382-11(a) by Eateries Inc
 (73-1230348) a Loss Corporation**

The following information is submitted in accordance with Reg. 1.382-11(a):

1. Testing dates occurring during the above tax year:

None

2. Testing date, if any, on which an ownership change as defined in Regulation 1.382-2T occurred:

None

3. Eateries Inc is a loss corporation, as defined in Reg. 1.382-2(a)(1)(i), due to:

- \$3,498,337 net operating loss carryforward
- \$868,795 unused Credits for Employer Social Security and Medicare Taxes on Certain Tips.

4. The annual section 382 limitation as calculated at 7/1/2015 is \$117,280.

Value of Eateries Inc at 7/1/2015:	\$4,300,000
Long-Term Tax Exempt Rate:	2.74%
382 Annual Limitation:	\$ 117,820

5. The available NOL at 12/25/2016 is as follows:

NOL generated in change-year, prorata:	\$(28,062)
Unused annual 382 Limitation from 2015 prorata:	\$(58,910)
Annual 382 Limitation for 2016:	<u>\$(117,820)</u>
Total NOL available at 12/25/2016:	\$(204,792)
Utilized in 2016	\$ 137,038
382 Carryover to 2017	\$ 67,754

400009 Eateries Inc
73-1230348
FYE: 12/31/2016

Federal Asset Report

Form 1120, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	Per Conv	Meth	Prior	Current
Section 179 Expense:											
59	Eateries 16 Equipment	7/01/16	154,033		X	X	N/A	7	HY 200DB	0	154,033
60	Eateries 16 Leasehold	7/01/16	154,857		X	X	N/A	15	HY S/L	0	154,856
			<u>308,890</u>				<u>N/A</u>			<u>0</u>	<u>308,889</u>
7-year GDS Property:											
59	Eateries 16 Equipment	7/01/16	N/A*		X	X	0	7	HY 200DB	0	0
			<u>0</u>				<u>0</u>			<u>0</u>	<u>0</u>
15-year GDS Property:											
60	Eateries 16 Leasehold	7/01/16	N/A*		X	X	1	15	HY S/L	0	0
			<u>0</u>				<u>1</u>			<u>0</u>	<u>0</u>
Prior MACRS:											
1	Eateries 09 5yr	6/30/09	19,159				19,159	5	HY 200DB	19,159	0
2	Eateries 07 5yr	6/30/07	294,631				294,631	5	HY 200DB	294,631	0
3	Eateries 08 5yr	6/30/08	31,016				31,016	5	HY 200DB	31,016	0
4	Eateries 10 5yr	6/30/10	20,762				20,762	5	HY S/L	20,762	0
9	Eateries 03 Equip	6/30/03	378,488				378,488	7	HY 200DB	378,488	0
10	Eateries 04 Equip	6/30/04	1,315,913				1,315,913	7	HY 200DB	1,315,913	0
11	Eateries 05 Equip	6/30/05	1,717,750				1,717,750	7	HY 200DB	1,717,750	0
12	Eateries 06 Equip	6/30/06	588,871				588,871	7	HY 200DB	588,871	0
13	Eateries 07 Equip	6/30/07	3,171,792				3,171,792	7	HY 200DB	3,171,792	0
14	Eateries 08 Equip	6/30/08	93,159				93,159	7	HY 200DB	93,159	0
15	Eateries 09 Equip	6/30/09	75,273				75,273	7	HY S/L	69,900	5,373
16	Eateries 10 Equip	6/30/10	132,960				132,960	7	HY S/L	104,474	18,994
17	Eateries 06 LH	6/30/06	1,207,294				1,207,294	15	HY 150DB	791,038	75,683
18	Eateries 07 LH	6/30/07	216,015				216,015	15	HY 150DB	119,964	14,777
19	Eateries 03 LH	6/30/03	142,830				142,830	39	MM S/L	61,490	3,663
20	Eateries 09 LH	6/30/09	173,269				173,269	15	HY S/L	75,089	11,551
24	Eateries 98 LH	6/30/98	679,521				679,521	39	MM S/L	323,832	17,424
25	Eateries 99 LH	6/30/99	2,012,283				2,012,283	39	MM S/L	882,788	51,597
26	Eateries 00 LH	6/30/00	1,221,423				1,221,423	39	MM S/L	502,079	31,319
27	Eateries 02 LH	6/30/02	129,985				129,985	39	MM S/L	47,704	3,333
28	Eateries 01 LH	6/30/01	880,436				880,436	39	MM S/L	351,164	22,575
29	Eateries 08 LH	6/30/08	174,719				174,719	15	HY S/L	87,378	11,648
30	Eateries 04 LH	6/30/04	847,192				847,192	39	MM S/L	278,894	21,723
31	Eateries 09 LH	1/01/09	605,070				605,070	15	HY S/L	237,179	40,338
32	Eateries 10 LH	6/30/10	119,258				119,258	15	HY S/L	43,732	7,951
33	Eateries 05 LH	6/30/05	3,062,079				3,062,079	15	HY 150DB	2,204,859	190,493
36	Eateries 11 F&F	6/30/11	11,821				11,821	7	HY 200DB	8,964	1,143
42	Eateries 94 LH -1	6/30/94	2,473				2,473	39	MM S/L	1,395	64
43	Eateries 94 LH -2	6/30/94	243,624				243,624	39	MM S/L	137,465	6,247
44	Eateries 94 LH -3	6/30/94	1,193				1,193	39	MM S/L	673	31
45	Eateries 96 LH -1	6/30/96	884,638				884,638	39	MM S/L	454,654	22,683
46	Eateries 97 LH	6/30/97	415,993				415,993	39	MM S/L	202,698	10,667
47	Eateries 11 LH	6/30/11	68,065				68,065	15	HY S/L	20,417	4,538
48	Eateries 12 LH	6/30/12	625,684				625,684	15	HY S/L	145,993	41,712
49	Eateries 13 LH	6/30/13	550,402				550,402	15	HY S/L	91,734	36,693
50	Eateries 99 Equip	6/30/99	826,260				826,260	7	HY 200DB	826,260	0
51	Eateries 02 Equip	6/30/02	158,642				158,642	7	HY 200DB	158,642	0
52	Eateries 11 Equip	6/30/11	133,812				133,812	7	HY 200DB	101,467	12,938
53	Eateries 12 Equip	12/31/12	107,696				107,696	7	MQ200DB	69,850	10,813
54	Eateries 13 Equip	6/30/13	436,689				436,689	7	HY 200DB	245,717	54,564
55	Eateries 14 LH	6/30/14	439,878				439,878	15	HY S/L	43,988	29,325
56	Eateries 14 Equip	6/30/14	146,552				146,552	7	HY 200DB	56,826	25,636
57	Eateries 15 Equipment	7/01/15	119,620				119,620	7	HY 200DB	17,089	29,294
58	Eateries 15 Leasehold	7/01/15	105,744				105,744	15	HY S/L	3,525	7,049
61	Eateries 11 LH Huron	6/30/11	78,974				78,974	15	HY S/L	23,689	2,633
Sold/Scrapped: 8/01/16											
62	Eateries 11 Equip Huron	6/30/11	56,385				56,385	7	HY 200DB	42,756	2,725
Sold/Scrapped: 8/01/16											

*Because this asset has 179 expense, its cost has been included in the Section 179 Property cost total

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2016

Federal Asset Report

Form 1120, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
			<u>24,725,293</u>			<u>24,725,293</u>		<u>16,466,907</u>	<u>827,197</u>
	Grand Totals		25,034,183			24,725,294		16,466,907	1,136,086
	Less: Dispositions and Transfers		135,359			135,359		66,445	5,358
	Less: Start-up/Org Expense		<u>0</u>			<u>0</u>		<u>0</u>	<u>0</u>
	Net Grand Totals		<u>24,898,824</u>			<u>24,589,935</u>		<u>16,400,462</u>	<u>1,130,728</u>

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2016

Bonus Depreciation Report

Asset	Property Description	Date In Service	Tax Cost	Bus Pct	Tax Sec 179 Exp	Current Bonus	Prior Bonus	Tax - Basis for Depr
Activity: Form 1120, Page 1								
49	Eateries 13 LH	6/30/13	550,402		0	0	0	550,402
55	Eateries 14 LH	6/30/14	439,878		0	0	0	439,878
58	Eateries 15 Leasehold	7/01/15	105,744		0	0	0	105,744
60	Eateries 16 Leasehold	7/01/16	154,857		154,856	0	0	1
59	Eateries 16 Equipment	7/01/16	154,033		154,033	0	0	0
Form 1120, Page 1			<u>1,404,914</u>		<u>308,889</u>	<u>0</u>	<u>0</u>	<u>1,096,025</u>
Grand Total			<u>1,404,914</u>		<u>308,889</u>	<u>0</u>	<u>0</u>	<u>1,096,025</u>

400009

Eateries Inc
2015
Federal & State
Income Tax Returns

Form 1120 Department of the Treasury Internal Revenue Service		U.S. Corporation Income Tax Return For calendar year 2015 or tax year beginning _____, ending _____ Information about Form 1120 and its separate instructions is at www.irs.gov/form1120 .				OMB No. 1545-0123 2015	
A Check if: 1a Consolidated return (attach Form 851) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co. (attach Sch. PH) <input type="checkbox"/> 3 Personal service corp. (see instructions) <input type="checkbox"/> 4 Schedule M-3 attached <input type="checkbox"/>		NAME Eateries Inc <hr/> TYPE OR PRINT Number, street, and room or suite no. If a P.O. box, see instructions. 27 E Sheridan Ave Suite 200 <hr/> City or town, state, or province, country, and ZIP or foreign postal code Oklahoma City OK 73104				B Employer identification number 73-1230348 <hr/> C Date incorporated 06/01/1984 <hr/> D Total assets (see instructions) \$ 3,615,537	
		E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change					
Income	1a Gross receipts or sales 1a 19,292,805						
	b Returns and allowances 1b						
	c Balance. Subtract line 1b from line 1a 1c 19,292,805						
	2 Cost of goods sold (attach Form 1125-A) 2 5,643,195						
	3 Gross profit. Subtract line 2 from line 1c 3 13,649,610						
	4 Dividends (Schedule C, line 19) 4						
	5 Interest 5						
	6 Gross rents 6						
	7 Gross royalties 7 24,513						
	8 Capital gain net income (attach Schedule D (Form 1120)) 8						
	9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797) 9						
10 Other income (see instructions—attach statement) See Stmt 1 10 148,657							
11 Total income. Add lines 3 through 10 11 13,822,780							
Deductions (See instructions for limitations on deductions.)	12 Compensation of officers (see instructions—attach Form 1125-E) 12 401,633						
	13 Salaries and wages (less employment credits) 13 5,092,647						
	14 Repairs and maintenance 14 263,637						
	15 Bad debts 15						
	16 Rents 16 2,024,871						
	17 Taxes and licenses 17 666,683						
	18 Interest 18 61,024						
	19 Charitable contributions See Stmt 2 19 0						
	20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562) 20 864,841						
	21 Depletion 21						
	22 Advertising 22 217,453						
	23 Pension, profit-sharing, etc., plans 23						
	24 Employee benefit programs 24 105,023						
	25 Domestic production activities deduction (attach Form 8903) 25						
	26 Other deductions (attach statement) See Stmt 3 26 4,181,091						
	27 Total deductions. Add lines 12 through 26 27 13,878,903						
	28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11 28 -56,123						
29a Net operating loss deduction (see instructions) 29a							
b Special deductions (Schedule C, line 20) 29b							
c Add lines 29a and 29b 29c							
Tax, Refundable Credits, and Payments	30 Taxable income. Subtract line 29c from line 28 (see instructions) 30 -56,123						
	31 Total tax (Schedule J, Part I, line 11) 31 0						
	32 Total payments and refundable credits (Schedule J, Part II, line 21) 32						
	33 Estimated tax penalty (see instructions). Check if Form 2220 is attached 33						
	34 Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed 34						
	35 Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid 35						
	36 Enter amount from line 35 you want: Credited to 2016 estimated tax Refunded 36						
Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Signature of officer H Preston Stockton Date Signature of preparer Keith W Robison Date 09/15/16 Title President					
Paid Preparer Use Only Print/Type preparer's name Keith W Robison Firm's name Robison Gary Johnson & Associates PLLC Firm's address 14220 Barbour Ave Oklahoma City, OK 73134		Check <input checked="" type="checkbox"/> if self-employed PTIN P00112984 Firm's EIN 46-1765638 Phone no. 405-341-0789					

Form 1120 (2015) **Eateries Inc****73-1230348**Page **2**

Schedule C Dividends and Special Deductions (see instructions)		(a) Dividends received	(b) %	(c) Special deductions (a) x (b)
1	Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		70	
2	Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		80	
3	Dividends on debt-financed stock of domestic and foreign corporations		see instructions	
4	Dividends on certain preferred stock of less-than-20%-owned public utilities		42	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities		48	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs		70	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs		80	
8	Dividends from wholly owned foreign subsidiaries		100	
9	Total. Add lines 1 through 8. See instructions for limitation			
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11	Dividends from affiliated group members		100	
12	Dividends from certain FSCs		100	
13	Dividends from foreign corporations not included on lines 3, 6, 7, 8, 11, or 12			
14	Income from controlled foreign corporations under subpart F (attach Form(s) 5471)			
15	Foreign dividend gross-up			
16	IC-DISC and former DISC dividends not included on lines 1, 2, or 3			
17	Other dividends			
18	Deduction for dividends paid on certain preferred stock of public utilities			
19	Total dividends. Add lines 1 through 17. Enter here and on page 1, line 4			
20	Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on page 1, line 29b			

Form **1120** (2015)

Form 1120 (2015) **Eateries Inc****73-1230348**Page **3****Schedule J Tax Computation and Payment** (see instructions)**Part I—Tax Computation**

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120))	<input checked="" type="checkbox"/>	2	Income tax. Check if a qualified personal service corporation (see instructions)	<input type="checkbox"/>	3	Alternative minimum tax (attach Form 4626)	
2			4	Add lines 2 and 3		5a	Foreign tax credit (attach Form 1118)	
3			5b	Credit from Form 8834 (see instructions)		5c	General business credit (attach Form 3800)	0
4			5d	Credit for prior year minimum tax (attach Form 8827)		5e	Bond credits from Form 8912	
5a			6	Total credits. Add lines 5a through 5e		7	Subtract line 6 from line 4	
5b			8	Personal holding company tax (attach Schedule PH (Form 1120))		9a	Recapture of investment credit (attach Form 4255)	
5c			9b	Recapture of low-income housing credit (attach Form 8611)		9c	Interest due under the look-back method—completed long-term contracts (attach Form 8697)	
5d			9d	Interest due under the look-back method—income forecast method (attach Form 8866)		9e	Alternative tax on qualifying shipping activities (attach Form 8902)	
5e			9f	Other (see instructions—attach statement)		10	Total. Add lines 9a through 9f	
6			11	Total tax. Add lines 7, 8, and 10. Enter here and on page 1, line 31				0

Part II—Payments and Refundable Credits

12	2014 overpayment credited to 2015	12	
13	2015 estimated tax payments	13	
14	2015 refund applied for on Form 4466	14	()
15	Combine lines 12, 13, and 14	15	
16	Tax deposited with Form 7004	16	
17	Withholding (see instructions)	17	
18	Total payments. Add lines 15, 16, and 17	18	
19	Refundable credits from:		
a	Form 2439	19a	
b	Form 4136	19b	
c	Form 8827, line 8c	19c	
d	Other (attach statement—see instructions)	19d	
20	Total credits. Add lines 19a through 19d	20	
21	Total payments and credits. Add lines 18 and 20. Enter here and on page 1, line 32	21	

Schedule K Other Information (see instructions)

1	Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶	Yes	No
2	See the instructions and enter the:		
a	Business activity code no. ▶ 722511		
b	Business activity ▶ Accommodation, Foo		
c	Product or service ▶ Full-service resta		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidary controlled group? If "Yes," enter name and EIN of the parent corporation ▶		X
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G)	X	
b	Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G)		X

Form **1120** (2015)

Form 1120 (2015) **Eateries Inc****73-1230348**Page **4****Schedule K Other Information continued (see instructions)****5** At the end of the tax year, did the corporation:

Yes No

- a** Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on **Form 851**, Affiliations Schedule? For rules of constructive ownership, see instructions. **X**

If "Yes," complete (i) through (iv) below.

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

- b** Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. **X**

If "Yes," complete (i) through (iv) below.

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

- 6** During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? (See sections 301 and 316.) **X**

If "Yes," file **Form 5452**, Corporate Report of Nondividend Distributions.

If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.

- 7** At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of **(a)** the total voting power of all classes of the corporation's stock entitled to vote or **(b)** the total value of all classes of the corporation's stock? **X**

For rules of attribution, see section 318. If "Yes," enter:

(i) Percentage owned ► and **(ii)** Owner's country ►**(c)** The corporation may have to file **Form 5472**, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ►

- 8** Check this box if the corporation issued publicly offered debt instruments with original issue discount ☐

If checked, the corporation may have to file **Form 8281**, Information Return for Publicly Offered Original Issue Discount Instruments.

- 9** Enter the amount of tax-exempt interest received or accrued during the tax year ► \$ **0**

- 10** Enter the number of shareholders at the end of the tax year (if 100 or fewer) ► **1**

- 11** If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here ☐

If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.

- 12** Enter the available NOL carryover from prior tax years (do not reduce it by any deduction on line 29a.) ► \$ **3,565,548**

- 13** Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year and its total assets at the end of the tax year less than \$250,000? **X**

If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year ► \$

- 14** Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement (see instructions)? **X**

If "Yes," complete and attach Schedule UTP.

- 15a** Did the corporation make any payments in 2015 that would require it to file Form(s) 1099? **X**

- b** If "Yes," did or will the corporation file required Forms 1099? **X**

- 16** During this tax year, did the corporation have an 80% or more change in ownership, including a change due to redemption of its own stock? **X**

- 17** During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction? **X**

- 18** Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million? **X**

Form **1120** (2015)

Form 1120 (2015) **Eateries Inc****73-1230348**Page **5**

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		520,071		205,534
2a	Trade notes and accounts receivable	172,957		99,011	
b	Less allowance for bad debts		172,957		99,011
3	Inventories		247,590		241,791
4	U.S. government obligations				
5	Tax-exempt securities (see instructions)				
6	Other current assets (att. stmt.) Stmt 4		20,275		52,011
7	Loans to shareholders				
8	Mortgage and real estate loans				
9	Other investments (attach stmt.)				
10a	Buildings and other depreciable assets	5,042,104		5,267,468	
b	Less accumulated depreciation	2,798,880	2,243,224	3,505,155	1,762,313
11a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization				
14	Other assets (attach stmt.) Stmt 5		441,840		1,254,877
15	Total assets		3,645,957		3,615,537
Liabilities and Shareholders' Equity					
16	Accounts payable		793,240		615,027
17	Mortgages, notes, bonds payable in less than 1 year				
18	Other current liabilities (att. stmt.) Stmt 6		1,396,466		1,533,091
19	Loans from shareholders		170,000		
20	Mortgages, notes, bonds payable in 1 year or more		1,312,999		1,058,953
21	Other liabilities (attach statement) Stmt 7		1,638,687		1,807,528
22	Capital stock: a Preferred stock				
	b Common stock				
23	Additional paid-in capital				
24	Retained earnings—Appropriated (att. stmt.)				
25	Retained earnings—Unappropriated		-1,665,435		-1,399,062
26	Adjustments to SH equity (att. stmt.)				
27	Less cost of treasury stock				
28	Total liabilities and shareholders' equity		3,645,957		3,615,537

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3 (see instructions).

1	Net income (loss) per books	-86,948	7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax per books			Tax-exempt interest \$	
3	Excess of capital losses over capital gains			Stmt 9	2,511
4	Income subject to tax not recorded on books this year (itemize):				2,511
5	Expenses recorded on books this year not deducted on this return (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
a	Depreciation \$			a Depreciation \$	158,567
b	Charitable contributions \$	17,847		b Charitable contributions \$	
c	Travel and entertainment \$	9,094			158,567
	Stmt 8	164,962			
6	Add lines 1 through 5	104,955	9	Add lines 7 and 8	161,078
			10	Income (page 1, line 28)—line 6 less line 9	-56,123

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1	Balance at beginning of year	-1,665,435	5	Distributions: a Cash	
2	Net income (loss) per books	-86,948		b Stock	
3	Other increases (itemize):			c Property	
	Stmt 10	358,321	6	Other decreases (itemize): Stmt 11	5,000
4	Add lines 1, 2, and 3	-1,399,062	7	Add lines 5 and 6	5,000
			8	Balance at end of year (line 4 less line 7)	-1,399,062

Form **1120** (2015)

**SCHEDULE D
(Form 1120)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

- Attach to Form 1120, 1120-C, 1120-F, 1120-FSC, 1120-H, 1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT, 1120-RIC, 1120-SF, or certain Forms 990-T.
- Information about Schedule D (Form 1120) and its separate instructions is at www.irs.gov/form1120.

OMB No. 1545-0123

2015

Name

Employer identification number

Eateries Inc**73-1230348****Part I Short-Term Capital Gains and Losses — Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain from installment sales from Form 6252, line 26 or 37				4
5 Short-term capital gain or (loss) from like-kind exchanges from Form 8824				5
6 Unused capital loss carryover (attach computation)				6 (635,255)
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column h				7 -635,255

Part II Long-Term Capital Gains and Losses — Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked				
11 Enter gain from Form 4797, line 7 or 9				11
12 Long-term capital gain from installment sales from Form 6252, line 26 or 37				12
13 Long-term capital gain or (loss) from like-kind exchanges from Form 8824				13
14 Capital gain distributions (see instructions)				14
15 Net long-term capital gain or (loss). Combine lines 8a through 14 in column h				15

Part III Summary of Parts I and II

16 Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	16
17 Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	17
18 Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns	18

Note: If losses exceed gains, see **Capital losses** in the instructions.**For Paperwork Reduction Act Notice, see the Instructions for Form 1120.**

Schedule D (Form 1120) (2015)

DAA

Form **4626****Alternative Minimum Tax—Corporations**

OMB No. 1545-0123

2015Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return.

▶ Information about Form 4626 and its separate instructions is at www.irs.gov/form4626.

Name

Eateries Inc

Employer identification number

73-1230348**Note:** See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).

1	Taxable income or (loss) before net operating loss deduction	1	-56,123
2	Adjustments and preferences:		
a	Depreciation of post-1986 property	2a	215
b	Amortization of certified pollution control facilities	2b	
c	Amortization of mining exploration and development costs	2c	
d	Amortization of circulation expenditures (personal holding companies only)	2d	
e	Adjusted gain or loss	2e	
f	Long-term contracts	2f	
g	Merchant marine capital construction funds	2g	
h	Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	2h	
i	Tax shelter farm activities (personal service corporations only)	2i	
j	Passive activities (closely held corporations and personal service corporations only)	2j	
k	Loss limitations	2k	
l	Depletion	2l	
m	Tax-exempt interest income from specified private activity bonds	2m	
n	Intangible drilling costs	2n	
o	Other adjustments and preferences	2o	
3	Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	3	-55,908
4	Adjusted current earnings (ACE) adjustment:		
a	ACE from line 10 of the ACE worksheet in the instructions	4a	-55,908
b	Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount (see instructions)	4b	
c	Multiply line 4b by 75% (.75). Enter the result as a positive amount	4c	
d	Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments (see instructions). Note: You must enter an amount on line 4d (even if line 4b is positive)	4d	0
e	ACE adjustment. • If line 4b is zero or more, enter the amount from line 4c • If line 4b is less than zero, enter the smaller of line 4c or line 4d as a negative amount	4e	
5	Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT	5	-55,908
6	Alternative tax net operating loss deduction (see instructions)	6	
7	Alternative minimum taxable income. Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions	7	
8	Exemption phase-out (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):		
a	Subtract \$150,000 from line 7 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8a	0
b	Multiply line 8a by 25% (.25)	8b	0
c	Exemption. Subtract line 8b from \$40,000 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8c	0
9	Subtract line 8c from line 7. If zero or less, enter -0-	9	0
10	Multiply line 9 by 20% (.20)	10	0
11	Alternative minimum tax foreign tax credit (AMTFTC) (see instructions)	11	
12	Tentative minimum tax. Subtract line 11 from line 10	12	0
13	Regular tax liability before applying all credits except the foreign tax credit	13	0
14	Alternative minimum tax. Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	14	0

For Paperwork Reduction Act Notice, see separate instructions.

Form **4626** (2015)

DAA

Form 1125-A (Rev. December 2012) Department of the Treasury Internal Revenue Service	Cost of Goods Sold ► Attach to Form 1120, 1120-C, 1120-F, 1120S, 1065, or 1065-B. ► Information about Form 1125-A and its instructions is at www.irs.gov/form1125a .	OMB No. 1545-2225
Name Eateries Inc		Employer identification number 73-1230348
1 Inventory at beginning of year		1 247,590
2 Purchases		2 5,637,396
3 Cost of labor		3
4 Additional section 263A costs (attach schedule)		4
5 Other costs (attach schedule)		5
6 Total. Add lines 1 through 5		6 5,884,986
7 Inventory at end of year		7 241,791
8 Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return (see instructions)		8 5,643,195
9a Check all methods used for valuing closing inventory:		
(i) <input checked="" type="checkbox"/> Cost		
(ii) <input type="checkbox"/> Lower of cost or market		
(iii) <input type="checkbox"/> Other (Specify method used and attach explanation.) ►		
b Check if there was a writedown of subnormal goods ► <input type="checkbox"/>		
c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ► <input type="checkbox"/>		
d If the LIFO inventory method was used for this tax year, enter the amount of closing inventory computed under LIFO		9d
e If property is produced or acquired for resale, do the rules of section 263A apply to the entity (see instructions)?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

For Paperwork Reduction Act Notice, see instructions.

Form **1125-A** (Rev. 12-2012)

Form **3800****General Business Credit**

OMB No. 1545-0895

Department of the Treasury
Internal Revenue Service (99)

- Information about Form 3800 and its separate instructions is at www.irs.gov/form3800.
- You must attach all pages of Form 3800, pages 1, 2, and 3, to your tax return.

2015Attachment
Sequence No. **22**

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Part I Current Year Credit for Credits Not Allowed Against Tentative Minimum Tax (TMT)**

(See instructions and complete Part(s) III before Parts I and II)

1	General business credit from line 2 of all Parts III with box A checked	1	
2	Passive activity credits from line 2 of all Parts III with box B checked	2	
3	Enter the applicable passive activity credits allowed for 2015 (see instructions)	3	
4	Carryforward of general business credit to 2015. Enter the amount from line 2 of Part III with box C checked. See instructions for statement to attach	4	
5	Carryback of general business credit from 2016. Enter the amount from line 2 of Part III with box D checked (see instructions)	5	
6	Add lines 1, 3, 4, and 5	6	

Part II Allowable Credit

7	Regular tax before credits: • Individuals. Enter the sum of the amounts from Form 1040, lines 44 and 46, or the sum of the amounts from Form 1040NR, lines 42 and 44 • Corporations. Enter the amount from Form 1120, Schedule J, Part I, line 2; or the applicable line of your return • Estates and trusts. Enter the sum of the amounts from Form 1041, Schedule G, lines 1a and 1b; or the amount from the applicable line of your return	7	0
8	Alternative minimum tax: • Individuals. Enter the amount from Form 6251, line 35 • Corporations. Enter the amount from Form 4626, line 14 • Estates and trusts. Enter the amount from Schedule I (Form 1041), line 56	8	
9	Add lines 7 and 8	9	
10a	Foreign tax credit	10a	
b	Certain allowable credits (see instructions)	10b	
c	Add lines 10a and 10b	10c	
11	Net income tax. Subtract line 10c from line 9. If zero, skip lines 12 through 15 and enter -0- on line 16	11	
12	Net regular tax. Subtract line 10c from line 7. If zero or less, enter -0-	12	
13	Enter 25% (.25) of the excess, if any, of line 12 over \$25,000 (see instructions) Controlled Group	13	
14	Tentative minimum tax: • Individuals. Enter the amount from Form 6251, line 33 • Corporations. Enter the amount from Form 4626, line 12 • Estates and trusts. Enter the amount from Schedule I (Form 1041), line 54	14	
15	Enter the greater of line 13 or line 14	15	
16	Subtract line 15 from line 11. If zero or less, enter -0-	16	
17	Enter the smaller of line 6 or line 16 C corporations: See the line 17 instructions if there has been an ownership change, acquisition, or reorganization.	17	

For Paperwork Reduction Act Notice, see separate instructions.

Form **3800** (2015)

Form 3800 (2015) **Eateries Inc****73-1230348**Page **2****Part II Allowable Credit (Continued)****Note.** If you are not required to report any amounts on lines 22 or 24 below, skip lines 18 through 25 and enter -0- on line 26.

18 Multiply line 14 by 75% (.75) (see instructions)	18	
19 Enter the greater of line 13 or line 18	19	
20 Subtract line 19 from line 11. If zero or less, enter -0-	20	
21 Subtract line 17 from line 20. If zero or less, enter -0-	21	
22 Combine the amounts from line 3 of all Parts III with box A, C, or D checked	22	
23 Passive activity credit from line 3 of all Parts III with box B checked 23		
24 Enter the applicable passive activity credit allowed for 2015 (see instructions)	24	
25 Add lines 22 and 24	25	
26 Empowerment zone and renewal community employment credit allowed. Enter the smaller of line 21 or line 25	26	0
27 Subtract line 13 from line 11. If zero or less, enter -0-	27	0
28 Add lines 17 and 26	28	
29 Subtract line 28 from line 27. If zero or less, enter -0-	29	0
30 Enter the general business credit from line 5 of all Parts III with box A checked	30	159,982
31 Reserved	31	
32 Passive activity credits from line 5 of all Parts III with box B checked 32		
33 Enter the applicable passive activity credits allowed for 2015 (see instructions)	33	
34 Carryforward of business credit to 2015. Enter the amount from line 5 of Part III with box C checked and line 6 of Part III with box G checked. See instructions for statement to attach	34	708,813
35 Carryback of business credit from 2016. Enter the amount from line 5 of Part III with box D checked (see instructions)	35	
36 Add lines 30, 33, 34, and 35	36	868,795
37 Enter the smaller of line 29 or line 36	37	
38 Credit allowed for the current year. Add lines 28 and 37. Report the amount from line 38 (if smaller than the sum of Part I, line 6, and Part II, lines 25 and 36, see instructions) as indicated below or on the applicable line of your return: • Individuals. Form 1040, line 54, or Form 1040NR, line 51 • Corporations. Form 1120, Schedule J, Part I, line 5c • Estates and trusts. Form 1041, Schedule G, line 2b } →	38	0

Form **3800** (2015)

Form 3800 (2015)

Page **3**

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Part III General Business Credits or Eligible Small Business Credits** (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- A** ☒ General Business Credit From a Non-Passive Activity **E** ☐ Reserved
B ☐ General Business Credit From a Passive Activity **F** ☐ Reserved
C ☐ General Business Credit Carryforwards **G** ☐ Eligible Small Business Credit Carryforwards
D ☐ General Business Credit Carrybacks **H** ☐ Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III ☐

(a) Description of credit	(b) If claiming the credit from a pass-through entity, enter the EIN	(c) Enter the appropriate amount
1a Investment (Form 3468, Part II only) (attach Form 3468)	1a	
b Reserved	1b	
c Increasing research activities (Form 6765)	1c	
d Low-income housing (Form 8586, Part I only)	1d	
e Disabled access (Form 8826) (see instructions for limitation)	1e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1f	
g Indian employment (Form 8845)	1g	
h Orphan drug (Form 8820)	1h	
i New markets (Form 8874)	1i	
j Small employer pension plan startup costs (Form 8881) (see instructions for limitation)	1j	
k Employer-provided child care facilities and services (Form 8882) (see instructions for limitation)	1k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1l	
m Low sulfur diesel fuel production (Form 8896)	1m	
n Distilled spirits (Form 8906)	1n	
o Nonconventional source fuel	1o	
p Energy efficient home (Form 8908)	1p	
q Energy efficient appliance	1q	
r Alternative motor vehicle (Form 8910)	1r	
s Alternative fuel vehicle refueling property (Form 8911)	1s	
t Reserved	1t	
u Mine rescue team training (Form 8923)	1u	
v Agricultural chemicals security (carryforward only)	1v	
w Employer differential wage payments (Form 8932)	1w	
x Carbon dioxide sequestration (Form 8933)	1x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1y	
z Qualified plug-in electric vehicle (carryforward only)	1z	
aa New hire retention (carryforward only)	1aa	
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1bb	
zz Other	1zz	
2 Add lines 1a through 1zz and enter here and on the applicable line of Part I	2	
3 Enter the amount from Form 8844 here and on the applicable line of Part II	3	
4a Investment (Form 3468, Part III) (attach Form 3468)	4a	
b Work opportunity (Form 5884)	4b	
c Biofuel producer (Form 6478)	4c	
d Low-income housing (Form 8586, Part II)	4d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f	159,982
g Qualified railroad track maintenance (Form 8900)	4g	
h Small employer health insurance premiums (Form 8941)	4h	
i Reserved	4i	
j Reserved	4j	
z Other	4z	
5 Add lines 4a through 4z and enter here and on the applicable line of Part II	5	159,982
6 Add lines 2, 3, and 5 and enter here and on the applicable line of Part II	6	159,982

DAA

Form **3800** (2015)

Form 3800 (2015)

Page **3**

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Part III General Business Credits or Eligible Small Business Credits** (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- A** ☐ General Business Credit From a Non-Passive Activity **E** ☐ Reserved
B ☐ General Business Credit From a Passive Activity **F** ☐ Reserved
C ☒ General Business Credit Carryforwards **G** ☐ Eligible Small Business Credit Carryforwards
D ☐ General Business Credit Carrybacks **H** ☐ Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III ☐

(a) Description of credit	(b) If claiming the credit from a pass-through entity, enter the EIN	(c) Enter the appropriate amount
1a Investment (Form 3468, Part II only) (attach Form 3468)	1a	
b Reserved	1b	
c Increasing research activities (Form 6765)	1c	
d Low-income housing (Form 8586, Part I only)	1d	
e Disabled access (Form 8826) (see instructions for limitation)	1e	
f Renewable electricity, refined coal, and Indian coal production (Form 8835)	1f	
g Indian employment (Form 8845)	1g	
h Orphan drug (Form 8820)	1h	
i New markets (Form 8874)	1i	
j Small employer pension plan startup costs (Form 8881) (see instructions for limitation)	1j	
k Employer-provided child care facilities and services (Form 8882) (see instructions for limitation)	1k	
l Biodiesel and renewable diesel fuels (attach Form 8864)	1l	
m Low sulfur diesel fuel production (Form 8896)	1m	
n Distilled spirits (Form 8906)	1n	
o Nonconventional source fuel	1o	
p Energy efficient home (Form 8908)	1p	
q Energy efficient appliance	1q	
r Alternative motor vehicle (Form 8910)	1r	
s Alternative fuel vehicle refueling property (Form 8911)	1s	
t Reserved	1t	
u Mine rescue team training (Form 8923)	1u	
v Agricultural chemicals security (carryforward only)	1v	
w Employer differential wage payments (Form 8932)	1w	
x Carbon dioxide sequestration (Form 8933)	1x	
y Qualified plug-in electric drive motor vehicle (Form 8936)	1y	
z Qualified plug-in electric vehicle (carryforward only)	1z	
aa New hire retention (carryforward only)	1aa	
bb General credits from an electing large partnership (Schedule K-1 (Form 1065-B))	1bb	
zz Other	1zz	
2 Add lines 1a through 1zz and enter here and on the applicable line of Part I	2	
3 Enter the amount from Form 8844 here and on the applicable line of Part II	3	
4a Investment (Form 3468, Part III) (attach Form 3468)	4a	
b Work opportunity (Form 5884)	4b	
c Biofuel producer (Form 6478)	4c	
d Low-income housing (Form 8586, Part II)	4d	
e Renewable electricity, refined coal, and Indian coal production (Form 8835)	4e	
f Employer social security and Medicare taxes paid on certain employee tips (Form 8846)	4f	708,813
g Qualified railroad track maintenance (Form 8900)	4g	
h Small employer health insurance premiums (Form 8941)	4h	
i Reserved	4i	
j Reserved	4j	
z Other	4z	
5 Add lines 4a through 4z and enter here and on the applicable line of Part II	5	708,813
6 Add lines 2, 3, and 5 and enter here and on the applicable line of Part II	6	708,813

DAA

Form **3800** (2015)

**SCHEDULE G
(Form 1120)**(Rev. December 2011)
Department of the Treasury
Internal Revenue Service**Information on Certain Persons Owning the
Corporation's Voting Stock**

▶ Attach to Form 1120.

▶ See instructions on page 2.

OMB No. 1545-0123

Name

Employer identification number (EIN)

Eateries Inc**73-1230348**

Part I Certain Entities Owning the Corporation's Voting Stock. (Form 1120, Schedule K, Question 4a). Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Percentage Owned in Voting Stock
Hestia Holdings	20-8116804	Partnership	USA	100.000

Part II Certain Individuals and Estates Owning the Corporation's Voting Stock. (Form 1120, Schedule K, Question 4b). Complete columns (i) through (iv) below for any individual or estate that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Percentage Owned in Voting Stock

For Paperwork Reduction Act Notice,
see the Instructions for Form 1120.

Schedule G (Form 1120) (Rev. 12-2011)

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.

OMB No. 1545-0172

2015Attachment
Sequence No. **179**

Name(s) shown on return

Eateries Inc

Identifying number

73-1230348

Business or activity to which this form relates

Regular Depreciation**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2014 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2016. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2015	17	844,227
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2015 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property		119,620	7.0	HY	200DB	17,089
d 10-year property						
e 15-year property		105,744	15.0	HY	S/L	3,525
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			27.5 yrs.	MM	S/L	
			39 yrs.	MM	S/L	

Section C—Assets Placed in Service During 2015 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	864,841
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2015)

DAA

There are no amounts for Page 2

Eateries Inc**73-1230348**

Form 4562 (2015)

Page **2****Part V Listed Property** (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)**

24a Do you have evidence to support the business/investment use claimed?				Yes	No	24b If "Yes," is the evidence written?				Yes	No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost			
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)									25		
26 Property used more than 50% in a qualified business use:											
		%									
		%									
27 Property used 50% or less in a qualified business use:											
		%				S/L-					
		%				S/L-					
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1									28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1									29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2015 tax year (see instructions):					
43 Amortization of costs that began before your 2015 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Form **8846****Credit for Employer Social Security and Medicare Taxes
Paid on Certain Employee Tips**

OMB No. 1545-1414

2015Attachment
Sequence No. **98**Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return.

▶ Information about Form 8846 and its instructions is at www.irs.gov/form8846.

Name(s) shown on return

Identifying number

Eateries Inc**73-1230348****Note:** Claim this credit **only** for employer social security and Medicare taxes paid by a food or beverage establishment where tipping is customary for providing food or beverages. See the instructions for line 1.

1	Tips received by employees for services on which you paid or incurred employer social security and Medicare taxes during the tax year (see instructions)	1	2,496,575
2	Tips not subject to the credit provisions (see instructions)	2	405,309
3	Creditable tips. Subtract line 2 from line 1	3	2,091,266
4	Multiply line 3 by 7.65% (.0765). If you had any tipped employees whose wages (including tips) exceeded \$118,500, see instructions and check here ▶ <input type="checkbox"/>	4	159,982
5	Credit for employer social security and Medicare taxes paid on certain employee tips from partnerships and S corporations	5	
6	Add lines 4 and 5. Partnerships and S corporations, report this amount on Schedule K. All others, report this amount on Form 3800, Part III, line 4f	6	159,982

For Paperwork Reduction Act Notice, see instructions.

Form **8846** (2015)

Charitable Contribution Carryover Worksheet		2015
Form 1120	For calendar year 2015 or tax year beginning _____, ending _____	
Name Eateries Inc		Employer Identification Number 73-1230348

Regular Tax Calculations						
		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg. Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/10						
4th 12/31/11						
3rd 12/31/12						
2nd 12/31/13						
1st 12/31/14						
Charitable Contribution Carryover To Current Year - Regular			0			
Current Year			17,847			17,847
Charitable Contribution Carryover Available To Next Year						17,847

Alternative Minimum Tax Calculations						
		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg. Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/10						
4th 12/31/11						
3rd 12/31/12						
2nd 12/31/13						
1st 12/31/14						
AMT Charitable Contribution Carryover To Current Year			0			
Current Year			17,847			17,847
AMT Charitable Contribution Carryover Available To Next Year						17,847

Form 1120	Net Operating Loss Carryover Worksheet - Regular Tax	2015
For calendar year 2015 or tax year beginning _____, ending _____		

Name Eateries Inc	Employer Identification Number 73-1230348
-----------------------------	---

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
18th 12/31/97					
17th 12/31/98					
16th 12/31/99					
15th 12/31/00					
14th 12/31/01					
13th 12/31/02					
12th 12/31/03					
11th 12/31/04					
10th 12/31/05					
9th 12/31/06					
8th 12/31/07	-941,138		941,138		941,138
7th 12/31/08	-123,065		123,065		123,065
6th 12/31/09					
5th 12/31/10					
4th 12/31/11	-15,123		15,123		15,123
3rd 12/31/12					
2nd 12/31/13	-1,832,119		1,832,119		1,832,119
1st 12/31/14	-654,103		654,103		654,103
NOL Carryover Available To Current Year			3,565,548		
Current Year	0 -56,123				56,123
NOL Carryover Available To Next Year					3,621,671

Form 1120	Net Operating Loss Carryover Worksheet - AMT	2015
For calendar year 2015 or tax year beginning _____, ending _____		
Name Eateries Inc		Employer Identification Number 73-1230348

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
18th 12/31/97					
17th 12/31/98					
16th 12/31/99					
15th 12/31/00					
14th 12/31/01					
13th 12/31/02					
12th 12/31/03					
11th 12/31/04					
10th 12/31/05					
9th 12/31/06					
8th 12/31/07	-941,963		941,963		941,963
7th 12/31/08	-123,065		123,065		123,065
6th 12/31/09					
5th 12/31/10					
4th 12/31/11	-1,236		1,236		1,236
3rd 12/31/12					
2nd 12/31/13	-1,922,090		1,922,090		1,922,090
1st 12/31/14	-700,974		700,974		700,974
NOL Carryover Available To Current Year			3,689,328		
Current Year	0 -55,908				55,908
NOL Carryover Available To Next Year					3,745,236

Form 1120	Carryover Worksheet - Capital Gain (Loss) and Section 1231	2015
For calendar year 2015 or tax year beginning _____, ending _____		
Name Eateries Inc		Employer Identification Number 73-1230348

Net Capital Loss		Prior Year		Current Year	Next Year
Preceding Tax Year	Net Capital Gain/(Loss)	Loss Utilized or C/B (Gains Offset)	Capital Loss Carryover	Gain Offset By Carryback/ Carryovers Utilized	Capital Loss Carryover
5th 12/31/10	-455,310		455,310		
4th 12/31/11					
3rd 12/31/12	-179,945		179,945		179,945
2nd 12/31/13					
1st 12/31/14					
Capital Loss Carryover Available To Current Year			635,255		
Current Year			0		0
Capital Loss Carryover Available To Next Year					179,945

Section 1231 Losses		Prior Year		Current Year	Next Year
Preceding Tax Year	1231 Loss	Recaptured	Unrecaptured	Prior Losses Recaptured	Unrecaptured
5th 12/31/10					
4th 12/31/11					
3rd 12/31/12	196,068	90,000	106,068		106,068
2nd 12/31/13	433,327		433,327		433,327
1st 12/31/14					
1231 Losses Available for Recapture in Current Year			539,395		
Current Year			0		0
1231 Losses Available for Recapture in Next Year					539,395

Form 3800	General Business Credit Carryover / Carryback Detail Wrk	2015
For calendar year 2015 or tax year beginning _____, ending _____		
Name Eateries Inc		Employer Identification Number 73-1230348

General Business Credit Carryover for Form 8846B**Credit for Employer Social Security and Medicare Taxes - post 12/31/06**

	Preceding Tax Year	Credit Amount Generated	Credit Amount Utilized		Credit Carried Back to Prior Year	Credit Carryover to Next Year
			Prior Year	Current Year		
18th	12/31/97					
17th	12/31/98					
16th	12/31/99					
15th	12/31/00					
14th	12/31/01					
13th	12/31/02					
12th	12/31/03					
11th	12/31/04					
10th	12/31/05					
9th	12/31/06					
8th	12/31/07					
7th	12/31/08					
6th	12/31/09					
5th	12/31/10					
4th	12/31/11					
3rd	12/31/12	349,369				349,369
2nd	12/31/13	205,784				205,784
1st	12/31/14	153,660				153,660
	Current Year	159,982		0		159,982
	Total	868,795		0		
General Business Credit Carryover Available To Next Year						868,795

Credit Carryback for Form 8846

Preceding Tax Year	Current Year		Next Year
	Tax Available to be Offset	Tax Offset by Credit Carryback	Tax Available to be Offset
1st			
Current Year	0		0

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2015

Federal Statements

Statement 1 - Form 1120, Page 1, Line 10 - Other Income

Description	Amount
Other Income	\$ 60,127
T/A Amortization	88,530
Total	<u>\$ 148,657</u>

Statement 2 - Form 1120, Page 1, Line 19 - Charitable Contributions

Description	Amount
Current Year Contributions	\$ 17,847
Total Contributions Available	17,847
Less Contributions Disallowed	17,847
Less QCC Contributions Disall	0
Total Deduction Allowed	<u>\$ 0</u>

Statement 3 - Form 1120, Page 1, Line 26 - Other Deductions

Description	Amount
Vehicle Expense	\$ 23,711
Insurance W/C	243,243
Insurance	208,264
Miscellaneous Expense	29,761
CC & Other Discounts	237,062
Restaurant & Bar Supplies	1,765,071
Miscellaneous	24,185
Kitchen Supplies	193,032
Other	375
Telephone	60,566
Utilities	791,142
Sanitation	143,820
Pest Control	25,479
Delivery Fuel	15,232
Bank Charges	-3,008
Dues & Subscriptions	49,130
Education	405
Professional Fees	336,688
Travel & Lodging	38,838
Management Fees	-11,000
50% of Meals & Entertainment	9,095
Total	<u>\$ 4,181,091</u>

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2015

Federal Statements

Statement 4 - Form 1120, Page 5, Schedule L, Line 6 - Other Current Assets

Description	Beginning of Year	End of Year
Other Prepaid	\$ 20,275	\$ 17,636
Prepaid Insurance		34,375
Total	<u>\$ 20,275</u>	<u>\$ 52,011</u>

Statement 5 - Form 1120, Page 5, Schedule L, Line 14 - Other Assets

Description	Beginning of Year	End of Year
Deposits & Licenses	\$ 441,840	\$ 438,004
Notes Receivable		816,873
Total	<u>\$ 441,840</u>	<u>\$ 1,254,877</u>

Statement 6 - Form 1120, Page 5, Schedule L, Line 18 - Other Current Liabilities

Description	Beginning of Year	End of Year
Payroll Tax Liabilities	\$ 136,487	\$ 48,904
Accrued Payroll	747,109	705,705
Garnishment Payable		2,945
Sales Tax Payable	124,948	127,338
Accrued Rent	42,928	15,684
Taxes Payable	10,322	10,765
Accrued CC Discounts	27,022	26,124
Accrued Interest Payable	115,198	168,959
Gift Certificates	115,517	113,005
Accrued Utilities	66,935	72,375
Accrued Insurance	10,000	241,287
Total	<u>\$ 1,396,466</u>	<u>\$ 1,533,091</u>

Statement 7 - Form 1120, Page 5, Schedule L, Line 21 - Other Liabilities

Description	Beginning of Year	End of Year
Deferred Credits	\$ 161,062	\$ 166,062
Deferred Revenue	661,065	746,106
Owner Operator	21,715	20,515
Intercompany Payable	794,845	874,845
Total	<u>\$ 1,638,687</u>	<u>\$ 1,807,528</u>

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2015

Federal Statements

Statement 8 - Form 1120, Page 5, Schedule M-1, Line 5 - Expenses on Books Not on Return

Description	Amount
Accrued Vacation	\$ 4,980
Employer Tip Credit Reduction	159,982
Total	\$ 164,962

Statement 9 - Form 1120, Page 5, Schedule M-1, Line 7 - Income on Books Not on Return

Description	Amount
Gift Certificate Revenue	\$ 2,511
Total	\$ 2,511

Statement 10 - Form 1120, Page 5, Schedule M-2, Line 3 - Other Increases

Description	Amount
APIC Contribution	\$ 358,321
Total	\$ 358,321

Statement 11 - Form 1120, Page 5, Schedule M-2, Line 6 - Other Decreases

Description	Amount
Prior Period Adjustment	\$ 5,000
Total	\$ 5,000

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2015

Federal Statements

Statement 12 - Schedule O, Page 4 - Other Apportionment Items

Group Member's Name	Description	Amount
Eateries Inc	GBC Limitation	\$ 0
	Total	
Fiesta Holdings Inc	GBC Limitation	25,000
	Total	25,000

400009

Year Ending: December 31, 2015

73-1230348

Eateries Inc
27 E Sheridan Ave Suite 200
Oklahoma City, OK 73104

Section 1.263(a)-1(f) De Minimis Safe Harbor Election

Under Regulation 1.263(a)-1(f), the taxpayer hereby elects to apply the de minimis safe harbor election to all qualifying property placed in service during the tax year.

Year Ending: December 31, 2015

73-1230348

Eateries Inc
27 E Sheridan Ave Suite 200
Oklahoma City, OK 73104

**Electing out of the Bonus Depreciation Allowance for
All Eligible Depreciable Property**

The taxpayer elects out of the first-year bonus depreciation allowance under IRC Section 168(k) for all eligible asset classes of depreciable property acquired after December 31, 2007. This election applies to all eligible depreciable property placed in service during the tax year.

Year Ending: December 31, 2015

73-1230348

Eateries Inc
27 E Sheridan Ave Suite 200
Oklahoma City, OK 73104

**Statement Pursuant to Reg. 1.382-11(a) by Eateries Inc
(73-1230348) a Loss Corporation**

The following information is submitted in accordance with Reg. 1.382-11(a):

1. Testing dates occurring during the above tax year:

July 1, 2015
November 23, 2015

2. Testing date, if any, on which an ownership change as defined in Regulation 1.382-2T occurred:

July 1, 2015

3. Eateries Inc is a loss corporation, as defined in Reg. 1.382-2(a)(1)(i), due to:

- \$3,621,671 net operating loss carryforward
- \$868,795 unused Credits for Employer Social Security and Medicare Taxes on Certain Tips.

400009 Eateries Inc
73-1230348
FYE: 12/31/2015

Federal Asset Report
Form 1120, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
7-year GDS Property:									
57	Eateries 15 Equipment	7/01/15	119,620			119,620	7 HY 200DB	0	17,089
			<u>119,620</u>			<u>119,620</u>		<u>0</u>	<u>17,089</u>
15-year GDS Property:									
58	Eateries 15 Leasehold	7/01/15	105,744			105,744	15 HY S/L	0	3,525
			<u>105,744</u>			<u>105,744</u>		<u>0</u>	<u>3,525</u>
Prior MACRS:									
1	Eateries 09 5yr	6/30/09	19,159			19,159	5 HY 200DB	19,159	0
2	Eateries 07 5yr	6/30/07	294,631			294,631	5 HY 200DB	294,631	0
3	Eateries 08 5yr	6/30/08	31,016			31,016	5 HY 200DB	31,016	0
4	Eateries 10 5yr	6/30/10	20,762			20,762	5 HY S/L	18,685	2,077
9	Eateries 03 Equip	6/30/03	378,488			378,488	7 HY 200DB	378,488	0
10	Eateries 04 Equip	6/30/04	1,315,913			1,315,913	7 HY 200DB	1,315,913	0
11	Eateries 05 Equip	6/30/05	1,717,750			1,717,750	7 HY 200DB	1,717,750	0
12	Eateries 06 Equip	6/30/06	588,871			588,871	7 HY 200DB	588,871	0
13	Eateries 07 Equip	6/30/07	3,171,792			3,171,792	7 HY 200DB	3,171,792	0
14	Eateries 08 Equip	6/30/08	93,159			93,159	7 HY 200DB	89,002	4,157
15	Eateries 09 Equip	6/30/09	75,273			75,273	7 HY S/L	59,147	10,753
16	Eateries 10 Equip	6/30/10	132,960			132,960	7 HY S/L	85,480	18,994
17	Eateries 06 LH	6/30/06	1,207,294			1,207,294	15 HY 150DB	715,355	75,683
18	Eateries 07 LH	6/30/07	216,015			216,015	15 HY 150DB	105,186	14,778
19	Eateries 03 LH	6/30/03	142,830			142,830	39 MMS/L	57,828	3,662
20	Eateries 09 LH	6/30/09	173,269			173,269	15 HY S/L	63,538	11,551
24	Eateries 98 LH	6/30/98	679,521			679,521	39 MMS/L	306,409	17,423
25	Eateries 99 LH	6/30/99	2,012,283			2,012,283	39 MMS/L	831,191	51,597
26	Eateries 00 LH	6/30/00	1,221,423			1,221,423	39 MMS/L	470,761	31,318
27	Eateries 02 LH	6/30/02	129,985			129,985	39 MMS/L	44,371	3,333
28	Eateries 01 LH	6/30/01	880,436			880,436	39 MMS/L	328,589	22,575
29	Eateries 08 LH	6/30/08	174,719			174,719	15 HY S/L	75,730	11,648
30	Eateries 04 LH	6/30/04	847,192			847,192	39 MMS/L	257,172	21,722
31	Eateries 09 LH	1/01/09	605,070			605,070	15 HY S/L	196,841	40,338
32	Eateries 10 LH	6/30/10	119,258			119,258	15 HY S/L	35,782	7,950
33	Eateries 05 LH	6/30/05	3,062,079			3,062,079	15 HY 150DB	2,014,365	190,494
36	Eateries 11 F&F	6/30/11	11,821			11,821	7 HY 200DB	7,821	1,143
42	Eateries 94 LH -1	6/30/94	2,473			2,473	39 MMS/L	1,332	63
43	Eateries 94 LH -2	6/30/94	243,624			243,624	39 MMS/L	131,218	6,247
44	Eateries 94 LH -3	6/30/94	1,193			1,193	39 MMS/L	643	30
45	Eateries 96 LH -1	6/30/96	884,638			884,638	39 MMS/L	431,971	22,683
46	Eateries 97 LH	6/30/97	415,993			415,993	39 MMS/L	192,032	10,666
47	Eateries 11 LH	6/30/11	147,038			147,038	15 HY S/L	34,304	9,803
48	Eateries 12 LH	6/30/12	625,684			625,684	15 HY S/L	104,281	41,712
49	Eateries 13 LH	6/30/13	550,402			550,402	15 HY S/L	55,040	36,694
50	Eateries 99 Equip	6/30/99	826,260			826,260	7 HY 200DB	826,260	0
51	Eateries 02 Equip	6/30/02	158,642			158,642	7 HY 200DB	158,642	0
52	Eateries 11 Equip	6/30/11	190,197			190,197	7 HY 200DB	125,832	18,390
53	Eateries 12 Equip	12/31/12	107,696			107,696	7 MQ200DB	54,711	15,139
54	Eateries 13 Equip	6/30/13	436,689			436,689	7 HY 200DB	169,328	76,389
55	Eateries 14 LH	6/30/14	439,878			439,878	15 HY S/L	14,663	29,325
56	Eateries 14 Equip	6/30/14	146,552			146,552	7 HY 200DB	20,936	35,890
			<u>24,499,928</u>			<u>24,499,928</u>		<u>15,602,066</u>	<u>844,227</u>
Grand Totals			24,725,292			24,725,292		15,602,066	864,841
Less: Dispositions and Transfers			0			0		0	0
Less: Start-up/Org Expense			0			0		0	0
Net Grand Totals			<u>24,725,292</u>			<u>24,725,292</u>		<u>15,602,066</u>	<u>864,841</u>

400009 Eateries Inc
 73-1230348
 FYE: 12/31/2015

Bonus Depreciation Report

Asset	Property Description	Date In Service	Tax Cost	Bus Pct	Tax Sec 179 Exp	Current Bonus	Prior Bonus	Tax - Basis for Depr
Activity: Form 1120, Page 1								
49	Eateries 13 LH	6/30/13	550,402		0	0	0	550,402
55	Eateries 14 LH	6/30/14	439,878		0	0	0	439,878
58	Eateries 15 Leasehold	7/01/15	105,744		0	0	0	105,744
Form 1120, Page 1			<u>1,096,024</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>1,096,024</u>
Grand Total			<u>1,096,024</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>1,096,024</u>

Item 6 - Part 2:

Personal Property Tax Returns

(Note: Ohio, Illinois and Pennsylvania do not require Personal Property Tax Returns)

Return Filed with	Location	Return Filed	Year
Washington County, MS	Greenville, MS	Personal Property Rendition	2016
Washington County, MS	Greenville, MS	Personal Property Rendition	2015
Washington County, MS	Greenville, MS	Personal Property Rendition	2014
Walker County, AL	Jasper, AL	Business Personal Property Return	2017
Walker County, AL	Jasper, AL	Business Personal Property Return	2016
Monongalia County, WV	Morgantown, WV	Commercial Business Property Return	2016
Monongalia County, WV	Morgantown, WV	Commercial Business Property Return	2015
Harrison County, WV	Bridgeport, WV	Commercial Business Property Return	2016
Harrison County, WV	Bridgeport, WV	Commercial Business Property Return	2015
Jasper County, MO	Joplin, MO	Business Assessment List	2016
Jasper County, MO	Joplin, MO	Business Assessment List	2015
Jasper County, MO	Joplin, MO	Business Assessment List	2014
Washington County, OK	Bartlesville, OK	Business Personal Property Rendition	2016
Washington County, OK	Bartlesville, OK	Business Personal Property Rendition	2015
Michigan Dept of Treasury	Adrian, MI	Affidavit to Claim Small Business Tax Exemption	2016
Michigan Dept of Treasury	Adrian, MI	Affidavit to Claim Small Business Tax Exemption	2015
Michigan Dept of Treasury	Adrian, MI	2014 Personal Property Statement	2014

NOTE: Ohio, Illinois and Pennsylvania do not require Personal Property Tax Returns.

Item 7: 2016 Unaudited Financial Statements

Eateries, Inc. 2016 Unaudited Balance Sheet

Description	January Period 2016	February Period 2016	March Period 2016	April Period 2016	May Period 2016	June Period 2016	July Period 2016	August Period 2016	September Period 2016	October Period 2016	November Period 2016	December Period 2016
CASH AND CASH EQUIVALENTS	(\$452,092)	\$136,244	(\$105,834)	(\$54,209)	(\$124,094)	(\$95,805)	(\$392,468)	(\$333,675)	(\$511,586)	(\$265,202)	(\$312,793)	(\$14,723)
ACCTS RECEIVABLE	141,579	125,325	97,257	99,184	99,096	100,181	100,517	103,679	112,039	112,505	109,286	72,906
PREPAID ASSETS	47,418	52,209	48,012	45,369	40,684	(3,374)	(18,884)	(28,273)	(52,333)	(92,290)	(78,368)	27,350
INVENTORY	234,735	203,655	213,127	230,175	228,146	220,362	201,747	194,696	185,456	176,866	193,688	202,674
OTHER CURRENT ASSETS												
TOTAL CURRENT ASSETS	(28,360)	517,433	252,562	320,519	243,832	221,364	(109,088)	(63,573)	(266,424)	(68,121)	(88,187)	288,207
PROPERTY AND EQUIPMENT	1,542,577	1,551,706	1,564,736	1,565,401	1,583,508	1,606,850	1,619,333	1,641,973	1,644,214	1,662,832	1,664,296	1,607,911
LEASEHOLD IMPROVEMENTS	3,009,588	3,018,506	3,028,224	3,037,442	3,047,271	3,114,202	3,131,589	3,177,393	3,209,921	3,169,614	3,179,297	3,111,329
FURNITURE, FIXTURES AND EQUIPMENT						12,000	17,002	17,722	18,267	18,267	18,267	18,267
CONSTRUCTION IN PROGRESS												
GROSS PROPERTY AND EQUIPMENT	4,552,165	4,570,212	4,592,960	4,602,843	4,630,779	4,733,052	4,767,924	4,837,088	4,872,402	4,850,713	4,861,860	4,737,507
LESS: ACCUMULATED DEPRECIATION/AMORTIZATION	3,555,917	3,606,836	3,657,951	3,708,794	3,756,860	3,805,142	3,851,054	3,895,726	3,940,478	3,983,129	4,026,024	3,967,546
PROPERTY AND EQUIPMENT, NET OF ACCUMULATED I	996,248	963,376	935,009	894,049	873,919	927,910	916,870	941,362	931,924	867,584	835,836	769,961
OTHER ASSETS	438,004	438,004	438,004	438,004	438,004	438,004	438,004	438,004	438,004	438,004	438,004	438,004
TOTAL ASSETS	1,405,892	1,918,813	1,625,575	1,652,572	1,555,755	1,587,278	1,245,786	1,315,793	1,103,504	1,237,467	1,185,653	1,496,172
ACCOUNTS PAYABLE	457,998	579,621	486,918	424,245	445,805	450,602	421,704	557,702	473,047	492,268	546,963	522,317
ACCRUED LIABILITIES	1,326,913	1,446,457	1,395,903	1,368,647	1,341,212	1,258,674	1,263,585	1,230,975	1,195,683	1,186,653	1,159,913	418,279
GIFT CARD LIABILITY	92,035	80,157	69,530	65,046	62,294	58,806	55,642	52,735	51,110	50,757	52,123	110,379
TOTAL CURRENT LIABILITIES	1,876,946	2,106,235	1,952,351	1,857,938	1,849,311	1,768,082	1,740,931	1,841,412	1,719,840	1,729,678	1,758,999	1,050,975
L/T DEBT-RM						100,000	100,000	100,000	100,000	100,000	100,000	
ENDURING BRANDS												
FRESH CAPITAL LLC-STD	470,000	470,000	470,000	470,000	470,000	470,000	470,000	470,000	470,000	701,000	701,000	701,000
S/T-JIM												
S/T-PRESTON												
PIGATO												
L/T PRAESIDIAN												
L/T PRAESIDIAN DIP												
L/T DEBT- INTENSO												
N/P FIESTA	874,845	874,845	874,845	874,845	874,845	874,845	874,845	994,845	874,845	874,845	874,845	874,845
JE SHAWNEE RE LLC												
RESTAURANT INVESTORS	(371,200)	(90,200)	(292,200)	(90,200)	(90,200)	(20,000)	(130,200)	(110,200)	(90,200)	(90,200)	(90,200)	
LOC SUMMIT BANK												
N/P PIR2(PEP GRILL)												
PRACTICAL INVESTORS	296,000	296,000	296,000	296,000	296,000	296,000	296,000	296,000	296,000	296,000	296,000	296,000
TOTAL NOTES PAYABLE	1,269,645	1,550,645	1,348,645	1,550,645	1,550,645	1,720,845	1,610,645	1,750,645	1,650,645	1,881,645	1,881,645	1,871,845
TOTAL LIABILITIES	3,146,591	3,656,880	3,300,996	3,408,583	3,399,956	3,488,927	3,351,576	3,592,057	3,370,485	3,611,323	3,640,644	2,922,820
MEMBER'S CAPITAL	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156	18,085,156
RETAINED EARNINGS	(19,787,048)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)	(19,787,046)
CURRENT EARNINGS	(38,807)	(36,177)	26,470	(54,120)	(142,310)	(199,759)	(403,899)	(574,373)	(565,089)	(671,964)	(753,100)	275,243
TOTAL STOCKHOLDERS' EQUITY	(1,740,699)	(1,738,067)	(1,675,420)	(1,756,010)	(1,844,200)	(1,901,649)	(2,105,789)	(2,276,263)	(2,266,979)	(2,373,854)	(2,454,990)	(1,426,647)
TOTAL LIABILITIES AND EQUITY	1,405,892	1,918,813	1,625,576	1,652,573	1,555,756	1,587,278	1,245,787	1,315,794	1,103,506	1,237,469	1,185,654	1,496,173

Eateries, Inc.

2016 Unaudited Profit & Loss

	1		2		3		4		5		6		7	
Description	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%
FOOD SALES	\$1,209,011	87.39	\$1,472,170	87.60	\$1,750,773	87.91	\$1,231,579	87.77	\$1,244,763	88.06	\$1,360,648	88.49	\$1,074,743	88.68
ALCOHOL SALES	174,466	12.61	208,298	12.40	240,669	12.09	171,655	12.23	168,839	11.94	177,039	11.51	137,220	11.32
TOTAL SALES	1,383,477	100.00	1,680,468	100.00	1,991,442	100.00	1,403,234	100.00	1,413,602	100.00	1,537,687	100.00	1,211,963	100.00
FOOD COSTS	354,981	29.36	442,400	30.05	518,740	29.63	369,480	30.00	373,033	29.97	412,123	30.29	325,270	30.26
VENDOR REBATES	(30,000)	-2.48		0.00	(13,622)	-0.78		0.00	(3,000)	-0.24	(29,308)	-2.15		0.00
TOTAL FOOD COSTS	324,981	26.88	442,400	30.05	505,118	28.85	369,480	30.00	370,033	29.73	382,815	28.13	325,270	30.26
ALCOHOL COSTS	50,384	28.88	61,034	29.30	68,671	28.53	49,673	28.94	49,525	29.33	52,894	29.88	42,195	30.75
TOTAL COST OF SALES	375,365	27.13	503,434	29.96	573,789	28.81	419,153	29.87	419,558	29.68	435,709	28.34	367,465	30.32
GROSS PROFIT	1,008,112	72.87	1,177,034	70.04	1,417,653	71.19	984,081	70.13	994,044	70.32	1,101,978	71.66	844,498	69.68
HOURLY FOH	98,075	7.09	109,989	6.55	134,957	6.78	103,887	7.40	100,946	7.14	112,346	7.31	87,479	7.22
HOURLY BOH	146,167	10.57	171,272	10.19	213,175	10.70	158,854	11.32	152,460	10.79	170,080	11.06	133,110	10.98
HOURLY MANAGEMENT	16,780	1.21	19,484	1.16	22,230	1.12	19,846	1.41	25,539	1.81	34,420	2.24	27,975	2.31
MANAGEMENT LABOR	147,651	10.67	152,625	9.08	178,122	8.94	138,687	9.88	144,868	10.25	169,514	11.02	131,671	10.86
VACATION PAY - HOURLY	648	0.05	540	0.03	8,187	0.41	4,781	0.34	2,136	0.15	7,121	0.46	5,087	0.42
EMPLOYEE INSURANCE	6,865	0.50	7,274	0.43	8,845	0.44	6,868	0.49	6,431	0.45	7,817	0.51	6,667	0.55
TAXES AND BENEFITS	81,523	5.89	81,471	4.85	111,586	5.60	79,061	5.63	77,453	5.48	84,173	5.47	67,082	5.53
TOTAL PAYROLL EXPENSE	497,709	35.98	542,655	32.29	677,102	34.00	511,984	36.49	509,833	36.07	585,471	38.07	459,071	37.88
PRIME COST	873,074	63.11	1,046,089	62.25	1,250,891	62.81	931,137	66.36	929,391	65.75	1,021,180	66.41	826,536	68.20
SUPPLIES	36,530	2.64	37,596	2.24	50,137	2.52	38,465	2.74	38,458	2.72	44,227	2.88	35,393	2.92
EXPENDABLE EQUIPMENT	7,214	0.52	6,998	0.42	7,950	0.40	5,834	0.42	3,135	0.22	3,530	0.23	3,662	0.30
EQUIPMENT RENTAL	5,807	0.42	7,518	0.45	9,388	0.47	6,923	0.49	7,298	0.52	4,667	0.30	7,849	0.65
SOFTWARE COSTS	4,064	0.29	4,124	0.25	6,489	0.33	4,676	0.33	8,421	0.60	4,582	0.30	5,094	0.42
MAINTENANCE AND CLEANING	38,850	2.81	36,385	2.17	46,160	2.32	30,557	2.18	41,686	2.95	45,465	2.96	33,965	2.80
CREDIT CARD DISCOUNT	16,249	1.17	22,284	1.33	33,772	1.70	12,474	0.89	19,241	1.36	21,563	1.40	11,923	0.98
LAUNDRY AND UNIFORMS	6,188	0.45	5,295	0.32	7,768	0.39	5,483	0.39	5,028	0.36	7,310	0.48	4,802	0.40
COMPS AND PROMOS	95,098	6.87	110,715	6.59	122,114	6.13	90,884	6.48	84,727	5.99	100,882	6.56	82,755	6.83
ROYALTIES	(3,357)	-0.24	(1,577)	-0.09	(1,840)	-0.09	(1,643)	-0.12	(1,544)	-0.11	(1,420)	-0.09	(1,335)	-0.11
BANK FEES	6,424	0.46	8,393	0.50	6,600	0.33	3,980	0.28	3,793	0.27	4,032	0.26	6,821	0.56
MISCELLANEOUS EXPENSE	(21,233)	-1.53	(2,011)	-0.12	(8,184)	-0.41	(4,789)	-0.34	(8,702)	-0.62	(10,132)	-0.66	(2,360)	-0.19
TRAVEL AND ENTERTAINMENT	6,494	0.47	7,614	0.45	3,390	0.17	3,536	0.25	3,571	0.25	6,234	0.41	8,992	0.74
ACCT/MGMT FEES	12,835	0.93	15,805	0.94	18,914	0.95	13,032	0.93	13,136	0.93	11,377	0.74	12,120	1.00
MARKETING AND ADVERTISING	17,532	1.27	36,487	2.17	28,026	1.41	15,226	1.09	27,986	1.98	34,189	2.22	20,224	1.67
LEGAL/AUDIT FEES/CONSULTING	2,021	0.15	5,612	0.33	2,764	0.14	3,055	0.22	18,272	1.29	(999)	-0.06	2,000	0.17
CONTROLLABLE EXPENSES	230,716	16.68	301,228	17.93	333,448	16.74	227,693	16.23	264,506	18.71	275,507	17.92	231,905	19.13
CONTROLLABLE PROFIT	279,687	20.22	333,151	19.82	407,103	20.44	244,404	17.42	219,705	15.54	241,000	15.67	153,522	12.67
MANAGEMENT BONUS	9,523	0.69	14,673	0.87	(4,514)	-0.23	9,563	0.68	10,600	0.75	(10,723)	-0.70	7,658	0.63
INSURANCE - PROP & CASUALTY	19,002	1.37	19,002	1.13	19,002	0.95	19,002	1.35	19,002	1.34	14,011	0.91	14,011	1.16
TAXES LICENSES AND FEES	7,409	0.54	7,524	0.45	11,765	0.59	8,584	0.61	7,382	0.52	9,652	0.63	6,721	0.55
UTILITIES	88,513	6.40	86,072	5.12	84,338	4.24	85,975	6.13	84,461	5.97	85,779	5.58	89,952	7.42
RENT	155,161	11.22	159,554	9.49	184,968	9.29	161,252	11.49	149,525	10.58	147,951	9.62	147,298	12.15
NON - CONTROLLABLE EXPENSES	279,608	20.21	286,825	17.07	295,559	14.84	284,376	20.27	270,970	19.17	246,670	16.04	265,640	21.92
TOTAL OPERATING EXPENSES	510,324	36.89	588,053	34.99	629,007	31.59	512,069	36.49	535,476	37.88	522,177	33.96	497,545	41.05
EBITDA	79	0.01	46,326	2.76	111,544	5.60	(39,972)	-2.85	(51,265)	-3.63	(5,670)	-0.37	(112,118)	-9.25
DEPRECIATION AND AMORTIZATION	43,045	3.11	43,201	2.57	43,397	2.18	43,125	3.07	40,348	2.85	40,564	2.64	38,194	3.15
INTEREST EXPENSE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
MANAGEMENT FEES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
GAIN/LOSS ON SALE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	11,771	0.97
NON RECURRING COSTS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
SEVERANCE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	3,077	0.25
OTHER ORDINARY INCOME	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
PREOPENING EXPENSES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	36,986	3.05
NATURAL DISASTER LOSS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
STATE INCOME TAXES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	7,679	0.50	0.00	0.00
FEDERAL INCOME TAXES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL OTHER EXPENSES	43,045	3.11	43,201	2.57	43,397	2.18	43,125	3.07	40,348	2.85	48,243	3.14	90,028	7.43
NET PROFIT (LOSS)	(42,966)	-3.11	3,125	0.19	68,147	3.42	(83,097)	-5.92	(91,613)	-6.48	(53,913)	-3.51	(202,146)	-16.68

GRP of Zanesville, LLC
2016 Unaudited Profit & Loss

Description	1		2		3		4		5		6		7	
	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%
FOOD SALES	\$68,135	89.15	\$84,921	89.26	\$97,718	89.60	\$63,738	88.90	\$62,769	88.76	\$60,527	90.37	\$57,729	90.22
ALCOHOL SALES	8,293	10.85	10,218	10.74	11,346	10.40	7,959	11.10	7,951	11.24	6,447	9.63	6,261	9.78
TOTAL SALES	76,428	100.00	95,139	100.00	109,064	100.00	71,697	100.00	70,720	100.00	66,974	100.00	63,990	100.00
FOOD COSTS	19,364	28.42	24,740	29.13	27,973	28.63	18,504	29.03	18,743	29.86	18,149	29.98	17,353	30.06
VENDOR REBATES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
TOTAL FOOD COSTS	19,364	28.42	24,740	29.13	27,973	28.63	18,504	29.03	18,743	29.86	18,149	29.98	17,353	30.06
ALCOHOL COSTS	2,297	27.70	2,864	28.03	3,026	26.67	2,132	26.79	2,319	29.17	1,808	28.04	1,846	29.48
TOTAL COST OF SALES	21,661	28.34	27,604	29.01	30,999	28.42	20,636	28.78	21,062	29.78	19,957	29.80	19,199	30.00
GROSS PROFIT	54,767	71.66	67,535	70.99	78,065	71.58	51,061	71.22	49,658	70.22	47,017	70.20	44,791	70.00
HOURLY FOH	6,419	8.40	7,315	7.69	8,831	8.10	7,222	10.07	6,516	9.21	6,359	9.49	5,136	8.03
HOURLY BOH	7,595	9.94	8,486	8.92	10,728	9.84	8,025	11.19	7,444	10.53	7,351	10.98	6,462	10.10
HOURLY MANAGEMENT	542	0.71	887	0.93	1,246	1.14	1,168	1.63	1,409	1.99	2,166	3.23	1,608	2.51
MANAGEMENT LABOR	7,154	9.36	7,154	7.52	8,942	8.20	7,154	9.98	7,154	10.12	8,942	13.35	7,154	11.18
VACATION PAY - HOURLY	648	0.85		0.00		0.00		0.00		0.00	261	0.39		0.00
EMPLOYEE INSURANCE	328	0.43	328	0.34	410	0.38	328	0.46	328	0.46	410	0.61	319	0.50
TAXES AND BENEFITS	2,795	3.66	2,932	3.08	3,931	3.60	2,860	3.99	2,588	3.66	2,741	4.09	2,204	3.44
TOTAL PAYROLL EXPENSE	25,481	33.34	27,102	28.49	34,088	31.26	26,757	37.32	25,439	35.97	28,230	42.15	22,883	35.76
PRIME COST	47,142	61.68	54,706	57.50	65,087	59.68	47,393	66.10	46,501	65.75	48,187	71.95	42,082	65.76
SUPPLIES	2,031	2.66	2,043	2.15	2,108	1.93	2,408	3.36	2,011	2.84	1,619	2.42	1,793	2.80
EXPENDABLE EQUIPMENT	512	0.67	143	0.15	219	0.20	113	0.16		0.00		0.00	567	0.89
EQUIPMENT RENTAL	496	0.65	525	0.55	401	0.37	467	0.65	494	0.70	432	0.65	512	0.80
SOFTWARE COSTS		0.00		0.00	778	0.71	80	0.11		0.00		0.00		0.00
MAINTENANCE AND CLEANING	4,291	5.61	1,434	1.51	3,792	3.48	2,998	4.18	3,009	4.25	2,751	4.11	1,941	3.03
CREDIT CARD DISCOUNT	896	1.17	1,232	1.29	1,799	1.65	633	0.88	894	1.26	860	1.28	686	1.07
LAUNDRY AND UNIFORMS	337	0.44	288	0.30	465	0.43	481	0.67	320	0.45	319	0.48	351	0.55
COMPS AND PROMOS	3,896	5.10	5,435	5.71	5,699	5.23	3,633	5.07	3,961	5.60	3,801	5.68	3,964	6.19
ROYALTIES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
BANK FEES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
MISCELLANEOUS EXPENSE	39	0.05	63	0.07	28	0.03	(93)	-0.13	57	0.08	(58)	-0.09	106	0.17
TRAVEL AND ENTERTAINMENT		0.00		0.00		0.00		0.00		0.00		0.00		0.00
ACCT/MGMT FEES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
MARKETING AND ADVERTISING	814	1.07	1,132	1.19	1,291	1.18	1,266	1.77	1,366	1.93	1,060	1.58	910	1.42
LEGAL/AUDIT FEES/CONSULTING		0.00		0.00		0.00		0.00		0.00		0.00		0.00
CONTROLLABLE EXPENSES	13,312	17.42	12,295	12.92	16,580	15.20	11,986	16.72	12,112	17.13	10,784	16.10	10,830	16.92
CONTROLLABLE PROFIT	15,974	20.90	28,138	29.58	27,397	25.12	12,318	17.18	12,107	17.12	8,003	11.95	11,078	17.31
MANAGEMENT BONUS	578	0.76	1,213	1.27	1,177	1.08	379	0.53	360	0.51	335	0.50	320	0.50
INSURANCE - PROP & CASUALTY	778	1.02	778	0.82	778	0.71	778	1.09	778	1.10	716	1.07	716	1.12
TAXES LICENSES AND FEES	327	0.43	317	0.33	383	0.35	389	0.54	299	0.42	276	0.41	276	0.43
UTILITIES	6,259	8.19	6,187	6.50	6,307	5.78	5,805	8.10	6,034	8.53	6,372	9.51	6,532	10.21
RENT	3,626	4.74	4,484	4.71	5,167	4.74	3,400	4.74	3,337	4.72	3,158	4.72	3,001	4.69
NON - CONTROLLABLE EXPENSES	11,568	15.14	12,979	13.64	13,812	12.66	10,751	15.00	10,808	15.28	10,857	16.21	10,845	16.95
TOTAL OPERATING EXPENSES	24,880	32.55	25,274	26.57	30,392	27.87	22,737	31.71	22,920	32.41	21,641	32.31	21,675	33.87
EBITDA	4,406	5.76	15,159	15.93	13,585	12.46	1,567	2.19	1,299	1.84	(2,854)	-4.26	233	0.36
DEPRECIATION AND AMORTIZATION	1,148	1.50	1,148	1.21	1,180	1.08	1,180	1.65	1,180	1.67	1,180	1.76	1,153	1.80
INTEREST EXPENSE		0.00		0.00		0.00		0.00		0.00		0.00		0.00
MANAGEMENT FEES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
GAIN/LOSS ON SALE		0.00		0.00		0.00		0.00		0.00		0.00		0.00
NON RECURRING COSTS		0.00		0.00		0.00		0.00		0.00		0.00		0.00
SEVERANCE		0.00		0.00		0.00		0.00		0.00		0.00		0.00
OTHER ORDINARY INCOME		0.00		0.00		0.00		0.00		0.00		0.00		0.00
PREOPENING EXPENSES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
NATURAL DISASTER LOSS		0.00		0.00		0.00		0.00		0.00		0.00		0.00
STATE INCOME TAXES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
FEDERAL INCOME TAXES		0.00		0.00		0.00		0.00		0.00		0.00		0.00
TOTAL OTHER EXPENSES	1,148	1.50	1,148	1.21	1,180	1.08	1,180	1.65	1,180	1.67	1,180	1.76	1,153	1.80
NET PROFIT (LOSS)	3,258	4.26	14,011	14.73	12,405	11.37	387	0.54	119	0.17	(4,034)	-6.02	(920)	-1.44

GRP of Zanesville, LLC
2016 Unaudited Profit & Loss

	8		9		10		11		12			
Description	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%
FOOD SALES	\$61,925	89.57	\$61,303	90.24	\$53,406	89.50	\$60,992	88.54	\$97,283	84.66	\$830,446	88.86
ALCOHOL SALES	7,212	10.43	6,630	9.76	6,264	10.50	7,898	11.46	17,627	15.34	104,106	11.14
TOTAL SALES	69,137	100.00	67,933	100.00	59,670	100.00	68,890	100.00	114,910	100.00	934,552	100.00
FOOD COSTS	18,264	29.49	18,639	30.40	16,258	30.44	17,536	28.75	27,024	27.78	242,547	29.21
VENDOR REBATES		0.00		0.00		0.00		0.00		0.00	0	0.00
TOTAL FOOD COSTS	18,264	29.49	18,639	30.40	16,258	30.44	17,536	28.75	27,024	27.78	242,547	29.21
ALCOHOL COSTS	2,079	28.83	1,951	29.43	1,815	28.98	2,290	28.99	4,954	28.10	29,381	28.22
TOTAL COST OF SALES	20,343	29.42	20,590	30.31	18,073	30.29	19,826	28.78	31,978	27.83	271,928	29.10
GROSS PROFIT	48,794	70.58	47,343	69.69	41,597	69.71	49,064	71.22	82,932	72.17	662,624	70.90
HOURLY FOH	5,663	8.19	6,217	9.15	5,129	8.60	5,435	7.89	8,162	7.10	78,404	8.39
HOURLY BOH	7,251	10.49	7,900	11.63	6,260	10.49	6,921	10.05	11,720	10.20	96,143	10.29
HOURLY MANAGEMENT	1,409	2.04	1,883	2.77	1,510	2.53	2,265	3.29	884	0.77	16,977	1.82
MANAGEMENT LABOR	7,154	10.35	8,942	13.16	7,154	11.99	5,846	8.49	7,538	6.56	90,288	9.66
VACATION PAY - HOURLY		0.00	480	0.71	333	0.56	284	0.41		0.00	2,006	0.21
EMPLOYEE INSURANCE	321	0.46	412	0.61	342	0.57	342	0.50	342	0.30	4,210	0.45
TAXES AND BENEFITS	2,430	3.51	2,663	3.92	2,183	3.66	2,282	3.31	2,792	2.43	32,401	3.47
TOTAL PAYROLL EXPENSE	24,228	35.04	28,497	41.95	22,911	38.40	23,375	33.93	31,438	27.36	320,429	34.29
PRIME COST	44,571	64.47	49,087	72.26	40,984	68.68	43,201	62.71	63,416	55.19	592,357	63.38
SUPPLIES	1,715	2.48	2,004	2.95	1,108	1.86	1,667	2.42	2,329	2.03	22,836	2.44
EXPENDABLE EQUIPMENT	393	0.57	58	0.09	271	0.45		0.00		0.00	2,276	0.24
EQUIPMENT RENTAL	691	1.00	423	0.62	542	0.91	657	0.95	439	0.38	6,079	0.65
SOFTWARE COSTS		0.00		0.00		0.00		0.00		0.00	858	0.09
MAINTENANCE AND CLEANING	2,743	3.97	4,434	6.53	2,303	3.86	2,492	3.62	2,985	2.60	35,173	3.76
CREDIT CARD DISCOUNT	968	1.40	853	1.26	648	1.09	970	1.41	1,656	1.44	12,095	1.29
LAUNDRY AND UNIFORMS	331	0.48	338	0.50	621	1.04	363	0.53	555	0.48	4,769	0.51
COMPS AND PROMOS	3,878	5.61	4,776	7.03	3,363	5.64	4,230	6.14	5,715	4.97	52,351	5.60
ROYALTIES		0.00		0.00		0.00		0.00		0.00	0	0.00
BANK FEES		0.00		0.00		0.00		0.00		0.00	0	0.00
MISCELLANEOUS EXPENSE	10	0.01	(21)	-0.03	(1,778)	-2.98	35	0.05	(5)	0.00	(1,617)	-0.17
TRAVEL AND ENTERTAINMENT		0.00		0.00		0.00		0.00		0.00	0	0.00
ACCT/MGMT FEES		0.00		0.00		0.00		0.00		0.00	0	0.00
MARKETING AND ADVERTISING	944	1.37	1,029	1.51	847	1.42	997	1.45	1,319	1.15	12,975	1.39
LEGAL/AUDIT FEES/CONSULTING		0.00		0.00		0.00		0.00		0.00	0	0.00
CONTROLLABLE EXPENSES	11,673	16.88	13,894	20.45	7,925	13.28	11,411	16.56	14,993	13.05	147,795	15.81
CONTROLLABLE PROFIT	12,893	18.65	4,952	7.29	10,761	18.03	14,278	20.73	36,501	31.76	194,400	20.80
MANAGEMENT BONUS	418	0.60	340	0.50	298	0.50	345	0.50	575	0.50	6,338	0.68
INSURANCE - PROP & CASUALTY	716	1.04	716	1.05	716	1.20	383	0.56	696	0.61	8,549	0.91
TAXES LICENSES AND FEES	276	0.40	276	0.41	276	0.46	845	1.23	276	0.24	4,216	0.45
UTILITIES	5,700	8.24	6,358	9.36	5,795	9.71	6,249	9.07	5,842	5.08	73,440	7.86
RENT	3,258	4.71	3,157	4.65	2,817	4.72	3,236	4.70	5,464	4.76	44,105	4.72
NON - CONTROLLABLE EXPENSES	10,368	15.00	10,847	15.97	9,902	16.59	11,058	16.05	12,853	11.19	136,648	14.62
TOTAL OPERATING EXPENSES	22,041	31.88	24,741	36.42	17,827	29.88	22,469	32.62	27,846	24.23	284,443	30.44
EBITDA	2,525	3.65	(5,895)	-8.68	859	1.44	3,220	4.67	23,648	20.58	57,752	6.18
DEPRECIATION AND AMORTIZATIO	1,144	1.65	1,144	1.68	1,258	2.11	1,193	1.73	1,194	1.04	14,102	1.51
INTEREST EXPENSE		0.00		0.00		0.00		0.00		0.00	0	0.00
MANAGEMENT FEES		0.00		0.00		0.00		0.00		0.00	0	0.00
GAIN/LOSS ON SALE		0.00		0.00		0.00		0.00		0.00	0	0.00
NON RECURRING COSTS		0.00		0.00		0.00		0.00		0.00	0	0.00
SEVERANCE		0.00		0.00		0.00		0.00		0.00	0	0.00
OTHER ORDINARY INCOME		0.00		0.00		0.00		0.00		0.00	0	0.00
PREOPENING EXPENSES		0.00		0.00		0.00		0.00		0.00	0	0.00
NATURAL DISASTER LOSS		0.00		0.00		0.00		0.00		0.00	0	0.00
STATE INCOME TAXES		0.00		0.00		0.00		0.00		0.00	0	0.00
FEDERAL INCOME TAXES		0.00		0.00		0.00		0.00		0.00	0	0.00
TOTAL OTHER EXPENSES	1,144	1.65	1,144	1.68	1,258	2.11	1,193	1.73	1,194	1.04	14,102	1.51
NET PROFIT (LOSS)	1,381	2.00	(7,039)	-10.36	(399)	-0.67	2,027	2.94	22,454	19.54	43,650	4.67

Eateries, Inc. 2016 Unaudited Profit & Loss

	8		9		10		11		12			
Description	2016	%	2016	%	2016	%	2016	%	2016	%	2016	%
FOOD SALES	\$1,244,360	88.74	\$1,355,324	88.25	\$1,133,845	88.17	\$1,186,498	87.83	\$1,754,189	86.27	\$16,017,903	87.87
ALCOHOL SALES	157,834	11.26	180,423	11.75	152,184	11.83	164,334	12.17	279,105	13.73	2,212,066	12.13
TOTAL SALES	1,402,194	100.00	1,535,747	100.00	1,286,029	100.00	1,350,832	100.00	2,033,294	100.00	18,229,969	100.00
FOOD COSTS	371,507	29.86	414,369	30.57	340,783	30.06	354,528	29.88	509,827	29.06	4,787,041	29.89
VENDOR REBATES	(377)	-0.03	(25,690)	-1.90		0.00		0.00	(22,740)	-1.30	(124,737)	-0.78
TOTAL FOOD COSTS	371,130	29.82	388,679	28.68	340,783	30.06	354,528	29.88	487,087	27.77	4,662,304	29.11
ALCOHOL COSTS	46,198	29.27	58,543	32.45	46,472	30.54	47,870	29.13	80,754	28.93	654,213	29.57
TOTAL COST OF SALES	417,328	29.76	447,222	29.12	387,255	30.11	402,398	29.79	567,841	27.93	5,316,517	29.16
GROSS PROFIT	984,866	70.24	1,088,525	70.88	898,774	69.89	948,434	70.21	1,465,453	72.07	12,913,452	70.84
HOURLY FOH	106,856	7.62	117,423	7.65	91,772	7.14	95,149	7.04	138,570	6.82	1,297,449	7.12
HOURLY BOH	163,412	11.65	188,081	12.25	149,047	11.59	155,765	11.53	222,620	10.95	2,024,043	11.10
HOURLY MANAGEMENT	32,440	2.31	42,194	2.75	27,458	2.14	41,875	3.10	29,695	1.46	339,936	1.86
MANAGEMENT LABOR	132,967	9.48	158,981	10.35	124,900	9.71	110,711	8.20	148,181	7.29	1,738,878	9.54
VACATION PAY - HOURLY	3,882	0.28	3,877	0.25	1,718	0.13	2,531	0.19	533	0.03	41,041	0.23
EMPLOYEE INSURANCE	5,676	0.40	7,403	0.48	8,525	0.66	8,217	0.61	8,906	0.44	89,494	0.49
TAXES AND BENEFITS	72,293	5.16	86,231	5.61	66,485	5.17	67,183	4.97	97,453	4.79	971,994	5.33
TOTAL PAYROLL EXPENSE	517,526	36.91	604,190	39.34	469,905	36.54	481,431	35.64	645,958	31.77	6,502,835	35.67
PRIME COST	934,854	66.67	1,051,412	68.46	857,160	66.65	883,829	65.43	1,213,799	59.70	11,819,352	64.83
SUPPLIES	43,252	3.08	48,373	3.15	32,557	2.53	35,450	2.62	44,642	2.20	485,070	2.66
EXPENDABLE EQUIPMENT	7,658	0.55	7,042	0.46	5,187	0.40	4,619	0.34	9,880	0.49	72,709	0.40
EQUIPMENT RENTAL	6,006	0.43	9,297	0.61	6,365	0.49	6,389	0.47	5,708	0.28	83,215	0.46
SOFTWARE COSTS	5,437	0.39	8,439	0.55	6,208	0.48	6,038	0.45	10,663	0.52	74,235	0.41
MAINTENANCE AND CLEANING	36,369	2.59	48,684	3.17	32,922	2.56	36,414	2.70	37,033	1.82	464,490	2.55
CREDIT CARD DISCOUNT	21,362	1.52	21,961	1.43	13,506	1.05	20,277	1.50	30,325	1.49	244,937	1.34
LAUNDRY AND UNIFORMS	4,823	0.34	8,152	0.53	6,307	0.49	5,111	0.38	6,051	0.30	72,318	0.40
COMPS AND PROMOS	82,459	5.88	97,253	6.33	77,887	6.06	88,364	6.54	111,191	5.47	1,144,329	6.28
ROYALTIES	0.00	0.00	(2,870)	-0.19	(1,324)	-0.10	(1,422)	-0.11	(1,451)	-0.07	(19,783)	-0.11
BANK FEES	6,692	0.48	8,709	0.57	8,381	0.65	7,337	0.54	4,913	0.24	76,075	0.42
MISCELLANEOUS EXPENSE	5,010	0.36	(152,077)	-9.90	(449)	-0.03	(5,808)	-0.43	(10,907)	-0.54	(221,642)	-1.22
TRAVEL AND ENTERTAINMENT	3,774	0.27	7,464	0.49	13,340	1.04	3,229	0.24	9,930	0.49	77,568	0.43
ACCT/MGMT FEES	13,022	0.93	14,357	0.93	12,860	1.00	13,508	1.00	20,333	1.00	171,299	0.94
MARKETING AND ADVERTISING	21,948	1.57	32,836	2.14	14,969	1.16	21,832	1.62	11,414	0.56	282,669	1.55
LEGAL/AUDIT FEES/CONSULTING	2,988	0.21	8,547	0.56	10,345	0.80	1,009	0.07	34,817	1.71	90,431	0.50
CONTROLLABLE EXPENSES	260,800	18.60	166,167	10.82	239,061	18.59	242,347	17.94	324,542	15.96	3,097,920	16.99
CONTROLLABLE PROFIT	206,540	14.73	318,168	20.72	189,808	14.76	224,656	16.63	494,953	24.34	3,312,697	18.17
MANAGEMENT BONUS	8,117	0.58	(9,183)	-0.60	6,843	0.53	7,147	0.53	(7,694)	-0.38	42,010	0.23
INSURANCE - PROP & CASUALTY	13,205	0.94	13,205	0.86	14,402	1.12	18,793	1.39	23,753	1.17	206,390	1.13
TAXES LICENSES AND FEES	4,824	0.34	7,559	0.49	7,157	0.56	12,661	0.94	11,015	0.54	102,253	0.56
UTILITIES	87,759	6.26	87,975	5.73	83,236	6.47	81,364	6.02	79,468	3.91	1,024,892	5.62
RENT	149,035	10.63	148,825	9.69	147,026	11.43	149,119	11.04	154,560	7.60	1,854,274	10.17
NON - CONTROLLABLE EXPENSES	262,940	18.75	248,381	16.17	258,664	20.11	269,084	19.92	261,102	12.84	3,229,819	17.72
TOTAL OPERATING EXPENSES	523,740	37.35	414,548	26.99	497,725	38.70	511,431	37.86	585,644	28.80	6,327,739	34.71
EBITDA	(56,400)	-4.02	69,787	4.54	(68,856)	-5.35	(44,428)	-3.29	233,851	11.50	82,878	0.45
DEPRECIATION AND AMORTIZATIO	36,954	2.64	37,034	2.41	34,933	2.72	35,177	2.60	34,969	1.72	470,941	2.58
INTEREST EXPENSE	1,000	0.07	667	0.04	667	0.05	2,001	0.15	2,562	0.13	6,897	0.04
MANAGEMENT FEES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0	0.00
GAIN/LOSS ON SALE	11,030	0.79	5,114	0.33	1,976	0.15	0.00	0.00	0.00	0.00	29,891	0.16
NON RECURRING COSTS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0	0.00
SEVERANCE	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	3,077	0.02
OTHER ORDINARY INCOME	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0	0.00
PREOPENING EXPENSES	68,523	4.89	20,681	1.35	0.00	0.00	0.00	0.00	0.00	0.00	126,190	0.69
NATURAL DISASTER LOSS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0	0.00
STATE INCOME TAXES	0.00	0.00	(1,221)	-0.08	0.00	0.00	0.00	0.00	0.00	0.00	6,458	0.04
FEDERAL INCOME TAXES	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0	0.00
TOTAL OTHER EXPENSES	117,507	8.38	62,275	4.06	37,576	2.92	37,178	2.75	37,531	1.85	643,454	3.53
NET PROFIT (LOSS)	(173,907)	-12.40	7,512	0.49	(106,432)	-8.28	(81,606)	-6.04	196,320	9.66	(560,576)	-3.08

Item 8: Balance Sheet as of Month-End Immediately Preceding Filing

As of December 25, 2016 and March 26, 2017

Description	December 2016	March 2017
CASH AND CASH EQUIVALENTS	(\$14,723)	\$175,325
ACCTS RECEIVABLE	72,906	53,189
PREPAID ASSETS	27,350	35,895
INVENTORY	202,674	175,781
TOTAL CURRENT ASSETS	288,207	440,190
PROPERTY AND EQUIPMENT	1,607,911	1,607,911
LEASEHOLD IMPROVEMENTS	3,111,330	3,138,253
FURNITURE, FIXTURES AND EQUIPMENT	18,267	18,267
GROSS PROPERTY AND EQUIPMENT	4,737,508	4,764,431
LESS: ACCUMULATED DEPRECIATION/AMORTIZATION	3,967,546	4,088,633
PROPERTY AND EQUIPMENT, NET OF ACCUMULATED DEPR/AMORT	769,962	675,798
OTHER ASSETS	438,004	436,794
TOTAL ASSETS	1,496,173	1,552,782
ACCOUNTS PAYABLE	522,317	575,225
ACCRUED LIABILITIES	418,279	493,885
GIFT CARD LIABILITY	110,379	70,092
TOTAL CURRENT LIABILITIES	1,050,975	1,139,202
TOTAL NOTES PAYABLE	1,871,845	1,331,845
TOTAL LIABILITIES	2,922,820	2,471,047
MEMBER'S CAPITAL	18,085,156	18,085,156
RETAINED EARNINGS	(19,787,046)	(19,062,803)
CURRENT EARNINGS	275,243	59,381
TOTAL STOCKHOLDERS' EQUITY	(1,426,647)	(918,266)
TOTAL LIABILITIES AND EQUITY	1,496,173	1,552,781

Item 9: Profit and Loss Statement for Month Immediately Preceding Filing

Eateries, Inc. January-March 2017 Profit & Loss

Description	1	%	2	%	3	%	2017	%
	2017		2017		2017			
FOOD SALES	\$1,136,329	87.95	\$1,138,341	87.58	\$1,640,879	88.18	\$3,915,549	87.94
ALCOHOL SALES	155,715	12.05	161,402	12.42	220,025	11.82	537,142	12.06
TOTAL SALES	1,292,044	100.00	1,299,743	100.00	1,860,904	100.00	4,452,691	100.00
FOOD COSTS	334,475	29.43	332,958	29.25	483,759	29.48	1,151,192	29.40
VENDOR REBATES		0.00		0.00	(24,179)	-1.47	(24,179)	-0.62
TOTAL FOOD COSTS	334,475	29.43	332,958	29.25	459,580	28.01	1,127,013	28.78
ALCOHOL COSTS	45,907	29.48	47,824	29.63	62,820	28.55	156,551	29.15
TOTAL COST OF SALES	380,382	29.44	380,782	29.30	522,400	28.07	1,283,564	28.83
GROSS PROFIT	911,662	70.56	918,961	70.70	1,338,504	71.93	3,169,127	71.17
HOURLY LABOR - FOH	94,602	7.32	90,657	6.97	123,607	6.64	308,866	6.94
TIP SHARE	(88)	-0.01	544	0.04	(455)	-0.02	1	0.00
HOURLY LABOR - BOH	150,489	11.65	145,438	11.19	207,823	11.17	503,750	11.31
HOURLY SUPERVISOR LABOR	25,570	1.98	27,054	2.08	35,509	1.91	88,133	1.98
MANAGEMENT LABOR	138,072	10.69	135,668	10.44	170,312	9.15	444,052	9.97
SEVERANCE		0.00		0.00		0.00	0	0.00
VACATION PAY - HOURLY	1,387	0.11	1,294	0.10	1,783	0.10	4,464	0.10
EMPLOYEE INSURANCE	8,621	0.67	9,630	0.74	14,173	0.76	32,424	0.73
TAXES AND BENEFITS	81,111	6.28	72,579	5.58	85,971	4.62	239,661	5.38
TOTAL PAYROLL EXPENSE	499,764	38.68	482,864	37.15	638,723	34.32	1,621,351	36.41
PRIME COST	880,146	68.12	863,646	66.45	1,161,123	62.40	2,904,915	65.24
SUPPLIES	27,707	2.14	27,321	2.10	39,123	2.10	94,151	2.11
EXPENDABLE EQUIPMENT	4,295	0.33	5,331	0.41	5,568	0.30	15,194	0.34
EQUIPMENT RENTAL	8,109	0.63	5,394	0.42	8,777	0.47	22,280	0.50
SOFTWARE COSTS	5,487	0.42	7,450	0.57	6,031	0.32	18,968	0.43
MAINTENANCE AND CLEANING	35,540	2.75	33,003	2.54	50,104	2.69	118,647	2.66
CREDIT CARD DISCOUNT	14,333	1.11	17,295	1.33	26,828	1.44	58,456	1.31
LAUNDRY AND UNIFORMS	5,095	0.39	6,618	0.51	7,065	0.38	18,778	0.42
COMPS AND PROMOS	82,822	6.41	87,397	6.72	104,304	5.61	274,523	6.17
ROYALTIES	(1,791)	-0.14	(1,491)	-0.11	(1,641)	-0.09	(4,923)	-0.11
BANK FEES	6,049	0.47	3,073	0.24	7,001	0.38	16,123	0.36
MISCELLANEOUS EXPENSE	(6,340)	-0.49	(4,261)	-0.33	(7,353)	-0.40	(17,954)	-0.40
PROFIT SHARING		0.00		0.00		0.00	0	0.00
TRAVEL AND ENTERTAINMENT	2,971	0.23	374	0.03	7,198	0.39	10,543	0.24
ACCT/MGMT FEES	12,920	1.00	13,000	1.00	16,529	0.89	42,449	0.95
MARKETING AND ADVERTISING	16,656	1.29	18,365	1.41	17,879	0.96	52,900	1.19
LEGAL/AUDIT FEES/CONSULTING	700	0.05	3,775	0.29	16,314	0.88	20,789	0.47
CONTROLLABLE EXPENSES	214,553	16.61	222,644	17.13	303,727	16.32	740,924	16.64
CONTROLLABLE PROFIT	197,345	15.27	213,453	16.42	396,054	21.28	806,852	18.12
MANAGEMENT BONUS	2,384	0.18	568	0.04	9,867	0.53	12,819	0.29
INSURANCE - PROP & CASUALTY	13,884	1.07	13,884	1.07	13,884	0.75	41,852	0.94
TAXES LICENSES AND FEES	10,040	0.78	7,571	0.58	8,208	0.44	25,819	0.58
UTILITIES	80,329	6.22	77,230	5.94	83,262	4.47	240,821	5.41
RENT	146,059	11.30	148,280	11.41	161,779	8.69	456,118	10.24
NON - CONTROLLABLE EXPENSES	252,696	19.56	247,533	19.04	277,000	14.89	777,229	17.46
TOTAL OPERATING EXPENSES	467,249	36.16	470,177	36.17	580,727	31.21	1,518,153	34.10
EBITDA	(55,351)	-4.28	(34,080)	-2.62	119,054	6.40	29,623	0.67
DEPRECIATION AND AMORTIZATION	32,886	2.55	33,121	2.55	39,644	2.13	105,651	2.37
INTEREST EXPENSE	0.00	0.00	3,080	0.24	1,540	0.08	4,620	0.10
MANAGEMENT FEES	(1,000)	-0.08	(1,000)	-0.08		0.00	(2,000)	-0.04
GAIN/LOSS ON SALE		0.00	(861)	-0.07		0.00	(861)	-0.02
NON RECURRING COSTS	(91,000)	-7.04		0.00	(61,391)	-3.30	(152,391)	-3.42
OTHER ORDINARY INCOME		0.00		0.00		0.00	0	0.00
PREOPENING EXPENSES		0.00	(2,118)	-0.16		0.00	(2,118)	-0.05
PREOPENING LABOR		0.00		0.00		0.00	0	0.00
NATURAL DISASTER LOSS		0.00		0.00		0.00	0	0.00
STATE INCOME TAXES		0.00		0.00		0.00	0	0.00
FEDERAL INCOME TAXES		0.00		0.00		0.00	0	0.00
TOTAL OTHER EXPENSES	(59,114)	-4.58	32,222	2.48	(20,207)	-1.09	(47,099)	-1.06
NET PROFIT (LOSS)	3,763	0.29	(66,302)	-5.10	139,261	7.48	76,722	1.72

GRP of Zanesville, LLC
January-March 2017 Profit & Loss

Description	1		2		3			
	2017	%	2017	%	2017	%	2017	%
FOOD SALES	\$63,294	89.65	\$66,186	85.77	\$95,973	88.16	\$225,453	87.85
ALCOHOL SALES	7,308	10.35	10,978	14.23	12,895	11.84	31,181	12.15
TOTAL SALES	70,602	100.00	77,164	100.00	108,868	100.00	256,634	100.00
FOOD COSTS	18,631	29.44	18,743	28.32	26,988	28.12	64,362	28.55
VENDOR REBATES		0.00		0.00		0.00	0	0.00
TOTAL FOOD COSTS	18,631	29.44	18,743	28.32	26,988	28.12	64,362	28.55
ALCOHOL COSTS	1,996	27.31	2,994	27.27	3,395	26.33	8,385	26.89
TOTAL COST OF SALES	20,627	29.22	21,737	28.17	30,383	27.91	72,747	28.35
GROSS PROFIT	49,975	70.78	55,427	71.83	78,485	72.09	183,887	71.65
HOURLY LABOR - FOH	5,506	7.80	6,075	7.87	7,990	7.34	19,571	7.63
TIP SHARE		0.00		0.00		0.00	0	0.00
HOURLY LABOR - BOH	7,914	11.21	8,146	10.56	10,974	10.08	27,034	10.53
HOURLY SUPERVISOR LABOR	837	1.19	750	0.97	1,312	1.21	2,899	1.13
MANAGEMENT LABOR	7,641	10.82	7,641	9.90	9,615	8.83	24,897	9.70
SEVERANCE		0.00		0.00		0.00	0	0.00
VACATION PAY - HOURLY		0.00	480	0.62	245	0.23	725	0.28
EMPLOYEE INSURANCE	342	0.48	342	0.44	514	0.47	1,198	0.47
TAXES AND BENEFITS	2,856	4.05	2,968	3.85	4,529	4.16	10,353	4.03
TOTAL PAYROLL EXPENSE	25,096	35.55	26,402	34.22	35,179	32.31	86,677	33.77
PRIME COST	45,723	64.76	48,139	62.39	65,562	60.22	159,424	62.12
SUPPLIES	1,295	1.83	1,449	1.88	2,441	2.24	5,185	2.02
EXPENDABLE EQUIPMENT	664	0.94	115	0.15		0.00	779	0.30
EQUIPMENT RENTAL	350	0.50	546	0.71	551	0.51	1,447	0.56
SOFTWARE COSTS		0.00		0.00		0.00	0	0.00
MAINTENANCE AND CLEANING	3,041	4.31	1,957	2.54	4,346	3.99	9,344	3.64
CREDIT CARD DISCOUNT	677	0.96	989	1.28	1,583	1.45	3,249	1.27
LAUNDRY AND UNIFORMS	343	0.49	361	0.47	462	0.42	1,166	0.45
COMPS AND PROMOS	4,243	6.01	4,471	5.79	5,575	5.12	14,289	5.57
ROYALTIES		0.00		0.00		0.00	0	0.00
BANK FEES		0.00		0.00		0.00	0	0.00
MISCELLANEOUS EXPENSE	(1,938)	-2.74	(45)	-0.06	2	0.00	(1,981)	-0.77
PROFIT SHARING		0.00		0.00		0.00	0	0.00
TRAVEL AND ENTERTAINMENT		0.00		0.00		0.00	0	0.00
ACCT/MGMT FEES		0.00		0.00		0.00	0	0.00
MARKETING AND ADVERTISING	205	0.29	250	0.32	222	0.20	677	0.26
LEGAL/AUDIT FEES/CONSULTING		0.00		0.00		0.00	0	0.00
CONTROLLABLE EXPENSES	8,880	12.58	10,093	13.08	15,182	13.95	34,155	13.31
CONTROLLABLE PROFIT	15,999	22.66	18,932	24.53	28,124	25.83	63,055	24.57
MANAGEMENT BONUS		0.00		0.00	742	0.68	742	0.29
INSURANCE - PROP & CASUALTY	164	0.23	164	0.21	164	0.15	492	0.19
TAXES LICENSES AND FEES	276	0.39	280	0.36	280	0.26	836	0.33
UTILITIES	6,492	9.20	5,783	7.49	5,974	5.49	18,249	7.11
RENT	3,318	4.70	3,638	4.71	5,164	4.74	12,120	4.72
NON - CONTROLLABLE EXPENSES	10,250	14.52	9,865	12.78	12,324	11.32	32,439	12.64
TOTAL OPERATING EXPENSES	19,130	27.10	19,958	25.86	27,506	25.27	66,594	25.95
EBITDA	5,749	8.14	9,067	11.75	15,800	14.51	30,616	11.93
DEPRECIATION AND AMORTIZATIO	1,160	1.64	1,160	1.50	1,160	1.07	3,480	1.36
INTEREST EXPENSE		0.00		0.00		0.00	0	0.00
MANAGEMENT FEES		0.00		0.00		0.00	0	0.00
GAIN/LOSS ON SALE		0.00		0.00		0.00	0	0.00
NON RECURRING COSTS		0.00		0.00		0.00	0	0.00
OTHER ORDINARY INCOME		0.00		0.00		0.00	0	0.00
PREOPENING EXPENSES		0.00		0.00		0.00	0	0.00
PREOPENING LABOR		0.00		0.00		0.00	0	0.00
NATURAL DISASTER LOSS		0.00		0.00		0.00	0	0.00
STATE INCOME TAXES		0.00		0.00		0.00	0	0.00
FEDERAL INCOME TAXES		0.00		0.00		0.00	0	0.00
TOTAL OTHER EXPENSES	1,160	1.64	1,160	1.50	1,160	1.07	3,480	1.36
NET PROFIT (LOSS)	4,589	6.50	7,907	10.25	14,640	13.45	27,136	10.57

Item 10: Proof of Insurance Coverage

Policy	Carrier	Policy Number	Policy Period		
General Liability	Liberty Mutual Fire Insurance Co.	TB2-Z11-261059-046	10/1/2016	to	10/1/2017
Liquor	Liberty Mutual Fire Insurance Co.	TO2-Z11-261059-066	10/1/2016	to	10/1/2017
Umbrella	Liberty Mutual Corporation	TH7-Z11-261059-015	10/1/2016	to	10/1/2017
Property	Liberty Mutual Insurance Company	YU2-Z11-261059-056	10/1/2016	to	10/1/2017
Workers Comp	Employers Insurance Co of Wausau	WCC-Z11-261059-076	10/1/2016	to	10/1/2017
Auto	The First Liberty Insurance Corp.	AS6-Z11-261059-026	10/1/2016	to	10/1/2017
D&O	Zurich American Insurance Co.	MPL015913800	10/1/2016	to	10/1/2017

Item 11: 13-Week DIP Budget

Eateries, Inc.

13 Week Cash Basis DIP Budget - Monthly

	April (Post-Petition)	May	June	July ⁽¹⁾	Grand Total
Sales					
Food Sales	\$ 431,137	\$ 615,636	\$ 562,443	\$ 415,870	\$ 2,025,086
Liquor Sales	55,828	65,853	59,760	42,853	224,294
Total Sales	486,965	681,489	622,203	458,723	2,249,380
Operating Costs					
Food	-	128,868	183,802	128,737	441,407
Liquor	16,330	19,324	18,428	12,946	67,028
Payroll	138,847	207,104	198,909	110,003	654,863
Taxes and Benefits	23,800	30,466	27,472	20,711	102,449
Workers Compensation	-	10,871	10,871	10,871	32,613
Total Operating Costs	178,977	396,633	439,482	283,268	1,298,360
Controllable Costs					
Comps & Promotions	28,543	39,481	38,775	28,652	135,451
Other Controllable Costs	51,755	77,409	70,729	51,110	251,003
Total Controllable Costs	80,298	116,890	109,504	79,762	386,454
Back Office Costs (Abacus)	8,556	12,231	11,202	7,548	39,537
Controllable Store Level Margin	219,134	155,735	62,016	88,145	525,030
Occupancy Fixed Costs					
Rent	4,052	58,875	59,887	49,872	172,686
Utilities	25,237	38,096	31,592	31,584	126,509
Prop & Casualty Insurance	-	16,750	16,750	16,750	50,250
Property Taxes & Fees	2,871	4,717	4,480	3,597	15,665
Total Occupancy Fixed Costs	32,160	118,438	112,709	101,803	365,110
Store Level Net Operating Income	186,974	37,297	(50,693)	(13,658)	159,920
Income from Sale of Liquor License (PA)	-	225,000	-	-	225,000
Adequate Protection					
DIP Interest	194	1,292	2,083	1,111	4,681
Pre-Petition Claims					
Critical Vendors	98,460	278,540	-	-	377,000
Deposits	-	26,000	-	-	26,000
Total Pre-Petition Claims	98,460	304,540	-	-	403,000
Administrative Costs					
DIP Facility Fee	2,500	-	-	-	2,500
Debtor Counsel	-	28,000	16,000	6,000	50,000
Debtor Financial Advisor	-	14,000	8,000	3,000	25,000
Committee Counsel	-	15,000	10,000	5,000	30,000
UST	-	5,250	3,000	1,500	9,750
Total Administrative Costs	2,500	62,250	37,000	15,500	117,250
Debtor Income (Loss)	85,819	(105,784)	(89,777)	(30,269)	(140,011)
Beginning Operating Cash	(71,000)	14,819	(90,965)	(180,742)	(71,000)
Ending Operating Cash / DIP Draw	14,819	(90,965)	(180,742)	(211,011)	(211,011)
DIP Draw	100,000	400,000	-	-	500,000
Food Operating Costs - Accrued & Unpaid at 7-16-17	-	-	-	(166,013)	(166,013)
Adjusted Ending Operating Cash	114,819	409,035	319,258	122,976	122,976

(1) Three-Weeks Ending July 16, 2017.

Eateries, Inc.

13 Week Cash Basis DIP Budget - Weekly

	Post-Petition					
	1 4/23	2 4/30	3 5/7	4 5/14	5 5/21	6 5/28
Sales						
Food Sales	\$ 217,009	\$ 214,128	\$ 176,348	\$ 153,960	\$ 147,829	\$ 137,499
Liquor Sales	28,952	26,876	18,999	16,590	15,750	14,514
Total Sales	245,961	241,004	195,347	170,550	163,579	152,013
Operating Costs						
Food	-	-	-	-	65,136	63,732
Liquor	8,474	7,856	5,500	4,794	4,557	4,473
Payroll	-	138,847	12,870	93,629	13,855	86,751
Taxes and Benefits	12,156	11,644	8,707	7,617	7,342	6,800
Workers Compensation	-	-	10,871	-	-	-
Total Operating Costs	20,630	158,347	37,948	106,040	90,890	161,756
Controllable Costs						
Comps & Promotions	14,606	13,937	11,058	9,611	9,270	9,542
Other Controllable Costs	25,177	26,578	21,689	19,541	18,852	17,327
Total Controllable Costs	39,783	40,515	32,747	29,152	28,122	26,869
Back Office Costs (Abacus)	4,812	3,744	3,088	2,911	3,724	2,508
Controllable Store Level Margin	180,736	38,398	121,564	32,448	40,843	(39,120)
Occupancy Fixed Costs						
Rent	4,052	-	49,872	-	9,003	-
Utilities	13,564	11,673	10,066	10,066	10,066	7,898
Prop & Casualty Insurance	-	-	16,750	-	-	-
Property Taxes & Fees	1,547	1,324	1,199	1,199	1,199	1,120
Total Occupancy Fixed Costs	19,163	12,997	77,887	11,265	20,268	9,018
Store Level Net Operating Income	161,573	25,401	43,677	21,183	20,575	(48,138)
Income from Sale of Liquor License (PA)	-	-	-	-	-	225,000
Adequate Protection						
DIP Interest	-	194	-	-	-	1,292
Pre-Petition Claims						
Critical Vendors	-	98,460	75,642	69,565	133,333	-
Deposits	-	-	-	-	26,000	-
Total Pre-Petition Claims	-	98,460	75,642	69,565	159,333	-
Administrative Costs						
DIP Facility Fee	2,500	-	-	-	-	-
Debtor Counsel	-	-	-	-	12,000	16,000
Debtor Financial Advisor	-	-	-	-	6,000	8,000
Committee Counsel	-	-	-	-	5,000	10,000
UST	-	-	-	-	2,250	3,000
Total Administrative Costs	2,500	-	-	-	25,250	37,000
Debtor Income (Loss)	159,073	(73,254)	(31,965)	(48,382)	(164,008)	138,571
Beginning Operating Cash	(71,000)	88,073	14,819	(17,146)	(65,528)	(229,536)
Ending Operating Cash / DIP Draw	88,073	14,819	(17,146)	(65,528)	(229,536)	(90,965)
DIP Draw	100,000				400,000	
Food Operating Costs - Accrued & Unpaid at 7-16-17						
Adjusted Ending Operating Cash	188,073	114,819	82,854	34,472	270,464	409,035

13 Week Cash Basis DIP Budget - Weekly

	Post-Petition							
	7	8	9	10	11	12	13	
	6/4	6/11	6/18	6/25	7/2	7/9	7/16	Grand Total
Sales								
Food Sales	\$ 143,559	\$ 133,938	\$ 147,557	\$ 137,389	\$ 136,378	\$ 139,746	\$ 139,746	\$ 2,025,086
Liquor Sales	15,286	14,204	15,697	14,573	14,013	14,420	14,420	224,294
Total Sales	158,845	148,142	163,254	151,962	150,391	154,166	154,166	2,249,380
Operating Costs								
Food	52,433	45,757	43,938	41,674	43,486	40,564	44,687	441,407
Liquor	4,712	4,385	4,828	4,503	4,224	4,361	4,361	67,028
Payroll	12,318	85,919	12,934	87,738	12,948	85,191	11,864	654,863
Taxes and Benefits	7,008	6,569	7,174	6,721	6,825	6,943	6,943	102,449
Workers Compensation	10,871	-	-	-	10,871	-	-	32,613
Total Operating Costs	87,342	142,630	68,874	140,636	78,354	137,059	67,855	1,298,360
Controllable Costs								
Comps & Promotions	9,905	9,231	10,168	9,471	9,388	9,632	9,632	135,451
Other Controllable Costs	17,978	16,980	18,398	17,373	16,856	17,127	17,127	251,003
Total Controllable Costs	27,883	26,211	28,566	26,844	26,244	26,759	26,759	386,454
Back Office Costs (Abacus)	2,582	2,477	2,640	3,503	2,473	2,548	2,527	39,537
Controllable Store Level Margin	41,038	(23,176)	63,174	(19,021)	43,320	(12,200)	57,025	525,030
Occupancy Fixed Costs								
Rent	49,872	-	-	10,015	49,872	-	-	172,686
Utilities	7,898	7,898	7,898	7,898	10,528	10,528	10,528	126,509
Prop & Casualty Insurance	16,750	-	-	-	16,750	-	-	50,250
Property Taxes & Fees	1,120	1,120	1,120	1,120	1,199	1,199	1,199	15,665
Total Occupancy Fixed Costs	75,640	9,018	9,018	19,033	78,349	11,727	11,727	365,110
Store Level Net Operating Income	(34,602)	(32,194)	54,156	(38,053)	(35,029)	(23,927)	45,298	159,920
Income from Sale of Liquor License (PA)	-	-	-	-	-	-	-	225,000
Adequate Protection								
DIP Interest	-	-	-	2,083	-	-	1,111	4,681
Pre-Petition Claims								
Critical Vendors	-	-	-	-	-	-	-	377,000
Deposits	-	-	-	-	-	-	-	26,000
Total Pre-Petition Claims	-	-	-	-	-	-	-	403,000
Administrative Costs								
DIP Facility Fee	-	-	-	-	-	-	-	2,500
Debtor Counsel	-	-	-	16,000	-	-	6,000	50,000
Debtor Financial Advisor	-	-	-	8,000	-	-	3,000	25,000
Committee Counsel	-	-	-	10,000	-	-	5,000	30,000
UST	-	-	-	3,000	-	-	1,500	9,750
Total Administrative Costs	-	-	-	37,000	-	-	15,500	117,250
Debtor Income (Loss)	(34,602)	(32,194)	54,156	(77,137)	(35,029)	(23,927)	28,687	(140,011)
Beginning Operating Cash	(90,965)	(125,567)	(157,761)	(103,605)	(180,742)	(215,771)	(239,698)	(71,000)
Ending Operating Cash / DIP Draw	(125,567)	(157,761)	(103,605)	(180,742)	(215,771)	(239,698)	(211,011)	(211,011)
DIP Draw								500,000
Food Operating Costs - Accrued & Unpaid at 7-16-17							(166,013)	(166,013)
Adjusted Ending Operating Cash	374,433	342,239	396,395	319,258	284,229	260,302	122,976	122,976

Item 12: Detailed Listing of Accounts Receivable and Accounts Receivable Aging Report

Eateries, Inc. and GRP of Zanesville, LLC
Item No. 12 - Accounts Receivable Aging

General Accounts Receivable

Document Number	Type	Date	Due From	Amount	Current	0-30 Days	31 - 60 Days	61 and Over
1052	SLS	3/15/2017	GARFIELDS - ANDERSON	\$ 1,640.69	\$ -	\$ 1,640.69	\$ -	\$ -
1053	SLS	4/15/2017	GARFIELDS - ANDERSON	1,748.93	1,748.93	-	-	-
SALES000000000135	SLS	4/2/2017	GRP OF BRANSON	2,424.06	-	2,424.06	-	-
SALES000000000136	SLS	4/2/2017	OLD CHICAGO	628.59	-	628.59	-	-
				<u>\$ 6,442.27</u>	<u>\$ 1,748.93</u>	<u>\$ 4,693.34</u>	<u>\$ -</u>	<u>\$ -</u>

A/R To Go Orders

Document Number	Type	Date	Due From	Amount	Current	0-30 Days	31 - 60 Days	61 and Over
		4/18/2017	Order-Up	\$ 225.72	\$ 225.72	\$ -	\$ -	\$ -

Negative Accounts Payable

Document Number	Type	Date	Due From	Amount	Current	0-30 Days	31 - 60 Days	61 and Over
			Ashebrooke Mini-Mart & Liquor	\$ 244.56	\$ 244.56	\$ -	\$ -	\$ -
			Atmos Energy	229.68	229.68	-	-	-
			Ctuit, Inc.	359.80	359.8	-	-	-
			Deblasio Beverage Co., Inc.	0.02	0.02	-	-	-
			Edwin H. Kleckner, Inc.	13.51	13.51	-	-	-
			K, E. Pletcher, Inc.	268.52	268.52	-	-	-
			Mid-State Beverage Co.	67.26	67.26	-	-	-
			Sams Club	29.00	29	-	-	-
				<u>\$ 1,212.35</u>	<u>\$ 1,212.35</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Total A/R				<u>\$ 7,880.34</u>	<u>\$ 3,187.00</u>	<u>\$ 4,693.34</u>	<u>\$ -</u>	<u>\$ -</u>

Item 13: List of All Checks
Written and Other
Disbursements on All Accounts
90 Days Prior to Filing Petition

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements
Summary of Check Registers for 2017

2017 Check Registers	
Total From	Amount
General Check Register	\$ 4,693,834.71
Payroll Check Register	1,226,442.20
Total Payments 2017	<u>\$ 5,920,276.91</u>

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
1ST CHOICE FIRE EXTINGUISHER	\$ 369.58
360 SERVICES	1,551.50
66 SIGN AND LIGHT, LLC	741.75
787NETWORKS	1,431.20
A & J REFRIGERATION LLC	2,453.00
A & W PLUMBING & HEATING, INC	9,950.00
A. MAESTRANZI SONS KNIFE SERVICES LLC	200.00
A-1 FIRE & SAFETY LLC	620.00
A-1 RUDY LOCK AND SAFE	797.31
ABACUS FLEX	1,900.11
ABACUS SYSTEMS SOLUTIONS LLC	66,318.44
AC&H SERVICES LLC	3,795.00
ACE BEVERAGE CO	348.89
ACE HOOD CLEANING	700.00
ACE SEPTIC TANK AND DRAIN	2,125.00
ADAIR'S	5,769.16
ADRAIN AREA CHAMBER OF COMMERCE	352.00
ADRIAN LOCKSMITH & CYCLERY	374.40
ADRIAN MALL	11,678.66
ADRIAN MECHANICAL SERVICES	578.00
ADVANCED EMPLOYER SOLUTIONS	6,813.21
ADVANCED FIRE COMPANY, INC.	43.46
AEP AMERICAN ELECTRIC POWER	2,700.96
AEP PUBLIC SERVICE OF OK	9,611.90
AIR SERVICE OF WEST VIRGINIA, LTD, CO	272.95
AJ SHELTONS	405.88
AL PEAKE & SONS INC	3,971.67
ALABAMA ABC BEVERAGE	5,723.68
ALABAMA CROWN DISTRIBUTING CO.	875.88
ALABAMA DEPARTMENT OF REVENUE	36,522.04
ALABAMA DEPT. OF INDUSTRIAL RELATIONS	356.46
ALABAMA POWER COMPANY	10,391.43
ALABAMA REFRIGERATION, HEATING & AIR	2,195.00
ALAGASCO (ALABAMA GAS CORP)	4,370.28
ALL AMERICAN SEASONINGS, INC	3,738.17
ALL PRO DRAIN CLEANING	185.00
ALL STATE TANK CO. INC	520.00
ALLIED MECHANICAL ELECTRICAL	3,330.74
ALLIED REFRIGERATION INC	14,457.80
ALLIED WASTE SERVICES #726	2,002.47
ALSCO-BIRMINGHAM 63	1,257.21
AMEREN ILLINOIS	18,808.43

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
AMERICAN CANCER SOCIETY	237.00
AMERICAN ELECTRIC POWER	5,948.50
AMERIPRIDE LINEN AND APPAREL	1,758.24
AMERIPRIDE LINEN AND APPAREL S	5,409.06
ANHEUSER-BUSCH SALES TULSA	2,059.10
APPLE MAT RENTAL	1,424.25
AQUA PENNSYLVANIA	3,861.99
ARAMARK UNIFORM SERVICES, INC.	2,396.43
ASCAP	1,707.77
ASHEBROOKE MINI-MART & LIQUOR	2,701.62
AT & T LONG DISTANCE	14.50
AT&T 31	1,038.28
AT&T 51,74,63&80	794.23
AT&T 65&30&90&91	581.96
AT&T 40	344.87
AVID SIGNS AND GRAPHICS	1,113.80
BALD EAGLE F.O.P. #51	150.00
BARTON SEPTIC TANK SERVICE LLC	640.00
BELMONT COUNTY General Health District	437.00
BELMONT COUNTY SANITARY SEWER	2,791.14
BERKHEIMER TAX ADMINISTRATION	9,011.40
BEST LOCK SERVICE	507.93
BEVERAGE DISTRIBUTION INC.	2,387.42
BEVERAGE DISTRIBUTORS, INC	4,268.78
BFS FOODS	2,434.67
BIRMINGHAM BEVERAGE CO., INC.	1,771.83
BIRMINGHAM BUDWEISER DISTRIBUT	4,044.40
BLUE RIDGE	673.40
BMI	1,039.50
BOELTER COMPANIES INC	408.07
BOROUGH OF STATE COLLEGE	185.00
BRASWELL WATER QUALITY SYSTEMS	157.28
BRCC	97.78
BREAKTHRU BEVERAGE ILLINOIS, LLC	3,190.73
BREONS HEATING AIR CONDITIONG	3,526.40
BROOKS GREASE SERVICE, INC	240.00
BROWN DISTRIBUTING	670.48
BRP-RODEO, LLC	150.00
BURKES REFRIGERATION	1,014.81
BUYERS EDGE LLC	960.00
C&D PLUMBING AND DRAIN CLEANING	737.00
CABLE ONE (#9)	1,118.16

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
CAPPELLI'S DISTRIBUTING CO. IN	5,195.72
CARBONDALE WATER &	1,262.37
CARNEY & SLOAN INC	573.17
CDW DIRECT	1,177.36
CENTRAL LIQUOR	462.38
CENTRE TAX AGENCY	454.86
CENTURY LINK - EMBARQ 72 & 42	479.16
CHAMBER & EDC OF WASHINGTON COUNTY	600.00
CHAMBER OF COMMERCE OF WALKER COUNTY	200.00
CHARLESTON FILTER SERVICE	390.01
CHARLIE BROWNS	5,000.00
CHESTNUT BREW WORKS	300.00
CHILLIES PACKAGE STORE	9,881.53
CHRIS FITZSIMMONS	290.00
CHRISTINA BAKER SHERFY	448.12
CINTAS FIRE PROTECTION	444.34
CINTAS FIRST AID & SAFETY	660.96
CITIZENS GAS FUEL COMPANY	2,984.50
CITY OF ADRIAN	1,583.92
CITY OF BRIDGEPORT	6,214.39
CITY OF CARBONDALE	125.00
CITY OF DANVILLE	9,227.84
CITY OF GREENVILLE	2,800.98
CITY OF JASPER	8,819.28
CITY OF JOPLIN	616.10
CITY OF WESTOVER	2,468.08
CITYNET LLC	306.00
CLARK BEVERAGE GROUP-SOUTHAVEN	1,486.30
CLEAN SERVICE SYSTEMS	650.00
CLEAN THE UNIFORM CO	3,167.31
CLEANCARE SMARTLINEN	2,536.94
CLEARVIEW MALL ASSOCIATES	15,285.30
CLEARWATER ENTERPRISES, LLC	1,332.67
CLOVER SIGNS, LLC	496.21
COLLEGE TOWNSHIP	2,673.30
COLLEGE TOWNSHIP WATER AUTHORI	2,397.93
COLLEGIATE PRIDE, INC	497.98
COLONY SQUARE MALL LLC	25.00
COLONY SQUARE TEI INVESTORS, LLC	32,013.76
COLUMBIA GAS (83)	1,887.71
COLUMBIA GAS OF PA 68 & 78	14,376.18
COMCAST 68	423.00

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
COMCAST 83 & 30	423.00
COMCAST STR 49-43	1,690.94
COMCAST #53	1,184.08
COMMERCE BANK	22,983.24
COMMERCIAL RESTAURANT EQUIP. SPECIALIST	1,510.11
COMMONWEALTH OF PENNSYLVANIA	13,076.66
CONNER & WINTERS, LLP	15,811.10
COREY BROTHERS, INC.	20,234.72
COUNTRY MARKET	46.75
COZZINI, INC.	389.28
CRAIG DISTRIBUTING CO	2,797.04
CROSIER'S SANITARY SERVICE, IN	241.68
CROWE & DUNLEVY	75,000.00
CSC	302.00
CURRY BAND BOOSTERS	300.00
D.R. PAYNE & ASSOCIATES, INC	28,979.75
DANIEL L. JACOB & CO., INC.	4,828.30
DANNETTE BENSON	45.10
DARLING INGREDIENTS	561.80
DAVID PANNELL	1,982.10
DAYMARK FOOD SAFETY SYSTEMS	42.40
DEBLASIO BEVERAGE CO., INC.	1,751.54
DEBT MANAGEMENT SERVICES	1,640.68
DELANEY K GAGEN	206.74
DELTA BUSINESS JOURNAL	165.00
DELTA DEMOCRAT TIMES	600.00
DELTA DENTAL PLAN OF OKLAHOMA	6,011.94
DELTA RADIO LLC	449.00
DEMPSEY UNIFORM & LINEN	1,749.48
DETROIT CUTLERY	135.00
DI FIRE AND SAFETY EQUIPMENT	294.22
DIRECT SOURCE PRODUCTS	5,036.36
DIRECT TV	14,074.24
DISCOUNT PAPER PRODUCTS	491.43
DISPOSAL MANAGEMENT SERVICES,I	2,165.88
DIVISION OF HIGHWAYS (TREAS./RPD)	1,175.00
DIXIE BEVERAGE COMPANY	597.38
DIXIE FIRE PROTECTION INC.	251.45
DOCTOR DEAD BUG	312.70
DOMINION HOPE	4,276.10
DOUG DAVIS	14,886.88
DRENNAN SEPTIC SERVICE, INC	700.00

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee

Payee	Amount
DRYPRO STEAM SERVICES	850.20
DURDACH BROS. INC.	4,103.16
DYKEMA GOSSETT PLLC	45.80
EAGLE EYE	16.54
EAST COAST FOOD EQUIPMENT, INC	960.36
ECOLAB CHICAGO	11,468.94
ECOLAB FOOD SAFETY SPECIALTIES	2,128.52
ECOLAB PEST ELIMINATION	5,266.88
ECONOMY LINEN AND TOWEL SVC	1,565.82
EDWARD ALLEN PLUMBING AND HEATIING	160.50
EDWIN H KLECKNER, INC	1,684.23
EHRlich	296.80
ELLIOTT FOOD EQUIPMENT	4,608.00
EMPIRE	7,445.63
EMPLOYER SERVICES PLUS	45.00
ENERGY COOPERATIVE	2,777.33
ENGINEERING POWER SOLUTIONS	9,924.88
ENTERGY MISSISSIPPI, INC.	7,268.62
ENVIRO-FLOW COMPANIES, LTD	338.00
EQUIVAC LLC	375.00
ERADICO PEST SERVICES	545.00
ERB ELECTRIC	229.57
EXPERT PAY	27,290.92
EXTRA SPACE STORAGE	1,208.44
EYE MED	879.63
FIESTA LLC	23,850.02
FIKES FRESH BRAND LLC	110.00
FILTER SERVICES OF OHIO VALLEY	331.90
FIRE & SAFETY - JASPER	672.54
FIRST INSURANCE FUNDING CORP.	107,676.16
FISH WINDOW CLEANING	756.00
FISHBOWL	996.00
FIVE PROPERTIES HOLDING CO, LLC	46,171.14
FLANAGAN BROTHERS CLEANING CO LLC	423.36
FORESTWOOD FARM, INC.	9,239.16
FOREVER BROADCASTING	900.00
FRAMES PEST CONTROL, INC.	241.58
FRANK MCCALL PLUMBING	165.00
FRANKLIN MACHINE PRODUCTS	3,553.23
FRESH CAPITAL LLC	4,620.00
FRITZ BROS., INC.	504.00
FRONTIER PRODUCE	5,455.45

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
GARFIELD'S - BRANSON	8,341.75
GARFIELDS-ANDERSON	1,502.70
GENERAL WINE AND LIQUOR CO	656.09
GENESIS OCCUPATIONAL HEALTH SERVICES	45.00
GENNA ICE DISTRIBUTING CO	130.00
GEORGE ARNER	699.52
GGP WASHINGTON PARK MALL	13,986.64
GLAZER'S DISTRIBUTORS OF OHIO	258.12
GO FRESH PRODUCE	107.72
GOETTLER DISTRIBUTING, INC.	1,962.23
GRAHAM-SIMON PLUMBING CO., L.L	2,283.43
GRANITE TELECOMMUNICATIONS	8,271.94
GREAT LAKES BAR CONTROL	255.25
GREAT LAKES WINE AND SPIRITS	85.20
GREENVILLE HIGH ACTIVITY FUND	400.00
GTS-WELCO	573.89
GULF DISTRIBUTING CO OF BIRMINGHAM	1,187.60
HAB-BPT	386.53
HALL'S SERVICE LLC	219.00
HARRISON-CLARKSBURG HEALTH DEPT	225.00
HEART OF AMERICA BEVERAGE, LLC	3,387.95
HEIDELBERG DISTRIBUTING	1,696.08
HERITAGE PRESS	16,876.44
HILCO REAL ESTATE APPRAISAL	60,000.00
HOLIDAY INN EXPRESS-ADRIAN	6,683.25
ICA MECHANICAL LLC	700.68
ILLINOIS DEPT OF REVENUE	66,243.49
ILLINOIS DEPT. OF EMPLOYMENT SECURITY	788.66
ILLINOIS SECRETARY OF STATE	2,760.94
IMPERIAL BEVERAGE	503.40
INTERNAL REVENUE SERVICE - WITH	573,736.73
INTERNATIONAL BEERS	79.70
ION FIRE PROTECTION	1,365.90
J & D UPHOLSTERY-JAMES D FINN	963.00
JACKSON T. MOYER	580.49
JAMES STECKLEY HOOD & DUCT CLEANING	975.20
JAMIE KNOX	1,625.00
JARBOE SALES COMPANY	984.73
JASPER RETAIL GROUP, L.L.C.	40,951.00
JB EDWARDS	500.00
JB&A REAL ESTATE DEVELOPMENT	5,000.00
JC EHRLICH CO. INC.	212.00

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
JE CORP RE LLC	252.59
JESSICA TRIPLETT	15.29
JOHN HUGHES PLUMBING	112.35
JONES PLUMBING & ELECTRIC	365.21
JOS GLOBE	475.48
JOSH SCHATZLE	450.00
K.E. PLETCHER, INC	2,100.58
K-B OFFSET PRINTING, INC	184.44
KEAS STAINLESS STEEL FABRICATORIS, INC	350.00
KEGEL'S PRODUCE	15,725.56
KELLY GOUGH	1,180.00
KEN BURKE	1,632.34
KENT SPARKS	1,092.58
KEYSTONE COLLECTIONS GROUP	382.99
KIANA TAYLOR	80.01
KILPATRICK TOWNSEND & STOCKTON LLP	2,262.03
KIMBALL & THOMPSON PRODUCE CO	6,190.03
KIWANIS CLUB	75.00
KOERNER DISTRIBUTOR INC	10,449.70
KOOL KLEEN, INC.	832.10
KROGER	5,750.19
KWON 1400-93.3	400.00
KYFM - FM	300.00
LA GRASSO BROTHERS, INC	7,265.52
LANCE KNOX	125.00
LARRY'S HOUSE OF CAKES	108.72
LAURA KIESLING, COLLECTOR	747.56
LAUREN SIEGERT	250.00
LDF SALES & DIST. INC-OKC	1,051.38
LEAH BELFLOWER	847.98
LENAWEE MEDIA GROUP	1,009.00
LENAWEE SANITATION, INC	150.00
LIBERTY SERVICES, INC	452.60
LINCOLN FINANCIAL	3,514.39
LOCKE A/C & REFRIGERATION	228.30
LOGAN BEVERAGE, INC.	221.97
LOWES	1,119.64
LVNV FUNDING LLC	2,501.12
MAJOR BRANDS	740.72
MARILYN RUGGLES	24.61
MARK CROMLEY'S HAULING	760.00
MARKETPLACE SELECTIONS	514.75

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
MATESICH DISTRIBUTING CO.	2,687.70
MATHESON	6,387.66
MATTHEW FITE	8,332.36
MCAFEE & TAFT	181.00
MCCARTNEY PRODUCE COMPANY, INC	6,022.16
MCCORMICK SERVICE	1,261.12
MCKEAN PLUMBING HEATING & SUPP	325.00
MEADOWBROOK MALL COMPANY	59,975.09
MEDIACOM	965.70
METZ HEATING & COOLING	349.80
MI OPS	10,510.13
MICHIGAN DELEG. LIQUOR	2,145.04
MICHIGAN UNEMPLOYMENT INSURANCE AGENC`	2,701.21
MID-STATE BEVERAGE CO.	1,857.26
MISSISSIPPI DEPARTMENT OF REVENUE	225.00
MISSISSIPPI DEPT OF EMPLOYMENT SECURITY	2,095.72
MISSISSIPPI DEPT OF REVENUE	56,960.48
MISSOURI DEPT OF REVENUE	24,645.27
MISSOURI DIRECTOR OF REVENUE	10,266.91
MISSOURI EAGLE, LLC.	3,381.90
MISSOURI GAS ENERGY	3,871.85
MITCHELL DIST. - GREENVILLE	2,271.42
MON POWER	18,084.79
MONA SUPPLY CO., INC	3,526.35
MONROE TOWNSHIP	478.79
MONTEVERDE'S	12,801.07
MORGANTOWN AIR SERVICE, INC.	931.17
MORGANTOWN MALL ASSOCIATES	696.68
MORGANTOWN MALL ASSOCIATES, LP	25,713.73
MOUNTAIN STATE BEVERAGE	2,146.87
MR. ROOTER PLUMBING	452.46
MSPARK	1,208.45
MUXIE DISTRIBUTING CO.	9,444.27
MYTOWN MEDIA	500.00
N&H RERIGERATION	1,055.56
NATIONAL EQUIPMENT CO.,INC.	455.12
NCR CORPORATION	5,360.00
NEVIN E GUISE JR	397.50
NEWS AMERICA MARKETING FSI,INC	17,210.42
NITTANY BEVERAGE	3,866.56
NITTANY CENTRE REALTY LLC	17,652.56
NITTANY GYMNASTIC TEAMS, INC	100.00

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
NORTH CENTRAL DISTRIBUTING, IN	126.38
NORTH FLORIDA VENDING, INC	200.00
NORTH FRANKLIN TOWNSHIP	195.00
NORTHPARK MALL/JOPLIN, LLC	33,498.56
NUCO2 INC.	10,412.20
O & W INC	3,371.75
OFFICE DEPOT	1,327.77
OHIO BWC STATE INSURANCE FUND	2,322.35
OHIO DEPARTMENT OF COMMERCE	14,137.92
OHIO DEPARTMENT OF TAXATION	62,034.04
OHIO DEPT OF JOB & FAMILY SERV	187.86
OHIO DIVISION OF LIQUOR CONTROL	2,844.00
OHIO MECHANICAL, INC	430.00
OHIO VALLEY MALL	32,139.48
OKLAHOMA EMPLOYMENT SECURITY C	3,526.07
OKLAHOMA NATURAL GAS	619.29
OKLAHOMA STATE DEPT. OF HEALTH	250.00
OKLAHOMA TAX COMMISSION	37,156.94
ORKIN - BUTLER	720.32
ORKIN-GREENVILLE	207.23
OSWALT RESTAURANT SUPPLY	107.38
OT RANCH, LLC	100.00
PA DEPARTMENT OF REVENUE	31,712.96
PA UC FUND	9,670.03
PATRICIA A LEE	5,126.20
PAY.GOV	1,092.10
PENNSYLVANIA AMERICAN WATER CO	3,072.57
PENNSYLVANIA DEPT OF REVENUE	71,544.46
PENTELEDATA	180.21
PEPPER CREEK FARMS	2,932.41
PEPSI-COLA COMPANY	53.29
PERFORMANCE FOOD GROUP, INC	167,057.78
PEST MANAGEMENT SERVICES INC	296.80
PETRUCCI HEATING	1,681.00
PFG-BATESVILLE	271,692.96
PFG-FOX RIVER	107,564.59
PFG-LITTLE ROCK	152,156.43
PFG-PHILLY	252,022.13
PFG-SOMERSET	503,615.61
PHIL FRIEDMAN	2,400.00
PLEDGER'S SEPTIC TANK SERVICE	650.00
POCONO PRODUCE COMPANY	1,800.00

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee

Payee	Amount
PPL ELECTRIC UTILITIES 85	9,080.89
PR WASHINGTON CROWN LIMITED	5,833.33
PRAXAIR DISTRIBUTION MID-ATLANTIC	680.57
PRECISION WASTE SOLUTIONS, LLC	2,110.71
PRESENCE UNITED SAMARITANS MED CTR	175.00
PRESTO-X	702.75
PRINTING PLANT	250.50
R&M PROJECT MANAGEMENT, LLC	993.95
RALPH'S	240.00
RAVE & ASSOCIATES	690.04
REGAL CINEMAS	870.00
REGAL CINEMEDIA	2,156.00
REGIONAL INCOME TAX BUREAU	68.34
RESTAURANT EQUIPPERS	914.44
RESTAURANT INVESTMENTS	40,102.64
RESTAURANT INVESTMENTS, LLC	61.75
RETAIL DATA SYSTEMS OF KANSAS	1,215.51
RITTENHOUSE RESTORATIONS INC.	862.84
RIVERSIDE ELECTRIC CO	350.00
RM DRAFT REFRIGERATION SERVICE	1,206.80
RMS MECHANICAL SERVICES	822.31
ROBERT BENNETT SR	135.00
ROBERT L WANTLAND	300.00
ROBERTSON PRODUCE	8,407.41
ROBIN'S NEST FLOWERS AND GIFTS	50.00
ROBINSON SEPTIC SERVICE, INC	550.00
ROBISON GARY & ASSOCIATES PPLC	10,191.66
ROMONA WATSON	2,396.60
RON LEPIC	193.05
ROTO-ROOTER	370.00
ROTO-ROOTER SEWER-40	698.02
ROYAL PUBLISHING	475.00
S&B BURGERS, LLC	19,478.02
S&S PROMOTIONS INC	2,035.77
SAFE AND SOUND SURVEILLANCE	408.49
SAINT FRANCIS CARE	423.39
SAM WELCHER & ASSOCIATES	208.33
SAMS CLUB	8,558.49
SAMSON COMPANY, INC.	574.35
SANITARY LINEN SERVICE	1,843.33
SATTERLEE PLUMBING HEATING & AIR COND CO	454.25
SCOTT ELECTRIC CO	252.85

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
SEE CLEARLY NOW!	63.00
SEVEN MOUNTAINS MEDIA, LLC	150.00
SHADE MOUNTAIN WINERY	301.02
SHAFFER ELECTRIC COMPANY, INC	53.00
SHAMBACH'S JANITORIAL SERVICE	360.40
SHAMOON ADVERTISING & MARKETING, INC	200.00
SHANNON ROPER	301.64
SHANNON'S PRO CLEAN	424.00
SHERIFF & TREASURER OF HARRISON CO.	2,758.98
SHERIFF OF MONONGALIA COUNTY	1,180.29
SHOES FOR CREWS, INC.	2,307.75
SIB FIXED COST REDUCTION	1,950.56
SIGN DESIGNS	198.96
SIMPSON REFRIGERATION	740.74
SIRNA & SONS	16,405.89
SKEFF DISTRIBUTING CO	2,644.80
SKENE LAW FIRM, P.C.	13,100.00
SOONER BEER	74.74
SOUTHERN GLAZER'S OF IL	1,851.82
SOUTHERN GLAZER'S WINE & SPIRITS OF MO	3,086.06
SOUTHERN GLAZER'S WINE & SPIRITS OF OH	1,287.19
SOUTHERN WINE & SPIRITS OF ILL	2,200.56
SQUEAKY TAPS	864.00
STAPLES	123.67
STATE DISTRIBUTING CO.	1,171.00
STATE OF MICHIGAN	119,655.15
STECKLEY CLEANING CONTRACTORS	466.40
STEPHANIE DIETZ	83.80
STEVE CLEGG	1,620.00
STEVE KREIDER	6,084.00
SUDDENLINK	299.80
SUNRISE PRODUCE	204.80
SUPERSAVER	640.00
SUPREME BEVERAGE COMPANY, INC.	710.65
SUSAN SCHMITT	928.71
SUSQUEHANNA VALLEY MALL	4,003.72
SUSQUEHANNA VALLEY MALL ASSOCIATES LP	33,956.94
SWARTZ FIRE & SAFETY INC	468.54
SYSCO DETROIT, LLC	184.31
T CAPRETTO	388.80
T DANVILLE MALL LLC	48,600.00
T W PHILLIPS GAS & OIL CO.	5,110.11

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
TABS	72,686.77
TALENTREEF	2,250.00
TEAM 360 SERVICES	456.00
TERMINIX INTERNATIONAL	236.00
THE ADVANCE	300.00
THE DAILY ATHENAEUM	200.00
THE DAILY COLLEGIAN	319.20
THE DUGOUT SPORT SHOP	386.92
THE JANITORS SUPPLY CO., INC.	763.54
THE PENNSYLVANIA PINK ZONE	159.00
THE PRODUCE HOUSE	280.90
THE SHERWIN-WILLIAMS CO - ADRIAN	135.05
THE UPS STORE #101	56.08
THE WINERAK MARKET	2,998.20
THERMEX REFRIGERATION	1,796.14
TOTAL ACCESS COMMUNICATIONS, LLC	482.59
TOTAL SYSTEMS CONTROL, INC.	2,125.97
TR SIMMONS ELEMENTARY SCHOOL	300.00
TRACY DUNCAN PLUMBING	535.00
TSS	5,000.00
TYLER'S PRESSURE WASHING	350.00
UGI PENN NATURAL GAS, INC	2,707.96
ULINE	2,059.61
ULTRA CHEM - WASHINGTON	94.92
ULTRABRITE	318.00
UNITED JOHNSON BROS	506.88
UNITED LINEN	1,477.12
UNIVERSAL PRINTING SOLUTIONS, INC	235.46
UNIVERSITY MALL	23,611.88
US FOODS	706.32
US FOODS CULINARY EQUIP AND SUPP	18,380.97
USASPE	2,547.85
VALERIE A MILLS	453.06
VECENIE'S DISTRIBUTING CO	522.93
VECTOR SECURITY	771.55
VENEGONI DISTRIBUTING	2,936.70
VERIZON 85	1,576.26
VERMILLION VALLEY PRODUCE, INC	8,386.11
VOGEL DISPOSAL SERVICE, INC.	2,441.10
VOID	0.03
WALKER COUNTY REV COMMISSIONER	868.26
WALMART	416.50

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Check Register - Summary by Payee	
Payee	Amount
WASHINGTON CO. TREASURER	1,046.97
WASHINGTON COUNTY TREASURER OF	1,031.50
WASHINGTON WILDTHINGS	250.00
WASHINGTON-EAST WASHINGTON JOI	1,536.12
WASTE MANAGEMENT	10,980.36
WATTS DISTRIBUTING CO.	453.09
WELDING EQUIPMENT & REPAIR SER	33.92
WEST PENN POWER	19,686.03
WEST SIDE TELEPHONE CO.	565.52
WEST VIRGINIA DEPARTMENT OF TA	8,820.09
WEST VIRGINIA STATE TAX DEPARTMENT	40,863.17
WHEELING LINEN SERVICE	3,087.46
WOMEN'S CLUB OF BISMARK	340.00
WORKFORCE WEST VIRGINIA	2,175.27
WR HICKEY BEER DIST. , INC	5,248.45
XO COMMUNICATIONS	1,466.66
ZANESVILLE CITY INCOME TAX	2,451.91
ZEE MEDICAL SERVICE	250.56
ZMCHD	511.00
	<u>4,693,834.71</u>

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	438.69
Employee Payroll	4,049.56
Employee Payroll	7,418.46
Employee Payroll	1,063.69
Employee Payroll	1,612.06
Employee Payroll	5,434.91
Employee Payroll	1,514.07
Employee Payroll	287.73
Employee Payroll	603.53
Employee Payroll	108.94
Employee Payroll	513.92
Employee Payroll	1,230.88
Employee Payroll	515.01
Employee Payroll	14,321.84
Employee Payroll	384.49
Employee Payroll	203.10
Employee Payroll	432.19
Employee Payroll	1,448.36
Employee Payroll	448.99
Employee Payroll	56.68
Employee Payroll	2,351.86
Employee Payroll	274.47
Employee Payroll	792.13
Employee Payroll	3,072.40
Employee Payroll	2,635.00
Employee Payroll	106.98
Employee Payroll	109.87
Employee Payroll	8,763.77
Employee Payroll	3,123.82
Employee Payroll	896.19
Employee Payroll	304.07
Employee Payroll	48.61
Employee Payroll	593.52
Employee Payroll	1,087.81
Employee Payroll	15.17
Employee Payroll	345.51
Employee Payroll	27.35
Employee Payroll	1,309.98
Employee Payroll	96.78
Employee Payroll	3,155.10
Employee Payroll	65.08
Employee Payroll	1,038.83

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	414.89
Employee Payroll	322.70
Employee Payroll	195.44
Employee Payroll	262.68
Employee Payroll	249.95
Employee Payroll	163.35
Employee Payroll	293.10
Employee Payroll	337.06
Employee Payroll	5,452.29
Employee Payroll	19.56
Employee Payroll	307.28
Employee Payroll	11,017.40
Employee Payroll	5,772.44
Employee Payroll	3,784.24
Employee Payroll	1,822.42
Employee Payroll	1,147.14
Employee Payroll	889.58
Employee Payroll	6,201.60
Employee Payroll	415.03
Employee Payroll	295.86
Employee Payroll	37.59
Employee Payroll	-
Employee Payroll	997.06
Employee Payroll	9,375.36
Employee Payroll	1,140.34
Employee Payroll	895.19
Employee Payroll	488.99
Employee Payroll	3,182.96
Employee Payroll	4,558.70
Employee Payroll	1,926.16
Employee Payroll	3,816.07
Employee Payroll	3,892.58
Employee Payroll	53.47
Employee Payroll	1,171.04
Employee Payroll	242.31
Employee Payroll	490.70
Employee Payroll	346.22
Employee Payroll	3,875.74
Employee Payroll	470.71
Employee Payroll	972.13
Employee Payroll	685.79
Employee Payroll	1,006.13

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	37.88
Employee Payroll	2,560.47
Employee Payroll	231.67
Employee Payroll	217.78
Employee Payroll	17,974.51
Employee Payroll	2,637.22
Employee Payroll	677.94
Employee Payroll	2,943.82
Employee Payroll	43.56
Employee Payroll	64.98
Employee Payroll	88.55
Employee Payroll	2,617.65
Employee Payroll	143.12
Employee Payroll	297.58
Employee Payroll	5,973.14
Employee Payroll	261.83
Employee Payroll	10,691.67
Employee Payroll	7,334.14
Employee Payroll	906.67
Employee Payroll	341.58
Employee Payroll	3,716.11
Employee Payroll	1,095.74
Employee Payroll	80.54
Employee Payroll	2,284.78
Employee Payroll	773.64
Employee Payroll	210.08
Employee Payroll	736.72
Employee Payroll	467.10
Employee Payroll	493.17
Employee Payroll	124.58
Employee Payroll	441.26
Employee Payroll	60.09
Employee Payroll	45.00
Employee Payroll	624.54
Employee Payroll	3,735.83
Employee Payroll	4,408.60
Employee Payroll	151.04
Employee Payroll	5,160.70
Employee Payroll	405.73
Employee Payroll	362.14
Employee Payroll	594.03
Employee Payroll	80.53

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	181.85
Employee Payroll	6.83
Employee Payroll	200.32
Employee Payroll	253.27
Employee Payroll	494.86
Employee Payroll	3,076.96
Employee Payroll	2,105.37
Employee Payroll	900.13
Employee Payroll	4,858.37
Employee Payroll	364.42
Employee Payroll	835.09
Employee Payroll	98.64
Employee Payroll	79.12
Employee Payroll	132.72
Employee Payroll	124.29
Employee Payroll	443.36
Employee Payroll	333.97
Employee Payroll	1,009.23
Employee Payroll	2,479.00
Employee Payroll	176.62
Employee Payroll	357.04
Employee Payroll	165.39
Employee Payroll	665.29
Employee Payroll	352.13
Employee Payroll	5,231.30
Employee Payroll	587.16
Employee Payroll	279.47
Employee Payroll	1,681.50
Employee Payroll	893.83
Employee Payroll	6,750.56
Employee Payroll	317.60
Employee Payroll	1,291.48
Employee Payroll	1,741.51
Employee Payroll	388.75
Employee Payroll	23.93
Employee Payroll	3,197.97
Employee Payroll	413.71
Employee Payroll	1,291.53
Employee Payroll	22.09
Employee Payroll	3,186.53
Employee Payroll	452.21
Employee Payroll	54.30

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	798.46
Employee Payroll	916.75
Employee Payroll	1,178.22
Employee Payroll	2,036.94
Employee Payroll	379.68
Employee Payroll	31.47
Employee Payroll	3,476.37
Employee Payroll	1,773.73
Employee Payroll	103.61
Employee Payroll	211.60
Employee Payroll	100.19
Employee Payroll	158.27
Employee Payroll	7,852.80
Employee Payroll	191.01
Employee Payroll	1,319.59
Employee Payroll	425.09
Employee Payroll	85.12
Employee Payroll	801.69
Employee Payroll	4,984.79
Employee Payroll	22.96
Employee Payroll	197.54
Employee Payroll	676.02
Employee Payroll	2,410.47
Employee Payroll	42.55
Employee Payroll	219.55
Employee Payroll	157.92
Employee Payroll	1,030.97
Employee Payroll	2,275.55
Employee Payroll	996.05
Employee Payroll	688.29
Employee Payroll	13,976.03
Employee Payroll	20,845.51
Employee Payroll	10,666.78
Employee Payroll	1,161.46
Employee Payroll	22.97
Employee Payroll	1,319.60
Employee Payroll	703.32
Employee Payroll	1,142.99
Employee Payroll	10.71
Employee Payroll	1,036.59
Employee Payroll	4,518.63
Employee Payroll	157.84

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	119.34
Employee Payroll	1,022.05
Employee Payroll	203.55
Employee Payroll	3,026.85
Employee Payroll	86.67
Employee Payroll	312.01
Employee Payroll	153.17
Employee Payroll	-
Employee Payroll	357.89
Employee Payroll	304.52
Employee Payroll	273.48
Employee Payroll	1,392.67
Employee Payroll	230.44
Employee Payroll	272.09
Employee Payroll	539.73
Employee Payroll	3,322.34
Employee Payroll	49.39
Employee Payroll	2,016.22
Employee Payroll	20,234.53
Employee Payroll	253.24
Employee Payroll	45.90
Employee Payroll	5,894.29
Employee Payroll	2,690.24
Employee Payroll	86.30
Employee Payroll	345.84
Employee Payroll	179.44
Employee Payroll	744.54
Employee Payroll	165.15
Employee Payroll	14.97
Employee Payroll	5,970.06
Employee Payroll	11,663.83
Employee Payroll	13,970.42
Employee Payroll	1,238.98
Employee Payroll	5,221.17
Employee Payroll	788.69
Employee Payroll	70.02
Employee Payroll	1,916.68
Employee Payroll	837.20
Employee Payroll	470.49
Employee Payroll	229.08
Employee Payroll	295.93
Employee Payroll	693.93

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	5,749.26
Employee Payroll	4,769.36
Employee Payroll	8,339.02
Employee Payroll	3,088.83
Employee Payroll	299.16
Employee Payroll	40.92
Employee Payroll	309.98
Employee Payroll	84.81
Employee Payroll	319.66
Employee Payroll	162.12
Employee Payroll	11,547.49
Employee Payroll	5,109.95
Employee Payroll	103.48
Employee Payroll	132.73
Employee Payroll	649.97
Employee Payroll	628.96
Employee Payroll	1,032.72
Employee Payroll	1,118.38
Employee Payroll	821.16
Employee Payroll	152.26
Employee Payroll	306.91
Employee Payroll	93.77
Employee Payroll	1,290.88
Employee Payroll	1,042.17
Employee Payroll	4,377.61
Employee Payroll	348.06
Employee Payroll	2,527.76
Employee Payroll	690.29
Employee Payroll	265.30
Employee Payroll	221.72
Employee Payroll	253.23
Employee Payroll	768.05
Employee Payroll	1,518.04
Employee Payroll	5,732.48
Employee Payroll	1,113.19
Employee Payroll	350.75
Employee Payroll	3,841.97
Employee Payroll	1,089.63
Employee Payroll	229.33
Employee Payroll	149.97
Employee Payroll	786.74
Employee Payroll	358.55

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	886.27
Employee Payroll	546.91
Employee Payroll	480.23
Employee Payroll	245.19
Employee Payroll	103.63
Employee Payroll	169.48
Employee Payroll	40.48
Employee Payroll	569.98
Employee Payroll	151.59
Employee Payroll	178.88
Employee Payroll	411.89
Employee Payroll	128.52
Employee Payroll	15,009.23
Employee Payroll	213.66
Employee Payroll	5,178.30
Employee Payroll	559.39
Employee Payroll	1,131.94
Employee Payroll	5,554.39
Employee Payroll	5,908.75
Employee Payroll	360.13
Employee Payroll	396.00
Employee Payroll	377.20
Employee Payroll	622.87
Employee Payroll	3,794.80
Employee Payroll	481.90
Employee Payroll	366.46
Employee Payroll	2,464.54
Employee Payroll	965.73
Employee Payroll	4,226.69
Employee Payroll	1,029.13
Employee Payroll	4,927.90
Employee Payroll	2,539.44
Employee Payroll	126.55
Employee Payroll	69.03
Employee Payroll	494.54
Employee Payroll	629.63
Employee Payroll	2,363.22
Employee Payroll	363.08
Employee Payroll	722.32
Employee Payroll	517.31
Employee Payroll	4,167.89
Employee Payroll	5,391.27

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	7,828.57
Employee Payroll	153.85
Employee Payroll	596.19
Employee Payroll	548.96
Employee Payroll	326.42
Employee Payroll	521.03
Employee Payroll	2,468.51
Employee Payroll	600.34
Employee Payroll	35.55
Employee Payroll	1,380.56
Employee Payroll	157.00
Employee Payroll	3,940.92
Employee Payroll	108.77
Employee Payroll	1,600.92
Employee Payroll	630.21
Employee Payroll	62.15
Employee Payroll	275.61
Employee Payroll	48.63
Employee Payroll	169.95
Employee Payroll	26.67
Employee Payroll	445.18
Employee Payroll	39.49
Employee Payroll	316.28
Employee Payroll	984.23
Employee Payroll	41.15
Employee Payroll	2,754.89
Employee Payroll	11.47
Employee Payroll	418.18
Employee Payroll	716.73
Employee Payroll	3,006.56
Employee Payroll	191.25
Employee Payroll	762.18
Employee Payroll	275.19
Employee Payroll	1,617.02
Employee Payroll	403.47
Employee Payroll	272.48
Employee Payroll	6,885.43
Employee Payroll	232.01
Employee Payroll	1,601.18
Employee Payroll	1,092.56
Employee Payroll	372.72
Employee Payroll	571.75

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	342.85
Employee Payroll	175.37
Employee Payroll	4,255.32
Employee Payroll	50.08
Employee Payroll	1,072.30
Employee Payroll	527.34
Employee Payroll	110.25
Employee Payroll	113.11
Employee Payroll	5,339.21
Employee Payroll	57.38
Employee Payroll	61.61
Employee Payroll	1,456.55
Employee Payroll	392.93
Employee Payroll	5,363.72
Employee Payroll	263.48
Employee Payroll	92.94
Employee Payroll	49.88
Employee Payroll	5,186.50
Employee Payroll	1,623.69
Employee Payroll	371.71
Employee Payroll	4,158.33
Employee Payroll	283.58
Employee Payroll	93.49
Employee Payroll	821.28
Employee Payroll	713.78
Employee Payroll	28.86
Employee Payroll	37.80
Employee Payroll	158.71
Employee Payroll	82.95
Employee Payroll	1,259.68
Employee Payroll	908.90
Employee Payroll	494.18
Employee Payroll	167.08
Employee Payroll	8,876.92
Employee Payroll	324.32
Employee Payroll	186.38
Employee Payroll	777.82
Employee Payroll	412.30
Employee Payroll	3,278.97
Employee Payroll	81.36
Employee Payroll	3,508.78
Employee Payroll	1,393.66

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	120.46
Employee Payroll	81.85
Employee Payroll	45.43
Employee Payroll	4,821.68
Employee Payroll	178.63
Employee Payroll	1,015.23
Employee Payroll	120.38
Employee Payroll	258.17
Employee Payroll	125.71
Employee Payroll	2,758.48
Employee Payroll	9,705.45
Employee Payroll	1,025.67
Employee Payroll	1,008.49
Employee Payroll	1,816.84
Employee Payroll	85.85
Employee Payroll	329.45
Employee Payroll	8,107.09
Employee Payroll	200.71
Employee Payroll	64.42
Employee Payroll	194.29
Employee Payroll	1,646.26
Employee Payroll	236.89
Employee Payroll	-
Employee Payroll	346.37
Employee Payroll	274.84
Employee Payroll	854.25
Employee Payroll	3,816.31
Employee Payroll	4,040.06
Employee Payroll	2,659.98
Employee Payroll	1,332.09
Employee Payroll	427.62
Employee Payroll	2,867.48
Employee Payroll	1,356.09
Employee Payroll	882.57
Employee Payroll	2,681.69
Employee Payroll	2,319.29
Employee Payroll	9.28
Employee Payroll	4,381.49
Employee Payroll	495.37
Employee Payroll	1,034.66
Employee Payroll	1,060.25
Employee Payroll	3,548.86

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	315.43
Employee Payroll	1,045.08
Employee Payroll	430.28
Employee Payroll	16,613.28
Employee Payroll	1,278.60
Employee Payroll	129.89
Employee Payroll	1,059.95
Employee Payroll	349.79
Employee Payroll	234.73
Employee Payroll	3,115.13
Employee Payroll	189.66
Employee Payroll	254.45
Employee Payroll	363.48
Employee Payroll	220.59
Employee Payroll	438.07
Employee Payroll	863.17
Employee Payroll	648.25
Employee Payroll	3,966.04
Employee Payroll	4,357.16
Employee Payroll	175.47
Employee Payroll	963.22
Employee Payroll	473.07
Employee Payroll	5,601.94
Employee Payroll	1,886.55
Employee Payroll	9,954.68
Employee Payroll	380.64
Employee Payroll	494.41
Employee Payroll	198.20
Employee Payroll	1,765.05
Employee Payroll	756.40
Employee Payroll	637.44
Employee Payroll	1,005.96
Employee Payroll	5,880.61
Employee Payroll	-
Employee Payroll	923.77
Employee Payroll	100.62
Employee Payroll	1,872.87
Employee Payroll	3,263.16
Employee Payroll	31.07
Employee Payroll	56.80
Employee Payroll	314.94
Employee Payroll	5,325.35

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	460.36
Employee Payroll	97.70
Employee Payroll	172.41
Employee Payroll	546.51
Employee Payroll	119.43
Employee Payroll	605.19
Employee Payroll	407.29
Employee Payroll	153.40
Employee Payroll	610.73
Employee Payroll	36.41
Employee Payroll	494.73
Employee Payroll	1,552.02
Employee Payroll	194.10
Employee Payroll	175.00
Employee Payroll	187.17
Employee Payroll	579.27
Employee Payroll	427.40
Employee Payroll	15,521.34
Employee Payroll	561.84
Employee Payroll	2,681.24
Employee Payroll	65.22
Employee Payroll	4,695.56
Employee Payroll	6,891.66
Employee Payroll	40.72
Employee Payroll	13.94
Employee Payroll	3,621.99
Employee Payroll	392.49
Employee Payroll	286.62
Employee Payroll	14,659.00
Employee Payroll	332.73
Employee Payroll	3,358.09
Employee Payroll	126.76
Employee Payroll	237.79
Employee Payroll	1,985.00
Employee Payroll	186.85
Employee Payroll	1,034.28
Employee Payroll	853.71
Employee Payroll	40.06
Employee Payroll	7,919.73
Employee Payroll	340.77
Employee Payroll	118.62
Employee Payroll	2,300.32

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	1,159.66
Employee Payroll	59.24
Employee Payroll	140.60
Employee Payroll	1.83
Employee Payroll	135.17
Employee Payroll	155.79
Employee Payroll	13,805.76
Employee Payroll	146.80
Employee Payroll	348.95
Employee Payroll	941.25
Employee Payroll	293.14
Employee Payroll	4,782.82
Employee Payroll	120.40
Employee Payroll	500.84
Employee Payroll	2,334.93
Employee Payroll	93.14
Employee Payroll	4,696.96
Employee Payroll	674.95
Employee Payroll	1,141.96
Employee Payroll	46.58
Employee Payroll	8,540.34
Employee Payroll	1,453.23
Employee Payroll	116.36
Employee Payroll	764.42
Employee Payroll	171.63
Employee Payroll	6,245.57
Employee Payroll	243.71
Employee Payroll	174.68
Employee Payroll	131.38
Employee Payroll	996.11
Employee Payroll	26.96
Employee Payroll	119.63
Employee Payroll	402.66
Employee Payroll	441.96
Employee Payroll	166.80
Employee Payroll	1,759.75
Employee Payroll	2,867.12
Employee Payroll	6,566.72
Employee Payroll	285.75
Employee Payroll	2,537.81
Employee Payroll	299.29
Employee Payroll	4,008.25

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	588.62
Employee Payroll	822.26
Employee Payroll	2,130.97
Employee Payroll	164.25
Employee Payroll	6,713.14
Employee Payroll	1,258.70
Employee Payroll	1,663.15
Employee Payroll	3,918.46
Employee Payroll	159.41
Employee Payroll	699.09
Employee Payroll	11,364.52
Employee Payroll	2,821.03
Employee Payroll	2,932.46
Employee Payroll	195.77
Employee Payroll	581.45
Employee Payroll	234.28
Employee Payroll	1,371.35
Employee Payroll	3,733.14
Employee Payroll	436.01
Employee Payroll	146.31
Employee Payroll	113.26
Employee Payroll	1,091.93
Employee Payroll	3,151.99
Employee Payroll	830.65
Employee Payroll	983.77
Employee Payroll	134.29
Employee Payroll	3,737.78
Employee Payroll	4,965.56
Employee Payroll	9,940.61
Employee Payroll	675.94
Employee Payroll	754.29
Employee Payroll	2,642.70
Employee Payroll	451.70
Employee Payroll	255.59
Employee Payroll	10,596.63
Employee Payroll	2,421.33
Employee Payroll	839.63
Employee Payroll	499.11
Employee Payroll	95.43
Employee Payroll	1,396.80
Employee Payroll	89.96
Employee Payroll	294.67

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	99.16
Employee Payroll	2,251.63
Employee Payroll	564.35
Employee Payroll	2,314.59
Employee Payroll	464.65
Employee Payroll	520.36
Employee Payroll	545.29
Employee Payroll	525.34
Employee Payroll	24,326.44
Employee Payroll	156.60
Employee Payroll	926.60
Employee Payroll	4,348.14
Employee Payroll	188.95
Employee Payroll	1,521.05
Employee Payroll	130.97
Employee Payroll	11,570.05
Employee Payroll	6,620.40
Employee Payroll	1,952.94
Employee Payroll	590.67
Employee Payroll	9,123.52
Employee Payroll	285.52
Employee Payroll	1,113.63
Employee Payroll	383.68
Employee Payroll	195.69
Employee Payroll	250.23
Employee Payroll	13.35
Employee Payroll	154.71
Employee Payroll	36.99
Employee Payroll	4,218.89
Employee Payroll	1,391.98
Employee Payroll	3,644.23
Employee Payroll	3,870.65
Employee Payroll	158.05
Employee Payroll	1,107.36
Employee Payroll	6,171.00
Employee Payroll	200.93
Employee Payroll	4,185.04
Employee Payroll	87.59
Employee Payroll	71.44
Employee Payroll	82.36
Employee Payroll	2,032.98
Employee Payroll	14,675.10

Eateries, Inc. and GRP of Zanesville, LLC
Item 13 - Disbursements

2017 Payroll Check Register - Summary by Payee	
Payee	Amount
Employee Payroll	254.03
Employee Payroll	907.14
Employee Payroll	0.14
Employee Payroll	1,432.53
Employee Payroll	7,874.64
Employee Payroll	353.06
Employee Payroll	159.04
Employee Payroll	2,697.97
Employee Payroll	127.72
Employee Payroll	949.51
Employee Payroll	457.93
Employee Payroll	2,889.89
Employee Payroll	54.11
Employee Payroll	3,045.40
Employee Payroll	1,071.93
Employee Payroll	21.78
Employee Payroll	289.10
Employee Payroll	5,800.02
	<u>1,226,442.20</u>

Item 14: Report of Physical Inventory

Eateries, Inc. and GRP of Zanesville, LLC
 Item 14 - Summary of Physical Inventory Detail
 by Location

Location	Date Closed (if applicable)	Physical Inventory
Greenville, MS	Operating	\$ 13,602.99
Jasper, AL	Operating	11,297.31
Zanesville, OH	Operating	13,412.63
Morgantown, WV	Operating	9,319.13
Bridgeport, WV	Operating	10,316.29
St. Clairesville, OH	Operating	12,530.05
Danville, IL	Operating	15,215.80
Washington, PA	4/30/2017	11,713.98
State College, PA	4/30/2017	15,052.14
Selinsgrove, PA	4/30/2017	14,363.91
Carbondale, IL (S&B)	4/30/2017	20,208.72
Total		<u>\$ 147,032.95</u>
Eateries, Inc.		\$ 133,620.32
GRP of Zanesville, LLC		<u>13,412.63</u>
		<u>\$ 147,032.95</u>

Item 15: Current Rent Roll

This item is not applicable to Eateries, Inc.
or GRP of Zanesville, LLC.

Item 16: Copies of Current Business Licenses

Eateries, Inc. and GRP of Zanesville, LLC
Item 16 - Summary of Licenses

Location	Date Closed (if applicable)	License
Greenville, MS	Operating	Mississippi Privilege Tax License - 2017 State of Mississippi Alcoholic Beverage Permit State of Mississippi Retailer Beer Permit and Privilege License
Jasper, AL	Operating	Walker County Health Permit City of Jasper Restaurant Retail Liquor/Alcohol License State of Alabama Restaurant Retail Liquor License
Zanesville, OH	Operating	Ohio Department of Health Food Service Operation License
Morgantown, WV	Operating	Monongalia County Health Department Food Establishment Permit City License - City of Westover - Restaurant/Bar & Nonintoxicating Beer State of West Virginia Private Club, Alcoholic Liquor & Beer Sales
Bridgeport, WV	Operating	Harrison-Clarksburg Health Department Food Service Permit City of Bridgeport Beer Dispenser & Club License State of West Virginia Private Club, Alcoholic Liquor & Beer Sales
St. Clairesville, OH	Operating	Ohio Department of Health Food Service Operation License State of Ohio Liquor License
Danville, IL	Operating	Vermilion County Food Service Permit Illinois Sales and Use Taxes Registration State of Illinois Liquor License City of Danville Business License - Liquor Class
Washington, PA	4/30/2017	Township of North Franklin Mercantile License Commonwealth of Pennsylvania Retail Food Facility License
State College, PA	4/30/2017	Pennsylvania Liquor Control Board-Sunday Sales Permit Township of College Eating & Drinking License
Selinsgrove, PA	4/30/2017	Commonwealth of Pennsylvania Retail Food Facility License Pennsylvania Liquor Control Board-Sunday Sales Permit
Butler, PA	3/29/2017	Commonwealth of Pennsylvania Retail Food Facility License Commonwealth of Pennsylvania Dept of Revenue Sales Tax License Business Privilege and/or Mercantile Tax License Pennsylvania Liquor Control Board-Sunday Sales Permit
Joplin, MO	4/2/2017	City of Joplin, Missouri - Health Permit City of Joplin, Missouri - Restaurants, Café, etc. City of Joplin, Missouri - Liquor License City of Joplin, Missouri - Liquor-Sunday Sales Jasper County Missouri Merchant's License Jasper County Missouri Liquor License-Sunday Liquor by the Drink Jasper County Missouri Liquor License-Liquor by the Drink Missouri Division of Alcohol & Tobacco-Retail Liquor by Drink/Sunday by Drink
Bartlesville, OK	3/29/2017	Oklahoma Alcoholic Beverage License Oklahoma Sales Tax Permit City of Bartlesville Business License City of Bartlesville Business License-Beer Sales City of Bartlesville Business License-Liquor License Washington County Beverage Permit Oklahoma State Dept of Health - Food Services with Bar Permit
Carbondale, IL (S&B)	4/30/2017	Illinois Gaming Establishment License City of Carbondale Alcoholic Liquor License State of Illinois Liquor License Illinois Sales and Use Taxes and Fees Jackson County Health Department Food Service with Liquor Permit
Adrian, MI (S&B)	3/29/2017	Michigan Lottery Retailer State of Michigan Food Service Establishment License State of Michigan Liquor Control Bar Permit

Item 17: Details on Health Plans

Eateries, Inc. and GRP of Zanesville, LLC
Item 17 - Pension and Health Plans

Pension Plans

The Companies do not maintain any Pension Plans.

Health Insurance Plans Offered and Contribution Allocatons

Coverage	Gold Plans					
	Cigna			Aetna		
	Employee	Company	Total	Employee	Company	Total
Employee Only	122.51	96.69	219.20	125.52	96.69	222.21
Employee/Spouse	247.05	171.17	418.22	248.09	171.17	419.26
Employee/Child	251.71	138.80	390.51	252.83	138.80	391.63
Employee/Family	376.26	213.28	589.54	375.41	213.28	588.69

Coverage	Bronze Plans					
	Cigna			Aetna		
	Employee	Company	Total	Employee	Company	Total
Employee Only	82.67	96.69	179.36	86.68	96.69	183.37
Employee/Spouse	157.15	171.17	328.32	160.97	171.17	332.14
Employee/Child	124.78	138.80	263.58	129.22	138.80	268.02
Employee/Family	199.26	213.28	412.54	203.52	213.28	416.80

Item 18: Owner and Officer Information and Compensation

Eateries, Inc. and GRP of Zanesville, LLC
Item 18 - Owner and Officer Information and Compensation

Eateries, Inc.

Owner/Officer Name	Title	Salary and Benefits	
		Actual 2016	Est. 2017
H. Preston Stockton	Director and President	n/a	n/a
William C. Liedtke, III	Director, Vice President and Secretary	n/a	n/a
Hestia Holdings, LLC	Sole Stockholder, Owns 100%		

GRP of Zanesville, LLC

Owner/Officer Name	Title	Salary and Benefits	
		Actual 2016	Est. 2017
H. Preston Stockton	Manager	n/a	n/a
William C. Liedtke, III	Manager	n/a	n/a
Eateries, Inc.	Sole Member, Owns 100%		

Item 19: Small Business Plan

Eateries, Inc. and GRP of Zanesville, LLC
Item 19

Debtor's Proposed Plan of Action:

Debtors are negotiating with the landlords for the 11 remaining operating locations to determine which leases can be modified to provide for rents appropriate for the income generated at each respective location. Debtors will determine which, if any, additional leases need to be rejected. Debtor will then evaluate whether to propose a plan for an operational reorganization or liquidation as a going concern.

Attached hereto is the Debtors' 13-Week DIP Budget.

Eateries, Inc.

13 Week Cash Basis DIP Budget - Monthly

	April (Post-Petition)	May	June	July ⁽¹⁾	Grand Total
Sales					
Food Sales	\$ 431,137	\$ 615,636	\$ 562,443	\$ 415,870	\$ 2,025,086
Liquor Sales	55,828	65,853	59,760	42,853	224,294
Total Sales	486,965	681,489	622,203	458,723	2,249,380
Operating Costs					
Food	-	128,868	183,802	128,737	441,407
Liquor	16,330	19,324	18,428	12,946	67,028
Payroll	138,847	207,104	198,909	110,003	654,863
Taxes and Benefits	23,800	30,466	27,472	20,711	102,449
Workers Compensation	-	10,871	10,871	10,871	32,613
Total Operating Costs	178,977	396,633	439,482	283,268	1,298,360
Controllable Costs					
Comps & Promotions	28,543	39,481	38,775	28,652	135,451
Other Controllable Costs	51,755	77,409	70,729	51,110	251,003
Total Controllable Costs	80,298	116,890	109,504	79,762	386,454
Back Office Costs (Abacus)	8,556	12,231	11,202	7,548	39,537
Controllable Store Level Margin	219,134	155,735	62,016	88,145	525,030
Occupancy Fixed Costs					
Rent	4,052	58,875	59,887	49,872	172,686
Utilities	25,237	38,096	31,592	31,584	126,509
Prop & Casualty Insurance	-	16,750	16,750	16,750	50,250
Property Taxes & Fees	2,871	4,717	4,480	3,597	15,665
Total Occupancy Fixed Costs	32,160	118,438	112,709	101,803	365,110
Store Level Net Operating Income	186,974	37,297	(50,693)	(13,658)	159,920
Income from Sale of Liquor License (PA)	-	225,000	-	-	225,000
Adequate Protection					
DIP Interest	194	1,292	2,083	1,111	4,681
Pre-Petition Claims					
Critical Vendors	98,460	278,540	-	-	377,000
Deposits	-	26,000	-	-	26,000
Total Pre-Petition Claims	98,460	304,540	-	-	403,000
Administrative Costs					
DIP Facility Fee	2,500	-	-	-	2,500
Debtor Counsel	-	28,000	16,000	6,000	50,000
Debtor Financial Advisor	-	14,000	8,000	3,000	25,000
Committee Counsel	-	15,000	10,000	5,000	30,000
UST	-	5,250	3,000	1,500	9,750
Total Administrative Costs	2,500	62,250	37,000	15,500	117,250
Debtor Income (Loss)	85,819	(105,784)	(89,777)	(30,269)	(140,011)
Beginning Operating Cash	(71,000)	14,819	(90,965)	(180,742)	(71,000)
Ending Operating Cash / DIP Draw	14,819	(90,965)	(180,742)	(211,011)	(211,011)
DIP Draw	100,000	400,000	-	-	500,000
Food Operating Costs - Accrued & Unpaid at 7-16-17	-	-	-	(166,013)	(166,013)
Adjusted Ending Operating Cash	114,819	409,035	319,258	122,976	122,976

(1) Three-Weeks Ending July 16, 2017.

Eateries, Inc.

13 Week Cash Basis DIP Budget - Weekly

	Post-Petition					
	1 4/23	2 4/30	3 5/7	4 5/14	5 5/21	6 5/28
Sales						
Food Sales	\$ 217,009	\$ 214,128	\$ 176,348	\$ 153,960	\$ 147,829	\$ 137,499
Liquor Sales	28,952	26,876	18,999	16,590	15,750	14,514
Total Sales	245,961	241,004	195,347	170,550	163,579	152,013
Operating Costs						
Food	-	-	-	-	65,136	63,732
Liquor	8,474	7,856	5,500	4,794	4,557	4,473
Payroll	-	138,847	12,870	93,629	13,855	86,751
Taxes and Benefits	12,156	11,644	8,707	7,617	7,342	6,800
Workers Compensation	-	-	10,871	-	-	-
Total Operating Costs	20,630	158,347	37,948	106,040	90,890	161,756
Controllable Costs						
Comps & Promotions	14,606	13,937	11,058	9,611	9,270	9,542
Other Controllable Costs	25,177	26,578	21,689	19,541	18,852	17,327
Total Controllable Costs	39,783	40,515	32,747	29,152	28,122	26,869
Back Office Costs (Abacus)	4,812	3,744	3,088	2,911	3,724	2,508
Controllable Store Level Margin	180,736	38,398	121,564	32,448	40,843	(39,120)
Occupancy Fixed Costs						
Rent	4,052	-	49,872	-	9,003	-
Utilities	13,564	11,673	10,066	10,066	10,066	7,898
Prop & Casualty Insurance	-	-	16,750	-	-	-
Property Taxes & Fees	1,547	1,324	1,199	1,199	1,199	1,120
Total Occupancy Fixed Costs	19,163	12,997	77,887	11,265	20,268	9,018
Store Level Net Operating Income	161,573	25,401	43,677	21,183	20,575	(48,138)
Income from Sale of Liquor License (PA)	-	-	-	-	-	225,000
Adequate Protection						
DIP Interest	-	194	-	-	-	1,292
Pre-Petition Claims						
Critical Vendors	-	98,460	75,642	69,565	133,333	-
Deposits	-	-	-	-	26,000	-
Total Pre-Petition Claims	-	98,460	75,642	69,565	159,333	-
Administrative Costs						
DIP Facility Fee	2,500	-	-	-	-	-
Debtor Counsel	-	-	-	-	12,000	16,000
Debtor Financial Advisor	-	-	-	-	6,000	8,000
Committee Counsel	-	-	-	-	5,000	10,000
UST	-	-	-	-	2,250	3,000
Total Administrative Costs	2,500	-	-	-	25,250	37,000
Debtor Income (Loss)	159,073	(73,254)	(31,965)	(48,382)	(164,008)	138,571
Beginning Operating Cash	(71,000)	88,073	14,819	(17,146)	(65,528)	(229,536)
Ending Operating Cash / DIP Draw	88,073	14,819	(17,146)	(65,528)	(229,536)	(90,965)
DIP Draw	100,000				400,000	
Food Operating Costs - Accrued & Unpaid at 7-16-17						
Adjusted Ending Operating Cash	188,073	114,819	82,854	34,472	270,464	409,035

13 Week Cash Basis DIP Budget - Weekly

	Post-Petition							
	7	8	9	10	11	12	13	
	6/4	6/11	6/18	6/25	7/2	7/9	7/16	Grand Total
Sales								
Food Sales	\$ 143,559	\$ 133,938	\$ 147,557	\$ 137,389	\$ 136,378	\$ 139,746	\$ 139,746	\$ 2,025,086
Liquor Sales	15,286	14,204	15,697	14,573	14,013	14,420	14,420	224,294
Total Sales	158,845	148,142	163,254	151,962	150,391	154,166	154,166	2,249,380
Operating Costs								
Food	52,433	45,757	43,938	41,674	43,486	40,564	44,687	441,407
Liquor	4,712	4,385	4,828	4,503	4,224	4,361	4,361	67,028
Payroll	12,318	85,919	12,934	87,738	12,948	85,191	11,864	654,863
Taxes and Benefits	7,008	6,569	7,174	6,721	6,825	6,943	6,943	102,449
Workers Compensation	10,871	-	-	-	10,871	-	-	32,613
Total Operating Costs	87,342	142,630	68,874	140,636	78,354	137,059	67,855	1,298,360
Controllable Costs								
Comps & Promotions	9,905	9,231	10,168	9,471	9,388	9,632	9,632	135,451
Other Controllable Costs	17,978	16,980	18,398	17,373	16,856	17,127	17,127	251,003
Total Controllable Costs	27,883	26,211	28,566	26,844	26,244	26,759	26,759	386,454
Back Office Costs (Abacus)	2,582	2,477	2,640	3,503	2,473	2,548	2,527	39,537
Controllable Store Level Margin	41,038	(23,176)	63,174	(19,021)	43,320	(12,200)	57,025	525,030
Occupancy Fixed Costs								
Rent	49,872	-	-	10,015	49,872	-	-	172,686
Utilities	7,898	7,898	7,898	7,898	10,528	10,528	10,528	126,509
Prop & Casualty Insurance	16,750	-	-	-	16,750	-	-	50,250
Property Taxes & Fees	1,120	1,120	1,120	1,120	1,199	1,199	1,199	15,665
Total Occupancy Fixed Costs	75,640	9,018	9,018	19,033	78,349	11,727	11,727	365,110
Store Level Net Operating Income	(34,602)	(32,194)	54,156	(38,053)	(35,029)	(23,927)	45,298	159,920
Income from Sale of Liquor License (PA)	-	-	-	-	-	-	-	225,000
Adequate Protection								
DIP Interest	-	-	-	2,083	-	-	1,111	4,681
Pre-Petition Claims								
Critical Vendors	-	-	-	-	-	-	-	377,000
Deposits	-	-	-	-	-	-	-	26,000
Total Pre-Petition Claims	-	-	-	-	-	-	-	403,000
Administrative Costs								
DIP Facility Fee	-	-	-	-	-	-	-	2,500
Debtor Counsel	-	-	-	16,000	-	-	6,000	50,000
Debtor Financial Advisor	-	-	-	8,000	-	-	3,000	25,000
Committee Counsel	-	-	-	10,000	-	-	5,000	30,000
UST	-	-	-	3,000	-	-	1,500	9,750
Total Administrative Costs	-	-	-	37,000	-	-	15,500	117,250
Debtor Income (Loss)	(34,602)	(32,194)	54,156	(77,137)	(35,029)	(23,927)	28,687	(140,011)
Beginning Operating Cash	(90,965)	(125,567)	(157,761)	(103,605)	(180,742)	(215,771)	(239,698)	(71,000)
Ending Operating Cash / DIP Draw	(125,567)	(157,761)	(103,605)	(180,742)	(215,771)	(239,698)	(211,011)	(211,011)
DIP Draw								500,000
Food Operating Costs - Accrued & Unpaid at 7-16-17							(166,013)	(166,013)
Adjusted Ending Operating Cash	374,433	342,239	396,395	319,258	284,229	260,302	122,976	122,976