

TOTAL ENTERTAINMENT RESTAURANT CORP
Form 8-K
November 22, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 OR 15(d) of
The Securities Exchange Act of 1934**

November 22, 2004
(Date of earliest event reported)

TOTAL ENTERTAINMENT RESTAURANT CORP.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

000-22753
(Commission File Number)

52-2016614
(IRS Employer Identification No.)

**9300 EAST CENTRAL AVENUE, SUITE 100, WICHITA,
KANSAS**

(Address of principal executive offices)

67206

(Zip Code)

Registrant's telephone number, including area code: **(316) 634-0505**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

On November 22, 2004, a wholly-owned subsidiary of the Company entered into an Agreement for Sale and Purchase of Assets with BMR-Raleigh Restaurants, LLC to purchase the assets of a restaurant in Cary, North Carolina, which will be converted into a Fox and Hound Pub & Grille. The Company's Chairman, Dennis L. Thompson, is the manager and an owner of BMR-Raleigh Restaurants, LLC. The Company will pay \$567,812.50 for these assets, which include a real estate lease, leasehold improvements, furniture and equipment. The price was based on the parties' estimates of market rates for leasehold rents and equivalent property and is believed to be equivalent to the price that would have

been paid in an arm's length transaction with an unaffiliated party.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TOTAL ENTERTAINMENT RESTAURANT CORP.

(Registrant)

/s/ **JAMES K. ZIELKE**

November 22, 2004

(Date)

James K. Zielke

Chief Financial Officer, Secretary, and Treasurer (Duly Authorized Officer)
