UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

IN RE **CHI-CHI'S INC** **CASE NUMBER 03-13063**

Amended

ADMINISTRATIVE PROOF OF CLAIM

1 This proof is made for the Claimant named below by the undersigned individual who does business at 115 West Washington Street, Indianapolis Indiana 46204, and who also states that he is duly authorized to make this claim on behalf of the Claimant

2 The post office address of the Claimant and the address to which all notices to this Claimant should be addressed is

EASTLAND MALL (IN) **4773/TEXRO//**
C/O SIMON PROPERTY GROUP
ATTN LEGAL COLLECTIONS
115 W WASHINGTON STREET
INDIANAPOLIS, INDIANA 46204

3 Subsequent to the time of filing of the petition initiating this case, Debtor has accrued use and occupancy charges through the date of Rejection of Lease on , in the sum of

$11,880 40 (Post-Petition/Administrative Rent) This sum is a continuing liability entitled to priority under Sub-Section 503(b)(1)(A) of the Bankruptcy Code by reason of the use and occupation of the premises by Debtor during the pendency of this Bankruptcy matter

4 A summary of the Lease terms, constituting the writing on which this claim is founded is attached as Exhibit "A" Due to the voluminous nature the Lease itself is not attached and maybe provided upon request

5 An itemization of the elements of Debtor's liability to Claimant is attached hereto as Exhibit "B"

6 No judgment has been rendered on this claim

7 The amount of all payments has been credited and deducted for the purpose of making this Proof of Claim

8 This claim is not subject to any set-off or counter-claim

9 No security interest is held for this claim

10 This claim is a PRIORITY CLAIM

DATED 11/9/2004

Signed _____
Ronald M Tucker
Attorney at Law
115 W Washington Street
Indianapolis, Indiana 46204
(317)263-2346

FILED
NOV 11 2004
BMC

Chi Chi s Inc
01193

TENANT CHICH/ Chi-Chi s Inc
LEASE TEXRO// Texas Roadhouse
PROJECT 4773 Eastland Mall (IN) Evansville IN ------ INACTIVE SPACE ------

EXECUTION DATE 8/04/1982 LEASE STATUS Terminated Lease
LEASE START DATE 2/21/1983 LEASE TYPE Land Lease
LEASE END DATE 12/31/2003 SECURITY DEPOSIT 00
REPLACEMENT DATE CORP NAME Chi-Chi's USA
INSURANCE EXP Terms Due On or Before 1st
2ENERAL LEASE NOTES Effective 3/13/00 store is sub-leased to
Texas Roadhouse Chi Chi's remains liable for all terms of the lease
DBA Changed from Chi-Chi's (CHICH//) to Texas Roadhouse (TEXRO//)
EFFECTIVE 1/1/04 billing tnt 2x all monthly obligation charges
AMENDMENT
ASSIGNMENT
CONSTRUCTION ALLOWANCE
REPLACEMENT
RENT RELIEF
TERMINATION Effective 3/15/04 due to natural expiration
ADDITIONAL CONSIDERATION
INTEREST

LEASE ID CORP ADDRESS
Chi-Chi Inc
P O Box 19561
2701 Alton Avenue
Irvine CA 92713-

LEASE ID BILLING ADDRESS
Texas Roadhouse
P O Box 459
Jeffersonville IN 47130-

-SPACE INFO-- SEQ # 1
FLOOR 01 UNIT 3205
SQ FT RENTABLE
LEASE 11 322
ACTUAL 11 322

UNIT TYPE OUT
SPACE START 2/21/1983
SPACE END 3/15/2004
RCD

SPACE TYPE NST
OPEN 2/22/1983
CLOSE 2/15/2004
VACATE 3/15/2004
TERM 3/15/2004

--OVERAGE RENT INFO-- FREQUENCY DAYS
SALES REPORTING Monthly 10
AUDITED STATEMENT Annually 20
PAYMENT
SALES YEAR Jan - Dec
SIC 0303 Restaurant with Liquor

---RENT PERIOD INFO---

Start Dt	End Date		Ann Rent	Rent Sq/Ft	Monthly Rent
3/01/98	12/31/98	BMR	42 000 00	3 70	3,500 00
1/01/99	2/29/00	BMR	47 004 00	4 15	3,917 00
3/01/00	2/29/04	GRI	47 004 00	4 15	3 917 00
1/01/04	2/29/04	GRX	47 004 00	4 15	3 917 00

FUTURE RENEW/MTM INFO-

Start Dt	End Date		Ann Rent	Rent Sq/Ft	Monthly Rent
3/01/04	3/31/04	GRI	94 008 00	8 30	7 834 00
3/16/04	3/31/04	GRI	94 008 00-	8 30-	7 834 00-

--BREAK POINT INFO-

Start Dt	End Date	Sls Cat	Chg Typ	Ovrg%	Product Sls Base	Ovrg%	Product Sls Base

--BREAK POINT INFO--

Start Dt	End Date	Sls Cat	Chg Typ	Ovrg%	Product Sls Base	Ovrg%	Product Sls Base
01/01/04	12/31/08	RET	N/A	N/A	N/A		
01/01/09	12/31/13	RET	N/A	N/A	N/A		

-- CURRENT MONTHLY OBLIGATIONS---

Charge	Description	Ann Amt	Sq/Ft	Monthly	Pay	Eff Date	End Date
CVM	Common Area Maintena	2 814 00	25	234 50	MON	3/01/04	3/31/04
GRI	Ground Rent	94 008 00	8 30	7 834 00	MON	3/01/04	3/31/04
PFD	Ten Rein - Promotion	620 64	05	51 72	MON	3/01/04	3/31/04
CURRENT OBLIGATION		97 442 64	8 60	8,120 22			

% OF LAST YR SALES

Current Effective Rent 94 008 00 3 08% This year (Est) 483 425 90

Recovery Information

CVM Common Area Maintenance
FIXED @ RECURRING CHARGE
%
Cap/Max N

ELE Electricity

EXHIBIT
A

TENANT CHICH/ Chi-Chi s Inc CONTINUED
LEASE TEXRO// Texas Roadhouse ------ INACTIVE SPACE ------
PROJECT 4773 Eastland Mall (IN) Evansville IN

-SPACE INFO - SEQ # 1 CONTINUED

Total Ancillaries	3 434 64	11%	Last year sales	3 048 337 37
Total Charges	97 442 64	3 20%	2nd Prev Yr sls	3 078 684 96
Effective Rent/Sq Ft	8 59			

DIRECT BILLED TENANT
%
Cap/Max N

NGS Natural Gas
Specified % X Current Cost
Rented/Occ %
Cap/Max N

RET Real Estate Tax Reimbursement
DIRECT BILLED TENANT
%
Cap/Max N

Lease Summary

Scan Deposits All Zero

Tenant CHICH/ Chi-Chi's Inc
Project 4773 Eastland Mall (IN)
Lease TEXRO// Texas Roadhouse

From 1/01/60 To 11/09/04

*** ALL Charges ***

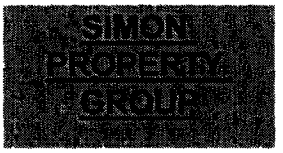
Date	Document	Description	Amount	Outstanding
2/01/04	R 2771798 002	Common Area Maintenance	117 25	117 25
2/01/04	R 2771798 003	01/04 Ground Rent Adjustment	3917 00	3917 00
2/01/04	R 2771798 004	Ground Rent Adjustment	3917 00	3917 00
3/01/04	R 2784836 001	Common Area Maintenance	234 50	113 47
3/01/04	R 2784836 002	Ground Rent	7834 00	3790 65
3/01/04	R 2784836 003	Ten Rein - Promotion Fund	51 72	25 03
		Cumulative Total	16071 47	11880 40

Prior 00 Net 11880 40 End 11880 40

End of report

EXHIBIT
B

DATE 11/9/2004



U S Bankruptcy Court

District of Delaware

ATTN CLERK

RE **Debtor** Chi Chis

Cause No 03-13063

Dear Clerk

Enclosed please find an original and two (2) **copies of the following document(s) for filing in the above-captioned matter**

_____ Notice of Appearance and Request for Service with applicable Order

_____ Motion Pro Hac Vice and applicable Order

_____ Objection to Debtor's Motion for Extension of Time to Assume/Reject Leases

_____ Objection to Debtor's Motion to Conduct Going Out of Business Sales

_____ Objection to Debtor's Motion to Assume/Reject Leases

_____ Motion to Lift the Automatic Stay

_____ Motion to Compel Payment of Administrative Rents

_____ Proof of Claim (Pre-Petition)

✓ Proof of Claim (Post-Petition)

_____ Proof of Claim (Rejection Damages)

_____ Other _____

PLEASE RETURN A FILE-STAMPED COPY OF EACH OF THE ENCLOSED DOCUMENTS IN THE ENCLOSED SELF-ADDRESSED STAMPED ENVELOPE THANK YOU FOR YOUR PROFESSIONAL ASSISTANCE IF YOU HAVE ANY QUESTIONS PLEASE CONTACT THE UNDERSIGNED AT (317)636-1600

Sincerely,

Robyn Woodruff

Bankruptcy Paralegal

NATIONAL CITY CENTER POST OFFICE BOX 7033 INDIANAPOLIS, INDIANA 46207 (317)636-1600