IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11 (Jointly Administered)
	)	
CHI-CHI'S INC., et al.,[1]	)	Case No. 03-13063 (JLP)
	)	
Debtors.	)	**Related Docket No.**

ORDER GRANTING FIRST QUARTERLY APPLICATION OF GORDON & HOLMES FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO DEBTORS AND DEBTORS IN POSSESSION FOR PERIOD MAY 3, 2004 THROUGH SEPTEMBER 30, 2004

Upon consideration of the Fourth Interim Application of Gordon and Holmes, Special Litigation Counsel to above-captioned debtors and debtors in possession (the "Debtors"), for Compensation for Services Rendered and Reimbursement of Expenses (the "Application") for the period May 3, 2004 through September 30, 2004 (the "Application Period"); and the Court having found adequate notice of the Application, and the hearing thereon, having been given, it is hereby

ORDERED, that Gordon and Holmes is awarded, on an interim basis, compensation for services rendered and reimbursement of costs incurred for the Application Period, $93,080.84 for compensation of fees and $6,516.46 as reimbursement of expenses; and

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[1] The related debtors consist of the following entities: Chi-Chi's, Inc., CCMR of Catonsville, Inc., CCMR of Cumberland, Inc., CCMR of Frederick, Inc., CCMR of Greenbelt, Inc., CCMR of Harford County, Inc., CCMR of Maryland, Inc., CCMR of Ritchie Highway, Inc., CCMR of Timonium, Inc., Chi-Chi's of West Virginia, Inc., CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems, Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc.

IT IS FURTHER ORDERED, that the Debtors are authorized to pay to Gordon and Holmes the fees and costs that remain outstanding for the Application Period.

Dated: _____

HONORABLE JOHN L. PETERSON
UNITED STATES BANKRUPTCY JUDGE