IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

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

ORDER (1) AUTHORIZING PAYMENT OF RENT INTO ESCROW; AND (2) TOLLING PROVISIONS OF THE DESIGNATION RIGHTS AGREEMENT AND RELATED STIPULATIONS AND ORDERS, AS THEY RELATE TO MALLAFUN AMUSEMENTS, INC., PURSUANT TO 11 U.S.C. §§ 105, 363 AND 365

Upon consideration of the *Motion of Debtors for Order (1) Authorizing Payment of Rent into Escrow; and (2) Tolling Provisions of the Designation Rights Agreement and Related Stipulations and Orders, as They Relate to Mallafun Amusements, Inc., Pursuant to 11 U.S.C. §§ 105, 363 and 365* (the "Motion"), filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors and other parties in interest; and notice of the Motion having been provided to the Office of the United States Trustee, the Official Committee of Unsecured Creditors, Mallafun Amusements, Inc., as well as those parties who have requested notice pursuant to Bankruptcy Rule 2002; and it appearing that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefore, it is hereby

[1] The 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.

ORDERED that the Motion is GRANTED; and it is further

ORDERED that all deadlines with respect to the Lease contained in the Assumption Order, the Mallafun Stipulation and the Designation Rights Order shall be extended for a period of time equal to the time from September 17, 2004 until the date that there is a final resolution of the Debtors' rights in the Lease; and it is further

ORDERED that the Debtors are authorized to pay into an escrow account all amounts that come due under the terms of the Lease from and after January 1, 2005, which amounts will be paid to Mallafun upon resolution of the pending dispute in the Debtors favor; and it is further

ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2005

_____
The Honorable John L. Peterson
United States Bankruptcy Judge