

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
CHI-CHI'S, INC., <i>et al.</i> ,) Case No. 03-13063 (JLP)
)
Debtors.) (Jointly Administered)
)

**ORDER GRANTING NOTICE OF FIFTH INTERIM APPLICATION OF ERNST &
YOUNG LLP, FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, FOR COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD OCTOBER 1, 2004 THROUGH DECEMBER 31, 2004**

Upon the Fifth Interim Application of Giuliani Capital Advisors ("GCA"), formerly known as Ernst & Young Corporate Finance LLC ("EYCF"), Financial Advisors to the Official Committee of Unsecured Creditors in Chi-Chi's, Inc., *et al.* (the "Debtors"), for allowance of compensation and reimbursement of expenses for the period October 1, 2004 through December 31, 2004 (the "Fee Period"); and adequate notice of the Application, and any hearing on the Application, having been given, it is hereby

ORDERED, that E&Y is allowed an award of compensation for professional services rendered during the Fee Period in the amount of \$35,182.00;

ORDERED, that E&Y is allowed and award of reimbursement of expenses incurred in connection with professional services rendered during the fee period in the amount of \$202.00; and it is further

ORDERED, that the Debtors are authorized and directed to pay E&Y the amounts set awarded herein to the extent such compensation which remain unpaid within five (5) business days after entry of this Order.

Dated: February____, 2005

John L. Peterson
United States Bankruptcy Judge